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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning

, 2012, and ending

J W & D D BROWN FOUNDATION
320 HAMMOND HIGHWAY #500
METAIRIE, LA 70005

A Employer identification number

72-6027232

B Telephone number (see the instructions)

504-834-3433

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationFair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 126,989,563.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (att sch)

2 ☒ If the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

6,188.

6,188.

4 Dividends and interest from securities

2,519,913.

2,519,913.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

62,864,657.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

See Statement 1

1,992,589.

1,814,899.

177,690.

12 Total. Add lines 1 through 11

6,931,323.

6,753,633.

177,690.

13 Compensation of officers, directors, trustees, etc

448,903.

224,452.

224,451.

14 Other employee salaries and wages

281,390.

101,110.

180,280.

15 Pension plans, employee benefits

162,596.

81,298.

81,298.

16a Legal fees (attach schedule) See St 2

112,890.

112,890.

b Accounting fees (attach sch) See St 3

28,993.

14,497.

14,496.

c Other prof fees (attach sch) See St 4

158,216.

151,485.

6,731.

17 Interest

1,105.

1,105.

18 Taxes (attach schedule)(see instrs) See Stm 5

147,252.

13,780.

18,950.

19 Depreciation (attach sch) and depletion

218,851.

26,400.

139,650.

20 Occupancy

21 Travel, conferences, and meetings

29,485.

11,509.

17,976.

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 6

728,819.

87,698.

38,040.

603,081.

24 Total operating and administrative expenses. Add lines 13 through 23

2,318,500.

826,224.

177,690.

1,147,263.

25 Contributions, gifts, grants paid Part XV

3,372,104.

3,372,104.

26 Total expenses and disbursements. Add lines 24 and 25

5,690,604.

826,224.

177,690.

4,519,367.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

1,240,719.

b Net investment income (if negative, enter -0-)

5,927,409.

c Adjusted net income (if negative, enter -0-)

0.

9/16 25

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			
	2 Savings and temporary cash investments	6,089,881.	4,265,846.	4,265,846.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) <u>1,036,411.</u> Statement 7	1,265,547.	1,036,411.	1,036,411.
	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) Statement 8	199,987.	974,768.	974,877.
	b Investments — corporate stock (attach schedule) Statement 9	37,920,864.	37,304,985.	42,363,757.
	c Investments — corporate bonds (attach schedule) Statement 10	3,416,106.	3,868,021.	3,632,011.
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule) Statement 11	37,625,078.	40,074,810.	49,000,734.	
14 Land, buildings, and equipment: basis <u>9,924,261.</u>				
Less: accumulated depreciation (attach schedule) See Stmt 12 <u>2,453,919.</u>	7,665,602.	7,470,342.	7,470,342.	
15 Other assets (describe <u>See Statement 13</u>)	17,801,921.	18,245,585.	18,245,585.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	111,984,986.	113,240,768.	126,989,563.	
LIABILITIES	17 Accounts payable and accrued expenses		19,455.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe <u>See Statement 14</u>)	2,641.	2,641.	
	23 Total liabilities (add lines 17 through 22)	2,641.	22,096.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	111,982,345.	113,218,672.	
	30 Total net assets or fund balances (see instructions)	111,982,345.	113,218,672.	
	31 Total liabilities and net assets/fund balances (see instructions)	111,984,986.	113,240,768.	

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	111,982,345.
2 Enter amount from Part I, line 27a	2	1,240,719.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	113,223,064.
5 Decreases not included in line 2 (itemize) <u>See Statement 15</u>	5	4,392.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	113,218,672.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a See Statement 16

b

c

d

e

(e) Gross sales price

(f) Depreciation allowed
(or allowable)(g) Cost or other basis
plus expense of sale(h) Gain or (loss)
(e) plus (f) minus (g)

a

b

c

d

e

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

(i) Fair Market Value
as of 12/31/69(j) Adjusted basis
as of 12/31/69(k) Excess of column (i)
over column (j), if any(l) Gains (Column (h)
gain minus column (k), but not less
than -0-) or Losses (from column (h))

a

b

c

d

e

2 Capital gain net income or (net capital loss).

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2

2,412,633.

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

0.

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 (column (b) divided by column (c))
2011	5,583,467.	95,827,613.	0.058266
2010	6,319,975.	88,398,584.	0.071494
2009	6,049,430.	76,608,071.	0.078966
2008	5,875,141.	102,988,809.	0.057046
2007	5,936,621.	116,800,137.	0.050827

2 Total of line 1, column (d)

2

0.316599

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3

0.063320

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

4

95,610,797.

5 Multiply line 4 by line 3

5

6,054,076.

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

6

59,274.

7 Add lines 5 and 6

7

6,113,350.

8 Enter qualifying distributions from Part XII, line 4

8

5,535,860.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs)			
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	118,548.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	118,548.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	118,548.
6 Credits/Payments.			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	78,250.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	75,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	153,250.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	771.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	33,931.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	33,931.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
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>		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>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>LA</u>		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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? Website address <u>WWW.THEBROWNFOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>D P SPENCER</u> Telephone no. <u>504-834-3433</u> Located at <u>320 HAMMOND HIGHWAY STE 500 METAIRIE LA</u> ZIP + 4 <u>70005</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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 <u></u>	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
1 a 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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>		1 b X
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?		1 c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<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)		2 b 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. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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.)		3 b N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4 b 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)? (see instructions)

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☒ Yes ☐ No

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

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

6b

X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (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
See Statement 17				
		399,428.	49,475.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELIZABETH BUSCHER 2021 ARAMIS DRIVE MERAUX, LA 70075	STAFF 40	53,447.	31,469.	0.

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
HYMEL, DAVIS AND PETERSEN, L.L.C. 10602 COURSEY BOULEVARD BATON ROUGE, LA 70816-4015	LEGAL	67,275.
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 See Statement 18	502,335.
2 See Statement 19	405,283.
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 FELLOWSHIP OF ORTHOPEADIC RESEARCHERS - MEDICAL RESEARCH - PATELLOFEMORAL	624,000.
2 FELLOWSHIP OF ORTHOPEADICS RESEARCHERS -MOIRAI ORTHOPEADICS	305,000.
All other program-related investments. See instructions.	
3 LSU MEDICAL CENTER - FLOURIDE RESIN	
Total. Add lines 1 through 3	1,016,493.

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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	1 a	84,625,705.
b	Average of monthly cash balances	1 b	5,724,137.
c	Fair market value of all other assets (see instructions)	1 c	6,716,957.
d	Total (add lines 1a, b, and c)	1 d	97,066,799.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	97,066,799.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,456,002.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	95,610,797.
6	Minimum investment return. Enter 5% of line 5	6	4,780,540.

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	4,780,540.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	118,548.
b	Income tax for 2012. (This does not include the tax from Part VI).	2 b	
c	Add lines 2a and 2b	2 c	118,548.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,661,992.
4	Recoveries of amounts treated as qualifying distributions	4	801,967.
5	Add lines 3 and 4	5	5,463,959.
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	5,463,959.

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	1 a	4,519,367.
b	Program-related investments — total from Part IX-B	1 b	1,016,493.
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,535,860.
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	5,535,860.

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.

BAA

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				5,463,959.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			2,981,580.	
b Total for prior years: 20____, 20____, 20____		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: \$ 5,535,860.				
a Applied to 2011, but not more than line 2a			2,981,580.	
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				2,554,280.
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:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				2,909,679.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	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				

N/A

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

b 85% of line 2a

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

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

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).)

None

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.

None

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 or e-mail of the person to whom applications should be addressed:

See Statement 20

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

See Statement for Line 2a

c Any submission deadlines.

See Statement for Line 2a

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

See Statement for Line 2a

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE	NONE	PUBLIC	SCHEDULE	3,372,104.
Total				3 a 3,372,104.
b Approved for future payment				
Total				3 b

Part XVI.A. Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	6,188.	
4	Dividends and interest from securities			14	2,519,913.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	2,412,633.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	RENTAL INCOME			16	177,690.	
b	ROYALTY INCOME-OIL & GAS			15	1,670,254.	
c	ROYALTY INCOME-PRI			15	144,645.	
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				6,931,323.	
13	Total. Add line 12, columns (b), (d), and (e)				13	6,931,323.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Client 1087

J W & D D BROWN FOUNDATION

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
RENTAL INCOME	\$ 177,690.		\$ 177,690.
ROYALTY INCOME-OIL & GAS	1,670,254.	1,670,254.	
ROYALTY INCOME-PRI	144,645.	144,645.	
Total	\$ 1,992,589.	\$ 1,814,899.	\$ 177,690.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
HOHMANN, TAUBE & SUMMERS LLP	\$ 45,615.	\$ 45,615.		
HYMEL, DAVIS & PETERSEN	67,275.	67,275.		
Total	\$ 112,890.	\$ 112,890.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
JOHNSON, MIRE & FERNANDEZ	\$ 26,240.	\$ 13,120.		\$ 13,120.
PAYCHEX FEES	2,753.	1,377.		1,376.
Total	\$ 28,993.	\$ 14,497.	\$ 0.	\$ 14,496.

Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
COMPUCAST WEB MEDIA-WEBSITE	\$ 191.			\$ 191.
INNOVATIVE H S - COMPUTER TECH	9,360.	\$ 3,120.		6,240.
INVESTMENT FEES	148,365.	148,365.		
JOHN BRANDT MD	300.			300.
Total	\$ 158,216.	\$ 151,485.	\$ 0.	\$ 6,731.

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J W & D D BROWN FOUNDATION

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Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
990 PF TAX PAID	\$ 114,522.			
FILING FEES	186.	\$ 186.		
FOREIGN TAXES - K-1'S	700.	700.		
PAYROLL TAXES	31,844.	12,894.		\$ 18,950.
Total	\$ 147,252.	\$ 13,780.	\$ 0.	\$ 18,950.

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CELEBRATIONS & FIELD TRIPS-SVC LRN	\$ 55,302.			\$ 55,302.
DUES & SUBSCRIPTIONS	1,333.	\$ 444.		889.
HAMMOND HWY INSURANCE	16,209.	1,801.	\$ 2,892.	11,516.
HAMMOND HWY PROP MAINT	112,137.	12,460.	23,113.	76,564.
HAMMOND HWY UTILITIES	65,528.	7,281.	11,690.	46,557.
INSURANCE	16,609.	5,536.		11,073.
MEALS @ 50%	4,112.	1,371.		2,741.
MEALS @ 50% - SERVICE LEARNING	280.			280.
OFFSITE DATA BACKUP	960.	320.		640.
OTHER DEDUCTIONS - K-1'S	1,520.	1,520.		
PORTFOLIO DEDUCTIONS - K-1'S	30,045.	30,045.		
POSTAGE	8,404.	2,801.		5,603.
REPAIRS & MAINTENANCE	4,699.	1,566.		3,133.
SCHOOL AWARDS - SERVICE LEARNING	355,056.			355,056.
SUNDRY - BLDG	1,934.	215.	345.	1,374.
SUNDRY EXPENSES	5,984.	1,995.		3,989.
SUPPLIES & PRINTING	15,852.	5,284.		10,568.
TELEPHONE	26,694.	8,898.		17,796.
WEST-END MAINTENANCE	6,161.	6,161.		
Total	\$ 728,819.	\$ 87,698.	\$ 38,040.	\$ 603,081.

Statement 7
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Notes and Loans Reported Separately	Book Value	Fair Market Value	Doubtful Accounts Allowance
Borrower's Name:	HH 605 N LEBATO		
Borrower's Title:	HABITAT FOR HUMANITY		
Date of Note:	4/28/1993		
Maturity Date:	5/01/2013		
Repayment Terms:	20 YRS		
Interest Rate:			
Security Provided:	605 N LEBATO		

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J W & D D BROWN FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 25,000.			
Balance Due:		\$ 923.	\$ 923.	
Doubtful Acct. Allow.:				\$ 0.

Borrower's Name:	WILLIE/JOHN WILLIAMS			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	11/09/1994			
Maturity Date:	1/01/2015			
Repayment Terms:	20 YRS			
Interest Rate:				
Security Provided:	1303 S. GENOIS			
Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 35,000.			
Balance Due:		4,664.	4,664.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	12TH WD SAVE OUR COMM.			
Borrower's Title:				
Date of Note:	8/10/1994			
Maturity Date:	8/10/2014			
Repayment Terms:	20 YRS			
Interest Rate:	2.80%			
Security Provided:	2708-10-12-14 GEN PERSHING			
Purpose of Loan:	COMMUNITY SERVICE BLDG			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 110,000.			
Balance Due:		23,080.	23,080.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	SONIA LYONS			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	8/15/1995			
Maturity Date:	1/01/2017			
Repayment Terms:	22 YRS			
Interest Rate:	3.00%			
Security Provided:	811 PLEASANT			
Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 20,900.			
Balance Due:		7,039.	7,039.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	FAMILY YOUTH AGENCY			
Borrower's Title:				
Date of Note:	11/18/1993			
Maturity Date:	12/21/2014			
Repayment Terms:	20 YRS			

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J W & D D BROWN FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Interest Rate:
 Security Provided: 220 LOUIE ST LK CHARLES
 Purpose of Loan: ABUSED WOMEN'S SHELTER
 Borrower Relationship: NONE
 Consideration: MTG NOTE/500,000
 Consideration FMV:
 Original Amount: \$ 500,000.
 Balance Due: \$ 75,000. \$ 75,000.
 Doubtful Acct. Allow.: \$ 0.

Borrower's Name: R. LITTLE/ R. LITTLE JR
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE
 Date of Note: 5/17/1996
 Maturity Date: 7/31/2015
 Repayment Terms: 20 YRS
 Interest Rate: 3.00%
 Security Provided: 705-707 VALANCE STREET
 Purpose of Loan: LOW INCOME HOUSING
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 35,000.
 Balance Due: 9,885. 9,885.
 Doubtful Acct. Allow.: 0.

Borrower's Name: GULF COAST WOMEN'S CTR
 Borrower's Title:
 Date of Note: 1/22/1996
 Maturity Date: 1/15/2015
 Repayment Terms: 20 YRS
 Interest Rate: 4.50%
 Security Provided: LAND, HARRSION CTY MS
 Purpose of Loan: BUILD SHELTER-BATTERED WOMEN
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 360,000.
 Balance Due: 78,981. 78,981.
 Doubtful Acct. Allow.: 0.

Borrower's Name: BOYS & GIRLS VILLAGE FND.
 Borrower's Title: HOPE COTTAGE
 Date of Note: 1/15/2008
 Maturity Date: 1/15/2018
 Repayment Terms: 10 YRS
 Interest Rate: 5.00%
 Security Provided: FIRST MORTGAGE
 Purpose of Loan: CONSTRUCTION OF NEW COTTAGE
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 150,000.
 Balance Due: 124,274. 124,274.
 Doubtful Acct. Allow.: 0.

Borrower's Name: GAIL M. SURTAIN
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE
 Date of Note: 11/07/1997

Client 1087

J W & D D BROWN FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Maturity Date:	11/30/2017			
Repayment Terms:	20 YRS			
Interest Rate:	4.00%			
Security Provided:	1490 MANDOLIN			
Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 40,000.			
Balance Due:		\$ 18,462.	\$ 18,462.	
Doubtful Acct. Allow.:				\$ 0.

Borrower's Name:	ANGELIA JACKSON			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	6/24/1997			
Maturity Date:	6/30/2017			
Repayment Terms:	20 YRS			
Interest Rate:	4.00%			
Security Provided:	2406-08 SONIAT			
Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 40,000.			
Balance Due:		11,024.	11,024.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	HH 2507 ERNEST			
Borrower's Title:	HABITAT FOR HUMANITY			
Date of Note:	1/09/1998			
Maturity Date:	5/15/2018			
Repayment Terms:	20 YEARS			
Interest Rate:				
Security Provided:	2507 ERNEST, LK CHARLES			
Purpose of Loan:	LOW INCOME HOUSING			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 25,000.			
Balance Due:		6,979.	6,979.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	HH 704 16TH STREET			
Borrower's Title:	HABITAT FOR HUMANITY			
Date of Note:	1/09/1998			
Maturity Date:	5/15/2023			
Repayment Terms:	20 YEARS			
Interest Rate:				
Security Provided:	704 16TH STREET			
Purpose of Loan:	LOW INCOME HOUSING			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 25,000.			
Balance Due:		0.	0.	
Doubtful Acct. Allow.:				0.

Borrower's Name: JESSIE B. TAYLOR

Client 1087

J W & D D BROWN FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	5/13/1998			
Maturity Date:	7/01/2018			
Repayment Terms:	20 YEARS			
Interest Rate:	5.00%			
Security Provided:	2013-15 S. SARATOGA			
Purpose of Loan:	LOW INCOME HOUSING			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 40,000.			
Balance Due:		\$ 15,150.	\$ 15,150.	
Doubtful Acct. Allow.:			\$	0.
Borrower's Name:	QUEENIE M. GRAYER			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	5/13/1998			
Maturity Date:	7/01/2018			
Repayment Terms:	20 YEARS			
Interest Rate:	5.00%			
Security Provided:	2017-19 S. SARATOGA ST.			
Purpose of Loan:	LOW INCOME HOUSING			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 40,000.			
Balance Due:		15,635.	15,635.	
Doubtful Acct. Allow.:				0.
Borrower's Name:	RESOURCES FOR INDEP LIVING			
Borrower's Title:				
Date of Note:	5/04/1998			
Maturity Date:				
Repayment Terms:				
Interest Rate:	5.00%			
Security Provided:	SECURED NOTE			
Purpose of Loan:	GENERAL SUPPORT LOAN			
Borrower Relationship:	NONE			
Consideration:	NONE			
Consideration FMV:				
Original Amount:	\$ 50,000.			
Balance Due:		6,451.	6,451.	
Doubtful Acct. Allow.:				0.
Borrower's Name:	VOLUNTEERS OF AMERICA			
Borrower's Title:	VOA #2			
Date of Note:	2/05/1999			
Maturity Date:	2/05/2019			
Repayment Terms:	20 YEARS			
Interest Rate:	5.50%			
Security Provided:	127-29 S. RENDON STREET			
Purpose of Loan:	HOMELESS SHELTER			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 37,000.			
Balance Due:		19,613.	19,613.	

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J W & D D BROWN FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Doubtful Acct. Allow.: \$ 0.

Borrower's Name: VOLUNTEERS OF AMERICA
 Borrower's Title: VOA #3
 Date of Note: 2/05/1999
 Maturity Date: 2/05/2019
 Repayment Terms: 20 YEARS
 Interest Rate: 5.50%
 Security Provided: 230-32 S. DUPRE STREET
 Purpose of Loan: HOMELESS SHELTER
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 28,000.
 Balance Due: \$ 14,842. \$ 14,842.
 Doubtful Acct. Allow.: 0.

Borrower's Name: VOLUNTEERS OF AMERICA
 Borrower's Title: VOA #5
 Date of Note: 2/05/1999
 Maturity Date: 2/05/2019
 Repayment Terms: 20 YEARS
 Interest Rate: 5.50%
 Security Provided: 209-211 S. GAYOSO STREE
 Purpose of Loan: HOMELESS SHELTER
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 51,000.
 Balance Due: 27,034. 27,034.
 Doubtful Acct. Allow.: 0.

Borrower's Name: VOLUNTEERS OF AMERICA
 Borrower's Title: VOA #6
 Date of Note: 2/05/1999
 Maturity Date: 2/05/2019
 Repayment Terms: 20 YEARS
 Interest Rate: 5.50%
 Security Provided: 212-2121/2-214 S.GAYOSO
 Purpose of Loan: HOMELESS SHELTER
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 49,000.
 Balance Due: 25,973. 25,973.
 Doubtful Acct. Allow.: 0.

Borrower's Name: ANNIE WEBSTER
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE
 Date of Note: 9/07/2000
 Maturity Date: 1/07/2021
 Repayment Terms: 20 YRS
 Interest Rate: 5.00%
 Security Provided: 3019-21 CHIPPEWA ST.
 Purpose of Loan: LOW INCOME HOUSE
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:

Client 1087

J W & D D BROWN FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Original Amount:	\$ 45,000.			
Balance Due:		\$ 23,762.	\$ 23,762.	
Doubtful Acct. Allow.:				\$ 0.

Borrower's Name: ERNEST & NELLY ROME SR
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE
 Date of Note: 1/12/2000
 Maturity Date: 3/01/2020
 Repayment Terms: 20 YRS
 Interest Rate: 5.00%
 Security Provided: 823-825 N. LOPEZ ST.
 Purpose of Loan: LOW INCOME HOUSE
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 45,000.
 Balance Due: 21,151. 21,151.
 Doubtful Acct. Allow.: 0.

Borrower's Name: W., B., & C. BROWN
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE
 Date of Note: 8/30/2000
 Maturity Date: 10/01/2020
 Repayment Terms: 20 YRS
 Interest Rate: 5.00%
 Security Provided: 1208-1210 LOUISA ST.
 Purpose of Loan: LOW INCOME HOUSE
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 40,000.
 Balance Due: 141. 141.
 Doubtful Acct. Allow.: 0.

Borrower's Name: HH 707 16TH ST.
 Borrower's Title: HABITAT FOR HUMANITY
 Date of Note: 9/18/2000
 Maturity Date: 3/01/1914
 Repayment Terms: 14 YRS
 Interest Rate:
 Security Provided: 707 16TH STREET
 Purpose of Loan: LOW INCOME HOUSE
 Borrower Relationship: NONE
 Consideration: MORTGAGE NOTE
 Consideration FMV:
 Original Amount: \$ 17,382.
 Balance Due: 2,429. 2,429.
 Doubtful Acct. Allow.: 0.

Borrower's Name: JOHN/LINDA SANDERS
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE
 Date of Note: 12/27/2001
 Maturity Date: 7/01/2022
 Repayment Terms: 20 YRS
 Interest Rate: 5.00%
 Security Provided: 4912 S ROBERTSON
 Purpose of Loan: LOW INCOME HOUSE
 Borrower Relationship: NONE

Client 1087

J W & D D BROWN FOUNDATION

72-6027232

Statement 7 (continued)
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Consideration: MORTGAGE NOTE
Consideration FMV:
Original Amount: \$ 40,000.
Balance Due: \$ 25,270. \$ 25,270.
Doubtful Acct. Allow.: \$ 0.

Borrower's Name: NEW ORLEANS MISSION #4
Borrower's Title:
Date of Note: 10/31/2008
Maturity Date: 10/31/2016
Repayment Terms: 8 YRS
Interest Rate: 5.00%
Security Provided: 1130 ORETHA CASTLE HALEY BLVD
Purpose of Loan: HOMELESS SHELTER
Borrower Relationship: NONE
Consideration: MORTGAGE NOTE
Consideration FMV:
Original Amount: \$ 292,946.
Balance Due: 157,987. 157,987.
Doubtful Acct. Allow.: 0.

Borrower's Name: GULF COAST HOUSING PARTNERSHIP
Borrower's Title:
Date of Note: 6/01/2011
Maturity Date: 6/01/2014
Repayment Terms: 3 YRS
Interest Rate: 4.00%
Security Provided: NONE
Purpose of Loan: FINANCING AFFORDABLE HOUSING
Borrower Relationship: NONE
Consideration: PROMISSORY NOTE
Consideration FMV:
Original Amount: \$ 300,000.
Balance Due: 300,000. 300,000.
Doubtful Acct. Allow.: 0.

Total \$ 1,015,749. \$ 1,015,749.

Other Notes and Loans	Book Value	Fair Market Value	Doubtful Accounts Allowance
DUE FROM NEIGHBORHOOD HOUSING	\$ 20,662.	20,662.	0.
Total	\$ 20,662.	\$ 20,662.	

Allowance for Doubtful Accounts \$ 0.
Net Other Notes/Loans Rec. - Book Value \$ 1,036,411.

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Statement 8
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

<u>U.S. Government Obligations</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
US TREASURY BILLS	Cost	\$ 974,768.	\$ 974,877.
		\$ 974,768.	\$ 974,877.
	Total	\$ 974,768.	\$ 974,877.

Statement 9
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
HANCOCK HOLDING CORP	Cost	\$ 284,250.	\$ 402,844.
MERRILL LYNCH CAP TR-PREFERRED	Cost	512,504.	511,680.
J P MORGAN CHASE - PREFERRED	Cost	250,000.	255,200.
EVEREST RE CAP TRUST	Cost	250,000.	251,300.
GENERAL MOTORS 7.375% PFD	Cost	274,974.	69,339.
GENERAL MOTORS 7.5% PFD	Cost	125,000.	34,160.
METLIFE PREFERRED	Cost	312,881.	315,275.
CAPITAL ONE PREFERRED	Cost	500,000.	496,800.
IN GENERON	Cost	371,500.	371,500.
INSET TECHNOLOGIES	Cost	2,575,000.	2,575,000.
MORGAN STANLEY CAP TRUST PFD	Cost	250,000.	250,400.
BANK OF AMERICA-PREFERRED	Cost	200,000.	204,800.
BARCLAYS - PREFERRED	Cost	250,000.	254,300.
HSBC HOLDINGS - PREFERRED	Cost	250,000.	253,700.
REGIONS FNCL - PREFERRED	Cost	499,698.	494,820.
WELLS FARGO CAP TR - PREFERRED	Cost	126,273.	126,700.
BB&T CAPITAL - PREFERRED	Cost	25,000.	25,980.
GOLDMAN SACHS - PREFERRED	Cost	99,902.	105,800.
AMERICAN INTERNATIONAL GROUP PFD	Cost	252,000.	249,800.
BANK OF NEW YORK PREFERRED	Cost	77,500.	77,903.
FLOWNIX MEDICAL COMMON STOCK	Cost	2,000,000.	2,000,000.
ABBOTT LABS	Cost	331,116.	393,000.
AIR METHODS CORP	Cost	105,873.	34,082.
ALLIANCE DATA SYSTEMS	Cost	324,042.	463,232.
ALLSTATE CORP	Cost	409,820.	432,631.
AMERICAN VANGUARD CORP	Cost	102,190.	107,937.
AMERISAFE INC	Cost	67,831.	109,681.
AMERIPRISE FINL INC	Cost	405,926.	429,016.
AMGEN INC	Cost	258,177.	431,000.
APACHE CORP	Cost	392,693.	353,250.
APPLE COMPUTER	Cost	256,219.	372,521.
ASCENA RETAIL GRP	Cost	47,791.	93,070.
ASHLAND INC	Cost	404,370.	455,925.
AVIS BUDGET GROUP INC	Cost	87,751.	122,706.
BANCFIRST CORP	Cost	99,115.	106,451.
BANK OF AMERICA CORP	Cost	401,665.	492,380.
BEAM INC W/I	Cost	337,118.	366,540.
BERKLEY W R CORP	Cost	363,028.	377,400.
BLACKROCK INC	Cost	451,700.	465,098.
BROADCOM CORP	Cost	410,832.	414,129.

Statement 9 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
BROWN FORMAN CORP	Cost	\$ 406,670.	\$ 388,355.
BROWN SHOE CO	Cost	63,789.	63,138.
CBS CORP NEW CL B	Cost	366,930.	437,575.
CF INDS HLDGS INC	Cost	321,272.	406,320.
CNO FINANCIAL GROUP INC	Cost	96,363.	100,503.
CVS CORP	Cost	414,454.	410,492.
CANTEL MEDICAL CORP	Cost	43,447.	119,039.
CAPITAL ONE FINL CORP	Cost	364,305.	434,475.
CARLISLE COMPANIES	Cost	386,373.	470,080.
CASH AMERICA INTL	Cost	83,926.	103,816.
CENTURYLINK INC	Cost	266,801.	273,840.
CHUBB CORP	Cost	289,134.	414,260.
CITY HOLDING	Cost	98,992.	103,923.
CLEAN HBRS INC	Cost	109,036.	108,700.
COINSTAR INC	Cost	91,993.	106,464.
COMCAST	Cost	290,201.	429,640.
COOPER TIRE & RUBR CO	Cost	92,401.	116,884.
CORNING INC	Cost	415,349.	413,684.
DARLING INTERNATIONAL	Cost	64,078.	61,177.
DAVITA HEALTHCARE PARTNERS	Cost	305,471.	414,488.
DISNEY WALT CO	Cost	327,038.	410,768.
DISCOVER FINL SVCS	Cost	289,214.	375,863.
DISCOVERY COMMUNICATIONS	Cost	313,291.	476,100.
DIRECTV	Cost	360,364.	401,280.
DYNEX CAP INC REIT	Cost	103,039.	94,155.
E M C CORP MASS	Cost	405,854.	410,366.
EBIX INC	Cost	85,459.	70,525.
EL PASO ELECTRIC CO	Cost	106,636.	102,846.
ENCORE CAPITAL GROUP	Cost	46,897.	109,803.
ENERSYS	Cost	108,526.	106,079.
ENTERGY CORP NEW	Cost	404,121.	394,613.
EQUIFAX	Cost	407,194.	429,172.
EXPEDIA	Cost	331,199.	430,080.
EXPONENT INC	Cost	83,449.	108,869.
FEI COMPANY	Cost	74,732.	108,056.
FISERV INC	Cost	391,712.	474,180.
FLOWERVE CORP	Cost	403,297.	466,824.
FRANCESCA'S HOLDINGS CORP	Cost	79,868.	88,214.
HELIIX ENERGY SOLUTIONS	Cost	99,122.	108,154.
HOLOGIC INC	Cost	428,526.	400,202.
HUBBELL INC	Cost	424,610.	425,689.
INTERNATIONAL BUSINESS MACHINES	Cost	166,117.	383,100.
IRIDIUM COMMUNICATIONS	Cost	106,009.	94,496.
LITTLEFUSE INC	Cost	79,970.	117,928.
LOUISIANA PACIFIC CORP	Cost	99,682.	139,780.
MACY'S INC	Cost	414,548.	424,147.
MAIN MAIN STR CAP CORP	Cost	102,559.	114,412.
MARATHON OIL	Cost	393,325.	429,240.
MARATHON PETE CORP	Cost	287,826.	535,500.
MCKESSON CORP	Cost	391,851.	436,320.
MENS WEARHOUSE	Cost	44,514.	89,897.
MOODYS CORP-EX DIST	Cost	343,623.	476,782.
NATIONAL OILWELL VARCO INC	Cost	161,481.	341,750.
NEUSTAR	Cost	423,721.	503,160.
NORTHROP GRUMMAN CORP	Cost	420,246.	409,535.

Statement 9 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
NORTHSTAR REALTY FINANCE	Cost	\$ 88,683.	\$ 119,046.
OCWEN FINANCIAL	Cost	61,426.	136,526.
PAREXEL INTL CORP	Cost	100,941.	100,132.
PENSKE AUTOMOTIVE GROUP INC	Cost	70,553.	107,391.
PETSMART INC	Cost	424,321.	414,140.
PIER 1 IMPORTS INC	Cost	89,488.	108,920.
PRESTIGE BRANDS HLDGS INC	Cost	63,326.	63,755.
PROSPERITY BANCSHARES	Cost	103,631.	100,044.
RELIANCE STEEL & ALUMINUM	Cost	386,932.	434,700.
RENT A CENTER	Cost	398,229.	377,960.
SCRIPPS NETWORKS INTERACTIVE	Cost	388,486.	414,707.
SEL SELECT COMFORT CORP	Cost	91,109.	83,953.
SELECTIVE INS GROUP	Cost	83,400.	109,087.
SEMPRA ENERGY	Cost	351,037.	425,640.
SNAP ON INC	Cost	375,325.	414,697.
SPECTRUM PHARMACEUTICALS	Cost	101,903.	100,327.
SUNSTONE HOTEL INVESTORS	Cost	93,048.	98,607.
SUSQUEHANNA BANCSHARES INC	Cost	89,751.	101,059.
SUSSER HOLDINGS CORP	Cost	76,577.	96,262.
TJX COS INC	Cost	103,248.	403,275.
THERMO FISHER SCIENTIFIC	Cost	412,327.	405,641.
3-D SYS CORP	Cost	87,157.	145,539.
TIME WARNER CABLE	Cost	388,573.	415,001.
TORCHMARK CORP	Cost	343,852.	413,360.
TRAVELERS COMPANIES INC	Cost	390,219.	433,074.
TRIUMPH GROUP	Cost	392,442.	523,249.
US BANCORP DEL	Cost	293,817.	383,280.
USG CORP	Cost	72,103.	128,673.
UNION PAC CORP	Cost	129,753.	408,590.
UNITEDHEALTH	Cost	303,841.	379,680.
VIROPHARMA	Cost	51,114.	87,330.
WABTEC CORP	Cost	417,763.	430,697.
WATSON PHARMACEUTICALS	Cost	315,835.	421,400.
WELLS FARGO & CO	Cost	410,545.	417,338.
WESTERN DIGITAL CORP	Cost	331,865.	382,410.
WOODWARD INC	Cost	46,099.	110,691.
WORLD ACCEPTANCE CORP	Cost	106,352.	104,831.
WORTHINGTON INDUSTRIES	Cost	98,727.	115,499.
ACCENTURE PLC	Cost	401,415.	400,330.
COVIDIEN PLC	Cost	381,794.	408,222.
EVEREST RE GROUP	Cost	363,634.	426,606.
Total		\$ 37,304,985.	\$ 42,363,757.

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Statement 10
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
BOYD GAMING	Cost	\$ 198,500.	\$ 196,000.
NAVIOS MARITIME HOLDINGS INC BOND	Cost	102,500.	99,750.
MORGAN STANLEY HYBRID STEEPENE BOND	Cost	250,000.	246,250.
SLM CORP SER A BOND	Cost	206,948.	202,052.
ADVANCED MICRO DEVICES INC	Cost	153,747.	125,625.
AK STEEL CORPORATION BOND	Cost	217,800.	191,400.
SYNOVUS FINANCIAL CORP BOND	Cost	297,000.	297,000.
MS HYBRID LEVERED CMS & SPX CPN	Cost	250,561.	248,437.
ILFC E-CAPITAL TRUST BOND	Cost	297,500.	265,545.
LEAP WIRELESS INTL INC BOND	Cost	298,762.	295,663.
SUNTECH POWER HOLDINGS BOND	Cost	188,000.	91,000.
LIVE NATION INC	Cost	180,756.	178,200.
CLEAR CHANNEL WORLDWIDE HOLDING INC	Cost	404,965.	403,000.
QWEST CAPITAL FUNDING BOND	Cost	322,482.	314,214.
GOODRICH PETROLEUM CORP BOND	Cost	209,000.	191,000.
CHESAPEAKE ENERGY CORP BOND	Cost	289,500.	286,875.
	Total	\$ 3,868,021.	\$ 3,632,011.

Statement 11
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
MINERAL INTEREST	Cost	\$ 817,715.	\$ 6,681,015.
WSW 1996 BUYOUT	Cost	117,489.	111,124.
WSW INT'L PRIVATE EQUITIES	Cost	401,096.	321,783.
RSTD STARS MASTER TRUST SER 1	Cost	39,260.	39,260.
ARDEN ENDOWMENT ADVISORS	Cost	900,000.	1,255,307.
PORTER SQUARE	Cost	1,360,005.	0.
BLUE GRASS ABS	Cost	320,005.	0.
OMNICAPITAL FUND LP - PARTNERSHIP	Cost	1,400,048.	1,690,068.
	Total Other Investments	\$ 5,355,618.	\$ 10,098,557.

Other Publicly Traded Securities

FIDELITY CONVERTIBLE SEC FUND	Cost	7,519,091.	10,123,103.
FRANKLIN INCOME FUND CLASS A	Cost	235,658.	242,088.
EATON VANCE BUILD AMERICA FD	Cost	276,704.	273,070.
ING RISK MANAGED FD	Cost	98,435.	93,060.
IVY FUND GLOBAL FD	Cost	184,553.	143,702.
NFJ DIVIDEND INTEREST & PREMIUM FUND	Cost	101,636.	93,600.
OPPENHEIMER INT'L FD	Cost	989,911.	1,105,310.
BLACKROCK GLOBAL EQ INCOME TRUST FD	Cost	82,674.	36,379.
ING ASIA PACIFIC FD	Cost	85,398.	62,880.
ADVISORS DISCIPLINED TR 406 GLOBAL	Cost	190,860.	183,439.
FIRST TRUST UNITS	Cost	1,193,215.	1,130,272.
WELLS FARGO ADVANTAGE FD	Cost	80,950.	74,309.
COLUMBIA INCOME BUILDER	Cost	145,006.	140,175.
GUGGENHEIM DEFINED UNIT	Cost	100,001.	97,441.
ISHARES INC MSCI BRAZIL INDEX FD	Cost	393,770.	363,610.

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Statement 11 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

Other Publicly Traded Securities

ISHARES INC MSCI SOUTH KOREA INDEX FD	Cost	\$ 197,046.	\$ 215,397.
ISHARES TR MSCI EMERGING MKTS INDEX FD	Cost	200,019.	221,218.
EGA EMERGING GLOBAL	Cost	198,214.	213,349.
POWERSHARES DB COMMODITY INDEX	Cost	173,755.	177,792.
SPDR INDEX SHS FDS	Cost	399,487.	465,932.
VANGUARD INTL EQUITY INDEX FDS	Cost	184,917.	178,120.
WISDOMTREE GLOBAL EX US GROWTH FD	Cost	399,924.	438,343.
POWERSHARES GLOBAL	Cost	199,224.	220,122.
NEW MARKETS FUND	Cost	459,807.	475,125.
FIDELITY INTERNATIONAL BOND FUND	Cost	100,000.	100,000.
WISDOMTREE EMERGING MKT FD	Cost	98,630.	102,942.
INVESTMENT GRADE INCOME TRUST 10-20YR	Cost	144,282.	136,135.
PIMCO ALL ASSET CLASS A	Cost	175,012.	176,021.
VAN KAMPEN 1217 ENERGY SER 42	Cost	150,006.	156,891.
VAN KAMPEN UNIT TRS 1252 PFD OPPTY	Cost	100,001.	96,794.
VAN KAMPENUNIT 1280 HIGH INCOME ALLOC	Cost	140,012.	136,828.
JPMORGAN CORE BOND FUND	Cost	283,124.	285,685.
JPMORGAN REALTY INCOME FD	Cost	182,669.	196,148.
HIGHBRIDGE PRIN STRATEGIES FD LTD CL A	Cost	428,000.	447,076.
HIGHBRIDGE QUANTITATIVE COMMODITIES FD	Cost	535,000.	430,661.
JPMORGAN GLOBAL ABSOLUTE RETURN	Cost	3,857,000.	3,908,490.
JPMORGAN US REAL ESTATE INCOME & GROWTH	Cost	698,580.	698,580.
JPMORGAN TR I EMERGING MKTS DEBT FD	Cost	500,537.	578,743.
JPMORGAN CORE BOND FUND SELECT CLASS	Cost	635,801.	632,807.
JPMORGAN HIGH YIELD BOND FUND	Cost	1,832,432.	1,901,486.
JPMORGAN TR I INFLATION MANAGED BD FD	Cost	1,051,583.	1,056,539.
JPMORGAN REALTY INCOME FD	Cost	402,342.	429,253.
JPMORGAN TR I EM MARKETS LOCAL CURRENCY	Cost	263,294.	265,820.
JPMORGAN INTL OPPORTUNITIES FUND	Cost	926,590.	979,510.
JPMORGAN INTL EQUITY FUND	Cost	996,380.	976,542.
JPMORGAN EM MARKETS EQUITY FUND	Cost	541,497.	757,977.
JPMORGAN INTERPID INTL FD	Cost	413,891.	432,979.
JPMORGAN US EQUITY FD	Cost	1,023,983.	1,169,200.
JPMORGAN US SMALL COMPANY FD	Cost	321,022.	324,457.
JPMORGAN INTREPID AMERICA FUND	Cost	374,760.	422,947.
JPMORGAN VALUE ADVANTAGE FD	Cost	382,954.	638,247.
JPMORGAN INTL REALTY FD	Cost	203,903.	219,101.
JPMORGAN TR I GROWTH ADVANTAGE FUND	Cost	389,721.	638,011.
JPMORGAN TR I EMERGING ECONOMIES FD	Cost	531,635.	543,134.
JPMORGAN INDEX EQUITY FUND	Cost	2,145,105.	2,540,826.
JPMORGAN TR I GLOBAL NATURAL RES FD	Cost	386,731.	326,222.
JPMORGAN TR I MID CAP CORE FD	Cost	412,460.	428,289.
Total Other Publicly Traded Securities		\$ 34,719,192.	\$ 38,902,177.

Total \$ 40,074,810. \$ 49,000,734.

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Statement 12
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Auto./Transportation Equip.	\$ 108,296.	\$ 101,821.	\$ 6,475.	\$ 6,475.
Furniture and Fixtures	203,897.	203,885.	12.	12.
Machinery and Equipment	143,361.	119,319.	24,042.	24,042.
Buildings	8,041,916.	2,008,387.	6,033,529.	6,033,529.
Improvements	123,819.	20,507.	103,312.	103,312.
Land	1,302,972.		1,302,972.	1,302,972.
Total	\$ 9,924,261.	\$ 2,453,919.	\$ 7,470,342.	\$ 7,470,342.

Statement 13
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
OTHER	\$ 4,000.	\$ 4,000.
PRI-CATHETER ROBOTICS	1,589,500.	1,589,500.
PRI-FELLOWSHIP EXTENSION-MOIRAI	755,994.	755,994.
PRI-FELLOWSHIP OF ORTH-DIRECT PROSTHESIS	2,693,198.	2,693,198.
PRI-FELLOWSHIP OF ORTHO-CERVICAL	751,500.	751,500.
PRI-FELLOWSHIP OF ORTHO-LUMBAR	597,500.	597,500.
PRI-FELLOWSHIP OF ORTHO-MOIRAI	1,307,156.	1,307,156.
PRI-FELLOWSHIP PATELLOFEMORAL JOINT	1,997,000.	1,997,000.
PRI-INTEGRA CARBON COATING	230,400.	230,400.
PRI-INTEGRA MCP, CMC, MTP	209,742.	209,742.
PRI-INTEGRA RADIAL HEAD	211,485.	211,485.
PRI-INTEGRA SHOULDER	993,532.	993,532.
PRI-INTEGRA SILICONE MCP	1,200,908.	1,200,908.
PRI-LIFESTIM-STIMULATOR	750,000.	750,000.
PRI-LSU INTRATHECAL PUMP ACCURACY <i>GRANT</i>	119,203.	119,203.
PRI-LSU-FLUORIDE RESIN-BURGESS	1,908,877.	1,908,877.
PRI-LSU-HEART MUSCLE-CLAYCOMB	1,046,678.	1,046,678.
PRI-NEUROPATHWAY RESEARCH	1,100,000.	1,100,000.
PRI-TULANE HYPERTENSION-PUSCHETT	722,912.	722,912.
PRI-UNIV OF NEW ORLEANS	56,000.	56,000.
Total	\$ 18,245,585.	\$ 18,245,585.

Statement 14
Form 990-PF, Part II, Line 22
Other Liabilities

SECURITY DEPOSITS	\$ 2,641.
Total	\$ 2,641.

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Statement 15
Form 990-PF, Part III, Line 5
Other Decreases

NON DEDUCTIBLE MEALS 50%

Total \$ 4,392.
 Total \$ 4,392.

Statement 16
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	PUBLICLY TRADED SECURITIES	Purchased	Various	Various
2	PASS THROUGH GAIN WSW INTL PRIV EQTY K-1	Purchased	Various	Various
3	PASS THROUGH LOSS WSW INTL PRIV EQTY K-1	Purchased	Various	Various
4	PASS THROUGH LOSS WSW BUYOUT FUND K-1	Purchased	Various	Various
5	PASS THROUGH GAIN POWERSHARES K-1	Purchased	Various	Various
6	PASS THROUGH LOSS POWERSHARES K-1	Purchased	Various	Various

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	62853074.		60084653.	2768421.				\$ 2768421.
2	11,257.		0.	11,257.				11,257.
3	0.		292.	-292.				-292.
4	0.		363,593.	-363,593.				-363,593.
5	326.		0.	326.				326.
6	0.		3,486.	-3,486.				-3,486.
								Total \$ 2412633.

Statement 17
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
DAVID PAUL SPENCER 470 WOODVINE AVE. METAIRIE, LA 70005	PRESIDENT 40.00	\$ 249,428.	\$ 49,475.	\$ 0.
EDWIN FORD HUNTER 1807 LAKE STREET LAKE CHARLES, LA 70601	Director 15.00	25,000.	0.	0.
DAVID B. SPENCER 915 ROYAL STREET NEW ORLEANS, LA 70116	VICE-PRESIDENT 15.00	25,000.	0.	0.

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Statement 17 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
EDWIN K. HUNTER 9356 N. REDHAWK TRAIL PARK CITY, UT 84098	SECRETARY 15.00	\$ 25,000.	\$ 0.	\$ 0.
BETTY M. ESTOPINAL 83 CHATEAU DU LAC KENNER, LA 70065	TREASURER 15.00	25,000.	0.	0.
BARBARA G. SPENCER 470 WOODVINE AVE. METAIRIE, LA 70005	VICE-PRESIDENT 15.00	25,000.	0.	0.
RONALD P. SPENCER 4958 SOUTHWEST 7TH AVENUE OCALA, FL 34474	Director 15.00	25,000.	0.	0.
		Total \$ 399,428.	\$ 49,475.	\$ 0.

Statement 18
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
THE SERVICE LEARNING ACTION PROGRAM OFFERS SERVICE LEARNING AWARDS TO SCHOOLS IN TEN PARISHES IN THE GREATER NEW ORLEANS AREA THAT ARE INTERESTED IN INFUSING SERVICE LEARNING INTO THE SCHOOL CURRICULUM.	\$ 502,335.
FOR THE 2012-2013 SCHOOL YEAR, 123 SERVICE LEARNING AWARDS WERE GIVEN TO 63 SCHOOLS AND 4 AGENCIES IN 8 PARISHES.	

Statement 19
Form 990-PF, Part IX-A, Line 2
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
THE ORGANIZATION OWNS ITS BUILDING. IT OCCUPIES ONE FLOOR AND THE OTHER TWO FLOORS PROVIDE OFFICE SPACE FOR CHARITABLE AND NON-PROFIT ORGANIZATIONS. THE ORGANIZATION HAD LEASES WITH FOUR NON-PROFIT TENANTS IN 2011.	\$ 405,283.

Client 1087

J W & D D BROWN FOUNDATION

72-6027232

Statement 20
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: J W & D D BROWN FOUNDATION
Name: D.P. SPENCER
Care Of:
Street Address: 320 HAMMOND HWY, SUITE 500
City, State, Zip Code: METAIRIE, LA 70005
Telephone: 504-834-3433
E-Mail Address:
Form and Content: COMPLETE GRANT APPLICATION, IRS EXEMPTION LETTER,
FINANCIAL STATEMENTS, LIST OF BOARD OF DIRECTORS & KEY
STAFF
Submission Deadlines: NONE
Restrictions on Awards: NONE

12/31/12

2012 Federal Book Depreciation Schedule

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Client 1087

J W & D D BROWN FOUNDATION

72-6027232

No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus. Pct.	Cur 179 Bonus	Special Dep. Allow.	Prior 179/ Bonus/ Sp. Dep.	Prior Dec Bal Dep.	Salvage /Basis Reducdn.	Depr. Basis	Prior Depr.	Method	Life	Rate	Current Depr.
Form 990/990-PF																
Auto / Transport Equipment																
4	88 MERCEDES BENZ 560	12/31/90		42,450							42,450	35,975	S/L	HY	5	0
58	LEXUS	2/24/05		65,846							65,846	65,846	200DB	HY	5	0
Total Auto / Transport Equipment																
				108,296		0	0	0	0	0	108,296	101,821				0
Buildings																
65	BROWN CENTER - BLDG	4/04/03		8,041,916							8,041,916	1,795,842	S/L	MM	39	.02564
66	BROWN CTR - IMPROVEMENTS	7/31/04		123,819							123,819	23,682	S/L	MM	39	.02564
Total Buildings																
				8,165,735		0	0	0	0	0	8,165,735	1,819,524				206,370
Furniture and Fixtures																
1	FURN/FIX	12/31/90		23,600							23,600	23,600	S/L	HY	7	0
2	OFFICE CHAIR	12/31/90		484							484	484	S/L	HY	7	0
3	OFFICE CHAIR	12/31/90		484							484	484	S/L	HY	7	0
5	FURNITURE	1/30/92		1,985							1,985	1,985	S/L	HY	7	0
7	CARPET	6/22/92		5,247							5,247	5,247	S/L	HY	7	0
8	FURNITURE	7/08/92		1,870							1,870	1,858	S/L	HY	7	0
9	MICROWAVE	7/28/92		230							230	230	S/L	HY	7	0
11	COPIER	1/14/92		7,924							7,924	7,924	S/L	HY	5	0
13	CONFERENCE ROOM TABLE	5/08/95		5,375							5,375	5,375	S/L	HY	7	0
14	CONFERENCE ROOM CHAIRS(2)	1/12/95		981							981	981	S/L	HY	7	0
15	REFRIGERATOR	2/08/95		212							212	212	S/L	HY	7	0
16	DESK	4/11/95		5,722							5,722	5,722	S/L	HY	7	0

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2012 Federal Book Depreciation Schedule

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Client 1087

J W & D D BROWN FOUNDATION

72-6027232

No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus. Pct.	Our 179 Bonus	Special Dep. Allow.	Prior 179/ Bonus/ Sp. Dep.	Prior Dec. Bal. Dep.	Salvage /Basis Reducin.	Dep. Basis	Prior Dep.	Method	Life	Rate	Current Dep.
17	OFFICE TABLES	4/21/95		1,531							1,531	1,531	S/L	HY	7	0
18	BOOKCASE	5/08/95		1,194							1,194	1,194	S/L	HY	7	0
19	CHAIR	6/29/95		408							408	408	S/L	HY	7	0
20	LAMPS	11/03/95		498							498	498	S/L	HY	7	0
21	TABLE	1/04/96		445							445	445	S/L	HY	7	0
24	COMPUTER DESK	3/04/96		526							526	526	S/L	HY	7	0
27	DIGITAL CAMERA	8/15/01		1,334							1,334	1,334	200DB	HY	5	0
28	5TH FLOOR CONF ROOM TABLE	11/19/02		2,441							2,441	2,441	200DB	MQ	7	0
30	FURNITURE	11/26/02		35,347							35,347	35,347	200DB	MQ	7	0
32	PLASMA TV	2/18/03		4,637							4,637	4,637	200DB	HY	5	0
33	OFFICE FURNITURE	4/07/03		34,708							34,708	34,708	200DB	HY	7	0
34	FITNESS EQUIPMENT	4/07/03		16,519							16,519	16,519	200DB	HY	7	0
35	POLYVISION BOARD	4/10/03		1,978							1,978	1,978	200DB	HY	5	0
36	OFFICE FURNITRE	4/14/03		4,595							4,595	4,595	200DB	HY	7	0
39	ELECTROSHADE	5/30/03		2,820							2,820	2,820	200DB	HY	7	0
40	CONFERENCE ROOM MARBLE	5/30/03		2,441							2,441	2,441	200DB	HY	7	0
42	FURNITURE - REC AREA	6/05/03		1,624							1,624	1,624	200DB	HY	7	0
44	OFFICE FURNITURE	8/14/03		1,888							1,888	1,888	200DB	HY	5	0
45	OFFICE FURNITURE	8/14/03		1,260							1,260	1,260	200DB	HY	5	0
47	DIGITAL CAMERA	1/03/03		1,626							1,626	1,626	200DB	HY	5	0
48	OFFICE FURNITURE(# 748)	4/30/03		7,767							7,767	7,767	200DB	HY	7	0
50	OFFICE FURNITURE(# 748)	4/30/03		6,724							6,724	6,724	200DB	HY	7	0
51	OFFICE FURNITURE	4/07/03		876							876	876	200DB	HY	7	0
52	COLOR COPIER	4/28/04		12,414							12,414	12,414	200DB	HY	5	0
54	FILE ROOM TABLES	9/28/04		855							855	855	200DB	HY	7	0
55	OFFICE EQUIPMENT	10/27/89		1,412							1,412	1,412	S/L	HY	7	0
63	SVC LEARNING FURNITURE	12/31/10		1,915							1,915	1,915	200DB	HY	7	.17490
Total Furniture and Fixtures				203,897		0	0	0	0	0	203,897	203,885				0

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2012 Federal Book Depreciation Schedule

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Client 1087

J W & D D BROWN FOUNDATION

72-6027232

No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus. Pct.	Cur 179 Bonus	Special Dep. Allow.	Prior 179/ Bonus/ Sp. Depr.	Prior Dec. Bal. Depr.	Salvage /Basis Reductn.	Depr. Basis	Prior Depr.	Method	Life	Rate	Current Depr.
Land																
67	BROWN CTR - LAND	4/01/03		1,302,972							1,302,972					0
	Total Land			1,302,972		0	0	0	0	0	1,302,972	0				0
Machinery and Equipment																
6	FAX MACHINE	2/27/92		3,266							3,266	3,266	S/L	HY	7	0
10	WORK STATION	11/04/92		1,267							1,267	1,199	S/L	HY	7	0
12	COMPUTER	1/24/94		5,824							5,824	5,824	S/L	HY	5	0
22	COMPUTER	1/12/96		7,905							7,905	7,905	S/L	HY	5	0
23	HP SCANNER	2/14/96		945							945	945	S/L	HY	5	0
25	COMPUTERS	10/15/98		5,345							5,345	5,345	S/L	MQ	5	0
26	FAX MACHINE	11/10/00		1,204							1,204	1,204	200DB	MQ	5	0
29	TELEPHONE SYSTEM	11/20/02		4,000							4,000	4,000	200DB	MQ	5	0
31	TELEPHONE SYSTEM	1/31/03		17,404							17,404	17,404	200DB	HY	5	0
37	OFFICE COMPUTERS	4/30/03		1,524							1,524	1,524	200DB	HY	5	0
38	SCANNER & HUB	4/30/03		1,301							1,301	1,301	200DB	HY	5	0
41	TELEPHONE - MAINT OFFICE	6/04/03		103							103	103	200DB	HY	5	0
43	TELEPHONE - FITNESS ROOM	6/10/03		222							222	222	200DB	HY	5	0
46	TELEPHONE SYSTEM	4/04/03		5,317							5,317	5,317	200DB	HY	5	0
49	TELEPHONE/COMPUTER(#748)	4/30/03		10,271							10,271	10,271	200DB	HY	5	0
53	HP LASERJET COLOR PRINTER	5/26/04		955							955	955	200DB	HY	5	0
56	LAPTOP COMPUTER	10/12/05		2,064							2,064	2,064	200DB	HY	5	0
57	LAPTOP COMPUTER	10/12/05		6,165							6,165	6,165	200DB	HY	5	0
59	LAPTOP COMPUTER	2/14/06		3,273							3,273	3,273	200DB	HY	5	0
60	COMPUTER UPGRADES	2/21/06		4,247							4,247	4,247	200DB	HY	5	0

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2012 Federal Book Depreciation Schedule

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Client 1087

J W & D D BROWN FOUNDATION

72-6027232

No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus. Pct.	Cur 179 Bonus	Special Dep. Allow.	Prior 179/ Bonus/ Sp. Dep.	Prior Dec. Bal. Dep.	Salvage /Basis Reductn.	Depr. Basis	Prior Dep.	Method	Life	Rate	Current Dep.
61	COMPUTERS	3/12/07		18,518							18,518	17,451	200DB HY	5	.05760	1,067
62	COMPUTERS	10/03/07		3,300							3,300	3,110	200DB HY	5	.05760	190
64	SVC LEARNING COMPUTER	12/31/10		4,563							4,563	4,563	200DB HY	5	.19200	0
68	BFC - LAPTOP COMPUTER	9/04/07		1,837							1,837	1,732	200DB HY	5	.05760	105
69	COPIER	11/07/11		8,950							8,950	448	200DB MQ	5	.38000	3,401
70	COMPUTER EQUIPMENT	4/26/12		6,110							6,110		200DB HY	5	.20000	1,222
71	SERVER	5/15/12		14,776							14,776		200DB HY	5	.20000	2,955
72	PRINTER - FRONT DESK	10/08/12		958							958		200DB HY	5	.20000	192
73	PRINTER - DPS	10/19/12		1,747							1,747		200DB HY	5	.20000	349
Total Machinery and Equipment																
				143,361		0	0	0	0	0	143,361	109,838				9,481
Total Depreciation																
				9,924,261		0	0	0	0	0	9,924,261	2,235,068				218,851
Grand Total Depreciation																
				9,924,261		0	0	0	0	0	9,924,261	2,235,068				218,851

J W & D D Brown Foundation

72-6027232

2012 Form 990PF

Part XV, Line 3a, Grant and Contributions Paid during the Year

Recipient Name and Address	Relationship	Foundation Status	Purpose of Grant or Contribution	Amount
<u>Individuals</u>				
JESSICA PENEGUY 24638 Equianance Street Lacome, LA 70445	NONE		SCHOLARSHIP	2,136 20
<u>Organizations</u>				
ACTION AGAINST ADDICTION 4836 Wabash Street Metairie, LA 70001		PUBLIC	GENERAL PROGRAM SUPPORT	22,500 00
ADMINISTRATORS OF TULANE EDUCATIONAL FUND 6823 St Charles Avenue New Orleans, LA 70118		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
AFP NEW ORLEANS P.O. Box 6052 Metairie, LA 70009		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
ALL THAT FOR KIDS/THE YOUTH CONSORTIUM 6520 Second Zion Avenue Marrero, LA 70072		PUBLIC	GENERAL PROGRAM SUPPORT	45,000.00
ALLIANCE FRANCAISE OF NEW ORLEANS, THE 1519 Jackson Avenue New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	2,500 00
ALLIANCE OF THE GUARDIAN ANGELS 2401 Burgundy #23 New Orleans, LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	45,000.00
ALS TECHNOLOGY DEVELOPMENT INSTITUTE 300 Technology Square Cambridge, MS 02139		PUBLIC	GENERAL PROGRAM SUPPORT	30,000 00
APEX COMMUNITY ADVANCEMENT, INC. 4360 Washington Avenue New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	6,000 00
ART A LA CARTE, INC. 1025A Royal Street New Orleans, LA 70116		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
ATCHAFALYA BASINKEEPER INC 162 Croydon Ave. Baton Rouge, La. 70806		PUBLIC	GENERAL PROGRAM SUPPORT	30,000 00
ATONEMENT LUTHERAN SCHOOL 6500 Riverside Drive Metairie, LA 70003		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
AUDUBON NATURE INSTITUTE 6500 Magazine Street New Orleans, LA 70118		PUBLIC	GENERAL PROGRAM SUPPORT	7,500.00
AVON WALK FOR BREAST CANCER 28043 Post Oak Run Magnolia, TX 77355		PUBLIC	GENERAL PROGRAM SUPPORT	1,800.00
BOY SCOUTS OF AMERICA SE LA COUNCIL 4200 S I-10 Service Road W Metairie, LA 70001		PUBLIC	GENERAL PROGRAM SUPPORT	50,000.00
BOY SCOUTS OF AMERICA, CALCASIEU COUNCIL 304 Dr. Michael DeBakey Drive Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	7,500.00
BOYS HOPE GIRLS HOPE OF GNO P.O. Box 19307 New Orleans, LA 70179		PUBLIC	GENERAL PROGRAM SUPPORT	28,400.00
BOYS TOWN LOUISIANA, INC 700 Frenchmen Street New Orleans, LA 70116		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
BREAKTHROUGH NEW ORLEANS 1903 Jefferson Avenue New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
BRIDGE HOUSE / GRACE HOUSE 4150 Earhart Blvd.		PUBLIC	GENERAL PROGRAM SUPPORT	51,000 00

J W & D D Brown Foundation

72-6027232

2012 Form 990PF

Part XV, Line 3a, Grant and Contributions Paid during the Year

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
New Orleans, LA 70125				
CAMP BON COEUR, INC 405 West Main Street Lafayette LA 70501		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00
CENACLE RETREAT HOUSE 5500 St Mary Street Metairie, LA 70006		PUBLIC	GENERAL PROGRAM SUPPORT	21,000 00
CHALLENGE ASPEN P.O. Box 6639 Snowmass Village, CO 81615		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
CHRIST CHURCH CATHEDRAL 1623 Seventh Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
CITIZENS ORGANIZATION FOR POLICE SUPPORT 334 Royal Street New Orleans, LA 70116		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
COMMUNITY CENTER OF ST BERNARD 1111 LeBeau St. Arabi, La 70032		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
COMMUNITY FOUNDATION OF SOUTHWEST LA P.O. Box 3125 Lake Charles, LA 70602		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
CONTEMPORARY ARTS CENTER 900 Camp Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	7,500.00
COVENANT HOUSE NEW ORLEANS 611 N. Rampart Street New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	45,000.00
CRIMESTOPPERS, INC P.O. Box 55249 Metairie, LA 70055-5249		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
DEAR JACK FOUNDATION c/o KPS, 12100 Wilshire Blvd., #550 Los Angeles, CA 90025		PUBLIC	GENERAL PROGRAM SUPPORT	2,000 00
DELGADO COMMUNITY COLLEGE FOUNDATION 615 City Park Avenue New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	4,000 00
DELTA FESTIVAL BALLET P.O. Box 7425 Metairie, LA 70010-7425		PUBLIC	GENERAL PROGRAM SUPPORT	7,500 00
DENTAL LIFELINE NETWORK, LA 3201 S. Carrollton Avenue New Orleans, LA 70118		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
DULAC COMMUNITY CENTER 125 Coast Guard Road Dulac LA 70363		PUBLIC	GENERAL PROGRAM SUPPORT	9,000.00
EACH ONE SAVE ONE 1636 Toledano Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
EDIBLE SCHOOLYARD, NEW ORLEANS, THE 2319 Valance Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
EPISCOPAL COMMUNITY SERVICES OF LA 1623 7th Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
FIRST GRACE COMMUNITY ALLIANCE 3401 Canal Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	12,000 00
FOOD BANK OF COVINGTON, LA, INC, THE 840 N Columbia Covington, LA 70433		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00

J W & D D Brown Foundation

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2012 Form 990PF

Part XV, Line 3a, Grant and Contributions Paid during the Year

Recipient Name and Address	Relationship	Foundation Status	Purpose of Grant or Contribution	Amount
FRENCH QUARTER CITIZENS, INC. 632 North Rampart Street New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
FRENCH QUARTER FESTIVALS, INC. 400 N. Peters Street, Suite 205 New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
FRIENDS OF A STUDIO IN THE WOODS 13401 Patterson Road New Orleans, LA 70131		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
FRIENDS OF CITY PARK 1 Palm Drive New Orleans, LA 70124		PUBLIC	GENERAL PROGRAM SUPPORT	35,000.00
FRIENDS OF JEFFERSON THE BEAUTIFUL PO Box 9234 Metairie LA 70055		PUBLIC	GENERAL PROGRAM SUPPORT	11,000.00
FRIENDS OF JOE BROWN PARK P.O. Box 871852 New Orleans, LA 70187		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
FRIENDS OF THE VIEUX CARRE' COMMISSION P.O. Box 57444 New Orleans, LA 70157-7444		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
GIRL SCOUTS OF LOUISIANA EAST P O. Box 10800 New Orleans, LA 70181-800		PUBLIC	GENERAL PROGRAM SUPPORT	50,000.00
GNO MUSCULAR DYSTROPHY ASSOCIATION 2800 Veterans Blvd , Suite 329 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
GOOD SAMARITAN MINISTRY, THE 910 Cross Gates Blvd. Slidell, LA 70461		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
GREATER NEW ORLEANS YOUTH ORCHESTRA 1539 Jackson Avenue, Ste 410 New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
GULF COAST COMMUNITY MINISTRIES 3914 Fifteenth Street Gulfport, MS 39501		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
HEARTSTRINGS AND ANGEL WINGS 1005 Champagne Drive Breaux Bridge, LA 70517		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
HOLY ANGELS RESIDENTIAL FACILITY 10450 Ellerbe Road Shreveport, LA 71106		PUBLIC	GENERAL PROGRAM SUPPORT	1,500.00
HOME OF GRACE P O Box 5009 Vancleave, MS 39565		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
IMMACULATE CONCEPTION JESUIT CHURCH 130 Baronne Street New Orleans, LA 70122		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
INDEPENDENCE PASS FOUNDATION P O. Box 1700 Aspen, CO 81612		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
INTERFAITH COMMUNICATIONS INTERNATIONAL 1200 Robert E. Lee Blvd. New Orleans, LA 70122		PUBLIC	GENERAL PROGRAM SUPPORT	4,000.00
INTERFAITH EMERGENCY SERVICES P.O. Box 992 Ocala, FL 34478		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
JEDCO-FORWARD JEFFERSON CORPEDGE 3445 N Causeway Blvd., Suite 300 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
JEFFERSON COUCL ON AGING, M.O W.				

J W & D D Brown Foundation
72-6027232
2012 Form 990PF
Part XV, Line 3a, Grant and Contributions Paid during the Year

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
6620 Riverside Drive, Suite 216 Metairie, LA 70003		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
JEFFERSON DOLLARS FOR SCHOLARS 3330 N. Causeway Blvd, Ste 429 Metairie, La. 70002		PUBLIC	GENERAL PROGRAM SUPPORT	22,000 00
JEFFERSON PARISH SHERIFF'S OFFICE 1233 West Bank Expressway, Bldg 3 Rm 224 Harvey, LA 70058		PUBLIC	GENERAL PROGRAM SUPPORT	2,500 00
JEFFERSON PERFORMING ARTS SOCIETY 1118 CLEARVIEW PARKWAY METAIRIE LA 70001		PUBLIC	GENERAL PROGRAM SUPPORT	2,500 00
JEWISH FAMILY SERVICES OF GNO 3330 West Esplanade Ave., Ste 600 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
JUST THE RIGHT ATTITUDE 13150 I-10 Service Road New Orleans, LA 70128		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00
KID SMART 1920 Clio Street New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	12,000 00
KINGDOM BUILDING MINISTRIES PO Box 6516 New Orleans LA 70174-6516		PUBLIC	GENERAL PROGRAM SUPPORT	24,168 00
LAKE CHARLES SYMPHONY PO Box 3102 Lake Charles LA 70602		PUBLIC	GENERAL PROGRAM SUPPORT	9,965 00
LAKEVIEW SHEPARD CENTER 316 38th Street New Orleans, LA 70124		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
LANTERN LIGHT, INC/ST JOSEPH CHURCH 1802 Tulane Avenue New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
LIBERTY'S KITCHEN, INC 422 1/2 S. Broad Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	35,000.00
LITERACY COUNCIL OF SOUTHWEST LOUISIANA 809 Kirby Street Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
LOUISIANA CHILDREN'S MUSEUM 420 Julia Street New Orleans LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	20,000 00
LOUISIANA MUSEUM FOUNDATION 828 Royal Street #525 New Orleans, LA 70116		PUBLIC	GENERAL PROGRAM SUPPORT	30,000.00
LOUISIANA PHILHARMONIC ORCHESTRA 1010 Common Street, Ste 2120 New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	35,000 00
LOUISIANA PREPARATORY PROGRAM - LA PREP LSU in Shreveport, One University Place Shreveport, LA 71115		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
LOUISIANA SHERIFF'S PROGRAM P.O. Box 3929 Baton Rouge, LA 70821-3929		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
LOUISIANA SPCA 1700 Mardi Gras Blvd New Orleans, LA 70114		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
LOUISIANA STATE UNIVERSITY 1146 Pleasant Hall Baton Rouge, LA 70803		PUBLIC	GENERAL PROGRAM SUPPORT	1,000 00
LOUISIANA TROOPER FOUNDATION 805 Main Street		PUBLIC	GENERAL PROGRAM SUPPORT	4,000 00

J W & D D Brown Foundation

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2012 Form 990PF

Part XV, Line 3a, Grant and Contributions Paid during the Year

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Lake Charles, LA 70615				
MAKE IT RIGHT FOUNDATION 912 Magazine Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00
MAKE-A-WISH FOUNDATION 3340 Severn Ave, Suite 350 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	13,000 00
MANRESA HOUSE OF RETREATS P O. Box 89 Convent, LA 70723-0089		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
MARY BIRD PERKINS CANCER CENTER 4950 Essen Lane Baton Rouge, LA 70809		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00
MCNEESE STATE UNIVERSITY FOUNDATION Burton Business Center, Suite 439, Box 91989 Lake Charles, LA 70609		PUBLIC	GENERAL PROGRAM SUPPORT	5,500 00
MDA AUGIE'S QUEST 9990 Mesa Rim Road, Suite 100 San Diego, CA 92121		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
MEMORIAL HALL MUSEUM, INC. 929 Camp Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
METAIRIE CLUB GARDENS ASSOCIATION 213 Stella St. Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	1,000 00
METAIRIE RIDGE PRESBYTERIAN CHURCH 215 Phosphor Avenue Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
METROPOLITAN CRIME COMMISSION 1615 Poydras Street, Suite 1060 New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	30,000.00
MUNHOLLAND UNITED METHODIST CHURCH 1201 Metairie Road Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	4,000 00
NATIONAL WORLD WAR II MUSEUM 945 Magazine Street New Orleans, LA 70130-3813		PUBLIC	GENERAL PROGRAM SUPPORT	300,000.00
NATURE CONSERVANCY OF HAWAII, THE 923 Nu'uuanu Avenue Honolulu HI 96817		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
NATURE CONSERVANCY, THE P. O. Box 4125 Baton Rouge LA 70821		PUBLIC	GENERAL PROGRAM SUPPORT	104,935 00
NEW BEGINNINGS OF BASTROP CHRISTIAN CNTR P O. Box 1411 Bastrop, LA 71221		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
NEW LIFE COUNSELING, INC. P O Box 7222 Lake Charles, LA 70606		PUBLIC	GENERAL PROGRAM SUPPORT	1,500 00
NEW ORLEANS BALLET ASSOCIATION One Lee Circle New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	30,000 00
NEW ORLEANS BAPTIST THEOLOGICAL SEMINARY 3939 Gentilly Blvd. New Orleans, La. 70126		PUBLIC	GENERAL PROGRAM SUPPORT	50,000 00
NEW ORLEANS HISTORIC COLLECTION 533 Royal Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
NEW ORLEANS MEDICAL MISSIONS SERVICES INC P O Box 6249 New Orleans, LA 70174		PUBLIC	GENERAL PROGRAM SUPPORT	45,000 00

Recipient Name and Address	Relationship	Foundation Status	Purpose of Grant or Contribution	Amount
NEW ORLEANS METRO STARS PO Box 870790 New Orleans, LA 70187		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
NEW ORLEANS MISSION P.O. Box 56565 New Orleans, LA 70156		PUBLIC	GENERAL PROGRAM SUPPORT	70,000.00
NEW ORLEANS OPERA ASSOC 1010 Common Street Ste 1820 New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	43,000.00
NEW ORLEANS OUTREACH 4327 Canal Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
NEW ORLEANS POLICE & JUSTICE FOUNDATION 400 Poydras Street, Suite 2101 New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
NEW ORLEANS WOMEN'S SHELTER P.O. Box 3520 New Orleans, LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	45,000.00
NOCCA INSTITUTE, THE 2800 Chartres Street NEW ORLEANS LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
NOLA GREEN ROOTS 3101 Tulane Avenue New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	20,000 00
OLD METAIRIE PROTESTANT CHURCH 1301 Metairie Road Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
ORANGUTAN FOUNDATION INTL 4201 Wilshire Blvd., Suite 407 Los Angeles CA 90010		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
OU FOUNDATION, Heart Rhythm Institute 1200 Everett Drive, ET 6E-103 Oklahoma City, OK 73104-5068		PUBLIC	GENERAL PROGRAM SUPPORT	60,000.00
OZANAM INN 843 Camp Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
PACE GREATER NEW ORLEANS 320 Hammond Highway, Suite 402 Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
PALLIATIVE CARE INSTITUTE OF SOUTHEAST LA 752 N Columbia St Covington, LA 70433		PUBLIC	GENERAL PROGRAM SUPPORT	28,500 00
PARK CITY FOUNDATION, THE P O. Box 681499 Park City, UT 84068		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
PARK CITY PERFORMING ARTS FOUNDATION P O. Box 1297 Park City, Utah 84060		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
PARKWAY PARTNERS PROGRAM INC 1137 Baronne Street New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	50,000 00
PENNIES FOR BREAD AND THE ABBEY 75376 River Road St Benedict, LA 70457		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
PLANTATION ELEMENTARY SCHOOL 1801 Kaliste Saloom Road Lafayette, LA 70508		PUBLIC	GENERAL PROGRAM SUPPORT	2,100 00
PRESERVATION RESOURCE CENTER 923 Tchoupitoulas Street New Orleans LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	103,000 00
PROJECT LAZARUS				

J W & D D Brown Foundation

72-6027232

2012 Form 990PF

Part XV, Line 3a, Grant and Contributions Paid during the Year

Recipient Name and Address	Relationship	Foundation Status	Purpose of Grant or Contribution	Amount
2824 Dauphine Street New Orleans, LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
RAYNE MEMORIAL UNITED METHODIST CHURCH 3900 St Charles Avenue New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	4,000.00
REBUILDING TOGETHER CALCASIEU P O. Box 3758 Lake Charles, La. 70602		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
RECONCILE NEW ORLEANS INC 1631 Oretha Castle Haley Blvd New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
ROOTS OF MUSIC, THE 929 Euterpe Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
SALK INSTITUTE FOR BIOLOGY, THE 10010 N Torrey Pines Road La Jolla, CA 92037		PUBLIC	GENERAL PROGRAM SUPPORT	150,000.00
SALVATION ARMY, THE 4526 South Claiborne Avenue New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	100,000.00
SEASONS GRIEF AND LOSS CENTER 654 Brockenbraugh Court Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
SECOND HARVEST FOOD BANK 1201 Sams Avenue New Orleans, LA 70123		PUBLIC	GENERAL PROGRAM SUPPORT	125,000.00
SHREVEPORT OPERA 212 Texas Street, Suite 101 Shreveport, LA 71101		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
SOUTHWINGS 35 Haywood Street, Suite 201 Asheville, NC 28801		PUBLIC	GENERAL PROGRAM SUPPORT	7,500.00
SPECIAL CONNECTIONS INC 4020 Ridgeway Drive Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
ST CHARLES AVENUE ASSOC P O Box 15833 New Orleans, LA 70175-5833		PUBLIC	GENERAL PROGRAM SUPPORT	2,000.00
ST JUDE CHILDRENS RESEARCH HOSPITAL 501 St. Jude Place Memphis, TN 38105		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
ST LOUIS CATHOLIC HIGH SCHOOL 1620 Bank Street Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
ST MARY'S COUNCIL ON AGING 101 Wilson St Franklin, LA 70538		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
ST MICHAEL SPECIAL SCHOOL 1522 Chippewa Street New Orleans LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
ST. ANNA'S EPISCOPAL CHURCH 1313 Esplanade Avenue New Orleans, LA 70116		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
ST. NICHOLAS CENTER 314 Broad Street, Suite B Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
STAGE TO STAGE, INC. 305 Baronne Street, Ste 302 New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
START THE ADVENTURE IN READING 1545 State Street		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
New Orleans, LA 70118 SYMPHONY CHORUS OF NEW ORLEANS P O. Box 50542 New Orleans, LA 70150		PUBLIC	GENERAL PROGRAM SUPPORT	4,000.00
TENNESSEE WILLIAMS-N.O. LITERARY FESTIVAL 938 Lafayette Street, Suite 514 New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
TIMES PICAYUNE DOLL & TOY FUND, THE 3800 Howard Ave New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
ULL CENTER FOR GIFTED CHILDREN P.O. Box 43251 Lafayette, LA 70504-3251		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
UNIVERSITY HOSPITAL FOUNDATION 540 Arapeen Drive Salt Lake City, UT 84108-1251		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
VIA LINK, INC. P.O. Box 15409 New Orleans, LA 70175		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
VICTORIES IN SERVICE INC 2519 Feliciana Street New Orleans, LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	30,000 00
VIEUX CARRE' PROPERTY OWNERS ASSN P.O. Box 56095 New Orleans, LA 70156		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
VISITING NURSES ASSOC. OF GNO 101 W. Robert E. Lee Blvd., Ste 300 New Orleans, LA 70124		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00
VOLUNTEERS OF AMERICA OF GNO 4152 Canal Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	100,000 00
WAY MAKER MINISTRIES 804 1st Avenue Harvey, LA 70058		PUBLIC	GENERAL PROGRAM SUPPORT	32,000.00
WHISTLE STOP, THE 1518 18th Street Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	20,600.00
WINNING OUR WORLD INTERNATIONAL 2060 Lincoln Avenue Pasadena, CA 91103		PUBLIC	GENERAL PROGRAM SUPPORT	50,000.00
WRBH RADIO FOR THE BLIND 3606 Magazine Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
WYES-TV 111 Veterans Blvd., Suite 250 Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
YMCA EDUCATIONAL SERVICE 1050 South Jefferson Davis Pkwy, Ste 241 New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
YOUNG AUDIENCES OF LOUISIANA 615 Baronne Street, Suite 160 New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	35,000 00

TOTAL 2012	3,372,104.20
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J W & D D BROWN FOUNDATION

72-6027232

Attachment to Form 990-PF
Part VII – B, Question 5

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Catheter Robotics
C/O David Jenkins
100 Stierli Court, Suite 107
Mount Arlington, NJ 07856

Amount of Grant:	December 27, 2006	\$ 297,000
	March 12, 2007	313,500
	June 8, 2007	245,000
	September 12, 2007	230,000
	December 27, 2007	129,000
	February 28, 2008	125,000
	May 30, 2008	125,000
	August 20, 2008	<u>125,000</u>
		<u>\$1,589,500</u>

Purpose of Grant: The purpose of grant is to fund the conception and design of robotic equipment to completely protect operating room personnel from radiation hazard, reduce the risk of vessel perforation, minimize patient radiation exposure by speeding procedures and provide an important step towards computer assisted robotic surgery in the future.

Catheter Robotics (*Robotics*) has assembled a research and development team of renowned experts in the area of electrophysiology radiation exposure and has groundbreaking concepts for reducing radiation exposure for both patients and medical personal exposed to procedures generating electrophysiology radiation. Robotics has developed an early stage

robotic catheter placement system (*System*) that may prove compatible with available interventional catheters now in wide use, such as a cardiac ablation catheter, along with several motorized mechanisms to operate the catheter controls and extend, retract, and rotate the catheter while also providing a control interface.

The System developed by Robotics, with its instinctive control feature, will be easier to use than manual catheter approaches currently utilized by the medical community and will therefore shorten and reduce the variability of procedure times thereby reducing radiation exposure to both the patient and operating room personnel.

The System developed by Robotics is operated from an adjacent control room which limits the exposure of "scatter radiation" to both the operator and assisting personnel.

- Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.
- Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.
Attn: Steven D. Cook, PhD
320 Hammond Hwy, Suite 403
Metairie, LA 70005

Amount of Grant:	2009	\$ 112,748
	2010	338,244
	2012	<u>305,001</u>
	Total Grant	<u>\$ 755,994</u>

Purpose of Grant: To complete the design and testing of an implant system to treat focal cartilage defects of the medial femoral condyle, assemble all documentation and test results for the United States FDA Investigational Device Exemption (IDE) approval process and build implants and instruments required for the clinical trial of the Pyrocarbon Implant Replacement (PIR) system, as well as development and validation of implant packaging and sterilization procedures and complete all tasks to facilitate the first human implantation.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification:

The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.
Attn: Steven D. Cook, PhD
320 Hammond Hwy, Suite 403
Metairie, LA 70005

Amount of Grant:	2008	\$ 868,198
	2009	880,000
	2010	<u>945,000</u>
	Total grant	<u>\$ 2,693,198</u>

Purpose of Grant: To perform research in the field of magnetic force transmission to realize the goal of creating a strong, stable prosthetic limb suspension system that provides a stable and secure attachment to the body while allowing greater transmission of force without inducing soft tissue breakdown and minimizing the risk of infection; determine mechanical and surgical design criteria for a magnetically attached lower limb prosthetic device; use computational modeling and mechanical testing of prototype designs; fabricate non-osseointegrated prototype device, establish biocompatibility and suitability of magnetic materials for long-term implantation; demonstrate efficacy and safety of magnetic prosthesis attachment in animal models to prove readiness for human clinical trials.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification:

The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.
Attn: Steven D. Cook, PhD
320 Hammond Hwy, Suite 403
Metairie, LA 70005

Amount of Grant:	2004	\$ 269,500
	2005	246,500
	2006	<u>235,500</u>
	Total grant	<u>\$ 751,500</u>

Purpose of Grant: To develop new technologies aimed at curing disabilities arising from pathological conditions and injuries to the spine by expanding ongoing mechanical testing of prototype artificial disc replacement devices.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.
Attn: Steven D. Cook, PhD
320 Hammond Hwy, Suite 403
Metairie, LA 70005

Amount of Grant:	2000	\$ 100,000
	2001	250,000
	2002	200,000
	2003	47,500
	Total grant	<u>\$ 597,500</u>

Purpose of Grant: To collect physiological data on human vertebrae and discs through cadaver dissection, medical imaging and other techniques; construct mathematical models of vertebrae-disc interface and motion; design potential disc prostheses for various materials suitable for long-term human implantation; fabricate first iteration prototype disc prostheses; apply mechanical testing to prototype designs and evaluate wear, strength and particle characteristics; revise and retest first iteration prototype designs as necessary; select one or more devices for evaluation in animal models; fabricate one or more iteration prototypes for animal testing; design and fabricate tools for implantation; design and conduct animal trials; analyze animal data; revise and retest designs; fabricate for human implantation; revise and improve implant tools for human application; and design, organize and implement human clinical studies.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.
Attn: Steven D. Cook, PhD
320 Hammond Hwy, Suite 403
Metairie, LA 70005

Amount of Grant:	2007	\$ 544,650
	2008	435,720
	2009	<u>326,786</u>
	Total grant	<u>\$ 1,307,156</u>

Purpose of Grant: The purpose of this grant was to do research and develop understanding on inducing a restoration of cartilage in damaged or replaced joints. Explore the use of articular cartilage regeneration through anatomic studies for implant and surgical geometry and sizing, research implant-bone and implant-cartilage interface attachment biomechanics and implant articular surface geometry and material optimization. Research and evaluate insertion instrumentation development. Develop technology documentation and communication materials and ancillary research as needed.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.
Attn: Steven D. Cook, PhD
320 Hammond Hwy, Suite 403
Metairie, LA 70005

Amount of Grant:	2010	\$ 579,000
	2011	794,000
	2012	<u>624,000</u>
	Total grant	<u>\$ 1,997,000</u>

Purpose of Grant: Research and development of a pyrocarbon patellofemoral (knee joint) implant. Review of current patellofemoral literature on anatomy, morphology, biomechanics, pathology, cartilage regeneration, implant replacement and implant interface characteristics. Develop anatomical sizing and geometry of implants, perform biomechanical studies, design the implants and perform follow-up studies for strength, durability, wear testing on bone and polyethylene and in vivo analysis of the implant system. Prepare and submit materials for FDA.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation
C/O Jerry Klawitter
8200 Cameron Road
Suite C140
Austin, Texas 78754

Amount of Grant:	January 8, 2004	\$ 29,925
	April 27, 2004	29,925
	July 13, 2004	29,925
	October 5, 2004	29,925
	September 22, 2006	<u>110,700</u>
	Total	<u>\$230,400</u>

Purpose of Grant:

The objective of this project is to optimize PyC for use in hemi-joint arthroplasty by exploiting the existing advantages, in particular, surface chemistry and mechanical compatibility. Specific tasks towards this objective are:

1. To confirm adsorbed joint surfactant results in favorable PyC lubricity;
2. To identify the mechanism for binding of surfactant;
3. To modify the PyC surface chemistry to enhance the effect;
4. Confirm the beneficial effects that enhanced lubricity and elastic modulus matching has on joint contact tissue pressure (contact stress) for implants made of PyC as compared to implants made of metal using wear testing and finite element computer simulations of implants contacting natural joint structures.

Reports: All grant research and expenditures occurred in prior taxable years and are complete.

Diversions: To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.

Verification: Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation
C/O Jerry Klawitter
8200 Cameron Road
Suite C140
Austin, Texas 78754

Amount of
Grant:

March 4, 1996	100,000
April 16, 1996	100,000
June 15, 1996	<u>100,000</u>
Total	\$300,000

Royalties Received:	
2007	(4,460)
2011	(70,756)
2012	<u>(13,299)</u>
	(88,515)

Net Grants	<u>\$ 211,485</u>
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Purpose of
Grant:

Treatment of severe arthritis through the development of pryolytic carbon finger joint prosthesis employing technology identified by Professor Stephen D. Cook at the Tulane University School of Medicine with support from the Foundation. This project arose from the Foundation's funding of the Joe W. and Dorothy Dorsett Brown Foundation Computation Laboratory at Tulane University School of Medicine, Department of Orthopaedics. Dr. Cook determined that available plastic and metal replacement joints usually fail within tow or three years of surgery and shed particles

exacerbating inflammation. Using finite element analysis and other modeling techniques, he concluded that pyrolytic carbon offered the wear resistance, strength and biocompatibility necessary to relieve the disfiguring, painful and incapacitating condition associated with advanced joint disease of the hand. The number of joint replacement in the United States probable falls in the range of 25,000 procedures, although perhaps 200,000 candidates might exist for the procedure at any time. This represents unfathomable human suffering. It is, however, a diminutive market in terms of commercial medical devices and no company came forward to accept the full risk of testing and developing Professor Cook's concept. The Foundation agreed to a program-related investment with Tulane University and Ascension Orthopedics whereby it would fund research both at Professor Cook's laboratories and laboratories at Ascension Orthopedics. Under the terms of the agreement, if the research results in an approved and accepted medical device, the Foundation may recover its investment through a royalty which it will share with the University.

- Reports: All grant research and expenditures occurred in prior taxable years and are complete.
- Diversions: To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.
- Verification: Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation (originally to Tulane University)
C/O Jerry Klawitter
8200 Cameron Road
Suite C140
Austin, Texas 78754

Amount of
Grant:

August 27, 1992 (Adjusted) \$ 604,704

Royalties received:

2009	(101,496)
2010	(88,707)
2011	(117,388)
2012	(87,371)
	<u>(394,962)</u>

Net Grants \$ 209,742

Purpose of
Grant:

This project arose as an extension of the Tulane Experimental Joint Analysis work supported by the Foundation in the laboratories of Professor Stephen D. Cook at the Tulane University School of Medicine, Department of Orthopaedics. The University and the Foundation reached an agreement with Ascension Orthopedics to test and develop an "orphaned" medical device for treating arthritis conceived from work by Professor Cook. A medical device is deemed "orphaned" when despite its ability to treat a severe disease or condition, the size of the potential market for the device cannot attract a commercial firm willing to take the technical, regulatory and obsolescence risks. Tulane agreed to contribute research effort funded by the Foundation and Ascension agreed to contribute scientific and engineering effort partially funded by the Foundation. If the research proves successful, a practical medical device in humans and the device gains acceptance in the medical community, then the Foundation may recover all or some of this

program-related investment in the form of a royalty which it will share with the University. In the course of work on this initial orphaned device, a pyrolytic carbon finger joint prosthesis, two additional and related orphaned devices were ascertained: a carbon proximal interphalangeal (PIP) joint prosthesis also for the treatment of advanced arthritis and a prosthesis for the treatment of radical head fractures. The Foundation agreed to sponsor this research on the same basis as it had agreed to sponsor research in regard to the initial orphaned device, that is a program-related investment whereby the Foundation might recover some or all of the research costs through a royalty in the event the effort yields an accepted treatment.

- Reports: All grant research and expenditures occurred in prior taxable years and are complete.
- Diversions: To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.
- Verification: Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation
C/O Jerry Klawitter
8200 Cameron Road
Suite C140
Austin, Texas 78754

Amount of Grant:	December 15, 2005	195,038
	July 11, 2006	195,038
	July 25, 2006	195,038
	December 31, 2007	<u>414,886</u>
		\$1,000,000
	Royalties received: 2010	(<u>6,468</u>)
		<u>\$ 993,532</u>

Purpose of Grant: Ascension Orthopedics, Inc. ("AOI") desires to conduct research and development of PyC shoulder hemi-arthroplasty orthopedics implants ("HO implants") for persons suffering from pain, deformity, and loss of joint function due to arthritis. The grant request is to provide funding for research that will investigate development of shoulder joint implants having a pyrolytic carbon articular bearing surface. It is hoped that a pyrolytic carbon joint bearing surface will improve the function of shoulder joint replacements when compared to current shoulder joint replacements having a metal articular bearing surface.

Reports: All grant research and expenditures occurred in prior taxable years and are complete.

Diversions: To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.

Verification: Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF
Part VII – B, Question 5

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation
C/O Jerry Klawitter
8200 Cameron Road
Suite C140
Austin, Texas 78754

Amount of
Grant:

October 30, 2001	\$ 409,233
February 1, 2002	400,000
April 30, 2002	200,000
June 24, 2002	100,000
July 19, 2002	200,000
September 23, 2002	200,000
October 17, 2002	<u>100,000</u>
	<u>\$ 1,609,233</u>

Royalties received:

2005	(27,279)
2006	(58,428)
2007	(78,301)
2008	(40,133)
2009	(56,430)
2010	(41,080)
2011	(51,607)
2012	<u>(55,067)</u>
	<u>(408,325)</u>

Net Grants	<u><u>\$ 1,200,908</u></u>
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Purpose of
Grant:

Ascension Orthopedics, Inc. (Ascension) has developed a pyrolytic carbon implant to replace the metacarpophalangeal (MCP) joint of the hand. The Joe W. and Dorothy Dorsett Brown Foundation (Foundation) played a key role in the development of the pyrolytic carbon Ascension MCP through its PRI support of Ascension in its early stages of development. Development of an advanced silicone rubber MCP joint replacement (the Ascension Silicone MCP) will have the following results: 1) provide better treatment outcomes for patients requiring silicone rubber implants, 2) increased

revenue to Ascension as a result of sales of silicone rubber MCP implants and, 3) increased sales of pyrolytic carbon as a result of the Ascension Silicone MCP implant. Ascension is the only orthopedic company able to offer both advanced pyrolytic carbon total joint and silicone rubber implant replacements for the MCP joint of the hand.

The pyrolytic carbon Ascension MCP is a total joint prosthesis developed to treat high functional demand patients having osteoarthritis, post-traumatic arthritis and rheumatoid arthritis who can't be treated using silicone rubber MCP implants. Silicone rubber implants are the only devices approved by the FDA for use in the replacement of the MCP joint of the hand. Silicone rubber MCP implants are not true total joint replacements. They are interpositional spacers that serve to separate the bones of the MCP joint and have been shown to relieve pain and enhance cosmetic appearance. Silicone rubber MCP implants do not increase joint strength and motion, and are likely to fracture during high demand use. The worldwide need for MCP joint replacements is estimated to be approximately 260,000 implants annually. The major need for MCP joint replacement is with patients capable of high functional demand (strength and motion). The pyrolytic carbon Ascension MCP was designed to meet the needs of high functional demand and is being used successfully to treat these patients. However, patients in the late stages of rheumatoid arthritis often have such severe joint destruction that use of a total joint replacement such as the pyrolytic carbon Ascension MCP is not possible. Late stage rheumatoid arthritic patients do not have the potential for stable, functional joint and are best treated using silicone rubber implants to relieve pain and improve appearance. Currently about 60,000 silicone rubber implants are used annually to treat late stage rheumatoid arthritic patients. As the international market for MCP joint implants continues to increase it is expected that the worldwide need for silicone rubber MCP implants will also expand and exceed 100,000 units annually for the next several decades.

Reports:	All grant research and expenditures occurred in prior taxable years and are complete.
Diversions:	To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.
Verification:	Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: LifeStim, Inc.
Attn: David Jenkins
100 Stierli Court, Suite 107
Mount Arlington, NJ 07856

Amount of
Grant:

March 15, 2002	\$ 125,000
June 20, 2002	125,000
October 9, 2002	125,000
December 27, 2002	125,000
March 26, 2003	125,000
July 7, 2003	<u>125,000</u>
Total	<u>\$ 750,000</u>

Purpose of
Grant:

Spinal cord stimulation (SCS) has been utilized for over 30 years in a variety of disease states. The technology involves placement of electrical contacts (electrodes) into the posterior aspect of the epidural space. The goal of placement in most conditions is to position the electrodes over the posterior columns. During trial stimulation and after permanent implantation several implanters have made the observation that genital stimulation occurs (pers comm). This stimulation can produce an orgasmic experience in women. This occurrence has not been scientifically explored as an indication for SCS. If the therapy proved effective, SCS might certainly become regarded as a viable alternative in select patients. This pilot study is proposed as a proof of concept study and will examine the effect of spinal cord stimulation on the sexual experience of women with diagnosed sexual dysfunction. This study will examine the ability of SCS to produce an orgasm as a

primary endpoint of stimulation, the effect of SCS on the reproducibility of an orgasm in women, the qualitative similarity or difference of the experience to their normal orgasm, and the intensity of the orgasm.

Reports: All grant expenditures occurred in prior taxable years and are complete. The grantee has continued to send supplemental reports on the progress of the sponsored research. These supplemental reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the reports from the grantee; therefore, no independent verification of the reports was made.

J W & D D BROWN FOUNDATION

72-6027232

Attachment to Form 990-PF
Part VII – B, Question 5

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Neuropathway Research LLC
C/O David Jenkins
100 Stierli Court, Suite 107
Mount Arlington, NJ 07856

Amount of
Grant:

July 31, 2004	\$ 100,000
September 28, 2004	225,000
December 6, 2004	225,000
March 31, 2005	225,000
June 28, 2005	200,000
September 8, 2005	<u>125,000</u>

\$1,100,000

Purpose of
Grant:

The IPG (Implantable Pulse Generator) to be developed by Neuropathway Research, LLC will be revolutionary in that it will be designed to be a universal device. The devices currently on the market are focused on treating a particular condition. The universal device will be flexible to accommodate most therapies to be delivered, including a wide range of outputs, such as frequency and amplitude, as well as accommodating wider pulse widths. (Appendix B contains publications demonstrating a need for wider pulse widths.) The device will be designed to have either one channel or two channel outputs.

Most of the cardiac pacemakers today have evolved to have one or more sensor inputs. The universal device contemplated here will

allow for different sensor inputs as part of its design: flexible for future discoveries. Sensors such as activity, impedance, temperature, PH, among others, have been envisioned.

Another area where today's IPGs are lacking is battery life. Neuropathway Research, LLC will focus on developing its IPG with a prolonged battery life as well as the potential to recharge the battery once it is depleted. The ability to recharge the battery will virtually eliminate the need for replacement of the IPG by surgery, thereby, eliminating the risks associated with surgery, and more importantly, a competitive advantage.

Reports:	The grantee has sent reports on the progress of the sponsored research. These reports are on file.
Diversions:	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
Verification:	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.