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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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>EDWARD G. SCHLIEDER EDUCATIONAL FOUNDATION</b>		A Employer identification number <b>72-0408974</b>
Number and street (or P O box number if mail is not delivered to street address) <b>201 ST. CHARLES AVENUE- 25TH FLOOR</b>		Room/suite <b>2508</b>
City or town, state, and ZIP code <b>NEW ORLEANS, LA 70170</b>		B Telephone number <b>(504) 599-5950</b>
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		C If exemption application is pending, check here ► <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		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>63,794,587.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
<b>Part I Analysis of Revenue and Expenses</b> (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)
1 Contributions, gifts, grants, etc., received		
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments		765.   765.   765. <b>STATEMENT 1</b>
3 Dividends and interest from securities		600,623.   600,623.   600,623. <b>STATEMENT 2</b>
5a Gross rents b Net rental income or (loss) _____		
6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a <b>18,345,466.</b>		9,331,224.   9,331,224. <b>RECEIVED</b>
7 Capital gain net income (from Part IV, line 2)		N/A
8 Net short-term capital gain		743
9 Income modifications Gross sales less returns and allowances		NOV 27 2013
10a Gross profit or (loss)		IRS-OSC
11 Other income		
12 Total Add lines 1 through 11		<b>OGDEN, UT</b>
13 Compensation of officers, directors, trustees, etc		82,500.   8,250.   0.   74,250.
14 Other employee salaries and wages		
15 Pension plans, employee benefits		
16a Legal fees b Accounting fees <b>STMT 4</b>		26,850.   17,900.   0.   8,950.
c Other professional fees <b>STMT 5</b>		877,388.   877,388.   0.   0.
17 Interest		
18 Taxes <b>STMT 6</b>		6,643.   3,488.   0.   3,155.
19 Depreciation and depletion		
20 Occupancy		
21 Travel, conferences, and meetings		
22 Printing and publications		
23 Other expenses <b>STMT 7</b>		38,794.   29,096.   0.   9,698.
24 Total operating and administrative expenses. Add lines 13 through 23		1,032,175.   936,122.   0.   96,053.
25 Contributions, gifts, grants paid		2,925,333.
26 Total expenses and disbursements. Add lines 24 and 25		3,957,508.   936,122.   0.   3,021,386.
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		6,030,306.   9,051,692.   656,590.

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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		29,556.	23,091.	23,091.
	2 Savings and temporary cash investments		2,263,414.	3,412,474.	3,412,474.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 8	37,422,934.	42,321,360.	60,359,022.
	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)		39,715,904.	45,756,925.	63,794,587.
	17 Accounts payable and accrued expenses				10,715.
	18 Grants payable				
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)		0.	10,715.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted		26,545,352.	32,575,658.	
	26 Permanently restricted		13,170,552.	13,170,552.	
Net Assets or Fund Balances	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		39,715,904.	45,746,210.	
	31 Total liabilities and net assets/fund balances		39,715,904.	45,756,925.	

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	39,715,904.
2 Enter amount from Part I, line 27a	2	6,030,306.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	45,746,210.
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	45,746,210.

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**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>			P		
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 18,345,466.		9,014,242.	9,331,224.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			9,331,224.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	9,331,224.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	9,331,224.	

**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	2,374,163.	59,209,745.	.040098
2010	2,128,157.	49,999,318.	.042564
2009	2,441,403.	42,892,894.	.056919
2008	397,595.	52,006,097.	.007645
2007	3,099,676.	61,501,094.	.050400

2 Total of line 1, column (d)

2 .197626

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 .039525

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4 61,843,690.

5 Multiply line 4 by line 3

5 2,444,372.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 90,517.

7 Add lines 5 and 6

7 2,534,889.

8 Enter qualifying distributions from Part XII, line 4

8 3,021,386.

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.

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**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.	1	90,517.
	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	90,517.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	90,517.
6	<b>Credits/Payments:</b>		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	93,520.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	93,520.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,003.
11	Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> ► 3,003. Refunded ► 11 0.	11	0.

**Part VII-A Statements Regarding Activities**

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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.</i>	1a	X
1c	Did the foundation file Form 1120-POL for this year?	1b	X
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.	1c	X
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.	2	X
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	3	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	4a	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4b	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	5	X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	N/A	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► LA	8b	X
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? <i>If "No," attach explanation</i>	9	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	10	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► <b>N/A</b>				
14	The books are in care of ► <b>PIERRE F. LAPEYRE</b> Telephone no. ► <b>(504) 599-5950</b> Located at ► <b>201 ST. CHARLES AVENUE, SUITE 2508, NEW ORLEANS, ZIP+4 ► 70170</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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 ►	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 type="checkbox"/> Yes	<input checked="" 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	
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?	1b	
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 ►	<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.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
		4b	X

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**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

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? **N/A**

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?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No **N/A**

**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 9		82,500.	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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

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

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

Expenses

1 GRANTS AND ADMINISTRATIVE EXPENSES - SEE FORM 990-PF PAGE 1  
COLUMN (D) -DISBURSEMENTS FOR CHARITABLE PURPOSES (SEE  
SCHEDULE #12)

2,925,333.

2

3

4

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1 N/A

2

All other program-related investments. See instructions.

3

Total. Add lines 1 through 3 ►

0.

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**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	61,855,866.
b	Average of monthly cash balances	1b	929,606.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	62,785,472.
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	62,785,472.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	941,782.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	61,843,690.
6	Minimum investment return. Enter 5% of line 5	6	3,092,185.

**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	3,092,185.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	90,517.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	90,517.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,001,668.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,001,668.
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	3,001,668.

**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	3,021,386.
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	3,021,386.
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	90,517.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,930,869.

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				3,001,668.
2 Undistributed income, if any, as of the end of 2012			2,852,667.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 3,021,386.			2,852,667.	
a Applied to 2011, but not more than line 2a				
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				168,719.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				2,832,949.
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	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				



EDWARD G. SCHLIEDER EDUCATIONAL  
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Form 990-PF (2012)

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**Part XV Supplementary Information (continued)**

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

Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b>				
ACADEMY OF THE SACRED HEART 4521 ST. CHARLES AVENUE NEW ORLEANS, LA 70115		PRIV	CONSTRUCTION OF NEW STUDENT CENTER; RENOVATION OF ELEMENTARY SCHOOL	30,000.
THE GOOD SHEPHERD SCHOOL 353 BARONNE STREET NEW ORLEANS, LA 70112		PRIV	COMPLETE REPLACEMENT OF SCHOOL'S DESKTOP AND LAPTOP COMPUTERS PLUS A MFP PRINTER	75,000.
LOUISE S. MCGEHEE SCHOOL 2343 PRYTANIA STREET NEW ORLEANS, LA 70130		PRIV	PURCHASE, RENOVATION, AND CLASSROOM REDISTRIBUTION	333,333.
LOUISIANA STATE UNIVERSITY 3357 HIGHLAND ROAD BATON ROUGE, LA 70802-7923		PUB	BUSINESS COLLEGE COMPLEX - CONSTRUCTION AND RELATED EQUIPMENT FURNISHING	333,333.
NEW ORLEANS CENTER FOR CREATIVE ARTS 2800 CHARTRES STREET NEW ORLEANS, LA 70117		PRIV	ACADEMIC STUDIO THRU RENOVATION OF EXISTING COURTYARD, AND FOR GENERAL USE AREA	25,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 2,925,333.
<b>b Approved for future payment</b>				
LOUISIANA STATE UNIVERSITY 3357 HIGHLAND ROAD BATON ROUGE, LA 70802-7923		PUB	BUSINESS COLLEGE COMPLEX - CONSTRUCTION AND RELATED EQUIPMENT FURNISHING	333,333.
LOUISE S. MCGEHEE SCHOOL 2343 PRYTANIA STREET NEW ORLEANS, LA 70130		PRIV	PURCHASE, RENOVATION, AND CLASSROOM REDISTRIBUTION	333,333.
TRINITY EPISCOPAL SCHOOL 1315 JACKSON AVENUE NEW ORLEANS, LA 70130		PRIV	RESTORATION OF CANON TURNER AND BISHOP POLK HALLS, PLUS CONSTRUCTION OF NEW YOUTH CENTER	166,666.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3b 2,583,332.

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

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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					
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			14	765.	
8 Gain or (loss) from sales of assets other than inventory			14	600,623.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a MISCELLANEOUS					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		656,590.	9,331,224.
13 Total. Add line 12, columns (b), (d), and (e)					13 9,987,814.
(See worksheet in line 13 instructions to verify calculations.)					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**



EDWARD G. SCHLIEDER EDUCATIONAL  
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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. ANDREW'S EPISCOPAL SCHOOL 8012 OAK ST NEW ORLEANS, LA 70118		PRIV	DESIGN, CONSTRUCTION AND RELATED FURNISHINGS FOR NEW SCHOOL BLDG	125,000.
ST. ANDREW'S EPISCOPAL SCHOOL 8012 OAK ST NEW ORLEANS, LA 70118		PRIV	DESIGN, CONSTRUCTION AND RELATED FURNISHINGS FOR NEW SCHOOL BLDG	125,000.
ST. GEORGE'S EPISCOPAL SCHOOL 923 NAPOLEON AVENUE NEW ORLEANS, LA 70115		PRIV	PROPERTY ACQUISITION AND CONSTRUCTION/RENOVATIO	45,000.
ST. GEORGE'S EPISCOPAL SCHOOL 923 NAPOLEON AVENUE NEW ORLEANS, LA 70115		PRIV	PROPERTY ACQUISITION AND CONSTRUCTION/RENOVATIO	125,000.
TRINITY EPISCOPAL SCHOOL 1315 JACKSON AVENUE NEW ORLEANS, LA 70130		PRIV	RESTORATION OF CANON TURNER AND BISHOP POLK HALLS, PLUS CONSTRUCTION OF NEW YOUTH CENTER	56,667.
TULANE UNIVERSITY 6823 ST. CHARLES AVENUE NEW ORLEANS, LA 70118		PRIV	REPLACING WESTFEDLT PRACTICE FIELD	375,000.
TULANE UNIVERSITY 6823 ST. CHARLES AVENUE NEW ORLEANS, LA 70118		PRIV	REPLACING WESTFEDLT PRACTICE FIELD	75,000.
UNIVERSITY OF NEW ORLEANS 2000 LAKESHORE DRIVE NEW ORLEANS, LA 70148		PUB	CENTER FOR INTERNATIONAL STUDIES BUILDING	200,000.
URSULINE ACADEMY 2635 STATE STREET NEW ORLEANS, LA 70118		PRIV	REDESIGN AND RECONSTRUCTION OF STATE STREET GYM	50,000.
URSULINE ACADEMY 2635 STATE STREET NEW ORLEANS, LA 70118		PRIV	REDESIGN AND RECONSTRUCTION OF STATE STREET GYM	50,000.
<b>Total from continuation sheets</b>				<b>2,128,667.</b>

EDWARD G. SCHLIEDER EDUCATIONAL  
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**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient	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
XAVIER UNIVERSITY NEW ORLEANS 1 DREXEL DRIVE NEW ORLEANS, LA 70125		PRIV	PORTION OF NEW 450 SEAT CHAPEL	250,000.
LOYOLA UNIVERSITY 6363 ST. CHARLES AVENUE NEW ORLEANS, LA 70118		PRIV	MONROE HALL - CLASSROOM, LABORATORY, RESEARCH BUILDING RENOVATION/EXPANSION	250,000.
LOYOLA UNIVERSITY 6363 ST. CHARLES AVENUE NEW ORLEANS, LA 70118		PRIV	MONROE HALL - CLASSROOM, LABORATORY, RESEARCH BUILDING RENOVATION/EXPANSION	250,000.
TULANE UNIVERSITY 6823 ST. CHARLES AVENUE NEW ORLEANS, LA 70118		PRIV	COWEN INSTITUTE FOR PUBLIC EDUCATION INITIATIVES	152,000.
<b>Total from continuation sheets</b>				

EDWARD G. SCHLIEDER EDUCATIONAL  
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## Part XV | Supplementary Information

### **3 Grants and Contributions Approved for Future Payment (Continuation)**

- 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).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions <b>EDWARD G. SCHLIEDER EDUCATIONAL FOUNDATION</b>	Employer identification number (EIN) or <b>72-0408974</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions. <b>201 ST. CHARLES AVENUE- 25TH FLOOR, NO. 2508</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW ORLEANS, LA 70170</b>	

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.**

**PIERRE F. LAPEYRE - 201 ST. CHARLES AVENUE, SUITE 2508 -**

- The books are in the care of ► **NEW ORLEANS, LA 70170**
- Telephone No ► **(504) 599-5950** 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  
**THE TAXPAYER'S CURRENT YEAR AUDITED FINANCIAL STATEMENTS HAVE NOT BEEN COMPLETED NOR HAVE BEEN REVIEWED BY THE BOARD OF DIRECTORS.**

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	\$ <b>51,000.</b>
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	\$ <b>93,520.</b>
c <b>Balance due.</b> 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	\$ <b>0.</b>

**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 ► **CPA**

Date ►

Form 8868 (Rev. 1-2013)

EDWARD G. SCHLIEDER EDUCATIONAL FOUNDATI

72-0408974

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

SOURCE	AMOUNT
INTEREST - K-1	10.
INTEREST - MONEY MARKET ACCOUNTS	755.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	765.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS - INVESTMENTS	548,233.	0.	548,233.
DIVIDENDS - K-1	52,390.	0.	52,390.
TOTAL TO FM 990-PF, PART I, LN 4	600,623.	0.	600,623.

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	2,764.	2,764.	2,764.
FEDERAL EXCISE TAX REFUND	52,438.	52,438.	52,438.
TOTAL TO FORM 990-PF, PART I, LINE 11	55,202.	55,202.	55,202.

## FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL/ACCOUNTING FEES	26,850.	17,900.	0.	8,950.
TO FORM 990-PF, PG 1, LN 16B	26,850.	17,900.	0.	8,950.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL FEES	23,937.	23,937.	0.	0.
ADVISORY FEES	853,451.	853,451.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	877,388.	877,388.	0.	0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE	0.	0.	0.	0.
FOREIGN	3,137.	3,137.	0.	0.
PAYROLL	3,506.	351.	0.	3,155.
TO FORM 990-PF, PG 1, LN 18	6,643.	3,488.	0.	3,155.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	367.	275.	0.	92.
INSURANCE	9,834.	7,376.	0.	2,458.
MISCELLANEOUS	8,539.	6,404.	0.	2,135.
RENTAL EXPENSES	20,054.	15,041.	0.	5,013.
TO FORM 990-PF, PG 1, LN 23	38,794.	29,096.	0.	9,698.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - SEE STATEMENT #10	42,321,360.	60,359,022.
TOTAL TO FORM 990-PF, PART II, LINE 10B	42,321,360.	60,359,022.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
PIERRE F. LAPEYRE 201 ST. CHARLES, SUITE 2508 NEW ORLEANS, LA 70170	CONSULT/AST SEC 5.00	82,500.	0. 0.
THOMAS D. WESTFELDT 201 ST. CHARLES, SUITE 2508 NEW ORLEANS, LA 70170	DIRECTOR & VICE PRESIDENT 0.25	0.	0. 0.
ELIZABETH S. NALTY 201 ST. CHARLES, SUITE 2508 NEW ORLEANS, LA 70170	DIRECTOR & PRESIDENT 1.00	0.	0. 0.
JOHN M. WAID 201 ST. CHARLES, SUITE 2508 NEW ORLEANS, LA 70170	DIRECTOR & SECRETARY 0.25	0.	0. 0.
JILL K. NALTY 201 ST. CHARLES, SUITE 2508 NEW ORLEANS, LA 70170	DIRECTOR & TREASURER 0.25	0.	0. 0.
LAURA S. SHIELDS 201 ST. CHARLES, SUITE 2508 NEW ORLEANS, LA 70170	DIRECTOR 0.25	0.	0. 0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		82,500.	0. 0.

## EDWARD G. SCHLIEDER EDUCATIONAL FOUNDATION

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FORM 990-PF

## SCHEDULE OF INVESTMENTS

## STATEMENT 10

Description	Balance @ 12/31/11		Balance @ 12/31/12	
	# of Shares	Book Value	# of Shares	Book Value
3M Co	9,600 00	732,252 03	9,600 00	732,252 03
Allegheny Corp Del	-	-	-	-
Altera Corp Com	21,900 00	427,951 90	21,900 00	427,951 90
Aon Corp	22,894 00	842,202 64	22,894 00	842,202 64
Apache Corp Com	-	-	10,000 00	766,722 00
Berkshire Hathaway Inc	-	-	20,500 00	1,640,498 25
Charles Schwab Corp	21,300 00	230,968 68	-	-
Coca Cola Co	21,100 00	875,411 66	32,000 00	660,976 55
Comcast Corp New Cl A Spl	41,400 00	530,401 28	21,400 00	222,256 00
Discovery Holdings	9,439 00	178,416 14	-	-
Ecolab, Inc	17,600 00	588,580 13	17,600 00	588,580 13
Education Management Corp	-	-	-	-
Fidelity Nat'l Information Svcs, Inc	8,500 00	157,473 55	8,500 00	157,473 55
Goldman Sachs Group, Inc	7,389 00	932,385 26	4,689 00	533,210 47
Google Inc CL A	945 00	497,371 94	1,270 00	688,192 15
Kraft Foods Inc CL A	20,800 00	615,446 92	-	-
L-3 Communications Corp	-	-	-	-
Liberty Global Inc CL A	14,850 00	220,020 33	2,850 00	26,401 27
Liberty Global Inc Ser C	21,993 00	348,619 03	19,493 00	303,427 91
Liberty Media-Starz CL A	-	-	-	-
Loews Corp	12,000 00	387,894 95	15,600 00	536,368 67
McDonalds Corp	3,200 00	190,033 92	3,200 00	190,033 92
Microsoft Corp Com	47,000 00	1,243,919 93	43,800 00	1,153,209 87
Mondelez INTL INC	-	-	29,500 00	625,611 27
Morgan Stanley	-	-	38,800 00	516,442 91
National Instruments Corp Com	-	-	-	-
Nestle SA Sponsored ADR	4,300 00	148,051 15	11,800 00	637,744 25
Newfield Expl Co	15,300 00	132,445 08	-	-
News Corp Inc CL A	57,400 00	469,154 36	45,500 00	292,422 25
Noble Energy (Formerly Noble Affiliates, Inc )	12,380 00	138,530 93	8,005 00	86,061 75
Oracle Corp	9,200 00	235,648 80	37,900 00	981,294 49
PepsiCo Inc	13,300 00	868,272 88	13,300 00	868,272 88
Praxair	8,900 00	445,395 61	8,900 00	445,395 61
Progressive Corp Ohio Com	21,100 00	108,744 13	-	-
TEVA Pharmaceutical ADR	-	-	-	-
Thermo Fisher Scientific, Inc	11,100 00	412,537 76	11,100 00	412,537 76
United Health Group Inc	19,248 00	101,998 29	19,248 00	101,998 29
Vodafone Group PLC Spon ADR	22,100 00	511,703 40	-	-
W R Berkeley Corp	25,150 00	620,695 39	13,050 00	307,235 30
Wal Mart Stores	22,500 00	1,071,838 38	17,400 00	818,623 38
Waste MGMT Inc	18,500 00	259,201 70	-	-
Willis Group Holdings Ltd Com	-	-	-	-
3D Sys Corp	108,000 00	670,742 00	30,000 00	131,792 50
AAR Corp	-	-	-	-
Abbott Laboratories	11,000 00	475,323 20	-	-
American Vanguard Corp Com	-	-	-	-
Apple Inc	1,600 00	601,990 08	1,600 00	601,990 08
Bank of America Corp	-	-	-	-
Be Aerospace Inc	20,200 00	624,585 00	20,200 00	624,585 00
Carnival Corp	-	-	20,000 00	629,886 00
Carter's Inc	-	-	-	-
Constant Contact INC	-	-	40,000 00	844,685 20
Endurance Specialty Holdings LTD	-	-	16,500 00	644,820 00
Epiq Systems Inc	50,000 00	485,293 73	50,000 00	485,293 73
Euronet Worldwide, Inc	25,000 00	426,230 00	35,000 00	620,230 00
FedEx Corp	7,000 00	513,559 20	-	-
Ingredion INC	-	-	12,600 00	696,360 42
JON Geophysical Corp COM	-	-	103,700 00	814,181 34
Johnson & Johnson	-	-	-	-
Jos A Bank Clothiers Inc	12,800 00	667,577 60	-	-
Luminex Corp	75,000 00	874,869 20	50,000 00	395,734 40
Northern Oil & Gas Inc Nev	34,100 00	689,617 94	34,100 00	689,617 94
O'Reilly Automotive Inc	-	-	-	-
Phi-Incon- Voting	-	-	-	-
Pioneer Natural Resources Co	-	-	-	-
Pool Corp	30,100 00	695,121 84	25,000 00	575,528 88
Sandridge Energy, Inc	122,400 00	674,210 37	122,400 00	674,210 37
Sothebys	-	-	21,000 00	664,620 60
Supenor Energy Services, Inc	25,100 00	634,533 02	-	-
Vanian Medical Systems, Inc	9,200 00	308,459 44	11,500 00	442,933 48
Visa Inc CL A	9,700 00	696,532 10	4,500 00	322,523 55
Green Turtle Partners, L P	-	10,413,408 00	-	13,323,753
Jonas Partners, LP	-	1,104,595 00	-	1,276,790
Jupiter Fund, LP	-	2,342,718 00	-	2,298,426

TOTALS TO FORM 990-PF, PART II, LINE 10B, COL(S) A AND B

37,422,933 8742,321,359 94

FORM 990-PF

CAPITAL GAINS / LOSSES FOR TAX ON  
INVESTMENT INCOME

STATEMENT 11

Security	Shares	Date Purchased	Date Sold	Proceeds	Cost	Gain/(Loss)
Discovery Communications	9,439.00	Various	1/12/2012	369,492.94	178,416.14	191,076.80
Newfield Exploration Co	6,100.00	Various	2/21/2012	256,874.91	53,475.96	203,398.95
Coca Cola Company	5,100.00	Various	3/8/2012	353,756.15	214,435.11	139,321.04
Comcast SPL	4,600.00	Various	4/23/2012	131,726.78	77,162.22	54,564.56
News Corp CL A	9,700.00	Various	4/24/2012	186,048.62	152,097.94	33,950.68
Wal Mart Stores	5,100.00	Various	4/25/2012	295,157.92	253,215.00	41,942.92
Liberty Global Inc	12,000.00	Various	4/25/2012	586,536.05	193,619.06	392,916.99
News Corp CL A	2,200.00	Various	4/25/2012	42,344.86	24,634.17	17,710.69
Comcast SPL	2,000.00	Various	4/25/2012	58,352.69	29,997.80	28,354.89
Vodafone Group	13,200.00	Various	6/4/2012	353,295.35	305,632.80	47,662.55
Microsoft Corporation	6,600.00	Various	6/4/2012	188,308.29	181,160.60	7,147.69
Waste Management Inc	10,900.00	Various	6/7/2012	354,356.50	154,122.58	200,233.92
Vodafone Group	8,900.00	Various	6/11/2012	236,008.46	206,070.60	29,937.86
Waste Management Inc	7,600.00	Various	6/18/2012	246,757.34	105,079.12	141,678.22
Progressive Corp	21,100.00	Various	8/31/2012	415,048.78	108,744.13	306,304.65
Newfield Exploration Co	9,200.00	Various	9/11/2012	311,666.00	78,969.12	232,696.88
Kraft Foods	0.33	Various	10/18/2012	15.19	10.48	4.71
Charles Schwab Corp	6,800.00	Various	11/12/2012	87,956.02	73,736.48	14,219.54
Charles Schwab Corp	14,500.00	Various	11/12/2012	187,776.59	157,232.20	30,544.39
Kraft Foods	6,933.00	Various	11/13/2012	305,517.29	214,951.59	90,565.70
Comcast SPL	13,400.00	Various	11/23/2012	479,127.70	200,985.26	278,142.44
Noble Energy Inc	4,900.00	Various	11/26/2012	472,491.51	101,621.94	370,869.57
Berkley W R Corp	12,100.00	Various	12/3/2012	479,814.74	313,460.09	166,354.65
Liberty Global Inc	2,500.00	Various	12/3/2012	135,559.46	45,191.12	90,368.34
Goldman Sachs	2,700.00	Various	12/5/2012	317,172.69	399,174.79	(82,002.10)
Superior Energy SVCS	25,100.00	Various	1/10/2012	750,274.77	634,533.02	115,741.75
3-D SYS Corp Del	8,000.00	Various	1/27/2012	150,208.30	55,986.40	94,221.90
Jos A Bank	12,800.00	Various	2/1/2012	616,103.35	667,577.60	(51,474.25)
3-D SYS Corp Del	14,000.00	Various	2/28/2012	348,411.71	97,976.20	250,435.51
3-D SYS Corp Del	2,600.00	Various	3/1/2012	64,875.06	18,195.58	46,679.48
3-D SYS Corp Del	13,900.00	Various	4/19/2012	381,700.72	97,276.37	284,424.35
3-D SYS Corp Del	14,100.00	Various	4/20/2012	388,846.71	96,382.20	292,464.51
Sandridge Mississippian Trust	13,700.00	Various	4/26/2012	300,831.54	287,700.00	13,131.54
Sandridge Mississippian Trust	3,000.00	Various	4/27/2012	65,849.12	63,000.00	2,849.12
3-D SYS Corp Del	5,400.00	Various	5/2/2012	157,183.99	36,807.75	120,376.24
Abbot Labs	11,000.00	Various	6/1/2012	682,952.68	475,323.20	207,629.48
3-D SYS Corp Del	7,200.00	Various	6/12/2012	230,085.95	49,077.00	181,008.95
Luminex Corp	17,400.00	Various	6/15/2012	397,829.88	354,075.06	43,754.82
3-D SYS Corp Del	3,000.00	Various	7/6/2012	105,374.73	20,448.75	84,925.98
3-D SYS Corp Del	8,500.00	Various	8/8/2012	325,473.84	57,938.13	267,535.71
Fedex Corp	7,000.00	Various	9/24/2012	608,350.06	513,559.20	94,790.86
Luminex Corp	7,600.00	Various	11/13/2012	125,739.17	125,059.74	679.43
Pool Corp	5,100.00	Various	11/13/2012	211,537.13	119,592.96	91,944.17
3-D SYS Corp Del	1,300.00	Various	11/13/2012	54,832.77	8,861.12	45,971.65
Visa Inc	2,700.00	Various	11/13/2012	384,382.82	194,828.80	189,554.02
Visa Inc	2,500.00	Various	12/10/2012	369,986.95	179,179.75	190,807.20
Plains Exploration & Production Co	18,900.00	Various	12/13/2012	843,816.93	687,667.05	156,149.88
From Green Turtle, LP				3,788,170.00	350,000.00	3,438,170.00
From Jonas Partners, LP				175,548.00		175,548.00
From Jupiter Fund, LP				(34,063.00)		(34,063.00)

TOTALS TO FORM 990-PF, PART IV, LINE 1A

18,345,466.01 9,014,242.18 9,331,223.83

Basis for Allocation of Administrative Expenses

- 1 Compensation and salaries are allocated on a time basis
- 2 Accounting fees are deemed to be one-third charitable expenses
- 3 Custodial and advisory fees are deemed to have no charitable purpose
- 4 Excise tax is specifically excluded  
Foreign tax is deemed to have no charitable purpose  
Payroll taxes are based on 1 above
- 5 Other expenses are deemed to be one quarter charitable expenses