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Form

990-PF

Department of the Treasury  
Internal Revenue Service

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

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




OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012




Name of foundation LEE FOUNDATION		A Employer identification number 72-1452245	
Number and street (or P O box number if mail is not delivered to street address) 9300 BLUEBONNET BLVD		B Telephone number (see instructions) (225) 769-3122	
City or town, state, and ZIP code BATON ROUGE, LA 70810		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) <input checked="" type="checkbox"/> \$ 2,060,652		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	216,500			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	50,143	50,143		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	54,375			
	b Gross sales price for all assets on line 6a _____ 442,810				
	7 Capital gain net income (from Part IV , line 2) . . . .		54,375		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	321,018	104,518		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . . 	15,785	15,785	15,785	
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) 	191	191	191	
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .				
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	15,976	15,976	15,976	0
	25 Contributions, gifts, grants paid . . . . .	85,000			85,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	100,976	15,976	15,976	85,000
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	220,042			
	b <b>Net investment income</b> (if negative, enter -0-)		88,542		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

Part II


Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	244,162	334,658	334,658
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ <u>216,500</u>			
		Less allowance for doubtful accounts ▶ _____	196,000	216,500	216,500
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)	10,290 	10,290	10,290
	b	Investments—corporate stock (attach schedule) . . . . .	1,279,579 	1,386,167	1,449,684
	c	Investments—corporate bonds (attach schedule). . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	49,520 	49,520	49,520
	14	Land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,779,551	1,997,135	2,060,652
	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	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	1,779,551	1,997,135	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,779,551	1,997,135	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,779,551	1,997,135	

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	1,779,551
2	Enter amount from Part I, line 27a . . . . .	2	220,042
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,999,593
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	2,458
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	1,997,135

Part IV Capital Gains and Losses for Tax on Investment Income

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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 See Additional Data Table			
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	54,375
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	20,430

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 page 18 of 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	75,000	1,632,831	000 045932
2010	70,000	1,361,843	000 051401
2009	65,000	1,407,646	000 046176
2008			
2007			

2	Total of line 1, column (d). . . . .	2	000 143509
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	000 047836
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	
5	Multiply line 4 by line 3. . . . .	5	
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	
7	Add lines 5 and 6. . . . .	7	
8	Enter qualifying distributions from Part XII, line 4. . . . .  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	1,771
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2. . . . .		3	1,771
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	1,771
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	2,500	
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments Add lines 6a through 6d. . . . .		7	2,500
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	31
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	698
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	698

Part VII-AStatements 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
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?. . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2		No
	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 . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5		No
	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? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> LA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶THOMAS H LEE Telephone no ▶(225) 769-3122 Located at ▶9300 BLUEBONNET BLVD BATON ROUGE LA ZIP +4 ▶70810			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	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? . . . . .	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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? ( <b>Exception.</b> 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 <b>any</b> 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	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?. . . . .	1c		No
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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1 ), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WINIFRED LEE	SEC/DIR	0		
1608 WEST END PLACE	000 00			
ROUND ROCK,TX 78681				
THOMAS H LEE	PRES/DIR	0		
9300 BLUEBONNET BLVD	002 00			
BATON ROUGE,LA 70810				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000.				

## Part VIII

**(a) Name and address of each person paid more than \$50,000**

### (c) Compensation

**Total** number of others receiving over \$50,000 for professional services. . . . . ▶

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

## Expenses

**1 N/A**

0

**2**

3

4

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

Amount

**1**

**2**

All other program-related investments See page 24 of the instructions

3

**Total.** Add lines 1 through 3. . . . . 



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	1,343,163
b	Average of monthly cash balances. . . . .	1b	289,410
c	Fair market value of all other assets (see instructions). . . . .	1c	216,540
d	Total (add lines 1a, b, and c). . . . .	1d	1,849,113
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	
3	Subtract line 2 from line 1d. . . . .	3	1,849,113
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) <del>5</del> . . . . .	4	27,737
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,821,376
6	Minimum investment return. Enter 5% of line 5. . . . .	6	91,069

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	91,069
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	1,771
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,771
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	89,298
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	89,298
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	89,298

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 <del>5</del> . . . . .	1a	85,000
b	Program-related investments—total from Part IX-B. . . . .	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	85,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	85,000
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				89,298
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .				
b From 2008. . . . .				
c From 2009. . . . .				
d From 2010. . . . . 2,078				
e From 2011. . . . .				
f Total of lines 3a through e. . . . .	2,078			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 85,000				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2012 distributable amount. . . . .				85,000
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	2,078			2,078
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013. . . . .				2,220
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. . . . .				
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. . . .				

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

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

Form **990-PF** (2012)

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments. . . .					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities. . . .		50,143			
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property. . . . .					
<b>b</b>	Not debt-financed property. . . . .					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income. . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory					
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory. .					
<b>11</b>	Other revenue <b>a</b> _____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal Add columns (b), (d), and (e). .		50,143			
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		50,143

[illegible]

<p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p><b>(1)</b> Cash. . . . .</p> <p><b>(2)</b> Other assets. . . . .</p> <p><b>b</b> Other transactions</p> <p><b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .</p> <p><b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .</p> <p><b>(3)</b> Rental of facilities, equipment, or other assets. . . . .</p> <p><b>(4)</b> Reimbursement arrangements. . . . .</p> <p><b>(5)</b> Loans or loan guarantees. . . . .</p> <p><b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received</p>		<b>Yes</b>	<b>No</b>
	<b>1a(1)</b>		<b>No</b>
	<b>1a(2)</b>		<b>No</b>
	<b>1b(1)</b>		<b>No</b>
	<b>1b(2)</b>		<b>No</b>
	<b>1b(3)</b>		<b>No</b>
	<b>1b(4)</b>		<b>No</b>
	<b>1b(5)</b>		<b>No</b>
	<b>1b(6)</b>		<b>No</b>
	<b>1c</b>		<b>No</b>

[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

<b>Sign Here</b>	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 or fiduciary) is based on all information of which preparer has any knowledge.		
	<div style="border-bottom: 1px solid black; height: 1.2em; margin-bottom: 5px;"></div> Signature of officer or trustee	<div style="border-bottom: 1px solid black; height: 1.2em; margin-bottom: 5px;"></div> Date	<div style="border-bottom: 1px solid black; height: 1.2em; margin-bottom: 5px;"></div> Title

May the IRS discuss this return with the preparer shown below (see instr.)? ☒ **Yes** ☐ **No**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	PAMELA GRANT	PAMELA GRANT	2013-08-15		
	Firm's name <input type="checkbox"/>	TRANSWEST EQUITIES INC			Firm's EIN <input type="checkbox"/>
		9300 BLUEBONNET BLVD			
	Firm's address <input type="checkbox"/>	BATON ROUGE, LA 70810			Phone no (225) 769-3122

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
ALTRIA GROUP INC	P	2011-03-30	2012-02-23
GALAGHER AUTHUR J	P	2011-03-03	2012-02-23
CENTURY LINK INC	P	2008-07-24	2012-02-23
CISCO SYSTEM INC	P	2010-11-11	2012-02-23
COSTCO WHSL CORP NEW	P	2005-04-07	2012-02-23
KRAFT FOOD GROUPS	P	2009-03-16	2012-10-02
SECTOR SPDR INDL SELECT	P	2011-08-09	2012-08-23
WALMART STORES	P	2000-08-21	2012-02-23
WELLS FARGO CO NEW	P	2009-03-13	2012-02-23
ASSURED GUARANT	P	2011-06-17	2012-08-16
ASSURED GUARANT	P	2011-09-20	2012-08-16
HERBALIFE LTD	P	2011-06-17	2012-08-16
ACCO BRAND CORP	P	2010-06-01	2012-05-31
ACCO BRAND COPR	P	2010-06-01	2012-08-16
AES CORP	P	2011-06-17	2012-08-16
ATT	P	2011-06-17	2012-08-16
AETNA	P	2011-06-17	2012-08-16
ALLIANCE DATA SYSTEMS	P	2011-06-17	2012-08-16
ALLIANT ENERGY COPR	P	2011-06-17	2012-08-16
AMERISOURCEBERGEN	P	2011-06-17	2012-08-16
APACHE CORP	P	2011-06-17	2012-08-16
APPLE	P	2011-06-17	2012-08-16
ARCHER DANIELS MIDLAND	P	2011-06-17	2012-08-16
ARROW ELECTRONICS	P	2011-06-17	2012-08-16
ASHLAND INC	P	2011-06-17	2012-08-16
ATMEL COPR	P	2011-06-17	2012-08-16
BANK OF AMERICA	P	2011-06-17	2012-08-16
BECTON DICINSON CO	P	2011-06-17	2012-04-02
BECTON DICINSON CO	P	2011-06-17	2012-08-16
BLYTH INC COM NEW	P	2012-05-04	2012-08-16

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CF INDS HLDGS INC	P	2012-01-09	2012-08-16
CSX COPR	P	2011-06-17	2012-03-19
CVS CAREMARK CORP	P	2011-06-17	2012-08-16
CATERPILLAR	P	2011-06-17	2012-08-16
CATERPILLAR	P	2011-09-16	2012-08-16
CATERPILLAR	P	2012-03-19	2012-08-16
CHEVRON	P	2011-06-17	2012-08-16
CHEVRON	P	2011-09-20	2012-08-16
CITIGROUP	P	2011-06-17	2012-08-16
CITCROUP	P	2011-09-20	2012-08-16
CLIFFS NATURAL RESOURCES	P	2011-06-17	2012-08-16
COACH INC	P	2011-06-17	2012-08-16
COCA COLA	P	2011-09-28	2012-08-16
COGNIZANT TECH SOLUTIONS	P	2011-06-17	2012-08-16
COMCAST	P	2011-06-17	2012-08-16
DANAHER CORP	P	2011-06-17	2012-08-16
DISCOVER FINANCIAL	P	2011-06-17	2012-08-16
DISCOVER FINANCIAL	P	2011-09-16	2012-08-16
DISCOVER FINANCIAL	P	2011-11-15	2012-08-16
DIRECT TV	P	2011-06-17	2012-08-16
DUPONT E I DE NEMOURS CO	P	2010-06-01	2012-01-09
EASTWEST BANCOPR	P	2011-06-17	2012-08-16
EASTWEST BANCOPR	P	2011-09-20	2012-08-16
EXXON MOBIL	P	2011-06-17	2012-08-16
EXXON MOBIL	P	2001-09-20	2012-08-16
FS NETWORKS	P	2011-06-17	2012-08-16
FS NETWORKS	P	2011-09-16	2012-08-16
FOOT LOCKER	P	2011-09-16	2012-08-16
FREEPORT-MCMORAN COPPER	P	2011-06-17	2012-08-16
GAMSTOP CORP	P	2011-06-17	2012-08-16



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
GENERAL DYNAMICS	P	2011-06-17	2012-08-16
GENERAL ELECTRIC CO	P	2010-06-01	2012-08-16
GILEAD SCIENCES	P	2011-06-17	2012-08-16
GODDYEAR TIRES RUBBER	P	2011-06-17	2012-08-16
WW GRAINGER INC	P	2011-06-17	2012-08-16
HALIBURTON	P	2011-06-17	2012-08-16
HILL-ROM HOLDINGS	P	2011-09-16	2012-08-16
HUMANNA INC CO	P	2012-04-02	2012-08-16
INTEL	P	2011-06-17	2012-08-16
INTERNATIONAL BUSINESS MACHINE	P	2011-06-17	2012-08-16
INTERNATIONAL RECTIFIER	P	2011-06-17	2012-08-16
ISHARES RUSSELL 2000 VALUE INDEX	P	2011-05-27	2012-01-06
ISHARES RUSSELL 2000 VALUE INDEX	P	2011-08-16	2012-01-06
J P MORGAN CHASE	P	2011-06-17	2012-08-16
JARDEN CORP COM	P	2012-03-20	2012-08-16
JOHNSON JOHNSON	P	2011-06-17	2012-08-16
KENNAMETAL INC	P	2012-04-02	2012-08-16
LIMITED BRANDS	P	2011-06-17	2012-08-16
LIMITED BRANDS	P	2011-09-20	2012-08-16
LINCOLN NATIONAL CORP	P	2011-06-17	2012-08-16
LINCOLN NATIONAL CORP	P	2011-09-16	2012-08-16
LIQUIDITY SERVICES INC	P	2011-09-27	2012-08-16
MACYS	P	2011-06-17	2012-08-16
MACYS	P	2011-09-20	2012-08-16
MARATHON OIL	P	2011-06-17	2012-08-16
MARATJPM ETE CPR CP,	P	2010-06-01	2012-08-16
MASTERCARED	P	2011-06-17	2012-08-16
MCDERMOTT INTERNATIONAL	P	2011-06-17	2012-08-16
MCDERMOTT INTERNATIONAL	P	2011-09-20	2012-08-16
MCDONALDS	P	2011-06-17	2012-08-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
MCKESSON	P	2011-06-17	2012-08-16
MEADWESTVACO CORP	P	2011-06-17	2012-08-16
METLIFE	P	2011-06-17	2012-08-16
METRO PCS COMMUNICATIONS	P	2011-06-17	2012-08-16
METRO PCS COMMUNICATIONS	P	2011-09-16	2012-08-16
MICROSOFT	P	2011-06-17	2012-08-16
MONSTER BEV CORP	P	2010-06-01	2012-08-16
NII HOLDINGS	P	2011-06-17	2012-08-16
NASDAQ OMZ GROUP	P	2011-11-15	2012-08-16
MATIONAL-OILWELL INC	P	2011-06-17	2012-08-16
ORACLE	P	2011-06-17	2012-08-16
PEABODY ENERGY	P	2011-06-17	2012-08-16
PERKINELMER INC COM	P	2012-04-02	2012-08-16
PFIZER	P	2011-06-17	2012-08-16
PHILIP MORRIS	P	2011-06-17	2012-08-16
PHILIP MORRIS	P	2011-09-16	2012-08-16
PRICELINE	P	2011-06-17	2012-08-16
PRICTER GAMBLE	P	2011-06-17	2012-03-30
QUALCOMM	P	2011-06-17	2012-08-16
RAYONIER	P	2011-06-17	2012-08-16
ROSS STORES	P	2011-06-17	2012-08-16
ROVI CORP	P	2011-06-17	2012-08-16
SPDR Sp 500 EFT TRUST	P	2011-12-21	2012-08-16
SIMON PROPERTY GROUP	P	2011-08-02	2012-08-16
SMITHFIELD FOODS	P	2011-06-17	2012-08-16
TERADYNA INC	P	2011-06-17	2012-08-16
THERMO FISHER	P	2011-06-17	2012-08-16
TIMKEN	P	2011-06-17	2012-04-02
TIMKEN	P	2011-09-16	2012-04-02
TORO	P	2011-06-17	2012-08-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
TRAVELERS COMPANIES	P	2011-06-17	2012-08-16
TUPPERWARE BRANDS	P	2011-06-17	2012-08-16
UNION PAC COPR	P	2012-03-19	2012-08-16
UNITED TECHNOLOGIES	P	2011-06-17	2012-08-16
UNITED THERAPEUTICS	P	2011-06-17	2012-08-16
UNITED HEALTH GROUP INC	P	2011-06-17	2012-04-02
VANGUARD MSCI EMERING MARKET	P	2011-05-27	2012-01-05
VANGUARD MSCI EMERING MARKET	P	2011-08-16	2012-01-05
VANGUARD MSCI EMERING MARKET	P	2011-12-21	2012-08-16
WELLS FARGO	P	2011-06-17	2012-08-16
WELLS FARGO	P	2011-09-20	2012-08-16
WHITING PETROLEUM CORP	P	2011-06-17	2012-08-16
WILLIAMS COMPANIES INC	P	2011-06-17	2012-08-16
WPX ENERGY	P	2010-06-01	2012-01-17
WPX ENERGY	P	2010-06-01	2012-08-16
WYNN RESORTS	P	2011-06-17	2012-08-16
WYNN RESORTS	P	2011-09-20	2012-08-16
VARIOUS MUTUAL FUNDS	P	2012-04-04	2012-08-16
FIXED ASSET MUTUAL FUND	P	2012-04-04	2012-08-16
PRINCIPAL HIGH YEILD	P	2010-06-01	2012-08-17
TWEEDY BROWNE GLOBAL	P	2010-06-01	2012-08-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,929		5,243	686
993		886	107
2,119		1,973	146
3,538		3,609	-71
16,893		9,383	7,510
15		8	7
2,586		2,133	453
2,163		1,787	376
1,548		673	875
2,284		2,717	-433
713		614	99
3,316		3,441	-125
5		5	
119		191	-72
3,572		3,759	-187
4,670		3,821	849
2,686		3,129	-443
3,412		2,303	1,109
4,270		3,710	560
4,574		4,930	-356
1,940		2,573	-633
20,057		10,298	9,759
1,663		1,926	-263
2,104		2,160	-56
2,969		2,458	511
1,092		2,404	-1,312
2,138		2,966	-828
1,549		1,709	-160
1,287		1,452	-165
1,805		2,239	-434

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,169		3,142	1,027
3,877		4,760	-883
3,992		3,381	611
1,405		1,542	-137
1,143		1,119	24
616		786	-170
9,597		8,478	1,119
1,808		1,595	213
1,807		2,405	-598
1,237		1,183	54
992		1,868	-876
2,844		3,117	-273
3,685		3,261	424
4,393		4,579	-186
6,882		4,746	2,136
3,776		3,701	75
2,607		1,682	925
1,780		1,285	495
2,216		1,480	736
4,885		4,368	517
3,181		2,208	973
2,009		1,821	188
772		596	176
9,221		8,312	909
1,142		972	170
1,800		1,789	11
1,001		833	168
2,703		1,754	949
1,324		1,773	-449
1,655		2,460	-805

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,020		2,302	-282
4,494		4,047	447
3,833		2,693	1,140
1,546		1,942	-396
6,968		5,097	1,871
2,194		2,907	-713
1,654		1,936	-282
2,450		3,292	-842
3,915		3,139	776
8,548		7,065	1,483
1,156		1,569	-413
6,314		7,051	-737
15,194		14,258	936
5,762		6,410	-648
3,489		2,905	584
4,785		4,646	139
2,740		3,344	-604
2,500		1,822	678
982		835	147
1,871		2,211	-340
1,145		955	190
2,682		1,916	766
3,268		2,369	899
903		665	238
2,643		2,920	-277
2,748		2,305	443
4,230		2,673	1,557
723		1,197	-474
1,034		1,236	-202
3,247		3,046	201

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,848		4,510	338
1,492		1,460	32
2,527		2,941	-414
786		1,418	-632
523		585	-62
4,235		3,381	854
5,895		3,957	1,938
416		2,617	-2,201
2,490		2,813	-323
3,115		2,865	250
4,190		4,224	-34
646		1,505	-859
1,553		1,548	5
3,607		3,070	537
4,231		3,154	1,077
1,657		1,244	413
5,057		4,176	881
2,886		2,787	99
3,152		2,711	441
1,866		1,678	188
3,756		2,114	1,642
817		3,028	-2,211
11,217		9,947	1,270
3,292		2,493	799
2,134		2,460	-326
1,888		1,695	193
3,120		3,408	-288
1,706		1,555	151
1,606		1,163	443
2,651		2,123	528

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,123		2,836	287
2,521		2,946	-425
3,518		3,146	372
2,547		2,812	-265
1,924		1,921	3
3,284		2,954	330
2,726		3,382	-656
6,380		6,993	-613
1,174		1,147	27
4,050		3,283	767
811		598	213
2,768		3,381	-613
3,383		2,482	901
11		11	
529		552	-23
1,402		1,842	-440
802		1,270	-468
11,404			11,404
4,120			4,120
123			123
3,285			3,285



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			686
			107
			146
			-71
			7,510
			7
			453
			376
			875
			-433
			99
			-125
			-72
			-187
			849
			-443
			1,109
			560
			-356
			-633
			9,759
			-263
			-56
			511
			-1,312
			-828
			-160
			-165
			-434

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1,027
			-883
			611
			-137
			24
			-170
			1,119
			213
			-598
			54
			-876
			-273
			424
			-186
			2,136
			75
			925
			495
			736
			517
			973
			188
			176
			909
			170
			11
			168
			949
			-449
			-805

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-282
			447
			1,140
			-396
			1,871
			-713
			-282
			-842
			776
			1,483
			-413
			-737
			936
			-648
			584
			139
			-604
			678
			147
			-340
			190
			766
			899
			238
			-277
			443
			1,557
			-474
			-202
			201

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			338
			32
			-414
			-632
			-62
			854
			1,938
			-2,201
			-323
			250
			-34
			-859
			5
			537
			1,077
			413
			881
			99
			441
			188
			1,642
			-2,211
			1,270
			799
			-326
			193
			-288
			151
			443
			528

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			287
			-425
			372
			-265
			3
			330
			-656
			-613
			27
			767
			213
			-613
			901
			-23
			-440
			-468
			11,404
			4,120
			123
			3,285

Schedule B

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

Department of the Treasury  
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization LEE FOUNDATION	Employer identification number 72-1452245
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)( ) (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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<sup>1</sup>/<sub>3</sub>% 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).

<b>Name of organization</b> LEE FOUNDATION	<b>Employer identification number</b> 72-1452245
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<b>Part I</b>	<b>Contributors</b> (see instructions) Use duplicate copies of Part I if additional space is needed		
<b>(a)</b> <b>No.</b>	<b>(b)</b> <b>Name, address, and ZIP + 4</b>	<b>(c)</b> <b>Total contributions</b>	<b>(d)</b> <b>Type of contribution</b>
<u>1</u>	TRANSWEST EQUITIES INC 9300 BLUEBONNET BLVD  BATON ROUGE, LA 70810	\$ 140,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>2</u>	SOUTHWEST FINANCIAL MANAGEMENT 9300 BLUEBONNET BLVD  BATON ROUGE, LA 70810	\$ 50,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>3</u>	WINIFRED LEE 1608 WET END PLACE  ROUND ROCK, TX 78686	\$ 26,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>  </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>  </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
<u>  </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )

<b>Name of organization</b> LEE FOUNDATION	<b>Employer identification number</b> 72-1452245
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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
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____



<b>Name of organization</b> LEE FOUNDATION	<b>Employer identification number</b> 72-1452245
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<b>Part III</b>	<b>Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.</b> Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of <i>exclusively</i> religious, charitable, etc , contributions of <b>\$1,000 or less</b> for the year (Enter this information once See instructions ) ▶ \$ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div> <div></div>	

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

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

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

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: LEE FOUNDATION

EIN: 72-1452245

Software ID: 12000057

Software Version: 12.18.605.2

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ALTRIA GROUP INC	2011-03	P	2012-02	SCHWAB	5,929	5,243			686	
GALAGHER AUTHUR J	2011-03	P	2012-02	SCHWAB	993	886			107	
CENTURY LINK INC	2008-07	P	2012-02	SCHWAB	2,119	1,973			146	
CISCO SYSTEM INC	2010-11	P	2012-02	SCHWAB	3,538	3,609			-71	
COSTCO WHSL CORP NEW	2005-04	P	2012-02	SCHWAB	16,893	9,383			7,510	
KRAFT FOOD GROUPS	2009-03	P	2012-10	SCHWAB	15	8			7	
SECTOR SPDR INDL SELECT	2011-08	P	2012-08	SCHWAB	2,586	2,133			453	
WALMART STORES	2000-08	P	2012-02	SCHWAB	2,163	1,787			376	
WELLS FARGO CO NEW	2009-03	P	2012-02	SCHWAB	1,548	673			875	
ASSURED GUARANT	2011-06	P	2012-08	CAP 1	2,284	2,717			-433	
ASSURED GUARANT	2011-09	P	2012-08	CAP 1	713	614			99	
HERBALIFE LTD	2011-06	P	2012-08	CAP 1	3,316	3,441			-125	
ACCO BRAND CORP	2010-06	P	2012-05	CAP 1	5	5				
ACCO BRAND COPR	2010-06	P	2012-08	CAP 1	119	191			-72	
AES CORP	2011-06	P	2012-08	CAP 1	3,572	3,759			-187	
ATT	2011-06	P	2012-08	CAP 1	4,670	3,821			849	
AETNA	2011-06	P	2012-08	CAP 1	2,686	3,129			-443	
ALLIANCE DATA SYSTEMS	2011-06	P	2012-08	CAP 1	3,412	2,303			1,109	
ALLIANT ENERGY COPR	2011-06	P	2012-08	CAP 1	4,270	3,710			560	
AMERISOURCEBERGEN	2011-06	P	2012-08	CAP 1	4,574	4,930			-356	
APACHE CORP	2011-06	P	2012-08	CAP 1	1,940	2,573			-633	
APPLE	2011-06	P	2012-08	CAP 1	20,057	10,298			9,759	
ARCHER DANIELS MIDLAND	2011-06	P	2012-08	CAP 1	1,663	1,926			-263	
ARROW ELECTRONICS	2011-06	P	2012-08	CAP 1	2,104	2,160			-56	
ASHLAND INC	2011-06	P	2012-08	CAP 1	2,969	2,458			511	
ATMEL COPR	2011-06	P	2012-08	CAP 1	1,092	2,404			-1,312	
BANK OF AMERICA	2011-06	P	2012-08	CAP 1	2,138	2,966			-828	
BECTON DICINSON CO	2011-06	P	2012-04	CAP 1	1,549	1,709			-160	
BECTON DICINSON CO	2011-06	P	2012-08	CAP 1	1,287	1,452			-165	
BLYTH INC COM NEW	2012-05	P	2012-08	CAP 1	1,805	2,239			-434	
CF INDS HLDGS INC	2012-01	P	2012-08	CAP 1	4,169	3,142			1,027	
CSX COPR	2011-06	P	2012-08	CAP 1	3,877	4,760			-883	
CVS CAREMARK CORP	2011-06	P	2012-08	CAP 1	3,992	3,381			611	
CATERPILLAR	2011-06	P	2012-08	CAP 1	1,405	1,542			-137	
CATERPILLAR	2011-09	P	2012-08	CAP 1	1,143	1,119			24	
CATERPILLAR	2012-03	P	2012-08	CAP 1	616	786			-170	
CHEVRON	2011-06	P	2012-08	CAP 1	9,597	8,478			1,119	
CHEVRON	2011-09	P	2012-08	CAP 1	1,808	1,595			213	
CITIGROUP	2011-06	P	2012-08	CAP 1	1,807	2,405			-598	
CITICROUP	2011-09	P	2012-08	CAP 1	1,237	1,183			54	
CLIFFS NATURAL RESOURCES	2011-06	P	2012-08	CAP 1	992	1,868			-876	
COACH INC	2011-06	P	2012-08	CAP 1	2,844	3,117			-273	
COCA COLA	2011-09	P	2012-08	CAP 1	3,685	3,261			424	
COGNIZANT TECH SOLUTIONS	2011-06	P	2012-08	CAP 1	4,393	4,579			-186	
COMCAST	2011-06	P	2012-08	CAP 1	6,882	4,746			2,136	
DANAHER CORP	2011-06	P	2012-08	CAP 1	3,776	3,701			75	
DISCOVER FINANCIAL	2011-06	P	2012-08	CAP 1	2,607	1,682			925	
DISCOVER FINANCIAL	2011-09	P	2012-08	CAP 1	1,780	1,285			495	
DISCOVER FINANCIAL	2011-11	P	2012-08	CAP 1	2,216	1,480			736	
DIRECT TV	2011-06	P	2012-08	CAP 1	4,885	4,368			517	
DUPONT E I DE NEMOURS CO	2010-06	P	2012-01	CAP 1	3,181	2,208			973	
EASTWEST BANCOPR	2011-06	P	2012-08	CAP 1	2,009	1,821			188	
EASTWEST BANCOPR	2011-09	P	2012-08	CAP 1	772	596			176	
EXXON MOBIL	2011-06	P	2012-08	CAP 1	9,221	8,312			909	
EXXON MOBIL	2001-09	P	2012-08	CAP 1	1,142	972			170	
FS NETWORKS	2011-06	P	2012-08	CAP 1	1,800	1,789			11	
FS NETWORKS	2011-09	P	2012-08	CAP 1	1,001	833			168	
FOOT LOCKER	2011-09	P	2012-08	CAP 1	2,703	1,754			949	
FREEPORT-MCMORAN COPPER	2011-06	P	2012-08	CAP 1	1,324	1,773			-449	
GAMSTOP CORP	2011-06	P	2012-08	CAP 1	1,655	2,460			-805	
GENERAL DYNAMICS	2011-06	P	2012-08	CAP 1	2,020	2,302			-282	
GENERAL ELECTRIC CO	2010-06	P	2012-08	CAP 1	4,494	4,047			447	
GILEAD SCIENCES	2011-06	P	2012-08	CAP 1	3,833	2,693			1,140	
GODDYEAR TIRES RUBBER	2011-06	P	2012-08	CAP 1	1,546	1,942			-396	
WW GRAINGER INC	2011-06	P	2012-08	CAP 1	6,968	5,097			1,871	
HALIBURTON	2011-06	P	2012-08	CAP 1	2,194	2,907			-713	
HILL-ROM HOLDINGS	2011-09	P	2012-08	CAP 1	1,654	1,936			-282	
HUMANNA INC CO	2012-04	P	2012-08	CAP 1	2,450	3,292			-842	
INTEL	2011-06	P	2012-08	CAP 1	3,915	3,139			776	
INTERNATIONAL BUSINESS MACHINE	2011-06	P	2012-08	CAP 1	8,548	7,065			1,483	
INTERNATIONAL RECTIFIER	2011-06	P	2012-08	CAP 1	1,156	1,569			-413	
ISHARES RUSSELL 2000 VALUE INDEX	2011-05	P	2012-01	CAP 1	6,314	7,051			-737	
ISHARES RUSSELL 2000 VALUE INDEX	2011-08	P	2012-01	CAP 1	15,194	14,258			936	
J P MORGAN CHASE	2011-06	P	2012-08	CAP 1	5,762	6,410			-648	
JARDEN CORP COM	2012-03	P	2012-08	CAP 1	3,489	2,905			584	
JOHNSON JOHNSON	2011-06	P	2012-08	CAP 1	4,785	4,646			139	
KENNAMETAL INC	2012-04	P	2012-08	CAP 1	2,740	3,344			-604	
LIMITED BRANDS	2011-06	P	2012-08	CAP 1	2,500	1,822			678	
LIMITED BRANDS	2011-09	P	2012-08	CAP 1	982	835			147	
LINCOLN NATIONAL CORP	2011-06	P	2012-08	CAP 1	1,871	2,211			-340	
LINCOLN NATIONAL CORP	2011-09	P	2012-08	CAP 1	1,145	955			190	
LIQUIDITY SERVICES INC	2011-09	P	2012-08	CAP 1	2,682	1,916			766	
MACYS	2011-06	P	2012-08	CAP 1	3,268	2,369			899	
MACYS	2011-09	P	2012-08	CAP 1	903	665			238	
MARATHON OIL	2011-06	P	2012-08	CAP 1	2,643	2,920			-277	
MARATJPM ETE CPR CP,	2010-06	P	2012-08	CAP 1	2,748	2,305			443	
MASTERCARED	2011-06	P	2012-08	CAP 1	4,230	2,673			1,557	
MCDERMOTT INTERNATIONAL	2011-06	P	2012-08	CAP 1	723	1,197			-474	
MCDERMOTT INTERNATIONAL	2011-09	P	2012-08	CAP 1	1,034	1,236			-202	
MCDONALDS	2011-06	P	2012-08	CAP 1	3,247	3,046			201	
MCKESSON	2011-06	P	2012-08	CAP 1	4,848	4,510			338	
MEADWESTVACO CORP	2011-06	P	2012-08	CAP 1	1,492	1,460			32	
METLIFE	2011-06	P	2012-08	CAP 1	2,527	2,941			-414	
METRO PCS COMMUNICATIONS	2011-06	P	2012-08	CAP 1	786	1,418			-632	
METRO PCS COMMUNICATIONS	2011-09	P	2012-08	CAP 1	523	585			-62	
MICROSOFT	2011-06	P	2012-08	CAP 1	4,235	3,381			854	
MONSTER BEV CORP	2010-06	P	2012-08	CAP 1	5,895	3,957			1,938	
NII HOLDINGS	2011-06	P	2012-08	CAP 1	416	2,617			-2,201	
NASDAQ OMZ GROUP	2011-11	P	2012-08	CAP 1	2,490	2,813			-323	
NATIONAL-OILWELL INC	2011-06	P	2012-08	CAP 1	3,115	2,865			250	
ORACLE	2011-06	P	2012-08	CAP 1	4,190	4,224			-34	
PEABODY ENERGY	2011-06	P	2012-08	CAP 1	646	1,505			-859	
PERKINELMER INC COM	2012-04	P	2012-08	CAP 1	1,553	1,548			5	
PFIZER	2011-06	P	2012-08	CAP 1	3,607	3,070			537	
PHILIP MORRIS	2011-06	P	2012-08	CAP 1	4,231	3,154			1,077	
PHILIP MORRIS	2011-09	P	2012-08	CAP 1	1,657	1,244			413	
PRICELINE	2011-06	P	2012-08	CAP 1	5,057	4,176			881	
PRICTER GAMBLE	2011-06	P	2012-03	CAP 1	2,886	2,787			99	
QUALCOMM	2011-06	P	2012-08	CAP 1	3,152	2,711			441	
RAYONIER	2011-06	P	2012-08	CAP 1	1,866	1,678			188	
ROSS STORES	2011-06	P	2012-08	CAP 1	3,756	2,114			1,642	
ROVI CORP	2011-06	P	2012-08	CAP 1	817	3,028			-2,211	
SPDR Sp 500 EFT TRUST	2011-12	P	2012-08	CAP 1	11,217	9,947			1,270	
SIMON PROPERTY GROUP	2011-08	P	2012-08	CAP 1	3,292	2,493			799	
SMITHFIELD FOODS	2011-06	P	2012-08	CAP 1	2,134	2,460			-326	
TERADYNA INC	2011-06	P	2012-08	CAP 1	1,888	1,695			193	
THERMO FISHER	2011-06	P	2012-08	CAP 1	3,120	3,408			-288	
TIMKEN	2011-06	P	2012-04	CAP 1	1,706	1,555			151	
TIMKEN	2011-09	P	2012-04	CAP 1	1,606	1,163			443	
TORO	2011-06	P	2012-08	CAP 1	2,651	2,123			528	
TRAVELERS COMPANIES	2011-06	P	2012-08	CAP 1	3,123	2,836			287	
TUPPERWARE BRANDS	2011-06	P	2012-08	CAP 1	2,521	2,946			-425	
UNION PAC COPR	2012-03	P	2012-08	CAP 1	3,518	3,146			372	
UNITED TECHNOLOGIES	2011-06	P	2012-08	CAP 1	2,547	2,812			-265	
UNITED THERAPEUTICS	2011-06	P	2012-08	CAP 1	1,924	1,921			3	
UNITED HEALTH GROUP INC	2011-06	P	2012-04	CAP 1	3,284	2,954			330	
VANGUARD MSCI EMERING MARKET	2011-05	P	2012-01	CAP 1	2,726	3,382			-656	
VANGUARD MSCI EMERING MARKET	2011-08	P	2012-01	CAP 1	6,380	6,993			-613	
VANGUARD MSCI EMERING MARKET	2011-12	P	2012-08	CAP 1	1,174	1,147			27	
WELLS FARGO	2011-06	P	2012-08	CAP 1	4,050	3,283			767	
WELLS FARGO	2011-09	P	2012-08	CAP 1	811	598			213	
WHITING PETROLEUM CORP	2011-06	P	2012-08	CAP 1	2,768	3,381			-613	
WILLIAMS COMPANIES INC	2011-06	P	2012-08	CAP 1	3,383	2,482				

**TY 2012 General Explanation Attachment****Name:** LEE FOUNDATION**EIN:** 72-1452245**Software ID:** 12000057**Software Version:** 12.18.605.2

# TY 2012 Investments Corporate Stock Schedule

**Name:** LEE FOUNDATION

**EIN:** 72-1452245

**Software ID:** 12000057

**Software Version:** 12.18.605.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Various Stocks	1,167,123	852,926
Mutual Funds	219,044	596,758

# TY 2012 Investments Government Obligations Schedule

**Name:** LEE FOUNDATION

**EIN:** 72-1452245

**Software ID:** 12000057

**Software Version:** 12.18.605.2

**US Government Securities - End of  
Year Book Value:**

**US Government Securities - End of  
Year Fair Market Value:**

**State & Local Government  
Securities - End of Year Book  
Value:**

10,290

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

10,290

TY 2012 Investments - Other Schedule

**Name:** LEE FOUNDATION

**EIN:** 72-1452245

**Software ID:** 12000057

**Software Version:** 12.18.605.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
IRAQI DINARS		49,520	49,520

TY 2012 Other Decreases Schedule

**Name:** LEE FOUNDATION

**EIN:** 72-1452245

**Software ID:** 12000057

**Software Version:** 12.18.605.2

Description	Amount
2011 EXCISE TAX NOT DEDUCTED ON TAX RETURN	2,458

**TY 2012 Other Professional Fees Schedule****Name:** LEE FOUNDATION**EIN:** 72-1452245**Software ID:** 12000057**Software Version:** 12.18.605.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Management fees - cap 1	6,024	6,024	6,024	
Mangagement fees - schwab	9,761	9,761	9,761	



**TY 2012 Taxes Schedule****Name:** LEE FOUNDATION**EIN:** 72-1452245**Software ID:** 12000057**Software Version:** 12.18.605.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	191	191	191	