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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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation MAVERICK CAPITAL FOUNDATION		A Employer identification number 71-0917626
Number and street (or P.O. box number if mail is not delivered to street address) 300 CRESCENT COURT, 18TH FLOOR	Room/suite	B Telephone number 214-880-4000
City or town, state, and ZIP code DALLAS, TX 75201		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,997,362. (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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	1,676,570.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	67.	67.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	102,011.			
	b Gross sales price for all assets on line 6a	650,000.			
	7 Capital gain net income (from Part IV, line 2)		102,011.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	1,778,648.	102,078.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 2	19,039.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 3	228.	50.		178.
	24 Total operating and administrative expenses Add lines 13 through 23	19,267.	50.		178.
	25 Contributions, gifts, grants paid	1,866,383.			2,099,675.
26 Total expenses and disbursements. Add lines 24 and 25	1,885,650.	50.		2,099,853.	
27 Subtract line 26 from line 12	<107,002.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		102,028.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only.

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	892,922.	1,027,207.	1,027,207.
	2 Savings and temporary cash investments	17,911.	744,450.	744,450.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	726,568.		
	4 Pledges receivable ▶ 243,974.			
	Less: allowance for doubtful accounts ▶	160,676.	243,974.	243,974.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		3,060.	3,060.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	7,704,358.	7,978,671.	7,978,671.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	9,502,435.	9,997,362.	9,997,362.
	17 Accounts payable and accrued expenses	4,643.	17,563.	
	18 Grants payable	627,098.	393,806.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	631,741.	411,369.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	8,710,018.	9,342,019.	
	25 Temporarily restricted	160,676.	243,974.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	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			
30 Total net assets or fund balances	8,870,694.	9,585,993.		
31 Total liabilities and net assets/fund balances	9,502,435.	9,997,362.		

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	8,870,694.
2 Enter amount from Part I, line 27a	2	<107,002.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 4	3	822,301.
4 Add lines 1, 2, and 3	4	9,585,993.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,585,993.

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 37.5805 SHS MAVERICK NEUTRAL LEVERED, LTD.	P	04/01/09	04/01/12
b 66.2625 SHS MAVERICK FUND, LTD.	P	07/01/08	04/01/12
c 82.6498 SHS MAVERICK STABLE FUND, LTD. (ST)	P	07/01/08	04/01/12
d 251.9566 SHS MAVERICK STABLE FUND, LTD. (LT)	P	04/01/09	04/01/12
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 55,000.	0.	62,765.	<7,765.>
b 80,000.	0.	79,960.	40.
c 120,000.	0.	115,937.	4,063.
d 395,000.	0.	289,327.	105,673.
e			

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

(i) FMV 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			<7,765.>
b			40.
c			4,063.
d			105,673.
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	102,011.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 </div>	3	N/A

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))
2011	2,232,373.	10,237,383.	.218061
2010	2,694,895.	9,788,070.	.275324
2009	1,721,624.	6,393,570.	.269274
2008	791,971.	2,420,394.	.327207
2007	1,948.	136,290.	.014293

2 Total of line 1, column (d)	2	1.104159
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	.220832
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	9,471,685.
5 Multiply line 4 by line 3	5	2,091,651.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,020.
7 Add lines 5 and 6	7	2,092,671.
8 Enter qualifying distributions from Part XII, line 4	8	2,099,853.

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 <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	1,020.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	3	1,020.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	1,020.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6a	5,100.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	6b	
6	Credits/Payments.	6c	
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6d	
b	Exempt foreign organizations - tax withheld at source	7	5,100.
c	Tax paid with application for extension of time to file (Form 8868)	8	
d	Backup withholding erroneously withheld	9	
7	Total credits and payments. Add lines 6a through 6d	10	4,080.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 4,080. Refunded <input type="checkbox"/>		

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation. ☒ \$ 0. (2) On foundation managers ☒ \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
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.

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?

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.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TX, CA, PA, NY, MN

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

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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Form 990-PF (2012)

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? Website address N/A	13	X	
14	The books are in care of TONY HAIRSTON Telephone no 214-880-4000 Located at 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX ZIP+4 75201			
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 N/A	15		
16	At any time during calendar year 2012, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No
				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 type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here N/A		X
1b		
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 2012?		X
1c		
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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		
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 2012 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 2012.) N/A		
3b		
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 2012?		X
4b		

Form 990-PF (2012)

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)?

☒ 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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

X

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?

SEE STATEMENT 7

☒ 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?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

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.

(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 6		0.	0.	0.

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

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

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

0

Form 990-PF (2012)

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	8,058,032.
b	Average of monthly cash balances	1b	1,557,892.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	9,615,924.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,615,924.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	144,239.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,471,685.
6	Minimum investment return. Enter 5% of line 5	6	473,584.

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	473,584.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,020.
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,020.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	472,564.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	472,564.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	472,564.

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	2,099,853.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,099,853.
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	5	1,020.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,098,833.

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 (2012)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				472,564.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008	696,907.			
c From 2009	1,402,048.			
d From 2010	2,214,116.			
e From 2011	1,730,903.			
f Total of lines 3a through e	6,043,974.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 2,099,853.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				472,564.
e Remaining amount distributed out of corpus	1,627,289.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	7,671,263.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	7,671,263.			
10 Analysis of line 9				
a Excess from 2008	696,907.			
b Excess from 2009	1,402,048.			
c Excess from 2010	2,214,116.			
d Excess from 2011	1,730,903.			
e Excess from 2012	1,627,289.			

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				
100 WOMEN IN HEDGE FUNDS 331 W 57TH STREET NEW YORK, NY 10019	N/A	PUBLIC CHARITY	EDUCATION	750.
826 VALENCIA 826 VALENCIA STREET SAN FRANCISCO, CA 94110-1737	N/A	PUBLIC CHARITY	EDUCATION	1,650.
826 VALENCIA 826 VALENCIA STREET SAN FRANCISCO, CA 94110-1737	N/A	PUBLIC CHARITY	EDUCATION	15,000.
ADAM'S ANIMALS 2425 STONE CREEK DRIVE PLANO, TX 75075	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	350.
ADVOCATES FOR CHILDREN 151 WEST 30TH STREET NEW YORK, NY 10001	N/A	PUBLIC CHARITY	SOCIAL SERVICES	300.
Total SEE CONTINUATION SHEET(S) ▶ 3a				2,099,675.
b Approved for future payment				
AID STILL REQUIRED PO BOX 7353 SANTA MONICA, CA 90406	N/A	PUBLIC CHARITY	HUMANITARIAN AID	6,000.
ALZHEIMER'S ASSOCIATION 4144 NORTH CENTRAL EXPWY DALLAS, TX 75204-3208	N/A	PUBLIC CHARITY	ALZHEIMER'S RESEARCH	750.
AMERICAN RED CROSS DALLAS 4800 HARRY HINES BLVD DALLAS, TX 75235	N/A	PUBLIC CHARITY	HUMANITARIAN AID	1,250.
Total SEE CONTINUATION SHEET(S) ▶ 3b				393,806.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	67.	
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	102,011.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0.		102,078.	0.
13	Total. Add line 12, columns (b), (d), and (e)				13	102,078.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

[illegible]

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
MAVERICK CAPITAL, LTD. EMPLOYEE	VOLUNTARY	SEE STATEMENT 9
BENEFIT TRUST	EMPLOYEE	
	BENEFIT	
	ASSOCIATION	

Sign Here	<p><small>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.</small></p> <div style="display: flex; justify-content: space-between; align-items: center;"> W. R. Gaskes 11.5.13 TRUSTEE </div> <div style="display: flex; justify-content: space-between; margin-top: 5px;"> Signature of officer or trustee Date Title </div>	<p><small>May the IRS discuss this return with the preparer shown below (see Instr.)?</small></p> <div style="display: flex; justify-content: space-around;"> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div>
------------------	--	--

Paid Preparer Use Only	Print/Type preparer's name KELLI H. ARCHIBALD	Preparer's signature <i>Kelli H. Archibald</i>	Date 10/28/2013	Check <input type="checkbox"/> if self-employed	PTIN P00180332
	Firm's name ▶ ERNST & YOUNG, LLP			Firm's EIN ▶ 34-6565596	
	Firm's address ▶ TWO NORTH CENTRAL, #2300 PHOENIX, AZ 85004			Phone no 602-322-3000	

Form 990-PF (2012)

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2012

Name of the organization

MAVERICK CAPITAL FOUNDATION

Employer identification number

71-0917626

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).

LHA 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) (2012)

Name of organization

Employer identification number

MAVERICK CAPITAL FOUNDATION

71-0917626

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	MAVERICK CAPITAL CHARITIES, LTD. C/O 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	\$ 940,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	LEE S. AINSLIE III C/O 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	\$ 331,639.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	EVAN A. WYLY C/O 300 CRESCENT COURT, SUITE 850 DALLAS, TX 75201	\$ 82,910.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	DAVID SINGER C/O ONE LETTERMAN DRIVE, BLD D, STE. DM100 SAN FRANCISCO, CA 94129	\$ 50,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	WILLIAM BROWN C/O 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	\$ 35,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	WILLIAM KEITH HENNINGTON C/O 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	\$ 25,070.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

MAVERICK CAPITAL FOUNDATION

71-0917626

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
7	AUSTIN CREECH C/O 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	\$ 25,050.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	STEVE KAPP C/O EIGHT TOWER BRIDGE, 161 WASHINGTON ST., STE 820 CONSHOHOCKEN, PA 19428	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	JONATHAN JODKA C/O 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	\$ 20,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	WILLIAM GOODELL C/O 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	\$ 10,030.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
11	JOSEPH MANOGUE C/O 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	\$ 10,030.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
12	RIAD ABRAHAMS C/O 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	\$ 10,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

MAVERICK CAPITAL FOUNDATION

71-0917626

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
13	ANDREW HOMAN C/O ONE LETTERMAN DRIVE, BLD D, STE. DM100 SAN FRANCISCO, CA 94129	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
14	MICHELLE PERRIN C/O 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	\$ 5,060.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
15	ALEXANDER ADAMSON C/O EIGHT TOWER BRIDGE, 161 WASHINGTON ST., STE 820 CONSHOHOCKEN, PA 19428	\$ 5,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
16	ANDREA MCLAUGHLIN C/O 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	\$ 5,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
17	ERIKA LONG C/O 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
18	ALEXANDRE RAFAL C/O 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	\$ 5,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

MAVERICK CAPITAL FOUNDATION

71-0917626

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

Employer identification number

MAVERICK CAPITAL FOUNDATION**71-0917626****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) ▶ \$

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

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ALZHEIMER'S ASSOCIATION 4144 NORTH CENTRAL EXPWY DALLAS, TX 75204-3208	N/A	PUBLIC CHARITY	ALZHEIMER'S RESEARCH	150.
ALZHEIMER'S ASSOCIATION 4144 NORTH CENTRAL EXPWY DALLAS, TX 75204-3208	N/A	PUBLIC CHARITY	ALZHEIMER'S RESEARCH	750.
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY, OK 73123-1718	N/A	PUBLIC CHARITY	CANCER RESEARCH	75.
AMERICAN CANCER SOCIETY 1301 S. BROADWAY TYLER, TX 75701	N/A	PUBLIC CHARITY	CANCER RESEARCH	4,200.
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY, OK 73123-1718	N/A	PUBLIC CHARITY	CANCER RESEARCH	525.
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY, OK 73123-1718	N/A	PUBLIC CHARITY	CANCER RESEARCH	600.
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY, OK 73123-1718	N/A	PUBLIC CHARITY	CANCER RESEARCH	300.
AMERICAN DIABETES ASSOCIATION 1701 N. BEAUREGARD STREET ALEXANDRIA, VA 22311	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	75.
AMERICAN HEART ASSOCIATION GIFT PROCESSING CENTER PHOENIX, AZ 85062-8851	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	300.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS, TX 75231	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	75.
Total from continuation sheets				2,081,625.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
AMERICAN HEART ASSOCIATION 8200 BROOKRIVER DRIVE DALLAS, TX 75247	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	150.
AMERICAN RED CROSS DALLAS 4800 HARRY HINES BLVD DALLAS, TX 75235	N/A	PUBLIC CHARITY	HUMANITARIAN AID	2,000.
AMERICAN RED CROSS DALLAS 4800 HARRY HINES BLVD DALLAS, TX 75235	N/A	PUBLIC CHARITY	HUMANITARIAN AID	550.
AMERICA'S MARKETING HIGH SCHOOL 13356 SHERWOOD HUNTINGTON WOODS, MI 48070	N/A	PUBLIC CHARITY	EDUCATION	3,750.
ANDREW MOREHOUSE TRUST ASSOCIATION 505 WEST 54TH ST NEW YORK, NY 10019	N/A	PUBLIC CHARITY	SOCIAL SERVICES	11,250.
ARCHITECTURE FOR HUMANITY 848 FOLSOM SAN FRANCISCO, CA 94107	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	468.
ARTES DE LA ROSA 1440 N. MAIN STREET FT. WORTH, TX 76164	N/A	PUBLIC CHARITY	ARTS	300.
ASPCA 424 E. 92ND STREET NEW YORK, NY 10128-6804	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	10,000.
ASPCA 424 E. 92ND STREET NEW YORK, NY 10128-6804	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	660.
ASPCA PO BOX 96929 WASHINGTON, DC 20077-7127	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	150.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ASPCA 424 E. 92ND STREET NEW YORK, NY 10128-6804	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	100.
AVON WALK FOR BREAST CANCER AVON FOUNDATION RYE, NY 10580	N/A	PUBLIC CHARITY	CANCER RESEARCH	750.
BAY AREA GIRLS ROCK CAMP PO BOX 22469 OAKLAND, CA 94609	N/A	PUBLIC CHARITY	SOCIAL SERVICES	300.
BAY AREA GIRLS ROCK CAMP PO BOX 22469 OAKLAND, CA 94609	N/A	PUBLIC CHARITY	SOCIAL SERVICES	450.
BAY AREA GIRLS ROCK CAMP PO BOX 22469 OAKLAND, CA 94609	N/A	PUBLIC CHARITY	SOCIAL SERVICES	600.
BAY AREA GIRLS ROCK CAMP PO BOX 22469 OAKLAND, CA 94609	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
BAY AREA GIRLS ROCK CAMP PO BOX 22469 OAKLAND, CA 94609	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
BEGINNING WITH CHILDREN FOUNDATION, INC. 575 LEXINGTON AVENUE NEW YORK, NY 10022	N/A	PUBLIC CHARITY	EDUCATION	50,000.
BEGINNING WITH CHILDREN FOUNDATION, INC. 575 LEXINGTON AVENUE NEW YORK, NY 10022	N/A	PUBLIC CHARITY	EDUCATION	13,950.
BENNETT CANCER CENTER 1351 WASHINGTON BLVD STAMFORD, CT 06902	N/A	PUBLIC CHARITY	CANCER RESEARCH	450.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON ROAD KANAB, UT 84741	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	450.
BIG BROTHERS BIG SISTERS 2900 LIVE OAK STREET DALLAS, TX 75204	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	120.
BLONDES VS. BRUNETTES DALLAS 4144 N CENTRAL EXPWY. DALLAS, TX 75204	N/A	PUBLIC CHARITY	ALZHEIMER'S RESEARCH	450.
BLUE RIDGE AREA FOOD BANK 96 LAUREL HILL ROAD VERONA, VA 22482	N/A	PUBLIC CHARITY	HUNGER RELIEF	15,000.
BLUE RIDGE AREA FOOD BANK 96 LAUREL HILL ROAD VERONA, VA 22482	N/A	PUBLIC CHARITY	HUNGER RELIEF	5,000.
BOYS & GIRLS CLUB OF MT. VERNON, INC. 350 SOUTH SIXTH AVENUE MT. VERNON, NY 10550	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	1,500.
BOYS & GIRLS CLUBS OF GREATER DALLAS 4816 WORTH STREET DALLAS, TX 75246	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	20,000.
BRIDGEWAY CHURCH 228 W. HEFNER ROAD OKLAHOMA CITY, OK 73114	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	1,500.
BROOMALL ROTARY CLUB PO BOX 37 BROOMALL, PA 19008	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	150.
BUILDING GOODNESS FOUNDATION PO BOX 4325 CHARLOTTESVILLE, VA 22905	N/A	PUBLIC CHARITY	SOCIAL SERVICES	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BYERSCHOOL FOUNDATION 1926 ARCH STREET PHILADELPHIA, PA 19103	N/A	PUBLIC CHARITY	EDUCATION	10,000.
CALIFORNIA SUMMER MUSIC 236 WEST PORTAL AVE. #104 SAN FRANCISCO, CA 94127	N/A	PUBLIC CHARITY	ARTS	3,000.
CAPITAL FOR KIDS 2807 ALLEN STREET, #816 DALLAS, TX 75204	N/A	PUBLIC CHARITY	SOCIAL SERVICES	9,900.
CARING BRIDGE DONATION PROCESSING CENTER ALBERT LEA, MN 56007-6632	N/A	PUBLIC CHARITY	SOCIAL SERVICES	900.
CARRY THE LOAD 8343 DOUGLAS AVENUE DALLAS, TX 75225	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	7,500.
CENTER FOR ENVIRONMENTAL HEALTH 2201 BROADWAY OAKLAND, CA 94612	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	7,500.
CENTER FOR ENVIRONMENTAL HEALTH 2201 BROADWAY OAKLAND, CA 94612	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	150.
CHARITY: WATER 200 VARICK STREET NEW YORK, NY 10014	N/A	PUBLIC CHARITY	HUMANITARIAN AID	270.
CHAUTAUQUA INSTITUTION PO BOX 28 CHAUTAUQUA, NY 14722	N/A	PUBLIC CHARITY	ARTS	5,000.
CHILDREN, YOUTH & FAMILY SERVICES, INC. 1000 E. HIGH STREET CHARLOTTESVILLE, VA 22902	N/A	PUBLIC CHARITY	SOCIAL SERVICES	25,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHILDREN, YOUTH & FAMILY SERVICES, INC. 1000 E. HIGH STREET CHARLOTTESVILLE, VA 22902	N/A	PUBLIC CHARITY	SOCIAL SERVICES	15,000.
CHILDREN'S HOPE CHEST PO BOX 63842 COLORADO SPRINGS, CO 80962-3842	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
CHILDREN'S HOSPITAL OF PHILADELPHIA 34TH ST. AND CIVIC CENTER BLVD PHILADELPHIA, PA 19104-4399	N/A	PUBLIC CHARITY	MEDICAL CENTER	5,000.
CHILDREN'S MEDICAL CENTER 2777 STEMMONS FRWY DALLAS, TX 75207-2230	N/A	PUBLIC CHARITY	MEDICAL CENTER	300.
CHILDREN'S MEDICAL CENTER 2777 STEMMONS FRWY DALLAS, TX 75207-2230	N/A	PUBLIC CHARITY	MEDICAL CENTER	1,150.
CHILDREN'S MEDICAL CENTER 2777 STEMMONS FRWY DALLAS, TX 75207-2230	N/A	PUBLIC CHARITY	MEDICAL CENTER	750.
CHILDREN'S MEDICAL CENTER 2777 STEMMONS FWY DALLAS, TX 75207	N/A	PUBLIC CHARITY	MEDICAL CENTER	15,000.
CHILDREN'S SCHOLARSHIP FUND PO BOX 22463 PHILADELPHIA, PA 19110-2463	N/A	PUBLIC CHARITY	EDUCATION	10,000.
CHILDREN'S SCHOLARSHIP FUND PO BOX 22463 PHILADELPHIA, PA 19110-2463	N/A	PUBLIC CHARITY	EDUCATION	30,000.
CHRISTOPHER & DANA REEVE FOUNDATION 636 MORRIS TURNPIKE SHORT HILLS, NJ 07078	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	300.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHRONICLE SEASON OF SHARING FUND 901 MISSION STREET SAN FRANCISCO, CA 94103	N/A	PUBLIC CHARITY	SOCIAL SERVICES	150.
CITYSQUASH P.O. BOX 619 BRONX, NY 10458	N/A	PUBLIC CHARITY	SOCIAL SERVICES	15,000.
CITYSQUASH P.O. BOX 619 BRONX, NY 10458	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
CIVIC BUILDERS, INC. 304 HUDSON STREET NEW YORK, NY 10013	N/A	PUBLIC CHARITY	EDUCATION	3,000.
CIVIC BUILDERS, INC. 304 HUDSON STREET NEW YORK, NY 10013	N/A	PUBLIC CHARITY	EDUCATION	25,000.
COLLEGE GOLF FELLOWSHIP 1217 LAYSAN TEAL DRIVE ROSEVILLE, CA 95747	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	750.
COLLIN COUNTY COMMITTEE ON AGING 600 N TENNESSEE MCKINNEY, TX 75069	N/A	PUBLIC CHARITY	SOCIAL SERVICES	2,500.
COMMUNITY FUND OF BRONXVILLE EASTCHESTER 17 SAGAMORE ROAD BRONXVILLE, NY 10708	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,000.
COMMUNITY SOUP KITCHEN PO BOX 205800 NEW HAVEN, CT 06520	N/A	PUBLIC CHARITY	HUNGER RELIEF	3,750.
CONNECTICUT CHALLENGE 250 PEQUOT AVENUE SOUTHPORT, CT 06890	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CONTACT CRISIS LINE PO BOX 800742 DALLAS, TX 75380	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	9,000.
CORNERSTONE CROSSROADS ACADEMY PO BOX 151062 DALLAS, TX 75315	N/A	PUBLIC CHARITY	EDUCATION	15,000.
CORNERSTONE CROSSROADS ACADEMY PO BOX 151062 DALLAS, TX 75315	N/A	PUBLIC CHARITY	EDUCATION	16,000.
CRAYONS 2 CALCULATORS 2101 WEST CLUB BLVD DURHAM, NC 27705	N/A	PUBLIC CHARITY	EDUCATION	300.
CRISTO REY NEW YORK HIGH SCHOOL 112 EAST 106TH STREET NEW YORK, NY 10029	N/A	PUBLIC CHARITY	EDUCATION	75,000.
CYSTIC FIBROSIS FOUNDATION 3102 MAPLE AVE. DALLAS, TX 75201	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	90.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD BETHESDA, MD 20814	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	240.
CYSTIC FIBROSIS FOUNDATION 3102 MAPLE AVE. DALLAS, TX 75201	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	5,970.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD BETHESDA, MD 20814	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	300.
CYSTIC FIBROSIS FOUNDATION DELAWARE VALLEY CHAPTER MARPLE COMMONS BROOMALL, PA 19008	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	1,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CYSTIC FIBROSIS FOUNDATION 3102 MAPLE AVE. DALLAS, TX 75201	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	20,000.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD BETHESDA, MD 20814	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	75.
DALLAS ARBORETUM 8617 GARLAND ROAD DALLAS, TX 75218	N/A	PUBLIC CHARITY	ARTS	306.
DALLAS AREA HABITAT FOR HUMANITY 2800 N. HAMPTON RD DALLAS, TX 75212	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
DALLAS AREA HABITAT FOR HUMANITY 2800 N. HAMPTON RD DALLAS, TX 75212	N/A	PUBLIC CHARITY	SOCIAL SERVICES	300.
DALLAS CASA 2815 GASTON AVENUE DALLAS, TX 75226	N/A	PUBLIC CHARITY	SOCIAL SERVICES	63,240.
DALLAS CASA 2815 GASTON AVENUE DALLAS, TX 75226	N/A	PUBLIC CHARITY	SOCIAL SERVICES	25,000.
DALLAS CHILDREN'S ADVOCACY CENTER, INC 3611 SWISS AVENUE DALLAS, TX 75204	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	60.
DALLAS CHILDREN'S ADVOCACY CENTER, INC. 5351 SAMUELL BLVD. DALLAS, TX 75228	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	15,000.
DALLAS LIFE 1100 CADIZ STREET DALLAS, TX 75221	N/A	PUBLIC CHARITY	SOCIAL SERVICES	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
DALLAS MORNING NEWS CHARITIES COMMUNITIES FOUNDATION OF TEXAS DALLAS, TX 75225	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	5,000.
DALLAS MUSEUM OF ART 1717 NORTH HARWOOD DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	336.
DALLAS SYMPHONY ORCHESTRA MORTON H. MEYERSON SYMPHONY CTR DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	2,421.
DALLAS URBAN DEBATE ALLIANCE PO BOX 670564 DALLAS, TX 75367	N/A	PUBLIC CHARITY	EDUCATION	480.
DANCING CLASSROOMS 25 WEST 31ST STREET NEW YORK, NY 10001	N/A	PUBLIC CHARITY	EDUCATION	1,500.
DFW DACHSHUND RESCUE FOUNDATION PO BOX 1892 COLLEYVILLE, TX 76034	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	300.
DOCTORS WITHOUT BORDERS PO BOX 5030 HAGERSTOWN, MD 21741-5030	N/A	PUBLIC CHARITY	MEDICAL AID	900.
EQUEST PO BOX 192747 DALLAS, TX 75219	N/A	PUBLIC CHARITY	DISABILITY ASSISTANCE	750.
EQUEST PO BOX 192747 DALLAS, TX 75219	N/A	PUBLIC CHARITY	DISABILITY ASSISTANCE	900.
EXALT YOUTH 175 REMSEN STREET BROOKLYN, NY 11201	N/A	PUBLIC CHARITY	EDUCATION	40,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FAITH'S LODGE 818 W 46TH STREET MINNEAPOLIS, MN 55419	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,500.
FISHER HOUSE 111 ROCKVILLE PIKE ROCKVILLE, MD 20850	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	5,000.
FORT WORTH OPERA 1300 GENDY STREET FORT WORTH, TX 76107	N/A	PUBLIC CHARITY	ARTS	450.
FOSTER KIDS CHARITY, INC. 12830 HILLCREST ROAD DALLAS, TX 75230	N/A	PUBLIC CHARITY	SOCIAL SERVICES	150.
FRIDAY NITE FRIENDS 6601 CUSTER ROAD PLANO, TX 75023	N/A	PUBLIC CHARITY	SOCIAL SERVICES	457.
FRIDAY NITE FRIENDS 6601 CUSTER ROAD PLANO, TX 75023	N/A	PUBLIC CHARITY	SOCIAL SERVICES	2,500.
FRIDAY NITE FRIENDS 6601 CUSTER ROAD PLANO, TX 75023	N/A	PUBLIC CHARITY	SOCIAL SERVICES	150.
FUND FOR PARK AVENUE 445 PARK AVENUE NEW YORK, NY 10022	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	750.
GATEWAY PUBLIC SCHOOLS 1430 SCOTT STREET SAN FRANCISCO, CA 94115	N/A	PUBLIC CHARITY	EDUCATION	10,000.
GIFT OF LIFE 705 2ND STREET SW ROCHESTER, MN 55902	N/A	PUBLIC CHARITY	MEDICAL AID	600.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GILLETTE CHILDREN'S FOUNDATION 200 UNIVERSITY AVENUE EAST ST. PAUL, MN 55101	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	55,000.
GIRL SCOUTS OF NORTHEAST TEXAS 6001 SUMMERSIDE DRIVE DALLAS, TX 75252	N/A	PUBLIC CHARITY	EMPOWERMENT OF WOMEN	400.
GLOBAL EXCHANGE 2017 MISSION STREET SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	HUMANITARIAN AID	150.
GO PROJECT 86 FOURTH AVENUE NEW YORK, NY 10003	N/A	PUBLIC CHARITY	EDUCATION	35,000.
GOLDEN GATE NATIONAL PARK CONSERVANCY BUILDING 201 SAN FRANCISCO, CA 94123	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	1,000.
GOLDEN GATE NATIONAL PARK CONSERVANCY BUILDING 201 SAN FRANCISCO, CA 94123	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	2,500.
GOOD SHEPHERD SERVICES 305 SEVENTH AVENUE NEW YORK, NY 10001	N/A	PUBLIC CHARITY	EDUCATION	50,000.
GREEN AMERICA 1612 K STREET NW WASHINGTON, DC 20006	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	150.
HABITAT FOR HUMANITY SOUTH COLLIN COUNTY PLANO, TX 75086-8117	N/A	PUBLIC CHARITY	SOCIAL SERVICES	500.
HADASSAH MEDICAL ORGANIZATION 50 WEST 58TH STREET NEW YORK, NY 10019	N/A	PUBLIC CHARITY	HUMANITARIAN AID	1,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HAMILTON FAMILY CENTER 1631 HAYES STREET SAN FRANCISCO, CA 94117	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
HAND OF HOPE/JOYCE MEYER MINISTRIES P.O. BOX 655 FENTON, MO 63026	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	3,600.
HARLEM CHILDREN'S ZONE 35 EAST 125TH STREET NEW YORK CITY, NY 10035	N/A	PUBLIC CHARITY	SOCIAL SERVICES	375.
HARLEM RBI 333 EAST 100TH STREET NEW YORK, NY 10029	N/A	PUBLIC CHARITY	EDUCATION	30,000.
HARRINGTON CANCER FOUNDATION 1600 WALLACE BLVD. AMARILLO, TX 79106	N/A	PUBLIC CHARITY	CANCER RESEARCH	300.
HARRINGTON CANCER FOUNDATION 1600 WALLACE BLVD. AMARILLO, TX 79106	N/A	PUBLIC CHARITY	CANCER RESEARCH	300.
HARRINGTON CANCER FOUNDATION 1600 WALLACE BLVD. AMARILLO, TX 79106	N/A	PUBLIC CHARITY	CANCER RESEARCH	150.
HEALTH LEADS 111 HUNTINGTON AVENUE BOSTON, MA 02199	N/A	PUBLIC CHARITY	MEDICAL AID	750.
HOMELESS SOLUTIONS 6 DUMONT PLACE MORRISTOWN, NJ 07960	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON, MA 02780	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	1,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HOPE FOR PAWS 8950 W. OLYMIC BLVD., #525 LOS ANGELES, CA 90211	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	300.
HOPE THROUGH OPPORTUNITY 26 CHICO COURT OAKLAND, CA 94611	N/A	PUBLIC CHARITY	HUMANITARIAN AID	150.
INTERFAITH HOUSING COALITION PO BOX 720206 DALLAS, TX 75372-0206	N/A	PUBLIC CHARITY	SOCIAL SERVICES	420.
INTERNATIONAL HOUSE OF BLUES FOUNDATION 7060 HOLLYWOOD BLVD. HOLLYWOOD, CA 90028	N/A	PUBLIC CHARITY	ARTS	1,500.
INTERFAITH OUTREACH & COMMUNITY PARTNERS 1605 COUNTY ROAD 101N PLYMOUTH, MN 55447-2708	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	1,500.
JEWISH ORTHODOX FEMINIST ALLIANCE 520 8TH AVENUE NEW YORK, NY 10018	N/A	PUBLIC CHARITY	EMPOWERMENT OF WOMEN	7,500.
JUNIOR ACHIEVEMENT OF SOUTHEAST TEXAS 2115 E. GOVERNORS CIRCLE HOUSTON, TX 77092	N/A	PUBLIC CHARITY	EDUCATION	300.
JUNTOS SERVIMOS PO BOX 802535 DALLAS, TX 75380	N/A	PUBLIC CHARITY	HUMANITARIAN AID	500.
JUNTOS SERVIMOS PO BOX 802535 DALLAS, TX 75380	N/A	PUBLIC CHARITY	HUMANITARIAN AID	500.
KATAHDIN PRODUCTIONS 1516 FIFTH STREET BERKELEY, CA 94710	N/A	PUBLIC CHARITY	ARTS	1,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
KERA 3000 HARRY HINES BLVD DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	300.
KERA 3000 HARRY HINES BLVD DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	105.
KIDS WHO CARE INC 1300 GENDY STREET FORT WORTH, TX 76107	N/A	PUBLIC CHARITY	ARTS	300.
KIPP BAY AREA SCHOOLS 1404 FRANKLIN STREET OAKLAND, CA 94612	N/A	PUBLIC CHARITY	EDUCATION	5,000.
KIPP BAY AREA SCHOOLS 1404 FRANKLIN STREET OAKLAND, CA 94612	N/A	PUBLIC CHARITY	EDUCATION	2,500.
KIPP DFW 3200 S. LANCASTER DALLAS, TX 75216	N/A	PUBLIC CHARITY	EDUCATION	20,000.
KIPP NYC 470 7TH AVENUE NEW YORK, NY 10018	N/A	PUBLIC CHARITY	EDUCATION	150,000.
KIPP NYC 470 7TH AVENUE NEW YORK, NY 10018	N/A	PUBLIC CHARITY	EDUCATION	14,000.
LAND TRUST FOR TENNESSEE 209 10TH AVE S. NASHVILLE, TN 37203	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	750.
LEUKEMIA & LYMPHOMA SOCIETY NORTH TEXAS CHAPTER DALLAS, TX 75251	N/A	PUBLIC CHARITY	CANCER RESEARCH	600.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVE WHITE PLAINS, NY 10605	N/A	PUBLIC CHARITY	CANCER RESEARCH	750.
LIBERTY INSTITUTE 2001 W PLANO PKWY PLANO, TX 75075	N/A	PUBLIC CHARITY	SOCIAL SERVICES	2,085.
MACPHAIL CENTER FOR MUSIC 501 S 2ND STREET MINNEAPOLIS, MN 55401	N/A	PUBLIC CHARITY	ARTS	1,500.
MADISON HOUSE 170 RUGBY ROAD CHARLOTTESVILLE, VA 22903	N/A	PUBLIC CHARITY	SOCIAL SERVICES	5,000.
MADISON HOUSE 170 RUGBY ROAD CHARLOTTESVILLE, VA 22903	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,000.
MARCH OF DIMES 12660 COIT ROAD DALLAS, TX 75251	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	750.
MEDICAL CITY FOUNDATION 7777 FOREST LANE DALLAS, TX 75230	N/A	PUBLIC CHARITY	MEDICAL CENTER	490.
MEMORIAL SLOAN-KETTERING CANCER CENTER 633 THIRD AVENUE NEW YORK, NY 10017	N/A	PUBLIC CHARITY	MEDICAL CENTER	300.
MI ESCUELITA PRESCHOOL, INC. 4231 MAPLE AVENUE DALLAS, TX 75219	N/A	PUBLIC CHARITY	EDUCATION	20,000.
MISSION DOLORES ACADEMY 3371 16TH STREET SAN FRANCISCO, CA 94114	N/A	PUBLIC CHARITY	EDUCATION	11,250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MISSION DOLORES ACADEMY 3371 16TH STREET SAN FRANCISCO, CA 94114	N/A	PUBLIC CHARITY	EDUCATION	7,500.
MISSION DOLORES ACADEMY 3371 16TH STREET SAN FRANCISCO, CA 94114	N/A	PUBLIC CHARITY	EDUCATION	7,500.
MISSION METROPLEX 210 W. SOUTH STREET ARLINGTON, TX 76010	N/A	PUBLIC CHARITY	SOCIAL SERVICES	4,500.
MISSION METROPLEX 210 W. SOUTH STREET ARLINGTON, TX 76010	N/A	PUBLIC CHARITY	SOCIAL SERVICES	7,500.
MOVEMBER, INC PO BOX 2726 VENICE, CA 90294-2726	N/A	PUBLIC CHARITY	CANCER RESEARCH	300.
MOVEMBER, INC PO BOX 2726 VENICE, CA 90294-2726	N/A	PUBLIC CHARITY	CANCER RESEARCH	120.
MOVEMBER, INC PO BOX 2726 VENICE, CA 90294-2726	N/A	PUBLIC CHARITY	CANCER RESEARCH	285.
MULTIPLE SCLEROSIS FOUNDATION 6520 NORTH ANDREWS AVENUE FT. LAUDERDALE, FL 33309	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	750.
MULTIPLE SCLEROSIS FOUNDATION 6520 NORTH ANDREWS AVENUE FT. LAUDERDALE, FL 33309	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	750.
NASHER SCULPTURE CENTER 2001 FLORA STREET DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	225.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NATIONAL CONSTITUTION CENTER 525 ARCH STREET PHILADELPHIA, PA 19106	N/A	PUBLIC CHARITY	EDUCATION	1,787.
NATIONAL MS SOCIETY ATTN: MATCHING GIFTS HOUSTON, TX 77054	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	450.
NATIONAL MS SOCIETY 733 THIRD AVENUE NEW YORK, NY 10017	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	105.
NATIONAL MS SOCIETY 1120 JAMES DRIVE HARTLAND, WI 53029	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	200.
NATIONAL MS SOCIETY 733 THIRD AVENUE NEW YORK, NY 10017	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	900.
NATIONAL MS SOCIETY 2105 LUNA ROAD CARROLLTON, TX 75006	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	150.
NAVY SEAL FOUNDATION 1619 D STREET VIRGINIA BEACH, VA 23459	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	13,200.
NEED IN DEED 211 N. 13TH STREET PHILADELPHIA, PA 19107	N/A	PUBLIC CHARITY	EDUCATION	10,000.
NEW CANAAN LIBRARY 151 MAIN STREET NEW CANAAN, CT 06840	N/A	PUBLIC CHARITY	EDUCATION	1,500.
NEW YORK CITY OUTWARD BOUND CENTER, INC. 511 WEST 182ND STREET NEW YORK, NY 10033	N/A	PUBLIC CHARITY	EDUCATION	75,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NEW YORK UNIVERSITY MCSILVER INSTITUTE FOR POVERTY AND RESEARCH NEW YORK, NY 10003-9580	N/A	PUBLIC CHARITY	EDUCATION	6,000.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236-2028	N/A	PUBLIC CHARITY	HUNGER RELIEF	300.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236-2028	N/A	PUBLIC CHARITY	HUNGER RELIEF	250.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236-2028	N/A	PUBLIC CHARITY	HUNGER RELIEF	605.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236-2028	N/A	PUBLIC CHARITY	HUNGER RELIEF	15,000.
ONE HOME MANY HOPES 67 TROTting PARK ROAD EAST PALMOUTH, MA 02536	N/A	PUBLIC CHARITY	HUMANITARIAN AID	3,000.
ONE HOME MANY HOPES 67 TROTting PARK ROAD EAST PALMOUTH, MA 02536	N/A	PUBLIC CHARITY	HUMANITARIAN AID	18,000.
OPERATION HOMEFRONT 10157 IH 35 N. SAN ANTONIO, TX 78233	N/A	PUBLIC CHARITY	SOCIAL SERVICES	6,000.
OPERATION KINDNESS 3201 EARHART DRIVE CARROLLTON, TX 75006	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	750.
ORPHEUS CHAMBER ORCHESTRA 490 RIVERSIDE DRIVE NEW YORK, NY 10027	N/A	PUBLIC CHARITY	ARTS	150.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
OXFAM AMERICA 226 CAUSEWAY STREET BOSTON, MA 02111	N/A	PUBLIC CHARITY	HUMANITARIAN AID	9,000.
PACIFIC INSTITUTE 654 13TH STREET OAKLAND, CA 94612	N/A	PUBLIC CHARITY	SOCIAL SERVICES	2,500.
PAN-MASS CHALLENGE 77 4TH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	750.
PART OF THE SOLUTION 2759 WEBSTER AVENUE BRONX, NY 10458	N/A	PUBLIC CHARITY	HUNGER RELIEF	70,000.
PART OF THE SOLUTION 2759 WEBSTER AVENUE BRONX, NY 10458	N/A	PUBLIC CHARITY	HUNGER RELIEF	14,000.
PARTNERS IN HEALTH PO BOX 845578 BOSTON, MA 02199	N/A	PUBLIC CHARITY	HUMANITARIAN AID	10,500.
PAUL NABIL BUSTANY MEMORIAL FOUNDATION FOR SYNOVIAL SARCOMA, INC., 15 FOOTE'S LANE MORRISTOWN, NJ 07960	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	15,000.
PAWS IN THE CITY 3824 CEDAR SPRINGS ROAD DALLAS, TX 75219	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	100.
PHILABUNDANCE 3616 SOUTH GALLOWAY ST PHILADELPHIA, PA 19148-5402	N/A	PUBLIC CHARITY	HUNGER RELIEF	5,000.
PIEDMONT CASA 818 EAST HIGH STREET CHARLOTTESVILLE, VA 22902	N/A	PUBLIC CHARITY	SOCIAL SERVICES	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PIEDMONT CASA 818 EAST HIGH STREET CHARLOTTESVILLE, VA 22902	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
PIEDMONT FAMILY YMCA 442 WESTFIELD ROAD CHARLOTTESVILLE, VA 22901	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
PIEDMONT FAMILY YMCA 442 WESTFIELD ROAD CHARLOTTESVILLE, VA 22901	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
PREECLAMPSIA FOUNDATION 6767 N WICKHAM RD MELBOURNE, FL 32940-2025	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	225.
PROJECT TRANSFORMATION 547 E. JEFFERSON BLVD DALLAS, TX 75203	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	3,750.
PROJECT TRANSFORMATION 547 E. JEFFERSON BLVD DALLAS, TX 75203	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	500.
PROJECT TRANSFORMATION 547 E. JEFFERSON BLVD DALLAS, TX 75203	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	5,000.
PROJECT TRANSFORMATION 547 E. JEFFERSON BLVD DALLAS, TX 75203	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	20,000.
PROMISE HOUSE, INC. 224 W. PAGE AVENUE DALLAS, TX 75208	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
PUPPIES BEHIND BARS 10 E 40TH STREET NEW YORK, NY 10016	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	660.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	4,500.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,000.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,000.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	720.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	7,500.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	600.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	360.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	930.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,200.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,900.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	75.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	375.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	300.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	2,235.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	7,200.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,000.
RORI GUERRERO FOUNDATION, INC 6601 CUSTER ROAD PLANO, TX 75023	N/A	PUBLIC CHARITY	SOCIAL SERVICES	500.
ROW NEW YORK 10-27 46TH AVENUE LONG ISLAND CITY, NY 11101	N/A	PUBLIC CHARITY	EDUCATION	30,000.
ROW NEW YORK 10-27 46TH AVENUE LONG ISLAND CITY, NY 11101	N/A	PUBLIC CHARITY	EDUCATION	7,000.
SALESMANSHIP CLUB YOUTH AND FAMILY CENTER 106 EAST 10TH STREET DALLAS, TX 75203	N/A	PUBLIC CHARITY	SOCIAL SERVICES	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SAN FRANCISCO CHILD ABUSE PREVENTION CTR 1757 WALLER STREET SAN FRANCISCO, CA 94117	N/A	PUBLIC CHARITY	SOCIAL SERVICES	15,000.
SAN FRANCISCO FRIENDS OF CHAMBER MUSIC 135 MAIN STREET SAN FRANCISCO, CA 94105	N/A	PUBLIC CHARITY	ARTS	750.
SAN FRANCISCO FRIENDS OF CHAMBER MUSIC 135 MAIN STREET SAN FRANCISCO, CA 94105	N/A	PUBLIC CHARITY	ARTS	3,750.
SAN FRANCISCO GENERAL HOSPITAL PDNT 2789 25TH STREET SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	MEDICAL CENTER	5,000.
SCHOLARMATCH 826 NATIONAL SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	EDUCATION	5,000.
SCHOLARMATCH 826 NATIONAL SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	EDUCATION	4,500.
SCHOLARMATCH 826 NATIONAL SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	EDUCATION	750.
SCHOLARMATCH 826 NATIONAL SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	EDUCATION	1,650.
SCHOLARMATCH 826 NATIONAL SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	EDUCATION	10,000.
SCLERODERMA FOUNDATION 300 ROSEWOOD DRIVE DANVERS, MA 01923	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	450.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SMILE TRAIN 41 MADISON AVENUE NEW YORK, NY 10010	N/A	PUBLIC CHARITY	MEDICAL AID	300.
SMILE TRAIN 41 MADISON AVENUE NEW YORK, NY 10010	N/A	PUBLIC CHARITY	MEDICAL AID	750.
SOCIETY OF ST. VINCENT DE PAUL 4347 W. NORTHWEST HIGHWAY DALLAS, TX 75220	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,500.
SOCIETY OF ST. VINCENT DE PAUL 4347 W. NORTHWEST HIGHWAY DALLAS, TX 75220	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,000.
SPCA OF TEXAS 2400 LONE STAR DRIVE DALLAS, TX 75212	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	450.
SPCA OF TEXAS 2400 LONE STAR DRIVE DALLAS, TX 75212	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	300.
SPCA OF TEXAS 2400 LONE STAR DRIVE DALLAS, TX 75212	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	750.
SPCA OF TEXAS 2400 LONE STAR DRIVE DALLAS, TX 75212	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	450.
SPECIAL OLYMPICS NEW YORK HUDSON VALLEY REGION WAPPINGERS FALLS, NY 12590	N/A	PUBLIC CHARITY	DISABILITY ASSISTANCE	3,750.
SPECIAL OLYMPICS OF TEXAS 400 S. ZANG DALLAS, TX 75208	N/A	PUBLIC CHARITY	DISABILITY ASSISTANCE	750.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	300.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	750.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 2923 JEANETTA ST HOUSTON, TX 77063-4011	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	300.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	300.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	750.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 14 PENN PLAZA NEW YORK, NY 10122	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	15,000.
ST. ROSE OF LIMA 1345 WEST DAKOTA AVENUE DENVER, CO 80223	N/A	PUBLIC CHARITY	EDUCATION	7,500.
STARLIGHT CHILDREN'S FOUNDATION 1560 BROADWAY NEW YORK, NY 10036	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,750.
STUDENT SPONSOR PARTNERS 424 MADISON AVE NEW YORK, NY 10017	N/A	PUBLIC CHARITY	EDUCATION	25,000.
SUCCESS CHARTER ACADEMY SCHOOL BRONX SUCCESS ACADEMY NEW YORK, NY 10027	N/A	PUBLIC CHARITY	EDUCATION	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SUCCESS CHARTER ACADEMY SCHOOL BRONX SUCCESS ACADEMY NEW YORK, NY 10027	N/A	PUBLIC CHARITY	EDUCATION	125,000.
SUMMER SEARCH 500 SANSOME STREET SAN FRANCISCO, CA 94111	N/A	PUBLIC CHARITY	EDUCATION	5,000.
SUSAN G KOMEN DALLAS RACE FOR THE CURE 12820 HILLCREST RD DALLAS, TX 75230-1526	N/A	PUBLIC CHARITY	CANCER RESEARCH	450.
SUSAN G KOMEN 3-DAY FOR THE CURE 205 N. MICHIGAN AVENUE CHICAGO, IL 60601-5927	N/A	PUBLIC CHARITY	CANCER RESEARCH	150.
SUSAN G KOMEN 3-DAY FOR THE CURE 205 N. MICHIGAN AVENUE CHICAGO, IL 60601-5927	N/A	PUBLIC CHARITY	CANCER RESEARCH	750.
SUSAN G KOMEN 3-DAY FOR THE CURE 205 N. MICHIGAN AVENUE CHICAGO, IL 60601-5927	N/A	PUBLIC CHARITY	CANCER RESEARCH	1,800.
SUSAN G KOMEN 3-DAY FOR THE CURE 205 N. MICHIGAN AVENUE CHICAGO, IL 60601-5927	N/A	PUBLIC CHARITY	CANCER RESEARCH	30.
SUSAN G KOMEN 3-DAY FOR THE CURE 5005 LBJ FREEWAY DALLAS, TX 75244	N/A	PUBLIC CHARITY	CANCER RESEARCH	350.
SUSAN G KOMEN FOR THE CURE PO BOX 650309 DALLAS, TX 75265	N/A	PUBLIC CHARITY	CANCER RESEARCH	75.
SWIM ACROSS AMERICA 14 LITTLE RIDGE ROAD RIDGEFIELD, CT 06877	N/A	PUBLIC CHARITY	CANCER RESEARCH	300.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SWIM ACROSS AMERICA 14 LITTLE RIDGE ROAD RIDGEFIELD, CT 06877	N/A	PUBLIC CHARITY	CANCER RESEARCH	4,050.
TEACH FIRST 4 MORE LONDON RIVERSIDE LONDON, UNITED KINGDOM SE1 2AU	N/A	FOREIGN CHARITY SEE EXPENDITURE RESPONSIBILITY STATE	EDUCATION	7,000.
TEAM FOR KIDS 156 WEST 56TH STREET NEW YORK, NY 10019	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,050.
TEAM FOR KIDS 156 WEST 56TH STREET NEW YORK, NY 10019	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
TEXAS BALLET THEATRE 2100 ROSS AVENUE DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	600.
TEXAS BALLET THEATRE 2100 ROSS AVENUE DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	600.
THE AVIVA RACHEL ARYEH FOUNDATION 274 ELM STREET WEST HEMPSTEAD, NY 11552	N/A	PUBLIC CHARITY	EDUCATION	450.
THE CAPE ELEUTHERA FOUNDATION PO BOX 5910 PRINCETON, NJ 08543	N/A	PUBLIC CHARITY	EDUCATION	1,000.
THE CAPE ELEUTHERA FOUNDATION PO BOX 5910 PRINCETON, NJ 08543	N/A	PUBLIC CHARITY	EDUCATION	5,000.
THE DALLAS OPERA 2403 FLORA STREET DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE FAMILY PLACE PO BOX 7999 DALLAS, TX 75209	N/A	PUBLIC CHARITY	SOCIAL SERVICES	460.
THE FAMILY PLACE PO BOX 7999 DALLAS, TX 75209	N/A	PUBLIC CHARITY	SOCIAL SERVICES	25,000.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 20002-4999	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	600.
THE NOURISH COLLECTIVE 836 RACHELLE DRIVE RED OAK, TX 75154	N/A	PUBLIC CHARITY	SOCIAL SERVICES	300.
THE PRESIDIO TRUST PO BOX 29052 SAN FRANCISCO, CA 94129	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	5,000.
THE PRESIDIO TRUST PO BOX 29052 SAN FRANCISCO, CA 94129	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	500.
THE SALVATION ARMY 6500 HARRY HINES BLVD DALLAS, TX 75235	N/A	PUBLIC CHARITY	HUMANITARIAN AID	1,500.
THE SALVATION ARMY 6500 HARRY HINES BLVD DALLAS, TX 75235	N/A	PUBLIC CHARITY	HUMANITARIAN AID	750.
THE SALVATION ARMY 6500 HARRY HINES BLVD DALLAS, TX 75235	N/A	PUBLIC CHARITY	HUMANITARIAN AID	300.
THE SALVATION ARMY 6500 HARRY HINES BLVD DALLAS, TX 75235	N/A	PUBLIC CHARITY	HUMANITARIAN AID	20,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE SAMARITAN INN 1725 N. MCDONALD STREET MCKINNEY, TX 75071	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,250.
THE STEWPOT FIRST PRESBYTERIAN CHURCH DALLAS, TX 75201	N/A	PUBLIC CHARITY	HUNGER RELIEF	10,000.
THEATRE 3 2800 ROUTH STREET DALLAS, TX 75201	N/A	PUBLIC CHARITY	ARTS	750.
TURNING POINTS FOR CHILDREN 415 S. 15TH STREET PHILADELPHIA, PA 19146	N/A	PUBLIC CHARITY	EDUCATION	5,000.
UJA FEDERATION OF NEW YORK 130 E. 59TH STREET NEW YORK, NY 10022	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	3,000.
UMCOR 475 RIVERSIDE DRIVE NEW YORK, NY 10015	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	1,000.
UNION GOSPEL MISSION 3211 IRVING BOULEVARD DALLAS, TX 75247	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
UNITED WAY OF METROPOLITAN DALLAS 1800 N. LAMAR DALLAS, TX 75202	N/A	PUBLIC CHARITY	SOCIAL SERVICES	5,000.
UNITED WAY OF WESTCHESTER AND PUTNAM 336 CENTRAL PARK AVENUE WHITE PLAINS, NY 10606-1500	N/A	PUBLIC CHARITY	SOCIAL SERVICES	990.
UNITED WAY OF WESTERN CONNECTICUT SANDY HOOK SCHOOL SUPPORT FUND NEWTON, CT 06470	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
URBAN WORD NYC 242 WEST 27TH STREET NEW YORK, NY 10001	N/A	PUBLIC CHARITY	EDUCATION	3,450.
URBAN WORD NYC 242 WEST 27TH STREET NEW YORK, NY 10001	N/A	PUBLIC CHARITY	EDUCATION	450.
URBAN WORD NYC 242 WEST 27TH STREET NEW YORK, NY 10001	N/A	PUBLIC CHARITY	EDUCATION	450.
VETERANS HEALING INITIATIVE 108 VERONESE DRIVE GREENVILLE, SC 29609	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
VOGEL ALCOVE 7557 RAMBLER ROAD DALLAS, TX 75231	N/A	PUBLIC CHARITY	SOCIAL SERVICES	6,000.
VOICE OF HOPE MINISTRIES, INC. PO BOX 224845 DALLAS, TX 75222-4845	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	1,500.
WEANTINOGE HERITAGE LAND TRUST 5 MAPLE STREET KENT, CT 06757	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	1,200.
WEST DALLAS COMMUNITY SCHOOL 2300 CANADA DRIVE DALLAS, TX 75212	N/A	PUBLIC CHARITY	EDUCATION	24,000.
WORLD AFFAIRS COUNCIL 325 N. ST. PAUL STREET DALLAS, TX 75201	N/A	PUBLIC CHARITY	EDUCATION	300.
WORLD EDUCATION & DEVELOPMENT FUND 915 BROADWAY NEW YORK CITY, NY 10010	N/A	PUBLIC CHARITY	HUMANITARIAN AID	750.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
WORLD HOPE INTERNATIONAL PO BOX 17151 BALTIMORE, MD 21297-1151	N/A	PUBLIC CHARITY	HUMANITARIAN AID	155.
YESHIVAT CHOVEVEI TORAH RABBINICAL SCHOOL 3700 HENRY HUDSON PARKWAY RIVERDALE, NY 10463	N/A	PUBLIC CHARITY	EDUCATION	7,500.
YESHIVAT CHOVEVEI TORAH RABBINICAL SCHOOL 3700 HENRY HUDSON PARKWAY RIVERDALE, NY 10463	N/A	PUBLIC CHARITY	EDUCATION	3,000.
YMCA 7301 GASTON AVENUE DALLAS, TX 75214	N/A	PUBLIC CHARITY	SOCIAL SERVICES	790.
YMCA OF METRO DALLAS 1621 W. WALNUT HILL LN IRVING, TX 75038	N/A	PUBLIC CHARITY	SOCIAL SERVICES	150.
YOUTH EMPOWERMENT PROJECT 1604 ORETHA CASTLE HALEY BLVD NEW ORLEANS, LA 70113	N/A	PUBLIC CHARITY	SOCIAL SERVICES	450.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
BOYS & GIRLS CLUBS OF AMERICA 5 HANOVER SQUARE NEW YORK, NY 10004	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	7,500.
BREAKING CHAINS INTERNATIONAL PO BOX 2128 AUBURNDALE, FL 33823	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	3,150.
BROOKLINE FIRE COMPANY 1315 DARBY ROAD HAVERTOWN, PA 19083	N/A	PUBLIC CHARITY	COMMUNITY SERVICE	120.
CASA 50 BROADWAY NEW YORK, NY 10004-1694	N/A	PUBLIC CHARITY	SOCIAL SERVICES	900.
CENTER FOR ENVIRONMENTAL HEALTH 2201 BROADWAY OAKLAND, CA 94612	N/A	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	3,000.
CHILDREN'S HOSPITAL OF PHILADELPHIA 34TH ST. AND CIVIC CENTER BLVD PHILADELPHIA, PA 19104-4399	N/A	PUBLIC CHARITY	MEDICAL CENTER	5,000.
CHRONICLE SEASON OF SHARING FUND 901 MISSION STREET SAN FRANCISCO, CA 94103	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
COMMUNITY FUND OF BRONXVILLE EASTCHESTER 17 SAGAMORE ROAD BRONXVILLE, NY 10708	N/A	PUBLIC CHARITY	SOCIAL SERVICES	7,500.
DALLAS LIFE 1100 CADIZ STREET DALLAS, TX 75221	N/A	PUBLIC CHARITY	SOCIAL SERVICES	15,000.
DALLAS MORNING NEWS CHARITIES COMMUNITIES FOUNDATION OF TEXAS DALLAS, TX 75225	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	10,000.
Total from continuation sheets				385,806.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
DEPY VENTURES 5 PENN PLAZA NEW YORK, NY 10001	N/A	PUBLIC CHARITY	EDUCATION	3,000.
DIABETES RESEARCH INSTITUTE 200 SOUTH PARK ROAD HOLLYWOOD, FL 33021	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	162.
FRIENDS OF OXBOW PO BOX 6552 ROCHESTER, MN 55902	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	450.
GIFT OF LIFE 705 2ND STREET SW ROCHESTER, MN 55902	N/A	PUBLIC CHARITY	MEDICAL AID	750.
HEART HOUSE DALLAS PO BOX 823162 DALLAS, TX 75382	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,500.
HOMELESS SOLUTIONS 6 DUMONT PLACE MORRISTOWN, NJ 07960	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON, MA 02780	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	1,000.
HOSPICE FOUNDATION 225 COMO PARK BOULEVARD BUFFALO, NY 14227-1480	N/A	PUBLIC CHARITY	MEDICAL AID	300.
IN HIS IMAGE PO BOX 1191 TULSA, OK 74101	N/A	PUBLIC CHARITY	COMMUNITY OUTREACH	6,000.
JEWISH ORTHODOX FEMINIST ALLIANCE 520 8TH AVENUE NEW YORK, NY 10018	N/A	PUBLIC CHARITY	EMPOWERMENT OF WOMEN	3,750.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
KIPP NYC 470 7TH AVENUE NEW YORK, NY 10018	N/A	PUBLIC CHARITY	EDUCATION	139,897.
LEUKEMIA & LYMPHOMA SOCIETY NORTH TEXAS CHAPTER DALLAS, TX 75251	N/A	PUBLIC CHARITY	CANCER RESEARCH	300.
MATH MASTERS OF MINNESOTA 301 NW THIRD STREET AUSTIN, MN 55912	N/A	PUBLIC CHARITY	EDUCATION	750.
MISSION DOLORES ACADEMY 3371 16TH STREET SAN FRANCISCO, CA 94114	N/A	PUBLIC CHARITY	EDUCATION	3,000.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236-2028	N/A	PUBLIC CHARITY	HUNGER RELIEF	10,500.
OPERATION KINDNESS 3201 EARTHART DRIVE CARROLLTON, TX 75006	N/A	PUBLIC CHARITY	ANIMAL RIGHTS	750.
PIG IRON THEATRE COMPANY 1417 N. 2ND STREET PHILADELPHIA, PA 19122	N/A	PUBLIC CHARITY	ARTS	375.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,500.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	111,500.
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,200.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
ROW NEW YORK 10-27 46TH AVENUE LONG ISLAND CITY, NY 11101	N/A	PUBLIC CHARITY	EDUCATION	900.
SAFEPLACE PO BOX 19454 AUSTIN, TX 78760	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,500.
SANT IGNATIUS COLLEGE PREPARATORY 2001 37TH AVENUE SAN FRANCISCO, CA 94116-1165	N/A	PUBLIC CHARITY	EDUCATION	15,000.
SCHOLARMATCH 826 NATIONAL SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	EDUCATION	5,850.
SCHOLARMATCH 826 NATIONAL SAN FRANCISCO, CA 94110	N/A	PUBLIC CHARITY	EDUCATION	3,000.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	750.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	1,827.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	1,500.
SUSAN G KOMEN FOR THE CURE PO BOX 650309 DALLAS, TX 75265	N/A	PUBLIC CHARITY	CANCER RESEARCH	750.
THE FAMILY PLACE PO BOX 7999 DALLAS, TX 75209	N/A	PUBLIC CHARITY	SOCIAL SERVICES	750.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
UNION GOSPEL MISSION 3211 IRVING BOULEVARD DALLAS, TX 75247	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,000.
URBAN WORD NYC 242 WEST 27TH STREET NEW YORK, NY 10001	N/A	PUBLIC CHARITY	EDUCATION	4,500.
USO PO BOX 96322 WASHINGTON, DC 20090	N/A	PUBLIC CHARITY	SOCIAL SERVICES	1,000.
WORLD AFFAIRS COUNCIL 325 N. ST. PAUL STREET DALLAS, TX 75201	N/A	PUBLIC CHARITY	EDUCATION	375.
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD JACKSONVILLE, FL 32256	N/A	PUBLIC CHARITY	SOCIAL SERVICES	3,000.
YESHIVAT MAHARAT 3700 HENRY HUDSON PARKWAY BRONX, NY 10463	N/A	PUBLIC CHARITY	EDUCATION	3,750.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MORGANSTANLEY SMITHBARNEY LLC	67.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	67.

FORM 990-PF TAXES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	19,039.	0.		0.
TO FORM 990-PF, PG 1, LN 18	19,039.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	228.	50.		178.
TO FORM 990-PF, PG 1, LN 23	228.	50.		178.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 4

DESCRIPTION	AMOUNT
UNREALIZED GAIN/(LOSS) - MAVERICK STABLE FUND, LTD. (LT)	168,157.
UNREALIZED GAIN/(LOSS) - MAVERICK STABLE FUND, LTD. (ST)	71,297.
UNREALIZED GAIN/(LOSS) - MAVERICK FUND, LTD.	297,971.
UNREALIZED GAIN/(LOSS) - MAVERICK NEUTRAL LEVERED, LTD.	284,876.
TOTAL TO FORM 990-PF, PART III, LINE 3	822,301.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MAVERICK STABLE FUND, LTD. (LT)	2,962,182.	2,962,182.	
MAVERICK STABLE FUND, LTD. (ST)	976,496.	976,496.	
MAVERICK FUND, LTD.	2,029,091.	2,029,091.	
MAVERICK NEUTRAL LEVERED, LTD.	2,010,902.	2,010,902.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,978,671.	7,978,671.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	6
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LEE S. AINSLIE III 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	TRUSTEE 0.40	0.	0.	0.
EVAN A. WYLY 300 CRESCENT COURT, 10TH FLOOR DALLAS, TX 75201	TRUSTEE 0.40	0.	0.	0.
MICHAEL A. PAUSIC 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	TRUSTEE 0.25	0.	0.	0.
KEITH HENNINGTON 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	TRUSTEE 0.25	0.	0.	0.
WILLIAM GOODELL 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	TRUSTEE 0.25	0.	0.	0.
DAVID SINGER ONE LETTERMAN DRIVE, BUILDING D - SUITE DM100 SAN FRANCISCO, CA 94129	TRUSTEE 0.25	0.	0.	0.
STEVEN H. KAPP 161 WASHINGTON STREET, SUITE 820 CONSHOHOCKEN, PA 19428	TRUSTEE 0.25	0.	0.	0.

MAVERICK CAPITAL FOUNDATION

71-0917626

STEVE GALBRAITH 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	TRUSTEE 0.25	0.	0.	0.
WINSTON HOLT IV 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	TRUSTEE 0.25	0.	0.	0.
JOHN MCCAFFERTY 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	TRUSTEE 0.25	0.	0.	0.
GUNNAR OVERSTROM 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	TRUSTEE 0.25	0.	0.	0.
ANDREW WARFORD 300 1/2 FERNDAL ROAD WEST WAYZATA, MN 55391	TRUSTEE 0.25	0.	0.	0.
CARTER CREECH 300 CRESCENT COURT, 18TH FLOOR DALLAS, TX 75201	TRUSTEE 0.25	0.	0.	0.
DONALD DEVINE 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	TRUSTEE 0.25	0.	0.	0.
ALEX RAFAL 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	TRUSTEE 0.25	0.	0.	0.
BATES BROWN 767 FIFTH AVENUE, 11TH FLOOR NEW YORK, NY 10153	TRUSTEE 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF	EXPENDITURE RESPONSIBILITY STATEMENT	STATEMENT	7
	PART VII-B, LINE 5C		

GRANTEE'S NAME

TEACH FIRST

GRANTEE'S ADDRESS4 MORE LONDON RIVERSIDE
LONDON, UNITED KINGDOM, SE1 2AU

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
7,000.	09/18/12	7,000.	10/17/13

PURPOSE OF GRANT

TRANSFORM GRADUATES INTO TEACHERS OF YOUTH WITH EDUCATIONAL DISADVANTAGES

DATES OF REPORTS BY GRANTEE

10/16/2013

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATIONTO THE KNOWLEDGE OF THE FOUNDATION, AND BASED ON THE REPORT(S) FURNISHED BY
THE GRANTEE, NO PART HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER

LEE S. AINSLIE III
EVAN A. WYLY
MICHAEL A. PAUSIC
STEVEN H. KAPP
STEVE GALBRAITH
GUNNAR OVERSTROM
ALEX RAFAL

990-PF	AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS PART XVII, LINE 2, COLUMN (C)	STATEMENT	9
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NAME OF AFFILIATED OR RELATED ORGANIZATION

MAVERICK CAPITAL, LTD. EMPLOYEE BENEFIT TRUST

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON DIRECTORS/TRUSTEES

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. MAVERICK CAPITAL FOUNDATION	Employer identification number (EIN) or 71-0917626
	Number, street, and room or suite no. If a P.O. box, see instructions. 300 CRESCENT COURT, 18TH FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. DALLAS, TX 75201	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

TONY HAIRSTON

- The books are in the care of ► **300 CRESCENT COURT, 18TH FLOOR DALLAS, TX - 75201**
Telephone No. ► **214-880-4000** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2012** or
► ☐ tax year beginning , and ending .

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	5,100.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	5,100.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return See instructions	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions MAVERICK CAPITAL FOUNDATION	Employer identification number (EIN) or 71-0917626
	Number, street, and room or suite no. If a P.O. box, see instructions. 300 CRESCENT COURT, 18TH FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. DALLAS, TX 75201	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (Individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

TONY HAIRSTON

- The books are in the care of **300 CRESCENT COURT, 18TH FLOOR DALLAS, TX - 75201**
Telephone No. **214-880-4000** FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**

5 For calendar year **2012**, or other tax year beginning , and ending .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED IN ORDER TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	5,100.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	5,100.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title **TRUSTEE**

Date

Form 8868 (Rev. 1-2013)