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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

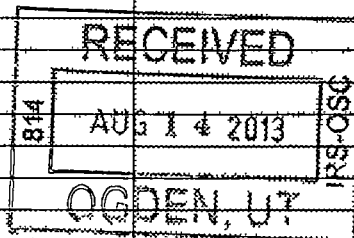
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation SHIELD-AYRES FOUNDATION		A Employer identification number 74-1938157
Number and street (or P.O. box number if mail is not delivered to street address) 115 E. TRAVIS	Room/suite 1445	B Telephone number 210-224-8839
City or town, state, and ZIP code SAN ANTONIO, TX 78205-1693		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 21,128,687.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		6,961.	6,961.		
4 Dividends and interest from securities		298,077.	298,077.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		369,833.			
b Gross sales price for all assets on line 6a		3,645,399.			
7 Capital gain net income (from Part IV, line 2)			369,833.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,224,397.	1,224,397.		STATEMENT 1
12 Total. Add lines 1 through 11		1,899,268.	1,899,268.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		21,164.	21,164.		0.
c Other professional fees STMT 3		110,673.	110,673.		0.
17 Interest		48,177.	48,177.		0.
18 Taxes STMT 4		2,036.	2,036.		0.
19 Depreciation and depletion		23,977.	23,977.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		93,297.	93,297.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		299,324.	299,324.		0.
25 Contributions, gifts, grants paid		1,832,261.			1,832,261.
26 Total expenses and disbursements. Add lines 24 and 25		2,131,585.	299,324.		1,832,261.
27 Subtract line 26 from line 12		<232,317.>			
a Excess of revenue over expenses and disbursements			1,599,944.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	



LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		4,367,977.	2,983,423.	2,983,423.
	3	Accounts receivable ▶ 470,637.				
		Less: allowance for doubtful accounts ▶		399,856.	470,637.	470,637.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		19,237.	23,357.	23,357.
	10a	Investments - U.S. and state government obligations STMT 7		520,747.	1,490,250.	1,414,254.
	b	Investments - corporate stock STMT 8		5,933,635.	6,034,867.	6,891,092.
	c	Investments - corporate bonds STMT 9		109,338.	0.	0.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 10		3,681,914.	3,781,696.	9,345,924.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		15,032,704.	14,784,230.	21,128,687.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
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		15,032,704.	14,784,230.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances		15,032,704.	14,784,230.	
	31	Total liabilities and net assets/fund balances		15,032,704.	14,784,230.	

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	15,032,704.
2	Enter amount from Part I, line 27a	2	<232,317.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	14,800,387.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	16,157.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,784,230.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a			
b SEE ATTACHED STATEMENT			
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 3,645,399.		3,275,566.	369,833.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			369,833.

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 } 2 369,833.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 3 N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	1,610,595.	20,833,911.	.077306
2010	1,437,719.	18,448,816.	.077930
2009	1,384,655.	18,003,446.	.076911
2008	1,351,630.	19,980,938.	.067646
2007	1,390,445.	20,575,890.	.067576

2 Total of line 1, column (d)	2 .367369
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 .073474
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4 20,988,704.
5 Multiply line 4 by line 3	5 1,542,124.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 15,999.
7 Add lines 5 and 6	7 1,558,123.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8 1,832,261.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	15,999.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	15,999.
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	15,999.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	16,160.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,815.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	23,975.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,976.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 7,976. Refunded ☒	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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 ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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? If "Yes," attach a conformed copy of the changes		X
4a 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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 ► N/A	13	X	
14	The books are in care of ► SHIELD-AYRES FOUNDATION Telephone no ► 210-224-8839 Located at ► 115 E. TRAVIS, #1445, SAN ANTONIO, TX ZIP+4 ► 78205-1693			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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 ► ☐	1b	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?	1c	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? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ 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.)	3b	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ 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

6b

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

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

7b

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

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	10,934,940.
b	Average of monthly cash balances	1b	3,705,142.
c	Fair market value of all other assets	1c	6,668,247.
d	Total (add lines 1a, b, and c)	1d	21,308,329.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	21,308,329.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	319,625.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,988,704.
6	Minimum investment return. Enter 5% of line 5	6	1,049,435.

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	1,049,435.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	15,999.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	1,097.
c	Add lines 2a and 2b	2c	17,096.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,032,339.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,032,339.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,032,339.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,832,261.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,832,261.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	15,999.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,816,262.

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

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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				1,032,339.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	389,772.			
b From 2008	391,323.			
c From 2009	503,173.			
d From 2010	539,340.			
e From 2011	601,211.			
f Total of lines 3a through e	2,424,819.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,832,261.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,032,339.
e Remaining amount distributed out of corpus	799,922.			
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	3,224,741.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	389,772.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,834,969.			
10 Analysis of line 9				
a Excess from 2008	391,323.			
b Excess from 2009	503,173.			
c Excess from 2010	539,340.			
d Excess from 2011	601,211.			
e Excess from 2012	799,922.			

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

N/A

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

SEE STATEMENT 12

- 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

PATRICIA SHIELD AYRES**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 13

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

- c** Any submission deadlines

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

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here  **8/9/2013** **President**

Signature of officer or trustee Date Title

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

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes	☐ No
--	-----------------------------

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	LAWRENCE HAASS	LAWRENCE HAASS	07/09/13		P00066679
	Firm's name ▶ HAASS, LINDOW & CAMPSEY, P.C.			Firm's EIN ▶ 74-2386663	
	Firm's address ▶ 8122 DATAPOINT DR., SUITE 830 SAN ANTONIO, TX 78229			Phone no 210-697-0660	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MORGAN STANLEY SMITH BARNEY		VARIOUS	06/15/12
b	MORGAN STANLEY SMITH BARNEY		VARIOUS	06/15/12
c	MORGAN STANLEY SMITH BARNEY		VARIOUS	06/15/12
d	MAJESTY II-QP, LP		VARIOUS	06/15/12
e	MAJESTY II-QP, LP-SEC.1256		VARIOUS	06/15/12
f	NUVEEN-ST CAPITAL GAINS		VARIOUS	06/15/12
g	NUVEEN-SEC 1256		VARIOUS	06/15/12
h	MORGAN STANLEY SMITH BARNEY		VARIOUS	06/15/12
i	MORGAN STANLEY SMITH BARNEY		VARIOUS	06/15/12
j	MORGAN STANLEY SMITH BARNEY		VARIOUS	06/15/12
k	MORGAN STANLEY SMITH BARNEY		VARIOUS	06/15/12
l	MORGAN STANLEY SMITH BARNEY		VARIOUS	06/15/12
m	MAJESTY II-QP, LP		VARIOUS	06/15/12
n	CAPITAL GAIN DISTRIBUTIONS		VARIOUS	06/15/12
o				

(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	462,550.	495,748.	<33,198.>
b	1,574,996.	1,552,264.	22,732.
c	3,702.	3,655.	47.
d	85,771.		85,771.
e		3,562.	<3,562.>
f	150.		150.
g	919.		919.
h	668,188.	520,747.	147,441.
i	385,890.	383,184.	2,706.
j	100,000.	99,681.	319.
k	114,119.	131,883.	<17,764.>
l	113,470.	84,842.	28,628.
m	134,246.		134,246.
n	1,398.		1,398.
o			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<33,198.>
b			22,732.
c			47.
d			85,771.
e			<3,562.>
f			150.
g			919.
h			147,441.
i			2,706.
j			319.
k			<17,764.>
l			28,628.
m			134,246.
n			1,398.
o			

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

369,833.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c)

If (loss), enter "-0-" in Part I, line 8

3

N/A

FORM 990-PF	OTHER INCOME	STATEMENT	1
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FRED W. SHIELD PARTNERSHIP	1,122,241.	1,122,241.	
ROYALTY INCOME	20,325.	20,325.	
MAJESTY PARTNERSHIP	81,102.	81,102.	
STATE TAX REFUND	729.	729.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,224,397.	1,224,397.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	21,164.	21,164.		0.
TO FORM 990-PF, PG 1, LN 16B	21,164.	21,164.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE	9,036.	9,036.		0.
INVESTMENT MANAGEMENT FEES	81,119.	81,119.		0.
APPRAISAL FEES	10,292.	10,292.		0.
CONSULTING FEES	10,226.	10,226.		0.
TO FORM 990-PF, PG 1, LN 16C	110,673.	110,673.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	2,036.	2,036.		0.
TO FORM 990-PF, PG 1, LN 18	2,036.	2,036.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSE	93,297.	93,297.		0.
TO FORM 990-PF, PG 1, LN 23	93,297.	93,297.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
EXCISE TAX - 2011	16,156.
ROUNDING	1.
TOTAL TO FORM 990-PF, PART III, LINE 5	16,157.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
	X		1,490,250.	1,414,254.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,490,250.	1,414,254.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,490,250.	1,414,254.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	6,034,867.	6,891,092.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,034,867.	6,891,092.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
	COST	3,781,696.	9,345,924.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,781,696.	9,345,924.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 11
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT M AYRES 115 E. TRAVIS SUITE 1445 SAN ANTONIO, TX 78205	TRUSTEE 0.00	0.	0.	0.
PATRICIA SHIELD AYRES 115 E. TRAVIS SUITE 1445 SAN ANTONIO, TX 78205	TRUSTEE 0.00	0.	0.	0.
ROBERT ATLEE AYRES 2408 KEATING LANE AUSTIN, TX 78703	TRUSTEE 0.00	0.	0.	0.
VERA AYRES BOWEN 4533 EAGLE FEATHER AUSTIN, TX 78735	TRUSTEE 0.00	0.	0.	0.
MARGARET AYRES 2408 KEATING LANE AUSTIN, TX 78703	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 12
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

ROBERT M AYRES
PATRICIA SHIELD AYRES

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

PATRICIA SHIELD AYRES
115 E. TRAVIS SUITE 1445
SAN ANTONIO TX, TX 78205

TELEPHONE NUMBER

210-224-8839

FORM AND CONTENT OF APPLICATIONS

- 1) A BRIEF HISTORY OF THE ORGANIZATION AND ITS WORK
- 2) A DESCRIPTION OF THE PROPOSED PROGRAM
- 3) THE SPECIFIC REQUEST TO THE SHIELD-AYRES FOUNDATION
- 4) A LIST OF THE TRUSTEES OR DIRECTORS
- 5) A CURRENT BUDGET AND FINANCIAL STATEMENT
- 6) THE LATEST AUDIT OR MOST RECENT FINANCIAL STATEMENT AND IRS FORM 990
FILED
- 7) A COPY OF THE LATEST VERIFICATION OF TAX EXEMPT STATUS FROM THE
INTERNAL REVENUE SERVICE UNDER SECTION 170 OF THE IRS CODE
- 8) ANY ADDITIONAL INFORMATION RELEVANT TO THE FUNDING REQUEST SUCH AS
BROCHURES, LETTERS OF SUPPORT, PHOTOS, ARTICLES, ETC.

ANY SUBMISSION DEADLINES

APRIL 1 AND OCTOBER 1 EACH YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

N/A

SUPPORTING SCHEDULE
December 31, 2012

ID# 74-1938157

PART XV, SUPPLEMENTARY INFORMATION - 3a

Recipients Name and Addresses	Relationship to Foundation Manager	Foundation Status	Purpose of Grant or Contribution	Amount
A Rocha P O Box 1338 Fredericksburg, Texas 78624	N/A	Public	Operating funds for Big Springs Ranch in Leakey, TX	25,000
ACCION Texas 2014 S Hackberry Street San Antonio, Texas 78210	N/A	Public	General Operating Funds	10,000
ACE A Community for Education 1616 Guadalupe Street, Suite 3 206 Austin, Texas 78707	N/A	Public	Operating Funds for Kinder-2nd grade programs	10,000
Adoption Coalition of Texas 2222 Western Trails,Suite 101 Austin, Texas 78745	N/A	Public	General Operating Funds	10,000
American Cancer Society 8115 Data Point Drive San Antonio, Texas 78229	N/A	Public	Cancer patient transportation program	10,000
Arc of the Capital Area 2818 San Gabnel Austin, Texas 78705	N/A	Public	Support of the Arc Juvenile Justice Program	10,000
Assistance League of San Antonio P O. Box 13130 San Antonio, Texas 78213	N/A	Public	Operation School Bell program	5,000
Austin Child Guidance Center 810 W 45th Street Austin, Texas 78751	N/A	Public	General Operating Funds	10,000

Austin Children's Shelter 4800 Manor Road Austin, Texas 78723	N/A	Public	General Operating Funds	10,000
Austin Free.Net 2209 Rosewood Avenue Austin, Texas 78702	N/A	Public	Support for the computer lab and a year long trainer	10,000
Austin Partners In Education 1601 Rio Grande, Suite 300A Austin, Texas 78701	N/A	Public	For the 2nd grade reading classroom coaching program	10,000
Austin Tan Cerca de la frontera 3707 E MLK Blvd Austin, Texas 78721	N/A	Public	The Alternatives and Experiential Education programs	5,000
Austin Youth River Watch 10611 Platt Lane Austin, Texas 78725	N/A	Public	General Operating Funds for Expansion of programs	10,000
Autism Community Network 701 S Zarzamora San Antonio, Texas 78207	N/A	Public	Expansion of services and technology network support	15,000
Avance - Austin 4818 E Ben White Blvd , Suite 205 Austin, Texas 78741	N/A	Public	General Operating Funds	10,000
Avance - San Antonio 118 N. Medina- 3rd Floor San Antonio, Texas 78207	N/A	Public	Parent-Child Education programs in Harlandale ISD	7,000
Baptist Peace Fellowship 4800 Wedgewood Drive Charlotte, NC 28210	N/A	Public	General Operating Funds	10,000
Bexar County Detention Ministries 503 San Pedro Avenue San Antonio, Texas 78212	N/A	Public	General Operating Funds	5,000
Bihl Haus Arts P O Box 100806 San Antonio, Texas 78201	N/A	Public	Project support for the GO Arts Program	7,500

Boys & Girls Clubs of San Antonio 600 SW 19th Street San Antonio, Texas 78207	N/A	Public	Project support for the Great Futures Program	10,000
Breakthrough Austin 1050 East 11th Street, Suite 350 Austin, Texas 78702	N/A	Public	General operating support for the 2013 programs	15,000
Brighton Center 14207 Higgins Road San Antonio, Texas 78217	N/A	Public	Parent Alliance for Learning and Support programs	10,000
Camp Fire USA Balcones Council 1603 E 38 1/2 Street Austin, Texas 78722	N/A	Public	Volunteer recruits, training and deployment VISTA	10,000
Capital Area Counseling 2824 Real Street Austin, Texas 78722	N/A	Public	General Operating Funds towards a Matching grant	5,000
Capital Area Food Bank of Texas, Inc. 8201 South Congress Avenue Austin, Texas 78745	N/A	Public	Eliminate Hunger in Central Texas program	30,000
Capital Idea P O Box 1784 Austin, Texas 78767	N/A	Public	Education services to families in Central Texas	6,000
Care Communities, The P O Box 16529 Austin, Texas 78761	N/A	Public	To serve the daily needs of 5 clients over the next year	15,000
Center for Child Protection 8509 FM 969- Bldg 2 Austin, Texas 78724	N/A	Public	Partially underwrite a medical social worker at CCP	15,000
Center for Public Policy Priorities 7020 Easy Wind Drive - Suite 200 Austin, Texas 78752	N/A	Public	General Operating Funds	10,000
Child Advocates of San Antonio 406 San Pedro San Antonio, Texas 78212	N/A	Public	A program to recruit, train and supervise volunteers	10,000

Child Advocates of Travis County 7701 N Lamar Blvd - Suite 301 Austin, Texas 78752	N/A	Public	For a Child Advocate Specialist at the Center	15,000
Child Safe 7130 West US Hwy 90 San Antonio, Texas 78227	N/A	Public	Family Enrichment through Adventure Therapy program	10,000
Children's Advocacy Center's of Texas, Inc. 1501 West Anderson Lane, Bldg B-1 Austin, Texas 78757	N/A	Public	For the 17th Annual Partners in Courage Conference	10,000
Children's Bereavement Center of South Texas 205 W Olmos Drive San Antonio, Texas 78212	N/A	Public	Free peer support group program costs at the center	10,000
Children's Shelter, The 2939 W Woodlawn San Antonio, Texas 78228	N/A	Public	Open Mind Open Heart 2013 Summer Camp	5,000
Church World Service P O Box 968 Elkhart, Indiana 46515	N/A	Public	Work in the Gran Chaco region of South America	10,000
Church World Service P O Box 968 Elkhart, Indiana 46515	N/A	Public	Humanitarian services for the conflict in Syria	10,000
Cibolo Nature Center 140 City Park Road Boerne, Texas 78006	N/A	Public	Cibolo Conservation Corridor	20,000
Cloud Forest School Foundation 5 Emory Avenue Cazenovia, New York 13035	N/A	Public	Building staff / faculty home on the school campus	15,000
Colorado River Foundation P O Box 50029 Austin, Texas 78763	N/A	Public	Science education and conservation programs	10,000
Communities in Schools - San Antonio 1616 East Commerce Street, Building 1 San Antonio, Texas 78205	N/A	Public	General operating support for the 2012-2013 programs	10,000

Community Fund of the South Cumberland Plateau P O. Box 128 Tracy City, TN 37387	N/A	Public	General operating support for South Cumberland Plateau	25,000
Creative Action 701 Tillery Street, Vox 9 Austin, Texas 78702	N/A	Public	Changing Lives Youth Theatre Ensemble	5,000
EcoRise Youth Innovations / Uplift Austin Fund 2711 East 22nd Street Austin, Texas 78722	N/A	Public	Support of HS Students in Central Texas for Fall 2012	10,000
Ecumenical Center for Religion & Health 8310 Ewing Halsell Drive San Antonio, Texas 78229	N/A	Public	General Operating Funds	25,000
El Buen Samaritano Episcopal Mission 7000 Woodhue Drive Austin, Texas 78745	N/A	Public	Programs for low income families	20,000
Environmental Defense Fund 444 East Avenue Austin, Texas 78701	N/A	Public	Conservation Initiatives	25,000
Family Crisis Center, The P O Box 736 Bastrop, Texas 78602	N/A	Public	General Operating Funds	5,000
Family Eldercare 1700 Rutherford Lane Austin, Texas 78754	N/A	Public	Eldercare programs for In-Home and Caregiver Services	20,000
Family Violence Prevention Services, Inc. 7911 Broadway San Antonio, Texas 78209	N/A	Public	General Operating Funds	10,000
Four Way Books P O Box 535 New York, NY 10014	N / A	Public	General operating support	10,000
Friends of Hospice San Antonio P O Box 40487 San Antonio, Texas 78229	N/A	Public	Uninsured patients at CHRISTUS VNA Hospice programs	10,000

Friends of Writers P O Box 128 Marshfield, Vermont 05658	N/A	Public	Scholarship Funding	5,000
Gemini Ink 513 South Presa Street San Antonio, Texas 78205	N/A	Public	General Operating Funds	15,000
GENaustin P O Box 3122 Austin, Texas 78704	N/A	Public	General Operating Funds	15,000
Good Samaritan Community Services 1600 Saltillo San Antonio, Texas 78207	N/A	Public	Youth Development Programs	15,000
Great Hills Baptist Church 10500 Jollyville Road Austin, Texas 78759	N / A	Public	Ministry in Sudan	25,000
Greater Edwards Aquifer Alliance P O. Box 15618 San Antonio, Texas 78212	N/A	Public	Aquifer 101 Workshops	10,000
Green Spaces Alliance of South Texas P O Box 6250 San Antonio, Texas 78209	N/A	Public	Hiring of a Fund Raiser and Resource Development Mngr	15,000
Greenlights for Nonprofit Success 7703 N Lamar, Suite 400 Austin, Texas 78752	N/A	Public	General Operating Funds	10,000
Guadalupe - Blanco River Trust 933 East Court Street Seguin, Texas 78155	N/A	Public	Guadalupe Basin Riparian and Wetland Outreach project	10,000
Gulf Coast Bird Conservatory 103 Hwy 332 West Lake Jackson, Texas 77566	N/A	Public	Priority Conservation Objectives for the Strategic Plan	10,000
Haven for Hope of Bexar County One Haven for Hope Way San Antonio, Texas 78207	N/A	Public	General Operating Funds	10,000

Healthy Futures of Texas 2300 West Commerce Street, Suite 203 San Antonio, Texas 78207	N/A	Public	Educational programs	10,000
Helping Hand Home for Children 3804 Avenue B Austin, Texas 78751	N/A	Public	Residential Care Facility services	10,000
Hill Country Conservancy P O Box 163125 Austin, Texas 78716	N/A	Public	USDA Farm and Ranchland Protection program	15,000
Hill Country Land Trust P O Box 1724 Fredericksburg, Texas 78624	N/A	Public	General Operating Funds	15,000
Jump Start Performance Company 108 Blue Star San Antonio, Texas 78204	N/A	Public	The Helping Arts Project and Historias y Cuentos	5,000
KUT Radio of University of Texas 1 University Station A0704 Austin, Texas 78712	N/A	Public	General Operating Funds	25,000
Land Trust Alliance 1660 L Street NW, Suite 1100 Washington, DC 20036-5635	N/A	Public	Conservation Initiatives in Texas	50,000
Magik Theatre, The 420 S Alamo San Antonio, Texas 78205	N/A	Public	To expand the X-celerated theatres programs	7,500
Manos de Cristo 4911 Harmon Avenue Austin, Texas 78751	N/A	Public	To provide affordable dental health services	10,000
Martinez Street Women's Center 1510 S Hackberry Street San Antonio, Texas 78210	N/A	Public	The Girl Zone a year round out of school time program	5,000
Meals on Wheels and More 3227 E 5th Street Austin, Texas 78702	N/A	Public	To continue to provide nutritious meals to homebound clients	10,000

Merced Housing Texas 212 E Laurel Street San Antonio, Texas 78212	N/A	Public	For the resident service programs	10,000
Mission Road Ministries 8706 Mission Road San Antonio, Texas 78214	N/A	Public	For the children's S O A R summer outreach programs	5,000
Multicultural Refugee Coalition P O Box 41566 Austin, Texas 78704	N/A	Public	General Operating Funds for refugee families	10,000
National Domestic Violence Council on Family Violence P O Box 161810 Austin, Texas 78716	N/A	Public	To replace the unreliable phone system and caller applicatio	10,000
National Orphan Train Complex 300 Washington Street Concordia, KS 66901	N/A	Public	Support of their Outreach Programs	10,000
National Wildlife Federation 44 East Avenue, Suite 200 Austin, Texas 78701	N/A	Public	Texas Living Waters project	25,000
Native Plant Society of Texas 326 E Dewey Place San Antonio, Texas 78212	N/A	Public	For the Native Landscape Certification Program	10,000
Nature Conservancy of Texas, The 318 Congress Avenue Austin, Texas 78701	N/A	Public	General Operating Funds	50,000
Nueces River Authority P O Box 349 Uvalde, TX 78802-0349	N/A	Public	The Digital Riparian Network in Texas	15,000
Palmer Drug Abuse Program P O Box 782155 San Antonio, Texas 78278	N/A	Public	General Operating Funds	10,000
People's Community Clinic 2009 N I - 35 Austin, Texas 78722	N/A	Public	Empowering Healthy Teens At Center for Adolescent Health	10,000

People Fund 2921 East 17th Street, Building D - Suite 1 Austin, Texas 78702	N/A	Public	General Operating Funds	2,245
Personal Energy Transportation Texas P O Box 941 Helotes, Texas 78023	N/A	Public	Seed money for operating funds and lease payments in SA	10,000
Providence Catholic Highschool 1215 N St Mary's Street San Antonio, Texas 78215	N/A	Public	Tuition assistance for 10 students	10,000
Rainforest Partnership P O Box 49268 Austin, Texas 78765	N/A	Public	To hire a current volunteer as a part-time office manager	15,000
Raising Austin, Inc. P O Box 10047 Austin, Texas 78766	N/A	Public	Taking Charge of Change activities	20,000
Rape Crisis Center, The 7500 US Highway 90 W Bldg 2, Suite 210 San Antonio, Texas 78227	N/A	Public	Operating support for the services at the Center	10,000
Reach Out and Read Texas 700 Fannin Street, Suite 1920 Houston, Texas 77030	N/A	Public	General Operating Funds	10,000
Reasoning Mind, Inc. 2000 Berneing Drive, Suite 300 Houston, Texas 77057	N/A	Public	For programs in the San Antonio schools	5,000
Regents School of Austin 3230 Travis County Circle Austin, Texas 78735	N/A	Public	Capital Campaign for the Vision 20/20 Building Fund	25,000
Richardson Area Younglife 1131 Rockingham Drive, Suite 104 Richardson, Texas 75080	N/A	Public	General Operating Funds	5,000
Safe Place P O Box 19454 Austin, Texas 78760	N/A	Public	General Operating Funds	10,000

Saheli For Asian Families P O Box 16254 Austin, Texas 78761	N/A	Public	Economic Empowerment program at SAHELI	10,000
Saint Louise House 2026 Guadalupe Street Austin, Texas 78705	N/A	Public	Safe housing programs for women and children	10,000
Samaritan Center for Counseling and Pastoral Care 8956 Research Blvd, Bldg 2 Austin, Texas 78758	N/A	Public	Counseling sessions for 100 low-income families	10,000
San Antonio Aids Foundation 818 E Grayson Street San Antonio, Texas 78208	N/A	Public	Transitional living programs at the Carson House	10,000
Save Barton Creek P O Box 5923 Austin, Texas 78763	N/A	Public	Support for the Living Springs project	7,500
Save Our Springs Alliance 221 E 9th Street, Suite 300 Austin, Texas 78710	N/A	Public	General Operating Funds	20,000
Sea Turtle Restoration Project P O Box 370 Forest Knolls, CA 94933	N/A	Public	Expansion of the Gulf of Mexico program objectives	10,000
Seton Fund, The 1201 W 38th Street Austin, Texas 78705	N/A	Public	Sister Mary Rose McPhee Endowment Fund	15,000
Shire School, The 3400 N Edison Street Arlington, VA 22207	N/A	Public	Operating Budget and Tuition Assistance programs	5,000
Society of Environmental Journalists P O Box 2492 Jenkintown, PA 19046	N/A	Public	For the 22nd Annual Environmental Journalism Conference	5,000
Southwestern Diabetic Foundation P O Box 918 Gainesville, Texas 76241	N/A	Public	Camp Sweeney Campership Program	5,000

St. Luke's Episcopal Church Cypress Mills 263 Spur 962 East Cypress Mill, Texas 78663	N/A	Public	Construction of tanks to provide water in Cypress Mill, TX	10,000
St. Mary's Sewanee P O Box 188 Sewanee, TN 37375	N/A	Public	Capital Campaign	30,000
St. Stephen's Episcopal School 6500 St Stephens Drive Austin, Texas 78746	N/A	Public	Frame the Future Campaign	50,000
St. Vincent's Episcopal House 2817 Post Office Street Galveston, Texas 77550	N/A	Public	General operating support for the social service programs	20,000
Sustainable Food Center 1106 Clayton Lane, Suite 480 W Austin, Texas 78723	N/A	Public	Capital Campaign for the Sustainable Food Center training	25,000
Teach for America 315 W 36th Street, 6th Floor New York, NY 10018	N/A	Public	General Operating Funds	50,000
Texans Together Education Fund 221 E 9th Street, Suite 403 Austin, Texas 78701	N/A	Public	Apartments are Communities programs	20,000
Texas A & M University 112 John J Kolus Student Service Bldg College Station, Texas 77843	N/A	Public	Capital Campaign for Renovation of Memorial Student Center	20,000
Texas Association For Infant Mental Health 1199 S Beltline Road, Suite 100 Coppell, Texas 75019	N/A	Public	A Brighter Future for Texas Infants and Toddlers	10,000
Texas Botanical Gardens Native American Interpretive Center P O Box 513 Goldthwaite, Texas 76844	N/A	Public	First Phase of Legacy Plaza's botanical gardens	7,500
Texas Civil Rights Project 1405 Montopolis Drive Austin, Texas 78741-3438	N/A	Public	Expansion of the current office in El Paso, Texas	15,000

Texas Freedom Network Educational Fund P O Box 1624 Austin, Texas 78767	N/A	Public	General Operating Funds	10,000
Texas Land Conservancy P O Box 162481 Austin, Texas 78716	N/A	Public	Strategic Conservation of Pedernales, Llano and Medina rivers	15,000
Texas Land Trust Council P O Box 29232 Austin, Texas 78755	N/A	Public	General Operating Funds	20,000
Texas League for Conservation Voters, Inc. 815 Brazos Street, Suite 710 Austin, Texas 78701	N/A	Public	General Operating Funds	5,000
Texas Military Institute 20955 West Tejas Trail San Antonio, Texas 78257	N/A	Public	Athletic Capital Campaign for Track and Field events	25,000
Texas Tribune, The 823 Congress Avenue, Suite 210 Austin, Texas 78701	N/A	Public	General Operating Funds	15,000
Therapy PET PALS of Texas 3930 Bee Cave Road, Suite C Austin, Texas 78746	N/A	Public	Pet Visitation programs	2,000
Trans Pecos Water & Land Trust 112 West Texas Street Marfa, Texas 79843	N/A	Public	General Operating Funds	15,000
Trinity Center 304 E 7th Street Austin, Texas 78701	N/A	Public	Service for the San Antonio homeless	15,000
U. T. Austin Blanton Museum of Art 1 University Station D1303 Austin, Texas 78712	N/A	Public	For the Museum's K-12 programs	5,000
U. T. Health Science Center of San Antonio 7703 Floyd Curl Drive San Antonio, Texas 78229	N/A	Public	For the Comprehensive Care Clinic for two years	10,000

Urban Roots 2921 E 17th Street, Suite 4, Bldg #4 Austin, Texas 78702	N/A	Public	General Operating Funds	10,000
Vecinos/Asaprosar P O Box 4562 Austin, Texas 78765	N/A	Public	General Operating Funds	10,000
Volunteer Healthcare Clinic 4215 Medical Parkway Austin, Texas 78756	N/A	Public	General Operating Funds	15,000
Water Step 625 Myrtle Street Louisville, KY 40208	N/A	Public	General Operating Funds	10,000
Westcave Preserve 24814 Hamilton Pool Road Round Mountain, Texas 78663	N/A	Public	Environmental Education programs	25,000
Worker's Defense Project 5604 Manor Road Austin, Texas 78723	N/A	Public	General Operating Funds	10,000
Wright House Wellness Center 4301 - B North IH-35 Austin, Texas 78722	N/A	Public	Improve the Case Management programs	5,000
YMCA of Austin 1402 E. Cesar Chavez Austin, Texas 78702	N/A	Public	East Communities Branch	30,000
Youth Orchestras of San Antonio 106 Auditorium Circle #103 San Antonio, Texas 78205	N/A	Public	General Operating Funds	10,000
				\$1,832,245

Shield Ayres - Foundation
San Antonio, Texas
Depletion Schedule
For the Year Ended December 31, 2012
Schedule #1

PROPERTY	INVESTMENT			Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance 12/31/11	Additions	Sales and Retirements				Balance 12/31/12	Balance 12/31/11	Additions	Sales and Retirements
Fred W Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012										
5114 Ornn James	8 135 00	-	-	8 135 00	-	-	8,135 00	-	-	8,135 00
5124 Ruth Reynolds,										
5126 Ned Smith, &	20,819 00	-	-	20,819 00	12 70	4 24	20,806 30	4 24	-	20,810 54
5128 William H Bryan										
5136 Emelie Montet	436 00	-	-	436 00	-	-	436 00	-	-	436 00
5158 W F Martin RI	7,010 00	-	-	7,010 00	-	-	7,010 00	-	-	7,010 00
5161 Billeaud Planters	16,611 00	-	-	16,611 00	70 00	9 71	16,541 00	9 71	-	16,550 71
5166 Morgan Estate	2,522 00	-	-	2,522 00	4 60	0 64	2,517 40	0 64	-	2,518 04
5167 C R Crews	87,405 00	-	-	87,405 00	109 15	21 36	87,295 85	21 36	-	87,317 21
5168 John A Byerly &										
5510 G T Hall	1,338 00	-	-	1,338 00	2 71	0 34	1,335 29	0 34	-	1,335 63
5187 W A Boothe	-	-	-	-	-	-	-	-	-	-
5194 Willis A Roberson	568 00	-	-	568 00	-	-	568 00	-	-	568 00
5228 Ida Duncan	9,633 00	-	-	9,633 00	-	-	9,633 00	-	-	9,633 00
5231 Mary Bloodworth	214 00	-	-	214 00	0 00	-	214 00	-	-	214 00
5236 Clara Couch	6,815 00	-	-	6,815 00	0 42	0 07	6,814 58	0 07	-	6,814 65
5237 W C. Montgomery	3,448 00	-	-	3,448 00	0 14	0 01	3,447 86	0 01	-	3,447 87
5239 Herman Petteway,										
5793 Frank Harris &	45,523 00	-	-	45,523 00	37 98	2 19	45,485 02	2 19	-	45,487 21
8185 Frank Harris										
5240 T E Vestal	215 00	-	-	215 00	-	-	215 00	-	-	215 00
5242 Ray Albaugh "A"	37,370 00	-	-	37,370 00	428 06	24 01	36,941 94	24 01	-	36,965 95
5243 Everitt Turner	-	-	-	-	-	-	-	-	-	-
5244 Helen Reed	120 00	-	-	120 00	-	-	120 00	-	-	120 00
5249 Berthold Bade,										
5256 Martha Dreier,										
5259 Amelia Hasdorff, &	7,702 00	-	-	7,702 00	50 55	26 72	7,651 45	26 72	-	7,678 17
5262 Ed Koenig, Jr										
5251 Otto Gerhold	-	-	-	-	-	-	-	-	-	-
5254 E C Brandt	-	-	-	-	-	-	-	-	-	-
5255 Lorraine Busby	-	-	-	-	-	-	-	-	-	-
5273 W G Schorre &										
5569 W L Roetter	1,588 00	-	-	1,588 00	-	-	1,588 00	-	-	1,588 00
5281 Joseph Glecker	-	-	-	-	-	-	-	-	-	-
5296 Walter W Buck &										
5299 Dora E Cunningham	11,190 00	-	-	11 190 00	81 36	3 51	11,108 64	3 51	-	11,112 15
5297 Gertrude Chilton	32,052 00	-	-	32,052 00	522 56	26 11	31,529 44	26 11	-	31,555 55
5298 R A Cox	381 00	-	-	381 00	0 00	-	381 00	-	-	381 00
5300 John A King	46,059 00	-	-	46,059 00	2,870 98	298 46	43,188 02	298 46	-	43,486 48
5303 William Howard	23,346 00	-	-	23,346 00	253 20	23 69	23,092 80	23 69	-	23,116 49
5318 Virlen Clinton	23,130 00	-	-	23,130 00	82 71	9 37	23,047 29	9 37	-	23,056 66
5328 W W Moore	-	-	-	-	-	-	-	-	-	-
5354 D G Sampson	658 00	-	-	658 00	-	-	658 00	-	-	658 00
5359 South Texas Syndicate	22,719 00	-	-	22 719 00	-	-	22,719 00	-	-	22,719 00
5360 R A Williams Mi &										
5361 Walter Ewers Mi	22 344 00	-	-	22,344 00	-	-	22,344 00	-	-	22 344 00
5371 Lona Clark RI,										
5372 D L Williams RI,										
5374 Ella Emerson RI,										
5376 Will Hornung Estate RI,										
5377 Hicks Williams RI,										

Shield Ayres - Foundation
San Antonio, Texas
Depletion Schedule
For the Year Ended December 31, 2012
Schedule #1

PROPERTY		INVESTMENT				Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
		Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12				Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12
Fred W Shield and Company Partnership FD # 74-1003570 Year Ended December 31, 2012												
5380	Maud Week RI,	92,674 67	-	-	92,674 67	1,281 07	180 85		91,393 60	180 85	-	91,574 4
5381	J D Maguglin RI,											
5382	George Maguglin RI,											
5635	C O Lippard RI,											
5636	Wyatt Curry RI,											
5728	Robert Rokohl RI,											
8140	M E Crawford,											
8141	Wyatt Curry,											
8142	Edward Rokhol,											
8143	Maude Weed,											
8144	J C Dillworth,											
8145	W A Friedle,											
8146	Jesse Maguglin,											
8147	T L Ruckman &											
8148	Hicks Williams											
5383	W H Striebeck, Jr RI	43,495 00	-	-	43,495 00	9,941 77	-		33,553 23	-	-	33,553 2
5384	Charles Dare RI	18,043 00	-	-	18,043 00	6,820 12	-		11,222 88	-	-	11,222 8
5386	C L Tullis RI,											
9108	Harry Geffert,											
9149	Block 85,	15,116 00	-	-	15,116 00	2,555 90	272 02		12,560 10	272 02	-	12,832 1
9150	Block 85 ORR &											
9151	Block 86											
5393	Eva Wainright RI &											
5397	B W Broadbudd RI	4,620 00	-	-	4,620 00	8 02	1 98		4,611 98	1 98	-	4,613 9
5405	J E Murphy MI	5,705 00	-	-	5,705 00	-	-		5,705 00	-	-	5,705 0
5415	D W Rhode	243,323 00	-	-	243,323 00	41,726 05	4,455 03		201,596 95	4,455 03	-	206 051 9
5418	E L Harrington MI,											
5420	L N Wisenteimer RI &	7,181 00	-	-	7,181 00	105 92	56 50		7,075 08	56 50		7,131 5
9110	E L Harrington											
5419	C.A. Travelstead	-	13 33	-	13 33	13 33	1 52			1 52		1 5
5426	Mary E Campbell	7,143 00	-	-	7,143 00	133 14	17 17		7,009 86	17 17	-	7,027 0
5433	O I Langham Fee	64,344 00	-	-	64,344 00	-	-		64,344 00	-	-	64,344 0
5434	N J O'Sullivan MI	290 00	-	-	290 00	-	-		290 00	-	-	290 0
5447	W H Reese MI	1,140 00	-	-	1,140 00	-	-		1,140 00	-	-	1,140 0
5448	W Z Rutherford #2 MI &											
5449	W Z Rutherford MI	1,674 00	-	-	1,674 00	-	-		1,674 00	-	-	1,674 0
5451	Ollie Sparks MI	610 00	-	-	610 00	-	-		610 00	-	-	610 0
5458	C Aderholt MI,											
5459	C Aderholt "A" RI,											
5460	Wanda Hanks RI,											
5462	D C Clark MI,											
5463	E M Erskine MI,	191,733 00	-	-	191 733 00	2,885 46	444 92		188,847 54	444 92	-	189,292 4
5464	J C Hall MI,											
5465	F E Lamotte MI,											
5767	Julie Meiners Estate,											
5769	Julia Meiners Estate "A", &											
8162	Helen Hawk Ellis											
5466	J Fred Diebel RI	1,695 00	-	-	1,695 00	-	-		1,695 00	-	-	1,695 0
5468	W H Moritz	2,985 00	-	-	2,985 00	5 36	0 55		2,979 64	0 55	-	2,980 1
5489	L B Blanchard RI &											
5490	O E Hardin Estate RI	1,002 00	-	-	1,002 00	-	-		1,002 00	-	-	1,002 0

Shield Ayres - Foundation
San Antonio, Texas
Depletion Schedule
For the Year Ended December 31, 2012
Schedule #1

PROPERTY		INVESTMENT			Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
		Balance 12/31/11	Additions	Sales and Retirements				Balance 12/31/12	Balance 12/31/11	Additions	Sales and Retirements
Fred W Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012											
5498	Thorton Davis	9,390 00	-	-	9,390 00	72 34	7 01	9,317 66	7 01	9,324 67	
5505	J N Eden,										
5506	F R Rampy,										
5507	L A Rampy,	9,666 00	-	-	9,666 00	16 62	0 69	9,649 38	0 69	9,650 00	
5508	G W Ware, &										
5509	V C Wortham										
5511	J E Parker	40,925 00	-	-	40,925 00	387 83	55 54	40,537 17	55 54	40,592 70	
5514	A O Schumann	36 342 00	-	-	36 342 00	79 36	10 74	36,262 64	10 74	36,273 38	
5515	O H Pfeil,										
5516	O G Tumlinson,										
5517	J C Wallace, &	87,204 00	-	-	87,204 00	2,052 55	106 15	85,151 45	106 15	85,257 60	
5518	Claire Pearstone										
5525	T W Rhodes,										
5526	Page Estate &	904 00	-	-	904 00	-	-	904 00	-	904 00	
5527	W B Massey										
5529	Henderson Estate &										
5533	Tom Strauch	2,551 00	-	-	2,551 00	-	-	2,551 00	-	2,551 00	
5530	Tuttle and Williams &										
5744	H C Wood Orr	1,504 00	-	-	1,504 00	-	-	1,504 00	-	1,504 00	
5535	Julie Nott Waugh	17 00	-	-	17 00	-	-	17 00	-	17 00	
5537	Porter Hanks		-	-	-	-	-	-	-	-	
5538	J B Davis	1,467 00	-	-	1,467 00	-	-	1,467 00	-	1,467 00	
5540	Laura D Shaw	96,352 00	-	-	96,352 00	1,613 21	172 14	94,738 79	172 14	94,910 93	
5542	Amos Madison &										
5543	Ola Madison	26 00	-	-	26 00	-	-	26 00	-	26 00	
5545	James Champion &										
5546	Joe Venters	1,518 00	-	-	1,518 00	0 00	-	1,518 00	-	1 518 00	
5547	George Clark	2,720 00	-	-	2,720 00	-	-	2,720 00	-	2,720 00	
5551	Esma Lee Ekholm MI	1 047 00	-	-	1,047 00	-	-	1,047 00	-	1,047 00	
5557	Leonard F Lindsey,										
5783	Hughes Smith Orr,										
5784	Annie Todd Orr,	77,493 00	-	-	77,493 00	3,666 68	403 85	73,826 32	403 85	74,230 10	
5785	Kenneth L Coffman										
6131	Hughes Smith, &										
6132	Kenneth Coffman										
5558	H H Jameson	25,425 00	-	-	25,425 00	-	-	25,425 00	-	25 425 00	
5559	Nannie Ash &										
5561	Dan Auld Orr	3,180 00	-	-	3,180 00	-	-	3 180 00	-	3,180 00	
5560	Annie Leola Cummings	8,523 00	-	-	8,523 00	18 40	4 77	8,504 60	4 77	8,509 37	
5562	Ernest C Gay	10,239 00	-	-	10,239 00	2 44	0 29	10,236 56	0 29	10,236 85	
5563	F C Roensch	3,501 00	-	-	3,501 00	6 20	1 29	3,494 80	1 29	3,496 09	
5565	T B Tubb	437,190 00	-	-	437,190 00	30,098 01	2,885 29	407,091 99	2,885 29	409,977 21	
5566	George W Alves	216 00	-	-	216 00	-	-	216 00	-	216 00	
5568	Paul Lang	4,356 00	-	-	4,356 00	-	-	4,356 00	-	4,356 00	
5571	W H Riedel	10 00	-	-	10 00	-	-	10 00	-	10 00	
5573	Escapule &										
5574	Perez	864 00	-	-	864 00	-	-	864 00	-	864 00	
5575	C W Shafer	23,906 00	-	-	23,906 00	1 38	0 42	23,904 62	0 42	23 905 00	
5576	Jessie Mae Williamson,										
5577	Alma Thomas,										
5579	Thalbert R Thomas, &	67,405 00	-	-	67,405 00	207 65	27 59	67,197 35	27 59	67,224 94	

Shield Ayres - Foundation
San Antonio, Texas
Depletion Schedule
For the Year Ended December 31, 2012
Schedule #1

PROPERTY	INVESTMENT			Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance 12/31/11	Additions	Sales and Retirements				Balance 12/31/12	Balance 12/31/11	Additions	Sales and Retirements
Fred W. Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012										
5701 H E Cummins										
5580 Tom E Cockrill	1,086 00	-	-	1,086 00	-	-	1,086 00	-	-	1,086 00
5582 Jennie Ray Kauffman	261 00	-	-	261 00	-	-	261 00	-	-	261 00
5586 E O Jacob	4,100 00	-	-	4,100 00	118 43	4 84	3 981 57	4 84	-	3 986 41
5589 Elmo Reed,										
5591 S H Reed, &	11,703 00	-	-	11,703 00	55 38	18 36	11,647 62	18 36	-	11,665 98
5593 Lottie Lee Shaper										
5590 Carl Weise	1,096 00	-	-	1,096 00	-	-	1,096 00	-	-	1,096 00
5594 A S LeBleu &										
5595 Grace Keller	43,740 00	-	-	43,740 00	1,960 45	125 14	41 779 55	125 14	-	41,904 69
5596 McElreath-Suggett &										
5597 J E Malone	26,022 00	-	-	26 022 00	822 62	91 58	25,199 38	91 58	-	25,290 96
5598 Zillah Hausen	681 00	-	-	681 00	0 00	-	681 00	-	-	681 00
5599 M L Kendrick	2,165 00	-	-	2,165 00	-	-	2,165 00	-	-	2,165 00
5602 S J Logan &										
5603 H N Parks	29,618 00	-	-	29,618 00	26 71	4 52	29,591 29	4 52	-	29,595 81
5605 Fred S Robbins	12,576 00	-	-	12,576 00	5 43	0 73	12,570 57	0 73	-	12,571 30
5610 Leo Craigen	8,952 00	-	-	8,952 00	-	-	8,952 00	-	-	8,952 00
5611 Mrs A M Kelsey Bass &										
9105 Kelsey - Bass	1,260 00	-	-	1,260 00	-	-	1,260 00	-	-	1,260 00
5612 A M Martinez	2,588 00	-	-	2,588 00	-	-	2,588 00	-	-	2,588 00
5616 J C Bramball	28,293 00	-	-	28,293 00	427 95	55 81	27,865 05	55 81	-	27,920 86
5617 Joe H Conway,										
5619 Francis Gauntt,										
5620 E C Hardin										
5625 B J Schendel,										
5627 J E Steed,										
5628 J E Steed Orr,	15,534 00	-	-	15,534 00	209 00	16 43	15,325 00	16 43	-	15,341 43
5630 L W Stieren,										
5631 O W Vickers, &										
5632 C H Wolfmeuller										
5623 D E Lyons	220 00	-	-	220 00	-	-	220 00	-	-	220 00
5624 R J Moczygamba,										
8189 August Moczygamba &	8,227 00	-	-	8,227 00	-	-	8,227 00	-	-	8,227 00
8192 Clem Moczygamba										
5629 Sally J Treadwell	3,854 00	-	-	3,854 00	-	-	3,854 00	-	-	3 854 00
5633 D R Coleman &										
9109 W B Coleman	307,184 00	-	-	307,184 00	14,431 47	1,799 77	292,752 53	1 799 77	-	294,552 30
5634 Frank C. Goodwin RI	100,782 00	-	-	100,782 00	2,101 95	181 67	98,680 05	181 67	-	98,861 72
5639 B W Dove RI	176 00	-	-	176 00	-	-	176 00	-	-	176 00
5640 Gregg Lawrence MI	2,214 00	-	-	2,214 00	-	-	2,214 00	-	-	2,214 00
5641 Ellen Atkinson ORR,										
5642 Ellen Atkinson RI,	14,092 00	-	-	14,092 00	-	-	14,092 00	-	-	14,092 00
5643 Ellen Atkinson &										
5645 Sam Atkinson RI										
5644 D W Rhode & W H Spears	9,300 00	-	-	9,300 00	-	-	9,300 00	-	-	9,300 00
5648 L Keck MI	106 00	-	-	106 00	-	-	106 00	-	-	106 00
5650 Guaranty Title & Trust Co	3 00	-	-	3 00	-	-	3 00	-	-	3 00
5652 Myrtle Stockton RI	7 062 00	-	-	7,062 00	-	-	7,062 00	-	-	7,062 00
5654 Louis A. Yates MI & ORR	3,449 511 00	-	-	3,449,511 00	2,306,737 87	47,010 36	1,142,773 13	47,010 36	-	1,189,783 45
5655 C B Granbury MI	45 162 00	-	-	45,162 00	196 27	38 01	44,965 73	38 01	-	45 003 74

Shield Ayres - Foundation
San Antonio, Texas
Depletion Schedule
For the Year Ended December 31, 2012
Schedule #1

PROPERTY	INVESTMENT			Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance 12/31/11	Additions	Sales and Retirements				Balance 12/31/12	Balance 12/31/11	Additions	Sales and Retirements
Fred W Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012										
5657 L E Fite etc. & 5660 Ola McCann RI	9,858 00	-	-	9,858 00	0 00	-	9,858 00	-	-	9,858 00
5658 W F Lovett RI & 5662 Otto Blumberg RI	9 00	-	-	9 00	-	-	9 00	-	-	9 00
5659 J C Burrows RI	14,073 00	-	-	14,073 00	17 14	10 04	14,055 86	10 04	-	14,065 90
5663 R. F Brown MI & 5721 Helen B Curner MI	34,386 00	-	-	34,386 00	188 04	27 07	34,197 96	27 07	-	34,225 03
5664 Amanda McKinney RI	1,040 00	-	-	1,040 00	-	-	1,040 00	-	-	1,040 00
5665 M F Foster	-	13 33	-	13 33	13 33	1.33	-	1.33	-	1.33
5666 W H Crawford MI	3,849 00	-	-	3,849 00	-	-	3,849 00	-	-	3,849 00
5667 R. A Alford MI	294 00	-	-	294 00	-	-	294 00	-	-	294 00
5670 Mary Ley RI	1,296 00	-	-	1,296 00	-	-	1,296 00	-	-	1,296 00
5672 Ruth Stevens RI	46,560 00	-	-	46,560 00	3,548 32	297 16	43,011 68	297 16	-	43,308 84
5673 M E Crum MI & 5674 M E Crum ORR	11,950 00	-	-	11,950 00	9 65	1 60	11,940 35	1 60	-	11,941 95
5675 J C. Malone	222 00	-	-	222 00	-	-	222 00	-	-	222 00
5676 J C. Keller	142,920 00	-	-	142,920 00	9,279 94	1,673 75	133,640 06	1,673 75	-	135,313 81
5677 I I Ramirez	15 00	-	-	15 00	5 57	0 96	9 43	0 96	-	10 39
5679 Clyde Beck	746 00	-	-	746 00	-	-	746 00	-	-	746 00
5681 Paul Iusso & Weeks Orr	3,215 00	-	-	3,215 00	-	-	3,215 00	-	-	3,215 00
5683 W H Tupper	8,443 00	-	-	8,443 00	459 90	115 30	7,983 10	115 30	-	8,098 40
5685 Harriet Gobble Mertz	10,896 00	-	-	10,896 00	0 00	-	10,896 00	-	-	10,896 00
5686 Dave Luke, 5687 E F Mann, & 5688 Margaret Wooster	1,666 00	-	-	1,666 00	-	-	1,666 00	-	-	1,666 00
5689 C P Motty	11,067 00	-	-	11,067 00	-	-	11,067 00	-	-	11,067 00
5690 Allen Belaire & 9118 Earth Unit	2,685 00	-	-	2,685 00	-	-	2,685 00	-	-	2,685 00
5691 Johnson Evans	54 00	-	-	54 00	-	-	54 00	-	-	54 00
5692 Ellra Gann	5,794 00	-	-	5,794 00	11 62	1 92	5,782 38	1 92	-	5,784 30
5693 John L Muncy	16,494 00	-	-	16,494 00	86 51	21 94	16,407 49	21 94	-	16,429 44
5697 John A. Myers - Western & Southern Life Ins	3,093 00	-	-	3,093 00	-	-	3,093 00	-	-	3,093 00
5698 Jess Goodwin & 5699 Helen Lindley	27,738 00	-	-	27,738 00	255 98	65 41	27,482 02	65 41	-	27,547 43
5700 G R & J A. Thomas	1,264 00	-	-	1,264 00	-	-	1,264 00	-	-	1,264 00
5702 Ida McDonald	7,356 00	-	-	7,356 00	-	-	7,356 00	-	-	7,356 00
5704 T L Griffin & 8134 T L Griffin	13,939 67	-	-	13,939 67	-	-	13,939 67	-	-	13,939 67
5710 Anita Henchman	904 00	-	-	904 00	-	-	904 00	-	-	904 00
5719 Hattie Reed Duncan	612 00	-	-	612 00	-	-	612 00	-	-	612 00
5722 O D Gholsom & 5723 T A Upshaw RI	111,665 00	-	-	111,665 00	2,668 81	298 25	108,996 19	298 25	-	109,294 44
5731 C C Cannon #1, 5732 C C. Cannon #2, 5733 C. C. Cannon #3, & 8165 Charles Cannon	9,265 00	-	-	9,265 00	113 69	21 82	9,151 31	21 82	-	9,173 13
5752 Burton McCullum 5759 Mary A Reynolds RI	23,559 00	-	-	23,559 00	-	-	23,559 00	-	-	23,559 00
5771 Bertha Clay RI & 8177 Bertha Clay	64 33	-	-	64 33	-	-	64 33	-	-	64 33

Shield Ayres - Foundation
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PROPERTY	INVESTMENT			Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION		
	Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12			Balance 12/31/11	Additions	Sales and Retirements
Fred W. Shield and Company Partnership I.D. # 74-1003570 Year Ended December 31, 2012									
5777 Donald S. Bell	3,923.00	-	-	3,923.00	1.89	0.62	3,921.11	0.62	-
5787 E. L. Dismukes,									
5855 Rosa E. Crenshaw, &	14,668.00	-	-	14,668.00	76.29	13.38	14,591.71	13.38	-
5869 E. L. Dismukes #2									
5796 J. P. Lewis RI	3,064.00	-	-	3,064.00	-	-	3,064.00	-	-
5800 Fred W. Volz	29,035.00	-	-	29,035.00	523.16	39.19	28,511.84	39.19	-
5818 J. B. Pettit,									
8154 Cara Douglas,									
8155 Cara K. Douglas,									
8156 R. E. Harris,									
8157 R. H. Herring,	14,192.00	-	-	14,192.00	-	-	14,192.00	-	-
8158 Leonard Proctor,									
8159 Clara E. Smith, &									
8160 Adrian K. Webster									
5823 Mattye E. Stark	7,767.00	-	-	7,767.00	-	-	7,767.00	-	-
5834 Ita LeDoux	151,998.00	-	-	151,998.00	3,657.17	303.63	148,340.83	303.63	-
5836 C. Dalkowitz Orr	500.00	-	-	500.00	-	-	500.00	-	-
5838 Kittie Schriener	4,263.00	-	-	4,263.00	-	-	4,263.00	-	-
5839 Gillette and Cox Orr	89.00	-	-	89.00	-	-	89.00	-	-
5852 Woody Heidelberg ORR,									
8150 N. L. Heidelberg,	2,531.67	-	-	2,531.67	167.69	21.83	2,363.98	21.83	-
8220 Donovan - Sims &									
9195 N. L. Heidelberg									
5853 C. O. Wheeler	1,529.00	-	-	1,529.00	-	-	1,529.00	-	-
5854 Ethel May	488.00	-	-	488.00	-	-	488.00	-	-
5880 Bernice Lynn Cosby Orr	7,352.00	-	-	7,352.00	57.08	7.80	7,294.92	7.80	-
5882 Enrique Villarreal	504.00	-	-	504.00	-	-	504.00	-	-
5885 Giles C. McCrary "C",									
5886 Mrs. B. Young "d", &	22,908.00	-	-	22,908.00	0.00	-	22,908.00	-	-
5887 Mrs. B. Young "e"									
5889 J. C. Beasley, Jr.	3,450.00	-	-	3,450.00	-	-	3,450.00	-	-
5895 E. F. DeLeon	368.00	-	-	368.00	-	-	368.00	-	-
5911 J. D. Alexander #1	483.00	-	-	483.00	-	-	483.00	-	-
5912 H. R. Alexander #2 &									
9124 K.M. Reagan ORR	3,712.00	-	-	3,712.00	567.47	44.37	3,144.53	44.37	-
5914 M. V. Arnold	-	-	-	-	-	-	-	-	-
5917 H. E. Mangham	-	-	-	-	-	-	-	-	-
5918 Bernice Beeman &									
8268 Beeman	5,663.33	-	-	5,663.33	-	-	5,663.33	-	-
5921 Tip Graham &									
8218 Tip Graham	18.00	-	-	18.00	-	-	18.00	-	-
5923 Kordis Heirs &									
5924 Otto Tharp	3,553.00	-	-	3,553.00	-	-	3,553.00	-	-
5943 University 31-A ORR,									
5963 University 31 ORR,									
6099 University 31-21,									
6129 University 42-A,	43,587.00	-	-	43,587.00	-	-	43,587.00	-	-
9153 University 31,									
9164 University 31 A &									
9221 University 31-21									
5952 T. L. Higginbotham	4,543.00	-	-	4,543.00	-	-	4,543.00	-	-

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PROPERTY	INVESTMENT			Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance 12/31/11	Additions	Sales and Retirements				Balance 12/31/12	Balance 12/31/11	Additions	Sales and Retirements
Fred W. Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012										
5971 J Y Gilmore	9,229 00	-	-	9,229 00	-	-	9,229 00	-	-	9,229 00
5994 Vernon P. Neissl	1,402 00	-	-	1,402 00	-	-	1,402 00	-	-	1,402 00
5995 Jack E. Blake	23,853 00	-	-	23,853 00	39 17	4 95	23,813 83	4 95	-	23,818 78
5999 R B Wherry	5,883 00	-	-	5,883 00	-	-	5,883 00	-	-	5,883 00
6000 Continental/Wood Deal	27,676 00	-	-	27,676 00	177 75	24 54	27,498 25	24 54	-	27,522 75
6001 State Lease #53394 ORR	1,539 00	-	-	1,539 00	-	-	1,539 00	-	-	1,539 00
6002 R B Wherry	472 00	-	-	472 00	-	-	472 00	-	-	472 00
6013 Norman K. Owens	113,041 00	-	-	113 041 00	1,321 44	127 44	111,719 56	127 44	-	111 847 00
6031 Doyle Standifer,										
6033 J A Wilson,										
6034 R W Kreager,	171,279 67	-	-	171,279 67	3,979 86	659 76	167,299 81	659 76	-	167,959 57
6035 G G Boyd,										
6042 Elizabeth Henry										
8259 Ralph A. Wilson,										
8260 Doyle Standifer,										
8261 Rose Kreager, &										
8262 G G Boyd										
6038 Est. of J H Harvey ORR &										
8255 Harvey Estate	5,992 13	-	-	5,992 13	0 00	-	5,992 13	-	-	5 992 13
6039 J A Robey ORR	1,437 00	-	-	1,437 00	0 00	-	1,437 00	-	-	1,437 00
6049 Molly L. Lasater &										
8256 W W Oatman	9,362 00	-	-	9,362 00	-	-	9,362 00	-	-	9,362 00
6059 Mary Lee Woodward Orr &										
6060 Vernon E. Reichle	2,823 00	-	-	2,823 00	-	-	2,823 00	-	-	2,823 00
6066 George A. Moberly &										
8277 Fred Folk Sec 78	56 67	-	-	56 67	-	-	56 67	-	-	56 67
6068 Victor B. Russek Orr										
8293 Victor Russek &	5,405 67	-	-	5,405 67	106 38	18 50	5,299 29	18 50	-	5,317 79
9205 Victor K. Russek, Jr										
6072 James M. Ruhman &										
6073 Carl R. Peterson										
8282 Ruhman Peterson &	31,512 67	-	-	31,512 67	34 44	8 34	31,478 23	8 34	-	31,486 57
8314 Carl Peterson										
6074 C. Gibson,										
6091 Weldon K. Huffman Orr,										
8283 Eppes et al, &	12,095 33	-	-	12,095 33	2 48	0 56	12,092 85	0 56	-	12,093 41
8291 Weldon K. Hoffman Orr										
6087 Briscoe Ranch Orr	1,410 00	-	-	1,410 00	-	-	1,410 00	-	-	1,410 00
6089 Anthonio Vela	-	-	-	-	-	-	-	-	-	-
6094 John Knox	106 00	-	-	106 00	-	-	106 00	-	-	106 00
6095 August Toll,										
6096 Paul Zingelmann, &	70,985 00	-	-	70,985 00	561 93	66 64	70,423 07	66 64	-	70,489 71
6098 Elbert Koopman										
6100 Midland National Bank Tr	40,068 00	-	-	40,068 00	2,537 66	381 95	37,530 34	381 95	-	37,912 29
6130 Mayfield	-	-	-	-	-	-	-	-	-	-
6134 J O Huitt	5,531 25	-	-	5,531 25	3 92	3 92	5,527 33	3 92	-	5,531 25
6135 Finley	2,903 83	-	-	2,903 83	2,903 83	-	-	-	-	-
6137 Gene L. Prentice	10,170 20	-	-	10,170 20	657 57	0 56	9,512 63	0 56	-	9,513 19
6138 Nancy Nugent	2,887 38	-	-	2,887 38	7 40	2 69	2,879 98	2 69	-	2,882 67
6140 Joseph R. Shaw	9,161 37	-	-	9,161 37	-	-	9,161 37	-	-	9,161 37
6142 O H Dipple	58,387 75	-	-	58,387 75	1,277 89	285 55	57,109 86	285 55	-	57,395 41

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Schedule #1

PROPERTY	INVESTMENT				Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12				Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12
Fred W Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012											
6148 David M Kassing	3,674.59	-	-	3,674.59	63.01	6.57	3,611.58	6.57	-	3,618.15	
6152 FWF Mineral Trust "B"	1,335.07	-	-	1,335.07	-	-	1,335.07	-	-	1,335.07	
6155 K W Bailey	50,000.00	-	-	50,000.00	4,838.74	321.23	45,161.26	321.23	-	45,482.49	
6156 Charter Royalty	154,139.62	-	-	154,139.62	5,829.00	782.81	148,310.62	782.81	-	149,093.43	
6162 K Byrd	22,500.00	-	-	22,500.00	6,182.71	258.49	16,317.29	258.49	-	16,575.77	
6163 Fotenberry	29,750.00	-	-	29,750.00	-	-	29,750.00	-	-	29,750.00	
6168 Liberty Eylau ISD Unit	7,055.56	-	-	7,055.56	2,948.21	327.58	4,107.35	327.58	-	4,434.93	
6170 Barnett Gas Unit	4,193.55	-	-	4,193.55	862.48	171.64	3,331.07	171.64	-	3,502.71	
6171 Boyd-Pickett Gas Unit	4,256.01	-	-	4,256.01	1,024.50	198.04	3,231.51	198.04	-	3,429.55	
6172 J W Brown Gas Unit	813.39	-	-	813.39	-	-	813.39	-	-	813.39	
6173 Burgher D Unit	8,619.31	-	-	8,619.31	2,561.93	790.13	6,057.38	790.13	-	6,847.54	
6174 Burgher G Unit	869.33	-	-	869.33	246.26	90.73	623.07	90.73	-	713.80	
6175 Butler Gas Unit	37,466.43	-	-	37,466.43	12,304.63	2,861.28	25,161.80	2,861.28	-	28,023.08	
6176 Clarke Gas Unit	15,308.63	-	-	15,308.63	3,740.90	1,370.83	11,567.73	1,370.83	-	12,938.56	
6177 Clary Unit	1,091.22	-	-	1,091.22	284.64	68.31	806.58	68.31	-	874.89	
6178 Cosson Gas Unit	9,049.37	-	-	9,049.37	3,173.74	892.61	5,875.63	892.61	-	6,768.24	
6179 Cummins A Unit	2,627.44	-	-	2,627.44	911.38	244.52	1,716.06	244.52	-	1,960.58	
6180 Dunlap #1 Gas Unit	1,731.25	-	-	1,731.25	870.29	85.07	860.96	85.07	-	946.00	
6181 Edwards A Unit	663.74	-	-	663.74	268.61	49.74	395.13	49.74	-	444.87	
6182 Falls Gas Unit	23,231.84	-	-	23,231.84	7,265.30	1,920.71	15,966.54	1,920.71	-	17,887.25	
6183 Ham Gas Unit	17,631.27	-	-	17,631.27	1,447.36	512.17	16,183.91	512.17	-	16,696.08	
6185 Hartley Unit	15.28	-	-	15.28	-	-	15.28	-	-	15.28	
6186 Henderson Gas Unit	23,274.08	-	-	23,274.08	8,199.28	1,344.87	15,074.80	1,344.87	-	16,419.66	
6187 Hill A Unit	213.46	-	-	213.46	-	-	213.46	-	-	213.46	
6189 Irvin Gas Unit	6,730.21	-	-	6,730.21	1,769.08	509.19	4,961.13	509.19	-	5,470.30	
6190 Johnson A Gas Unit	4,915.82	-	-	4,915.82	1,494.77	418.92	3,421.05	418.92	-	3,839.99	
6191 B K Johnson A Unit	139.65	-	-	139.65	-	-	139.65	-	-	139.65	
6192 Kirsch Gas Unit	11,900.83	-	-	11,900.83	3,319.99	543.41	8,580.84	543.41	-	9,124.25	
6193 Lancaster A Unit	1,061.78	-	-	1,061.78	570.52	47.54	491.26	47.54	-	538.80	
6194 Lane A Unit	1,181.32	-	-	1,181.32	546.88	57.57	634.44	57.57	-	692.00	
6195 Ledbetter A Unit	1,604.42	-	-	1,604.42	818.18	115.38	786.24	115.38	-	901.62	
6196 J H Moore Gas Unit	599.59	-	-	599.59	-	-	599.59	-	-	599.59	
6197 Rice Unit	1,999.76	-	-	1,999.76	-	-	1,999.76	-	-	1,999.76	
6198 Rogers Gas Unit	7,168.25	-	-	7,168.25	1,591.92	308.90	5,576.33	308.90	-	5,885.25	
6199 T L Simmons, Roy Heirs Unit	1,673.73	-	-	1,673.73	190.19	190.19	1,483.54	190.19	-	1,673.73	
6200 G O Summers Unit	1,066.39	-	-	1,066.39	0.00	-	1,066.39	-	-	1,066.39	
6201 Swank A Unit	176.27	-	-	176.27	-	-	176.27	-	-	176.27	
6202 Teague ISD Unit	8.09	-	-	8.09	-	-	8.09	-	-	8.09	
6203 Turner A Unit	341.08	-	-	341.08	137.80	40.53	203.28	40.53	-	243.81	
6205 Webb A	3,236.69	-	-	3,236.69	833.62	833.62	2,403.07	833.62	-	3,236.69	
6206 Webb A Unit	11,767.70	-	-	11,767.70	4,067.75	853.11	7,699.95	853.11	-	8,553.06	
6207 Webb TS A	741.93	-	-	741.93	372.53	36.52	369.40	36.52	-	405.95	
6208 Winfree Gas Unit	14,336.38	-	-	14,336.38	3,326.70	1,321.79	11,009.68	1,321.79	-	12,331.47	
6209 Hedrick Lease	496.12	-	-	496.12	-	-	496.12	-	-	496.12	
6210 Vincent East 66#1	1.00	-	-	1.00	-	-	1.00	-	-	1.00	
6211 Clark Sam #14	1,506.11	-	-	1,506.11	-	-	1,506.11	-	-	1,506.11	
6212 Beddingfield #1	0.11	-	-	0.11	-	-	0.11	-	-	0.11	
6213 Beddingfield Gas Unit	165.15	-	-	165.15	-	-	165.15	-	-	165.15	
6214 Garret Trust #1	1.00	-	-	1.00	-	-	1.00	-	-	1.00	
6216 Conrad Unit	21,576.08	-	-	21,576.08	10,717.74	836.88	10,858.34	836.88	-	11,695.22	
6217 Fields Mahler Unit	53,833.02	-	-	53,833.02	33,778.22	2,637.45	20,054.80	2,637.45	-	22,692.27	

Shield Ayres - Foundation
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PROPERTY	INVESTMENT				Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12				Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12
Fred W Shield and Company Partnership ID # 74-1003570 Year Ended December 31, 2012											
6218 Hodges C 41 1,3	52 58	-	-	52 58	-	-		52 58	-	-	52 58
6219 Hodge D 3	108 86	-	-	108 86	-	-		108 86	-	-	108 86
6220 Hodge G 3	122 23	-	-	122 23	-	-		122 23	-	-	122 23
6221 Minnie Hodges 40-IL	58 08	-	-	58 08	-	-		58 08	-	-	58 08
6226 Hodges #1,2-39	194 25	-	-	194 25	-	-		194 25	-	-	194 25
6227 Hodges 1-193	51 90	-	-	51 90	-	-		51 90	-	-	51 90
6228 Minnie E Hodges	48 20	-	-	48 20	-	-		48 20	-	-	48 20
6229 Barksdale Estate Gas Unit	193 57	-	-	193 57	-	-		193 57	-	-	193 57
6230 Parmele Unit	200 09	-	-	200 09	-	-		200 09	-	-	200 09
6231 Newsome A Gas Unit	11,003 41	-	-	11,003 41	6,229 72	353 82		4,773 69	353 82	-	5,127 51
6232 Jesse R Odem Gas Unit	3,958 74	-	-	3,958 74	1,613 46	142 96		2,345 28	142 96	-	2,488 24
6234 Reid 9	53,021.44	-	-	53,021.44	24,645 87	2,946 82		28,375 57	2,946 82	-	31,322 39
6235 Neale Common Sand Unit	40,475 18	-	-	40,475 18	29,409 87	1,172 92		11,065 31	1,172 92	-	12,238 23
6238 Claudia 1-14	752 50	-	-	752 50	-	-		752 50	-	-	752 50
6239 Harrel 1-8	64 49	-	-	64 49	-	-		64 49	-	-	64 49
8101 Carl J Belton & C. E. Barkam,											
8102 Hayes, Hodge, & Van Horn,											
8103 Add Thompson, &	146 00	-	-	146 00	-	-		146 00	-	-	146 00
8172 Mrs Della Spencer											
8104 Ray Gundry, et al	3,802 00	-	-	3,802 00	-	-		3,802 00	-	-	3,802 00
8106 Ella Stevenson	2,966 00	-	-	2,966 00	-	-		2,966 00	-	-	2,966 00
8107 Franklin Isaacson,											
8108 Robert Rutsch,											
8109 Maude Slaaten, &	13,943 33	-	-	13,943 33	234 40	21 91		13,708 93	21 91	-	13,730 84
8110 G L Thompson											
8111 Carl Moe	100 00	-	-	100 00	-	-		100 00	-	-	100 00
8113 J V McKee	22,756 00	-	-	22,756 00	289 71	289 71		22,466 29	289 71	-	22,756 00
8114 Lela B Ayres	440 00	-	-	440 00	-	-		440 00	-	-	440 00
8115 Georgia Franklin,											
8116 T M Harrell,											
8117 Isaac Harrell,	20,036 67	-	-	20,036 67	248 91	19 00		19,787 76	19 00	-	19,806 76
8121 H N Millican, &											
8164 Marana Hayes											
8118 Andy Jones	1,124 00	-	-	1,124 00	-	-		1,124 00	-	-	1,124 00
8119 James A Meyers #1	1,190 00	-	-	1,190 00	-	-		1,190 00	-	-	1,190 00
8122 E O Rollow	63 33	-	-	63 33	-	-		63 33	-	-	63 33
8123 Charles Burkes,											
8124 L O Howell, &	8,752 00	-	-	8,752 00	8 22	2 03		8,743 78	2 03	-	8,745 80
8125 Mrs C E McCann											
8126 John Griffith	182 67	-	-	182 67	-	-		182 67	-	-	182 67
8127 Amber Boyce	320 00	-	-	320 00	-	-		320 00	-	-	320 00
8128 Rossie Atha &											
8131 W L McClain	510 00	-	-	510 00	-	-		510 00	-	-	510 00
8129 Myrtle Burkhardt	2,853 33	-	-	2,853 33	-	-		2,853 33	-	-	2,853 33
8130 W E Lynn	2,032 00	-	-	2,032 00	-	-		2,032 00	-	-	2,032 00
8132 Eugene C. Miller	0 67	-	-	0 67	-	-		0 67	-	-	0 67
8133 Jesse Kyle	72 67	-	-	72 67	-	-		72 67	-	-	72 67
8135 Nettie Butner	946 00	-	-	946 00	-	-		946 00	-	-	946 00
8136 Emmett Headlee	13 617 33	-	-	13 617 33	19 44	7 03		13,597 89	7 03	-	13,604 92
8137 F J Richardson &											
9191 Richardson	6 379 00	-	-	6,379 00	64 62	21 04		6,314 38	21 04	-	6,335 42

Shield Ayres - Foundation
San Antonio, Texas
Depletion Schedule
For the Year Ended December 31, 2012
Schedule #1

PROPERTY	INVESTMENT				Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance	Additions	Sales and Retirements	Balance				Balance	Additions	Sales and Retirements	Balance
	12/31/11			12/31/12							12/31/11
Fred W. Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012											
8138 Terrell County	1,580 00	-	-	1,580 00	-	-		1,580 00	-	-	1,580 00
8139 T. L. Miller	36 67	-	-	36 67	-	-		36 67	-	-	36 67
8149 F. D. Breedlove Ranch	8,662 00	-	-	8,662 00	-	-		8,662 00	-	-	8,662 00
8151 Effie S. Odem #1,											
8152 Effie S. Odem #2,	82,827 33	-	-	82,827 33	614 75	89 11		82,212 58	89 11	-	82,301 69
8153 M. C. Puckett, &											
8175 Steinmetz & Sanders											
8166 Charles Krieger &											
8169 H. C. Brickel	3,570 00	-	-	3,570 00	-	-		3,570 00	-	-	3,570 00
8170 Calvin Clay	2,220 00	-	-	2,220 00	-	-		2,220 00	-	-	2,220 00
8171 Mary Thomas	1,478 00	-	-	1,478 00	1 76	1 76		1,476 24	1 76	-	1,478 00
8174 L. C. Johnson	424 00	-	-	424 00	-	-		424 00	-	-	424 00
8178 Mildred Patten	3 00	-	-	3 00	-	-		3 00	-	-	3 00
8181 Joe J. Janyssel,											
8183 F. W. Boyd,											
8187 Gussie Yanta,	14,640 00	-	-	14,640 00	29 79	29 79		14,610 21	29 79	-	14,640 00
8193 Ben Krusciak, &											
8201 Pella Pavlek											
8184 Bert McClure	1,250 00	-	-	1,250 00	-	-		1,250 00	-	-	1,250 00
8188 C. C. Cummins	553 33	-	-	553 33	-	-		553 33	-	-	553 33
8190 Walter Critchley &											
8198 A. D. Bell,	15,949 00	-	-	15,949 00	68 50	13 06		15,880 50	13 06	-	15,893 56
9131 A. D. Bell &											
9190 L. Horry											
8195 J. J. Wiatrek		-	-	-	-	-		-	-	-	-
8196 Trudie Garrett	11 33	-	-	11 33	-	-		11 33	-	-	11 33
8197 Fred Schloesser Estate	2,184 00	-	-	2,184 00	-	-		2,184 00	-	-	2,184 00
8202 Albert Ludwig,											
8203 John Anderson,											
8205 Jennie L. Wright,											
8210 Otto Tharpe,											
8211 Clarence Bond & Calvin Lutz Orr,											
8214 Alta Choates,											
8216 Bertha Carey,											
8221 R. Fairchild & Harold Null,	2,737 33	-	-	2,737 33	-	-		2,737 33	-	-	2,737 33
8223 Venice A. Green,											
8225 Lester de la Porte,											
8258 E. G. Paulson,											
8264 Walter L. Kordis, &											
8265 Rosella Collier											
8204 E. C. Brandt	-	-	-	-	-	-		-	-	-	-
8209 Viasta Freis		-	-	-	-	-		-	-	-	-
8217 F. T. McCollum	12 00	-	-	12 00	-	-		12 00	-	-	12 00
8222 Sidney David	8 67	-	-	8 67	-	-		8 67	-	-	8 67
8227 Paul B. Adams		-	-	-	-	-		-	-	-	-
8232 Ethel Mangum	-	-	-	-	-	-		-	-	-	-
8234 Grace Holcomb &											
8235 R. C. Johnson	896 00	-	-	896 00	-	-		896 00	-	-	896 00
8237 H. E. Frieling &											
8246 Les Lovell	1,168 00	-	-	1,168 00	-	-		1,168 00	-	-	1,168 00
8238 Maggie Dozier		-	-	-	-	-		-	-	-	-
8244 Angelo S. Fanelli	70 00	-	-	70 00	-	-		70 00	-	-	70 00

Shield Ayres - Foundation
San Antonio, Texas
Depletion Schedule
For the Year Ended December 31, 2012
Schedule #1

PROPERTY	INVESTMENT				Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12				Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12
Fred W Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012											
8248 Billye H Casey	34,193.33	-	-	34,193.33	-	-		34,193.33	-	-	34,193.33
8249 J J Pogue, Jr ,											
8250 T Edward Swenson, &	7,028.00	-	-	7,028.00	34.02	8.23		6,993.98	8.23	-	7,002.21
8251 Alfred E Roessler											
8253 Ray Clark	98,104.00	-	-	98,104.00	10,413.02	767.15		87,690.98	767.15	-	88,458.13
8254 Edgar Johnson,											
8281 Odie Sweeten &	1,102.00	-	-	1,102.00	-	-		1,102.00	-	-	1,102.00
8486 Dale Smith											
8257 Hermann Sterling,											
8275 Rueben Barton,											
9168 Rueben & Lydia Barton &	726.33	-	-	726.33	5.20	1.57		721.13	1.57	-	722.70
9167 Herman and Mable Sterling											
8263 Alice Martin	415.33	-	-	415.33	-	-		415.33	-	-	415.33
8266 Carl Hall	2,498.67	-	-	2,498.67	-	-		2,498.67	-	-	2,498.67
8269 Willie Buessing &											
8270 Allen Browne	5,806.67	-	-	5,806.67	-	-		5,806.67	-	-	5,806.67
8272 J L Pritchett &											
9180 Boise Southern Co et al	620.00	-	-	620.00	-	-		620.00	-	-	620.00
8273 Clifford Spies	1,010.00	-	-	1,010.00	-	-		1,010.00	-	-	1,010.00
8274 Noreen Hogg &											
9189 Noreen Hogg	2,592.67	-	-	2,592.67	9.63	2.42		2,583.04	2.42	-	2,585.46
8279 E Dittfurth	18,636.00	-	-	18,636.00	-	-		18,636.00	-	-	18,636.00
8280 Sam Mantooth	1,541.33	-	-	1,541.33	-	-		1,541.33	-	-	1,541.33
8284 Ellison and Borland &											
9204 Ellison and Borland	997.00	-	-	997.00	-	-		997.00	-	-	997.00
8287 Alexander											
8292 J F Janssen	424.00	-	-	424.00	-	-		424.00	-	-	424.00
8294 Ed Parker &											
8302 Ed Parker #6	513.33	-	-	513.33	-	-		513.33	-	-	513.33
8295 Frank Mahy	662.00	-	-	662.00	-	-		662.00	-	-	662.00
8300 Fern Hopkins	45.33	-	-	45.33	-	-		45.33	-	-	45.33
8301 Lynos Weaver	3.33	-	-	3.33	-	-		3.33	-	-	3.33
8304 J M Flynn &											
8305 D E Hartman	29.33	-	-	29.33	-	-		29.33	-	-	29.33
8306 E V McCamon	816.00	-	-	816.00	-	-		816.00	-	-	816.00
8309 Mark Hartman	6.67	-	-	6.67	-	-		6.67	-	-	6.67
8310 Noreen Hogg Orr,											
8311 C H Kennedy,											
9187 C H Kennedy &	39,854.67	-	-	39,854.67	89.11	34.44		39,765.56	34.44	-	39,800.00
9215 Noreen Hogg Orr											
8312 Sylvia Knarr	2.67	-	-	2.67	-	-		2.67	-	-	2.67
8316 Blair Labatt	6,155.00	-	-	6,155.00	-	-		6,155.00	-	-	6,155.00
8317 Dee Finley	1,174.37	-	-	1,174.37	1,174.37	-		-	-	-	-
8396 Louis Howe	6.67	-	-	6.67	6.23	0.78		0.44	0.78	-	1.22
8407 Bryant Kellogg	20.00	-	-	20.00	19.80	1.47		0.20	1.47	-	1.67
8412 Clarence Anderson	13.33	-	-	13.33	11.36	0.63		1.97	0.63	-	2.60
8414 William Atol	26.67	-	-	26.67	26.50	1.72		0.17	1.72	-	1.89
8416 William Hamann		10.00	-	10.00	10.00	1.60		-	1.60	-	1.60
8417 William Hapip	3.33	-	-	3.33	2.70	0.23		0.63	0.23	-	0.86
8418 J & A Johnson		3.33	-	3.33	3.33	0.34		-	0.34	-	0.34
8421 Vinzent Moser	6.67	-	-	6.67	5.88	0.91		0.79	0.91	-	1.70
8422 John Opsal		1.00	-	1.00	1.00	0.10		-	0.10	-	0.10

Shield Ayres - Foundation
San Antonio, Texas
Depletion Schedule
For the Year Ended December 31, 2012
Schedule #1

PROPERTY	INVESTMENT				Depletable Balance Sch #1(a)	Depletion Allowable Sch#1(a)	Shield Ayres Foundation's Portion of Cost Depletion	RESERVE FOR DEPLETION			
	Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12				Balance 12/31/11	Additions	Sales and Retirements	Balance 12/31/12
Fred W. Shield and Company Partnership I D # 74-1003570 Year Ended December 31, 2012											
8423 Carl Purdue		16 67	-	16 67	16 67	1.67			1 67	1 67	
8471 M M Ridley	3 33	-	-	3 33	-	-		3 33	-	3 33	
8505 C.B. Schoemann	3 33	-	-	3 33	-	-		3 33	-	3 33	
9100 Septa Unit	535 00	-	-	535 00	65 32	4 94		469 68	4 94	474 66	
9102 J H Cunningham	95 00	-	-	95 00	95 00	-		-	-	-	
9103 R B Thompson	3,443 00	-	-	3,443 00	950 05	172 36		2,492 95	172 36	2 665 31	
9104 B H Philippi	-	-	-	-	-	-		-	-	-	
9106 Miller - Reynolds	-	-	-	-	-	-		-	-	-	
9111 Virginia Crockett	9,117 00	-	-	9,117 00	687 66	84 48		8,429 34	84 48	8,513 82	
9112 Dean B. Gregg	206 00	-	-	206 00	-	-		206 00	-	206 00	
9113 Timolat	44,117 00	-	-	44,117 00	10,224 27	1,082 82		33,892 73	1,082 82	34,975 55	
9114 F H Ficke	1,306 00	-	-	1,306 00	216 27	25 27		1,089 73	25 27	1,115 00	
9119 Burton McCollum ORRI	21 00	-	-	21 00	-	-		21 00	-	21 00	
9142 L E Windham	1,073 00	-	-	1,073 00	147 89	6 80		925 11	6 80	931 91	
9148 West Peck	589 00	-	-	589 00	15 70	3 93		573 30	3 93	577 23	
9165 Lowe-Johnson 48-A	9,543 00	-	-	9,543 00	1,145 16	270 39		8,397 84	270 39	8,668 23	
9166 Clella D. Klaproth	733 00	-	-	733 00	-	-		733 00	-	733 00	
9169 Henry G. Hardee,											
9170 Burdell I. Hardee,											
9171 Gustave Herbert,	96,138 00	-	-	96,138 00	11,493 42	966 53		84,644 58	966 53	85,611 11	
9172 Ruby Petry Merritt &											
9173 Gregaure Lege											
9184 Beck ORR	1,121 00	-	-	1,121 00	0 00	-		1,121 00	-	1,121 00	
9192 Boedecker	835 00	-	-	835 00	-	-		835 00	-	835 00	
9193 H E Wells	190 00	-	-	190 00	-	-		190 00	-	190 00	
9196 E G Browning	206 00	-	-	206 00	0 00	-		206 00	-	206 00	
9199 Crawar Field Unit	7,201 00	-	-	7,201 00	228 59	41 27		6,972 41	41 27	7,013 68	
9200 Robbins Ranch	1,036 00	-	-	1,036 00	173 27	16 15		862 73	16 15	878 88	
9217 Jennie K. Russell "A" &											
9220 Jennie K. Russell "B"	2,110 00	-	-	2,110 00	129 83	7 72		1,980 17	7 72	1,987 89	
9224 E. Armstrong (Parker C)	52,353 00	-	-	52,353 00	3,795 17	272 96		48,557 83	272 96	48,830 79	
9226 Snowplow 10-1,											
9227 Snowplow 1 S,											
9228 Snowplow 7-5,											
9249 Herms Landing,	5,680 00	-	-	5,680 00	374 28	97 91		5,305 72	97 91	5,403 63	
9252 Snowplow Unit #1,											
9253 Snowplow Unit #2 &											
9255 Bear Swamp Antrim Unit											
9235 Perez &											
9236 Salinas	94,340 00	-	-	94,340 00	18,212 11	1,966 94		76,127 89	1,966 94	78,094 83	
9250 Federal D-3	181 00	-	-	181 00	-	-		181 00	-	181 00	
	9 193,253 05	57 66	-	9,193,310 71	2,720,461 12	95,459 75	23,864 94	6,472,849 59	95,459 75	6,568,309 33	
Oil Payment, Hilcrest Oil Co	375 00	-	-	375 00	-	-		375 00	-	375 00	
	9,193,628 05	57 66	-	9,193,685 71	2,720,461 12	95,459 75	23,864 94	6,473,224 59	95,459 75	6,568,684 33	

Shield Ayres - Foundation
San Antonio, Texas
Depletion Based on Cost
For the Year Ended December 31, 2012
Schedule #1(a)

Property	Cost 12/31/11 Plus 2012 Additions	Prior Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost
				Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Shield and Company Partnership									
I D #74-1003570 Year Ended December 31, 2012									
b-denotes oil volume-barrels m-denotes gas volume-mcf									
R 5114	Orrin James	8,135 00	8,135 00	-	-	-	-	-	-
R 5124	Ruth Reynolds,								
R 5125	Ned Smith, &	20,819 00	20,806 30	12 70	13,568 b	12,760 b	808 b	0 015718	270 b 4 24
R 5128	William H Bryan								
R 5136	Emelie Montet	436 00	436 00	-	-	-	-	-	-
R 5158	W F Martin RI	7,010 00	7,010 00	-	-	-	-	-	-
R 5161	Billeaud Planters	16,611 00	16,541 00	70 00	7,827 b	6,904 b	923 b	0 075840	128 b 9 71
R 5166	Morgan Estate	2,522 00	2,517 40	4 60	2,258 b	1,657 b	601 b	0 007654	84 b 0 64
R 5167	C. R. Crews	87,405 00	87,295 85	109 15	23,825 b	22,047 b	1,778 b	0 061389	348 b 21 36
R 5168	John A Byerly &								
R 5510	G T Hall	1,338 00	1,335 29	2 71	339 b	291 b	48 b	0 056458	6 b 0 34
R 5187	W A. Boothe								
R 5194	Willis A. Roberson	568 00	568 00	-	-	-	-	-	-
R 5228	Ida Duncan	9,633 00	9,633 00	-	-	-	-	-	-
R 5231	Mary Bloodworth	214 00	214 00	-	-	-	-	-	-
R 5236	Clara Couch	6,815 00	6,814 58	0 42	86,783 m	77,304 m	9,479 m	0 000044	1,593 m 0 07
R 5237	W C. Montgomery	3,448 00	3,447 86	0 14	69,645 m	56,055 m	13,590 m	0 000010	1,143 m 0 01
R 5239	Herman Petteway,								
R 5793	Frank Harris &	45,523 00	45,485 02	37 98	43,906 b	32,500 b	11,406 b	0 003330	658 b 2 19
R 8185	Frank Harris								
R 5240	T E Vestal	215 00	215 00	-	-	-	-	-	-
R 5242	Ray Albaugh "A"	37,370 00	36,941 94	428 06	14,501 m	8,278 m	6,223 m	0 068787	349 m 24 01
R 5243	Everitt Turner	-	-	-	-	-	-	-	-
R 5244	Helen Reed	120 00	120 00	-	-	-	-	-	-
R 5249	Berthold Bade,								
R 5256	Martha Dreier,								
R 5259	Amelia Hasdorff, &	7,702 00	7,651 45	50 55	2,343 b	2,273 b	70 b	0 722143	37 b 26 72
R 5262	Ed Koenig, Jr								
R 5251	Otto Gerhold	-	-	-	-	-	-	-	-
R 5254	E C. Brandt	-	-	-	-	-	-	-	-
R 5255	Lorraine Busby	-	-	-	-	-	-	-	-
R 5273	W G Schorre &								
R 5569	W L. Roetter	1,588 00	1,588 00	-	-	-	-	-	-
R 5281	Joseph Glecker	-	-	-	-	-	-	-	-
R 5296	Walter W Buck &								
R 5299	Dora E Cunningham	11,190 00	11,108 64	81 36	15,433 b	9,383 b	6,050 b	0 013448	261 b 3 51
R 5297	Gertrude Chilton	32,052 00	31,529 44	522 56	22,778 b	16,314 b	6,464 b	0 080842	323 b 26 11
R 5298	R. A. Cox	381 00	381 00	-	-	-	-	-	-
R 5300	John A King	46,059 00	43,188 02	2,870 98	9,462 b	8,375 b	1,087 b	2 641196	113 b 298 46
R 5303	William Howard	23,346 00	23,092 80	253 20	19,887 b	13,304 b	6,583 b	0 038463	616 b 23 69
R 5318	Virlean Clinton	23,130 00	23,047 29	82 71	7,502 b	6,822 b	680 b	0 121632	77 b 9 37
R 5328	W W Moore	-	-	-	-	-	-	-	-
R 5354	D G Sampson	658 00	658 00	-	-	-	-	-	-
R 5359	South Texas Syndicate	22,719 00	22,719 00	-	-	-	-	-	-
R 5360	R. A. Williams MI &								
R 5361	Walter Ewers MI	22,344 00	22,344 00	-	-	-	-	-	-
R 5371	Lona Clark RI,								
R 5372	D L. Williams RI,								
R 5374	Ella Emerson RI,								
R 5376	Will Hornung Estate RI,								
R 5377	Hicks Williams RI,								

Shield Ayres - Foundation
San Antonio, Texas
Depletion Based on Cost
For the Year Ended December 31, 2012
Schedule #1(a)

Property	Cost 12/31/11 Plus 2012 Additions	Prior Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost	
				Adjusted Basic Data	Prior Production	Unrecovered Balance				
Fred W Shield and Company Partnership I D #74-1003570 Year Ended December 31, 2012									b-denotes oil volume-barrels m-denotes gas volume-mcf	
R	5380 Maud Week RI,	92,674 67	91,393 60	1,281 07	222,972 m	197,910 m	25,062 m	0 051116	3,538 m	180 85
R	5381 J D Maguglin RI,									
R	5382 George Maguglin RI,									
R	5635 C O Lippard RI,									
R	5636 Wyatt Curry RI,									
R	5728 Robert Rokohl RI									
	8140 M E Crawford									
HR-	8141 Wyatt Curry,									
HR-	8142 Edward Rokhol,									
	8143 Maude Weed									
HR-	8144 J C Dillworth,									
HR-	8145 W A Friedle,									
	8146 Jesse Maguglin,									
	8147 T L Ruckman &									
HR-	8148 Hicks Williams									
R	5383 W H Striebeck, Jr Ri	43,495 00	33,553 23	9,941 77	63,698 m	54,454 m	9,244 m	1 075484	- m	-
R	5384 Charles Dare Ri	18 043 00	11,222 88	6 820 12	32 698 m	21,400 m	11,298 m	0 603657	m	-
	5386 C. L. Tullis Ri,									
	9108 Harry Geffert,									
	9149 Block 85,	15,116 00	12,560 10	2,555 90	25,000 m	22,106 m	2,894 m	0 883172	308 m	272 02
	9150 Block 85 ORR &									
	9151 Block 86									
R	5393 Eva Wainright RI &									
R	5397 B W Broadus Ri	1,620 00	4,611 98	8 02	1,735 b	1 561 b	174 b	0 046092	43 b	1 98
R	5405 J E Murphy MI	5,705 00	5,705 00	-	-	-	-	-	-	-
R	5415 D W Rhode	243,323 00	201,596 95	41,726 05	394,661 m	320 435 m	74,226 m	0 562149	7,925 m	4,455 03
R	5418 E L Harrington MI,									
R	5420 L N Wisenteiner RI &	7,181 00	7,075 08	105 92	6,248 b	4,885 b	1,363 b	0 077711	727 b	56 50
	9110 E L Harrington									
R	5419 C A Travelstead	13 33	-	13 33	5,000 b	- b	5,000 b	0 002666	571 b	1 52
R	5426 Mary E Campbell	7,143 00	7,009 86	133 14	3,751 b	1,952 b	1,799 b	0 074008	232 b	17 17
R	5433 O I Langham Fee	64,344 00	64,344 00	-	-	-	-	-	-	-
R	5434 N J O'Sullivan MI	290 00	290 00	-	-	-	-	-	-	-
R	5447 W H Reese MI	1,140 00	1,140 00	-	-	-	-	-	-	-
R	5448 W Z. Rutherford #2 MI &									
R	5449 W Z. Rutherford MI	1,674 00	1,674 00	-	-	-	-	-	-	-
R	5451 Ollie Sparks MI	610 00	610 00	-	-	-	-	-	-	-
R	5458 C Aderholt MI,									
R	5459 C Aderholt "A" RI,									
R	5460 Wanda Hanks RI,									
R	5462 D C Clark MI									
R	5463 E M Erskine MI,	191,733 00	188,847 54	2,885 46	98,802 b	66,012 b	32,790 b	0 087998	5 056 b	444 92
R	5464 J C Hall MI,									
R	5465 F E Lamotte MI,									
R	5767 Julie Meiners Estate,									
R	5769 Julia Meiners Estate "A", &									
HR-	8162 Helen Hawk Ellis									
R	5466 J Fred Diebel RI	1,695 00	1,695 00	-	-	-	-	-	-	-
R	5468 W H Montz	2 985 00	2,979 64	5 36	22,417 m	16,837 m	5,580 m	0 000961	570 m	0 55
R	5489 L B Blanchard RI &									
R	5490 O E Hardin Estate RI	1 002 00	1 002 00	-	-	-	-	-	-	-

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Property		Cost 12/31/11 Plus 2012 Additions	Prior Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost	
					Adjusted Basic Data	Prior Production	Unrecovered Balance				
Fred W Shield and Company Partnership I D #74-1003570 Year Ended December 31, 2012											
b-denotes oil volume-barrels m-denotes gas volume-mcf											
R	5498	Thorton Davis	9,390.00	9,317.66	72.34	37,732 m	32,706 m	5,026 m	0.014393	487 m	7.01
R	5505	J N Eden,									
R	5506	F R. Rampy,									
R	5507	L A. Rampy,	9,666.00	9,649.38	16.62	14,547 b	10,600 b	3,947 b	0.004211	164 b	0.69
R	5508	G W Ware, &									
R	5509	V C Wortham									
R	5511	J E Parker	40,925.00	40,537.17	387.83	16,063 b	14,876 b	1,187 b	0.326731	170 b	55.54
R	5514	A O Schumann	36,342.00	36,262.64	79.36	18,671 b	16,032 b	2,639 b	0.030072	357 b	10.74
R	5515	O H Pfeill,									
R	5516	O G Tumlinson,									
R	5517	J C. Wallace &	87,204.00	85,151.45	2,052.55	498,800 m	394,252 m	104,548 m	0.019633	5,407 m	106.15
R	5518	Claire Pearstone									
R	5525	T W Rhodes,									
R	5526	Page Estate &	904.00	904.00	-	-	-	-	-	-	-
R	5527	W B Massey									
R	5529	Henderson Estate &									
R	5533	Tom Strauch	2,551.00	2,551.00	-	-	-	-	-	-	-
R	5530	Tuttle and Williams &									
R	5744	H C. Wood Orr	1,504.00	1,504.00	-	-	-	-	-	-	-
R	5535	Julie Nott Waugh	17.00	17.00	-	-	-	-	-	-	-
R	5537	Porter Hanks	-	-	-	-	-	-	-	-	-
R	5538	J B Davis	1,467.00	1,467.00	-	-	-	-	-	-	-
R	5540	Laura D. Shaw	96,352.00	94,738.79	1,613.21	18,957 b	14,365 b	4,592 b	0.351309	490 b	172.14
R	5542	Amos Madison &									
R	5543	Ola Madison	26.00	26.00	-	-	-	-	-	-	-
R	5545	James Champion &									
R	5546	Joe Venters	1,518.00	1,518.00	-	-	-	-	-	-	-
R	5547	George Clark	2,720.00	2,720.00	-	-	-	-	-	-	-
R	5551	Esma Lee Ekholm MI	1,047.00	1,047.00	-	-	-	-	-	-	-
R	5557	Leonard F. Lindsey,									
R	5783	Hughes Smith Orr,									
R	5784	Annie Todd Orr,	77,493.00	73,826.32	3,666.68	44,462 b	32,895 b	11,567 b	0.316995	1,274 b	403.85
R	5785	Kenneth L. Coffman,									
R	6131	Hughes Smith, &									
R	6132	Kenneth Coffman									
R	5558	H. H. Jameson	25,425.00	25,425.00	-	-	-	-	-	-	-
R	5559	Nannie Ash &									
R	5561	Dan Auld Orr	3,180.00	3,180.00	-	-	-	-	-	-	-
R	5560	Annie Leola Cummings	8,523.00	8,504.60	18.40	3,406 b	3,159 b	247 b	0.074494	64 b	4.77
R	5562	Ernest C. Gay	10,239.00	10,236.56	2.44	20,517 b	19,087 b	1,430 b	0.001706	172 b	0.29
R	5563	F C Roensch	3,501.00	3,494.80	6.20	11,020 m	9,384 m	1,636 m	0.003790	341 m	1.29
R	5565	T B Tubb	437,190.00	407,091.99	30,098.01	1,768,321 m	1,274,669 m	493,652 m	0.060970	47,323 m	2,885.29
R	5566	George W. Alves	216.00	216.00	-	-	-	-	-	-	-
R	5568	Paul Lang	4,356.00	4,356.00	-	-	-	-	-	-	-
R	5571	W. H. Riedel	10.00	10.00	-	-	-	-	-	-	-
R	5573	Escapule &									
R	5574	Perez	864.00	864.00	-	-	-	-	-	-	-
R	5575	C. W. Shafer	23,906.00	23,904.62	1.38	12,774 b	12,231 b	543 b	0.002541	166 b	0.42
R	5576	Jessie Mae Williamson,									
R	5577	Alma Thomas,									
R	5579	Thalbert R. Thomas, &	67,405.00	67,197.35	207.65	112,316 b	80,311 b	32,005 b	0.006488	4,253 b	27.59

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Property		Cost 12/31/11 Plus 2012 Additions	Prior Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost
					Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Shield and Company Partnership I D #74-1003570 Year Ended December 31, 2012										
b-denotes oil volume-barrels m-denotes gas volume-mcf										
R	5701	H E Cummins								
R	5580	Tom E Cocknrl	1,086 00	1,086 00	-	-	-	-	-	-
R	5582	Jennie Ray Kauffman	261 00	261.00	-	-	-	-	-	-
R	5586	E O. Jacob	4,100 00	3 981 57	118 43	148,385	109,245 m	39,140 m	0 003026	1 601 m 4 84
R	5589	Elmo Reed,								
R	5591	S H Reed, &	11,703 00	11,647 62	55 38	6,507 b	6,130 b	377 b	0 146897	125 b 18 36
R	5593	Lottie Lee Shaper								
R	5590	Carl Weise	1,096 00	1,096 00	-	-	-	-	-	-
R	5594	A. S LeBleu &								
R	5595	Grace Keller	43,740 00	41,779 55	1,960 45	11,542 b	10,226 b	1,316 b	1 489704	84 b 125 14
R	5596	McElreath-Suggett &								
R	5597	J E Malone	26,022 00	25,199 38	822 62	58 601 m	52,340 m	6,261 m	0 131388	697 m 91 58
R	5598	Zillah Hausen	681 00	681.00	-	-	-	-	-	-
R	5599	M. L. Kendrick	2,165 00	2,165 00	-	-	-	-	-	-
R	5602	S J. Logan &								
R	5603	H N Parks	29,618 00	29,591 29	26 71	11,450 b	10,387 b	1,063 b	0 025127	180 b 4 52
R	5605	Fred S Robbins	12,576 00	12,570 57	5 43	6,100 b	5,621 b	479 b	0 011336	64 b 0 73
R	5610	Leo Craigen	8,952 00	8,952 00	-	-	-	-	-	-
R	5611	Mrs. A. M. Kelsey Bass &								
R	9105	Kelsey - Bass	1,260 00	1,260 00	-	-	-	-	-	-
R	5612	A M Martinez	2,588 00	2,588 00	-	-	-	-	-	-
R	5616	J C Bramball	28,293 00	27 865 05	427 95	33,383 m	30,377 m	3,006 m	0 142365	392 m 55 81
R	5617	Joe H Conway,								
R	5619	Francis Gauntt,								
R	5620	E C. Hardin,								
R	5625	B J Schendel,								
R	5627	J E Steed,								
R	5628	J E Steed Orr,	15,534 00	15,325 00	209 00	4,732 b	4,414 b	318 b	0 657233	25 b 16 43
R	5630	L W Stieren,								
R	5631	D W Vickers, &								
R	5632	C H Wolfmeuller								
R	5623	D E Lyons	220 00	220 00	-	-	-	-	-	-
R	5624	R J Moczygamba,								
HR	8189	August Moczygernba &	8,227 00	8,227 00	-	-	-	-	-	-
HR-	8192	Clem Moczygamba								
R	5629	Sally J Treadwell	3,854 00	3 854 00	-	-	-	-	-	-
R	5633	D R Coleman &								
R	9109	W B Coleman	307,184 00	292,752 53	14,431 47	104,601 b	87,722 b	16,879 b	0 854996	2,105 b 1,799 77
R	5634	Frank C. Goodwin Ri	100,782 00	98,680 05	2,101 95	130,854 m	115,408 m	15,446 m	0 136084	1,335 m 181 67
R	5639	B W Dove Ri	176 00	176 00	-	-	-	-	-	-
R	5640	Gregg Lawrence MI	2,214 00	2,214 00	-	-	-	-	-	-
R	5641	Ellen Atkinson ORR,								
R	5642	Ellen Atkinson Ri, &	14,092 00	14,092 00	-	-	-	-	-	-
R	5643	Ellen Atkinson								
R	5645	Sam Atkinson Ri								
R	5644	D W Rhode & W H Spears	9,300 00	9,300 00	-	-	-	-	-	-
R	5648	L. Keck MI	106 00	106 00	-	-	-	-	-	-
R	5650	Guaranty Title & Trust Co	3 00	3 00	-	-	-	-	-	-
R	5652	Myrtle Stockton Ri	7,062 00	7,062 00	-	-	-	-	-	-
R	5654	Louis A Yates MI & ORR	3,449,511 00	1,142,773 13	2,306,737 87	648,324 b	334,137 b	314,187 b	7 341927	6,403 b 47,010 36
R	5655	C B Granbury MI	45 162 00	44 965 73	196 27	14,991 b	13,349 b	1,642 b	0 119531	318 b 38 01

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					Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Sheld and Company Partnership I D #74-1003570 Year Ended December 31, 2012										
b-denotes oil volume-barrels m-denotes gas volume-mcf										
R	5657	L E Fite etc. &								
R	5660	Ola McCann RI	9,858.00	9,858.00	-	-	-	-	-	-
R	5658	W F Lovett RI &								
R	5662	Otto Blumberg RI	9.00	9.00	-	-	-	-	-	-
R	5659	J C Burrows RI	14,073.00	14,055.86	17.14	6,731 b	6,318 b	413 b	0.041501	242 b
R	5663	R F Brown MI &								
R	5721	Helen B. Currier MI	34,386.00	34,197.96	188.04	12,923 b	9,241 b	3,682 b	0.051070	530 b
R	5664	Amanda McKinney RI	1,040.00	1,040.00	-	-	-	-	-	-
R	5665	M F Foster	13.33		13.33	80 b	b	80 b	0.166625	8 b
R	5666	W H Crawford MI	3,849.00	3,849.00	-	-	-	-	-	-
R	5667	R. A. Alford MI	294.00	294.00	-	-	-	-	-	-
R	5670	Mary Ley RI	1,296.00	1,296.00	-	-	-	-	-	-
R	5672	Ruth Stevens RI	46,560.00	43,011.68	3,548.32	70,300 m	60,640 m	9,660 m	0.367321	809 m
R	5673	M E Crum MI &								
R	5674	M E Crum ORR	11,950.00	11,940.35	9.65	9,306 b	8,248 b	1,058 b	0.009121	175 b
R	5675	J C. Malone	222.00	222.00	-	-	-	-	-	-
R	5676	J C. Keller	142,920.00	133,640.06	9,279.94	37,079 b	31,834 b	5,245 b	1.769293	946 b
R	5677	I I Ramirez	15.00	9.43	5.57	45,000 m	42,959 m	2,041 m	0.002729	350 m
R	5679	Clyde Beck	746.00	746.00	-	-	-	-	-	-
R	5681	Paul Lusso & Weeks Orr	3,215.00	3,215.00	-	-	-	-	-	-
R	5683	W H Tupper	8,443.00	7,983.10	459.90	2,138 b	1,783 b	355 b	1.295493	89 b
R	5685	Harnet Gobble Mertz	10,896.00	10,896.00	-	-	-	-	-	-
R	5686	Dave Luke,								
R	5687	E F Marin, &	1,666.00	1,666.00	-	-	-	-	-	-
R	5688	Margaret Wooster								
R	5689	C. P. Motty	11,067.00	11,067.00	-	-	-	-	-	-
R	5690	Allen Belaire &								
R	9118	Earth Unit	2,685.00	2,685.00	-	-	-	-	-	-
R	5691	Johnson Evans	54.00	54.00	-	-	-	-	-	-
R	5692	Eltra Gann	5,794.00	5,782.38	11.62	32,399 m	29,479 m	2,920 m	0.003979	483 m
R	5693	John L. Muncy	16,494.00	16,407.49	86.51	78,028 m	70,544 m	7,484 m	0.011559	1,898 m
R	5697	John A. Myers - Western & Southern Life Ins	3,093.00	3,093.00	-	-	-	-	-	-
R	5698	Jess Goodwin &								
R	5699	Helen Lindley	27,738.00	27,482.02	255.98	10,436 b	9,532 b	904 b	0.283164	231 b
R	5700	G R & J A. Thomas	1,264.00	1,264.00	-	-	-	-	-	-
R	5702	Ida McDonald	7,356.00	7,356.00	-	-	-	-	-	-
R	5704	T L Griffin &								
HR-	8134	T L Griffin	13,939.67	13,939.67	-	-	-	-	-	-
R	5710	Anita Henchman	904.00	904.00	-	-	-	-	-	-
R	5719	Hattie Reed Duncan	612.00	612.00	-	-	-	-	-	-
R	5722	O D Gholson &								
R	5723	T A Upshaw RI	111,665.00	108,996.19	2,668.81	14,016 b	13,497 b	519 b	5.142216	58 b
R	5731	C C. Cannon #1,								
R	5732	C C. Cannon #2,	9,265.00	9,151.31	113.69	2,514 b	2,316 b	198 b	0.574192	38 b
R	5733	C C Cannon #3, &								
HR-	8165	Charles Cannon								
R	5752	Burton McCullum	-		-	-	-	-	-	-
R	5759	Mary A. Reynolds RI	23,559.00	23,559.00	-	-	-	-	-	-
R	5771	Bertha Clay RI &								
HR-	8177	Bertha Clay	64.33	64.33	-	-	-	-	-	-

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					Adjusted Basic Data	Prior Production	Unrecovered Balance				
Fred W Shield and Company Partnership I D #74-1003570 Year Ended December 31, 2012										b-denotes oil volume-barrels m-denotes gas volume-mcf	
R	5777	Donald S Bell	3,923.00	3,921.11	1.89	1,681 b	1,557 b	124 b	0.015242	41 b	0.62
R	5787	E L Dismukes,									
R	5855	Rosa E Crenshaw, &	14,668.00	14,591.71	76.29	4,032 b	3,519 b	513 b	0.148713	90 b	13.38
R	5869	E L Dismukes #2									
R	5796	J P Lewis RI	3,064.00	3,064.00	-	-	-	-	-	-	-
R	5800	Fred W Volz	29,035.00	28,511.84	523.16	66,246 m	61,093 m	5,153 m	0.101525	386 m	39.19
R	5818	J B Pettit,									
HR-	8154	Cara Douglas,									
HR-	8155	Cara K. Douglas,									
HR	8156	R E Harris,									
HR-	8157	R H Herring,	14,192.00	14,192.00	-	-	-	-	-	-	-
HR-	8158	Leonard Proctor,									
HR-	8159	Clara E Smith, &									
HR-	8160	Adrian K Webster									
R	5823	Mattye E Stark	7,767.00	7,767.00	-	-	-	-	-	-	-
R	5834	Ita LeDoux	151,998.00	148,340.83	3,657.17	160,546 m	157,860 m	2,686 m	1.361567	223 m	303.63
R	5836	C Dalkowitz Orr	500.00	500.00	-	-	-	-	-	-	-
R	5838	Kittie Schriener	4,263.00	4,263.00	-	-	-	-	-	-	-
R	5839	Gillette and Cox Orr	89.00	89.00	-	-	-	-	-	-	-
R	5852	Woody Heidelberg ORR									
HR-	8150	N L Heidelberg	2,531.67	2,363.98	167.69	3,541 b	3,180 b	361 b	0.464515	47 b	21.83
HR-	8220	Donovan - Sims &									
	9195	N L Heidelberg									
R	5853	C O Wheeler	1,529.00	1,529.00	-	-	-	-	-	-	-
R	5854	Ethel May	488.00	488.00	-	-	-	-	-	-	-
R	5880	Bernice Lynn Cosby Orr	7,352.00	7,294.92	57.08	3,590 b	2,844 b	746 b	0.076515	102 b	7.80
R	5882	Ennque Villarreal	504.00	504.00	-	-	-	-	-	-	-
R	5885	Giles C. McCrary "C",									
R	5886	Mrs B Young "d", &	22,908.00	22,908.00	-	-	-	-	-	-	-
R	5887	Mrs B Young "e"									
R	5889	J C. Beasley, Jr	3,450.00	3,450.00	-	-	-	-	-	-	-
R	5895	E F DeLeon	368.00	368.00	-	-	-	-	-	-	-
R	5911	J O Alexander #1	483.00	483.00	-	-	-	-	-	-	-
R	5912	H R Alexander #2 &									
R	9124	K M Reagan ORR	3,712.00	3,144.53	567.47	780 b	537 b	243 b	2.335267	19 b	44.37
R	5914	M V Arnold	-	-	-	-	-	-	-	-	-
R	5917	H E Mangham	-	-	-	-	-	-	-	-	-
R	5918	Bernice Beeman &									
HR-	8268	Beeman	5,663.33	5,663.33	-	-	-	-	-	-	-
R	5921	Tip Graham &									
HR	8218	Tip Graham	18.00	18.00	-	-	-	-	-	-	-
R	5923	Kordis Heirs &									
R	5924	Otto Tharp	3,553.00	3,553.00	-	-	-	-	-	-	-
R	5943	University 31-A ORR,									
R	5963	University 31 ORR,									
R	6099	University 31-21,									
R	6129	University 42-A,	43,587.00	43,587.00	-	-	-	-	-	-	-
	9153	University 31,									
	9164	University 31-A &									
	9221	University 31-21									
R	5952	T L Higginbotham	4,543.00	4,543.00	-	-	-	-	-	-	-

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		Cost 12/31/11 Plus 2012 Additions	Prior Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost
Property					Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Sheld and Company Partnership I D #74-1003570 Year Ended December 31, 2012										
b-denotes oil volume-barrels m-denotes gas volume-mcf										
R	5971	J Y Gilmore	9,229 00	9,229 00	-	-	-	-	-	-
R	5994	Vernon P Neissl	1,402 00	1,402 00	-	-	-	-	-	-
R	5995	Jack E Blake	23,853 00	23,813 83	39 17	97,862 m	83,998 m	13,864 m	0 002825	1,753 m 4 95
R	5999	R. B Wherry	5,883 00	5,883 00	-	-	-	-	-	-
R	6000	Continental/Wood Deal	27,676 00	27,498 25	177 75	72,592 m	56,350 m	16,242 m	0 010944	2,242 m 24 54
R	6001	State Lease #53394 ORR	1,539 00	1,539 00	-	-	-	-	-	-
R	6002	R B Wherry	472 00	472 00	-	-	-	-	-	-
R	6013	Norman K Owens	113,041 00	111,719 56	1,321 44	221,747 m	199,671 m	22,076 m	0 059859	2,129 m 127 44
R	6031	Doyle Standifer,								
R	6033	J A Wilson,								
R	6034	R W Kreager,	171,279 67	167,299 81	3,979 86	32,931 b	27,882 b	5,049 b	0 788247	837 b 659 76
R	6035	G G Boyd,								
R	6042	Elizabeth Henry								
HR-	8259	Ralph A Wilson,								
HR-	8260	Doyle Standifer,								
HR-	8261	Rose Kreager, &								
HR-	8262	G G Boyd								
R	6038	Est of J H Harvey ORR &								
HR	8255	Harvey Estate	5,992 13	5,992 13	-	-	-	-	-	-
R	6039	J A Robey ORR	1,437 00	1,437 00	-	-	-	-	-	-
R	6049	Molly L Lasater &								
HR-	8256	W W Oatman	9,362 00	9,362 00	-	-	-	-	-	-
R	6059	Mary Lee Woodward Orr &								
R	6060	Vernon E Reichle	2 823 00	2,823 00	-	-	-	-	-	-
R	6066	George A. Moberly &								
HR-	8277	Fred Folk Sec 7B	56 67	56 67	-	-	-	-	-	-
R	6068	Victor B Russek Orr,								
HR	8293	Victor Russek &	5,405 67	5,299 29	106 38	31,202 m	24,473 m	6,729 m	0 015809	1,170 m 18 50
	9205	Victor K Russek, Jr								
R	6072	James M Ruhman,								
R	6073	Carl R Peterson,								
HR-	8282	Ruhman Peterson &	31,512 67	31,478 23	34 44	108,571 m	101,311 m	7,260 m	0 004744	1,759 m 8 34
HR-	8314	Carl Peterson								
R	6074	C. Gibson,								
R	6091	Weldon K Huffman Orr,								
HR-	8283	Eppes et al, &	12,095 33	12,092 85	2 48	1,743,673 m	1,413,015 m	330,658 m	0 000008	75,259 m 0 56
HR	8291	Weldon K. Hoffman Orr								
R	6087	Briscoe Ranch Orr	1,410 00	1,410 00	-	-	-	-	-	-
R	6089	Anthonio Vela	-	-	-	-	-	-	-	-
R	6094	John Knox	106 00	106 00	-	-	-	-	-	-
R	6095	August Toll,								
R	6096	Paul Zingelmann, &	70,585 00	70,421 07	561 93	359,141 m	344,393 m	14,748 m	0 038102	1 749 m 66 64
R	6098	Elbert Koopman								
R	6100	Midland National Bank Tr	40,068 00	37,530 34	2,537 66	16,099 b	13,468 b	2,631 b	0 964523	396 b 381 95
R	6130	Mayfield	-	-	-	-	-	-	-	-
R	6134	J O Huitt	5,531 25	5,527 33	3 92	5,021 b	4,819 b	202 b	0 019406	202 b 3 92
R	6135	Finley	2,903 83	-	2,903 83	-	-	-	-	-
R	6137	Gene L. Prentice	10,170 20	9,512 63	657 57	8,000 m	6,824 m	1,176 m	0 559158	1 m 0 56
R	6138	Nancy Nugent	2,887 38	2,879 98	7 40	800 m	745 m	55 m	0 134545	20 m 2 69
R	6140	Joseph R Shaw	9,161 37	9,161 37	-	-	-	-	-	-
R	6142	O H Dipple	58,387 75	57,109 86	1,277 89	13,000 m	12,096 m	904 m	1 413595	202 m 285 55
R	6148	David M Kassing	3,674 59	3,611 58	63 01	14,500 m	13,023 m	1,477 m	0 042661	154 m 6 57

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Property		Cost 12/31/11 Plus 2012 Additions	Prior Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost
					Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Shield and Company Partnership I D #74-1003570 Year Ended December 31, 2012										
b-denotes oil volume-barrels m-denotes gas volume-mcf										
R	6152	FWF Mineral Trust "B"	1,335 07	1,335 07	-	-	-	-	-	-
R	6155	K W Bailey	50,000 00	45,161.26	4,838 74	6,000 b	3,379 b	2,621 b	1 846143	174 b 321 23
R	6156	Charter Royalty	154,139 62	148,310 62	5,829 00	240,000 m	185,799 m	54,201 m	0 107544	7,279 m 782 81
R	6162	K Byrd	22,500 00	16,317 29	6,182 71	7,000 m	6,115 m	885 m	6 986113	37 m 258 49
R	6163	Fotenberry	29,750 00	29,750 00	-	-	-	-	-	-
	6168	Liberty Eylau ISD Unit	7,055 56	4,107 35	2,948 21	50 b	32 b	18 b	163 789444	2 b 327 58
	6170	Barnett Gas Unit	4,193 55	3,331 07	862 48	1,000 m	598 m	402 m	2 145473	80 m 171 64
	6171	Boyd-Pickett Gas Unit	4,256 01	3,231.51	1,024 50	700 m	431 m	269 m	3 808550	52 m 198 04
	6172	J W Brown Gas Unit	813 39	813 39	-	-	-	-	-	-
	6173	Burgher D Unit	8,619 31	6,057 38	2,561 93	700 m	486 m	214 m	11 971636	66 m 790 13
	6174	Burgher G Unit	869 33	623 07	246 26	60 m	41 m	19 m	12 961053	7 m 90 73
	6175	Butler Gas Unit	37,466 43	25,161.80	12,304 63	9,000 m	5,736 m	3,264 m	3 769801	759 m 2,861.28
	6176	Clarke Gas Unit	15,308 63	11,567 73	3,740 90	2,300 m	1,555 m	745 m	5 021342	273 m 1,370 83
	6177	Clary Unit	1,091 22	806 58	284 64	150 m	100 m	50 m	5 692800	12 m 68 31
	6178	Cosson Gas Unit	9,049 37	5,875 63	3,173 74	1,550 m	974 m	576 m	5 509965	162 m 892 61
	6179	Cummins A Unit	2,627 44	1,716 06	911 38	230 m	148 m	82 m	11 114390	22 m 244 52
	6180	Dunlap #1 Gas Unit	1,731 25	860 96	870 29	260 m	127 m	133 m	6 543534	13 m 85 07
	6181	Edwards A Unit	663 74	395 13	268 61	60 m	33 m	27 m	9 948519	5 m 49 74
	6182	Falls Gas Unit	23,231 84	15,966 54	7,265.30	3,000 m	2,043 m	957 m	7 591745	253 m 1,920 71
	6183	Ham Gas Unit	17,631 27	16,183 91	1,447 36	5,000 m	3,279 m	1,721 m	0 840999	609 m 512 17
	6185	Hartley Unit	15 28	15 28	-	-	-	-	-	-
	6186	Henderson Gas Unit	23,274 08	15,074 80	8,199 28	9,000 m	4,208 m	4,792 m	1 711035	786 m 1,344 87
	6187	Hill A Unit	213 46	213 46	-	-	-	-	-	-
	6189	Irvin Gas Unit	6,730 21	4,961.13	1,769 08	1,500 m	892 m	608 m	2 909671	175 m 509 19
	6190	Johnson A Gas Unit	4,915 82	3,421.05	1,494 77	450 m	293 m	157 m	9 520828	44 m 418 92
	6191	B K. Johnson A Unit	139 65	139 65	-	-	-	-	-	-
	6192	Kirsch Gas Unit	11,900 83	8,580 84	3,319 99	3,500 m	1,771 m	1,729 m	1 920179	283 m 543 41
	6193	Lancaster A Unit	1,061 78	491.26	570 52	110 m	38 m	72 m	7 923889	6 m 47 54
	6194	Lane A Unit	1,181 32	634 44	546 88	110 m	53 m	57 m	9 594386	6 m 57 57
	6195	Ledbetter A Unit	1,604 42	786 24	818 18	150 m	72 m	78 m	10 489487	11 m 115 38
	6196	J H Moore Gas Unit	599 59	599 59	-	-	-	-	-	-
	6197	Rice Unit	1,999 76	1,999 76	-	-	-	-	-	-
	6198	Rogers Gas Unit	7,168 25	5,576 33	1,591 92	4,000 m	1,985 m	2,015 m	0 790035	391 m 308 90
	6199	T L Simmons, Roy Heirs Unit	1,673 73	1,483 54	190 19	27 b	25 b	2 b	95 095000	2 b 190 19
	6200	G O Summers Unit	1,066 39	1,066 39	-	-	-	-	-	-
	6201	Swank A Unit	176 27	176 27	-	-	-	-	-	-
	6202	Teague ISD Unit	8 09	8 09	-	-	-	-	-	-
	6203	Turner A Unit	341 08	203 28	137 80	50 m	33 m	17 m	8 105882	5 m 40 53
	6205	Webb A	3,236 69	2,403 07	833 62	100 m	99 m	1 m	833 620000	1 m 833 62
	6206	Webb A Unit	11,767 70	7,699 95	4,067 75	1,500 m	842 m	658 m	6 181991	138 m 853 11
	6207	Webb TS A	741.93	369 40	372 53	100 m	49 m	51 m	7 304510	5 m 36 52
	6208	Winfree Gas Unit	14,336 38	11,009 68	3,326 70	3,300 m	2,163 m	1,137 m	2 925858	265 m 1,321 79
	6209	Hedrick Lease	496 12	496 12	-	-	-	-	-	-
	6210	Vincent East 66#1	1 00	1 00	-	-	-	-	-	-
	6211	Clark Sain #14	1 506 11	1,506 11	-	-	-	-	-	-
	6212	Beddingfield #1	0 11	0 11	-	-	-	-	-	-
	6213	Beddingfield Gas Unit	165 15	165 15	-	-	-	-	-	-
	6214	Garret Trust #1	1 00	1 00	-	-	-	-	-	-
	6216	Conrad Unit	21 576 08	10,858 34	10,717 74	2,200 m	1,073 m	1,127 m	9 509973	88 m 836 88
	6217	Fields-Mahler Unit	53 833 02	20,054 80	33,778 22	4,500 m	1,644 m	2,856 m	11.827108	223 m 2,637 45
	6218	Hodges C 41 1,3	52 58	52 58	-	-	-	-	-	-

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Property		Cost 12/31/11 Plus 2012 Additions	Prior Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost
					Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Shuehl and Company Partnership I D #74-1003570 Year Ended December 31, 2012										
b-denotes oil volume-barrels m-denotes gas volume-mcf										
	6219 Hodge D 3	108 86	108 86	-	-	-	-	-	-	
	6220 Hodge G 3	122 23	122 23	-	-	-	-	-	-	
	6221 Minnie Hodges 40-IL	58 08	58 08	-	-	-	-	-	-	
	6226 Hodges #1,2-39	194 25	194 25	-	-	-	-	-	-	
	6227 Hodges 1-193	51 90	51 90	-	-	-	-	-	-	
	6228 Minnie E Hodges	48 20	48 20	-	-	-	-	-	-	
	6229 Barksdale Estate Gas Unit	193 57	193 57	-	-	-	-	-	-	
	6230 Parmele Unit	200 09	200 09	-	-	-	-	-	-	
	6231 Newsome A Gas Unit	11,003 41	4,773 69	6,229 72	1,000 m	507 m	493 m	12 636349	28 m	353 82
	6232 Jesse R. Odem Gas Unit	3,958 74	2,345 28	1,613 46	600 m	363 m	237 m	6 807848	21 m	142 96
	6234 Reid 9	53,021 44	28,375 57	24,645 87	24,000 m	8,586 m	15,414 m	1 598928	1,843 m	2,946 82
	6235 Neale Common Sand Unit	40,475 18	11,065 31	29,409 87	1,000 b	323 b	677 b	43 441462	27 b	1,172 92
	6238 Claudia 1-14	752 50	752 50	-	-	-	-	-	-	-
	6239 Harrel 1-8	64 49	64 49	-	-	-	-	-	-	-
HR-	8101 Carl J Belton & C. E. Barkam,									
HR-	8102 Hayes, Hodge, & Van Horn,									
HR-	8103 Add Thompson, &	146 00	146 00	-	-	-	-	-	-	-
HR-	8172 Mrs Della Spencer									
HR-	8104 Ray Guidry, et al	3,802 00	3,802 00	-	-	-	-	-	-	-
HR-	8106 Ella Stevenson	2,966 00	2 966 00	-	-	-	-	-	-	-
HR-	8107 Franklin Isaacson,									
HR-	8108 Robert Rutsch,									
HR-	8109 Maude Slaaten, &	13,943 33	13,708 93	234 40	6,700 b	1,651 b	5,049 b	0 046425	472 b	21 91
HR-	8110 G L Thompson									
HR-	8111 Carl Moe	100 00	100 00	-	-	-	-	-	-	-
HR-	8113 J V McKee	22,756 00	22,466 29	289 71	2,672 b	2,670 b	2 b	144 855000	2 b	289 71
HR-	8114 Lela B Ayres	440 00	440 00	-	-	-	-	-	-	-
HR-	8115 Georgia Franklin,									
HR-	8116 T M Harrell,									
HR-	8117 Isaac Harrell,	20 036 67	19,787 76	248 91	17,198 b	10,687 b	6,511 b	0 038229	497 b	19 00
HR-	8121 H N Millican, &									
HR-	8164 Marana Hayes									
HR-	8118 Andy Jones	1,124 00	1,124 00	-	-	-	-	-	-	-
HR-	8119 James A Meyers #1	1,190 00	1,190 00	-	-	-	-	-	-	-
HR-	8122 E D Rollow	63 33	63 33	-	-	-	-	-	-	-
HR-	8123 Charles Burkes,									
HR-	8124 L O Howell, &	8,752 00	8,743 78	8 22	7,021 b	5,942 b	1,079 b	0 007618	266 b	2 03
HR-	8125 Mrs C E McCann									
HR-	8126 John Griffith	182 67	182 67	-	-	-	-	-	-	-
HR-	8127 Amber Boyce	320 00	320 00	-	-	-	-	-	-	-
HR-	8128 Rossie Atha &									
HR-	8131 W L McClain	510 00	510 00	-	-	-	-	-	-	-
HR-	8129 Myrtle Burkhardt	2,853 33	2,853 33	-	-	-	-	-	-	-
HR-	8130 W E Lynn	2,032 00	2,032 00	-	-	-	-	-	-	-
HR-	8132 Eugene C Miller	0 67	0 67	-	-	-	-	-	-	-
HR-	8133 Jesse Kyle	72 67	72 67	-	-	-	-	-	-	-
HR-	8135 Nettie Butner	946 00	946 00	-	-	-	-	-	-	-
HR-	8136 Emmett Headlee	13 617 33	13,597 89	19 44	3,920 b	3,873 b	47 b	0 413617	17 b	7 03
HR-	8137 F J Richardson &									
HR-	9191 Richardson	6 379 00	6,314 38	64 62	2,184 b	2 098 b	86 b	0 751395	28 b	21 04
HR-	8138 Terrell County	1,580 00	1,580 00	-	-	-	-	-	-	-
HR-	8139 T L Miller	36 67	36 67	-	-	-	-	-	-	-
HR-	8149 F D Breedlove Ranch	8 662 00	8,662 00	-	-	-	-	-	-	-

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Property		Cost 12/31/11 Plus 2012 Additions	Pnor Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost
					Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Sheld and Company Partnership I D #74-1003570 Year Ended December 31, 2012										
b-denotes oil volume-barrels m-denotes gas volume-mcf										
HR-	8151	Effie S Odem #1,								
HR-	8152	Effie S Odem #2,	82,827.33	82,212.58	614.75	637,105 m	618,016 m	19,089 m	0.032204	2,767 m
HR-	8153	M. C. Puckett, &								89.11
HR-	8175	Steinmetz & Sanders								
HR-	8166	Charles Krieger &								
HR-	8169	H. C. Brickel	3,570.00	3,570.00	-	-	-	-	-	-
HR-	8170	Calvin Clay	2,220.00	2,220.00	-	-	-	-	-	-
HR-	8171	Mary Thomas	1,478.00	1,476.24	1.76	37,928 m	36,972 m	956 m	0.001841	956 m
HR-	8174	L. C. Johnson	424.00	424.00	-	-	-	-	-	1.76
HR-	8178	Mildred Patten	3.00	3.00	-	-	-	-	-	-
HR-	8181	Joe J. Janyssel,								
HR-	8183	F. W. Boyd,								
HR-	8187	Gussie Yanta,	14,640.00	14,610.21	29.79	2,990 b	2,959 b	31 b	0.960968	31 b
HR-	8193	Ben Krusciak, &								29.79
HR-	8201	Pella Pavlek								
HR-	8184	Bert McClure	1,250.00	1,250.00	-	-	-	-	-	-
HR-	8188	C. C. Cummins	553.33	553.33	-	-	-	-	-	-
HR-	8190	Walter Critchley,								
HR-	8198	A. D. Bell,	15,949.00	15,880.50	68.50	146,110 m	119,782 m	26,328 m	0.002602	5,021 m
	9131	A.D. Bell &								13.06
	9190	L. Harry								
HR-	8195	J. J. Wiatrek	-	-	-	-	-	-	-	-
HR-	8196	Trudie Garrett	11.33	11.33	-	-	-	-	-	-
HR-	8197	Fred Schloesser Estate	2,184.00	2,184.00	-	-	-	-	-	-
HR-	8202	Albert Ludwig,								
HR-	8203	John Anderson,								
HR-	8205	Jennie L. Wright,								
HR-	8210	Otto Tharpe,								
HR-	8211	Clarence Bond & Calvin Lutz Orr,								
HR-	8214	Alta Choates,								
HR-	8216	Bertha Carey,								
HR-	8221	R. Fairchild & Harold Null,	2,737.33	2,737.33	-	-	-	-	-	-
HR-	8223	Venice A. Green,								
HR-	8225	Lester de la Porte,								
HR-	8258	E. G. Paulson,								
HR-	8264	Walter L. Kordis, &								
HR-	8265	Rosella Collier								
HR-	8204	E. C. Brandt	-	-	-	-	-	-	-	-
HR-	8209	Viasta Frels	-	-	-	-	-	-	-	-
HR-	8217	F. T. McCollum	12.00	12.00	-	-	-	-	-	-
HR-	8222	Sidney David	8.67	8.67	-	-	-	-	-	-
HR-	8227	Paul B. Adams	-	-	-	-	-	-	-	-
HR-	8232	Ethel Mangum	-	-	-	-	-	-	-	-
HR-	8234	Grace Holcomb &								
HR-	8235	R. C. Johnson	896.00	896.00	-	-	-	-	-	-
HR-	8237	H. E. Frieling &								
HR-	8246	Les Lovell	1,168.00	1,168.00	-	-	-	-	-	-
HR-	8238	Maggie Dozier	-	-	-	-	-	-	-	-
HR-	8244	Angelo S. Fanelli	70.00	70.00	-	-	-	-	-	-
HR-	8248	Billye H. Casey	34,193.33	34,193.33	-	-	-	-	-	-
HR-	8249	J. J. Pogue, Jr.,								
HR-	8250	T. Edward Swenson, &	7,028.00	6,993.98	34.02	59,619 m	53,368 m	6,251 m	0.005442	1,513 m
HR-	8251	Alfred E. Roessler								8.23
HR-	8253	Ray Clark	98,104.00	87,690.98	10,413.02	84,739 m	66,876 m	17,863 m	0.582938	1,316 m

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Property		Cost 12/31/11 Plus 2012 Additions	Prior Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost
					Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Shueld and Company Partnership I D #74-1003570 Year Ended December 31, 2012										
b-denotes oil volume-barrels m-denotes gas volume-mcf										
HR-	8254 8281 8486	Edgar Johnson, Odie Sweeten & Dale Smith	1,102 00	1,102 00	-	-	-	-	-	-
HR-	8257 8275 9167 9168	Hermann Sterling, Rueben Barton, Herman and Mable Sterling Rueben & Lydia Barton &	726 33	721.13	5 20	4,550 m	4,097 m	453 m	0 011479	137 m 1.57
HR-	8263	Alice Martin	415 33	415 33	-	-	-	-	-	-
HR	8266	Carl Hall	2,498 67	2,498 67	-	-	-	-	-	-
HR-	8269	Willie Buessing &	5,806 67	5 806 67	-	-	-	-	-	-
HR-	8270	Allen Browne								
HR-	8272	J. L. Prutchett &	620 00	620 00	-	-	-	-	-	-
	9180	Boise Southern Co. et al								
HR-	8273	Clifford Spies	1,010 00	1,010 00	-	-	-	-	-	-
HR-	8274	Noreen Hogg &	2,592.67	2,583 04	9 63	4,000 m	3,717 m	283 m	0 034028	71 m 2 42
	9189	Noreen Hogg								
HR-	8279	E Dittfurth	18,636 00	18,636 00	-	-	-	-	-	-
HR	8280	Sam Mantooth	1,541.33	1,541 33	-	-	-	-	-	-
HR-	8284	Ellison and Borland &	997 00	997 00	-	-	-	-	-	-
	9204	Ellison and Borland								
HR-	8287	Alexander	-	-	-	-	-	-	-	-
HR-	8292	J F Janssen	424 00	424 00	-	-	-	-	-	-
HR-	8294	Ed Parker &	513 33	513 33	-	-	-	-	-	-
HR-	8302	Ed Parker #6								
HR-	8295	Frank Mahy	662 00	662 00	-	-	-	-	-	-
HR-	8300	Fern Hopkins	45 33	45 33	-	-	-	-	-	-
HR-	8301	Lynos Weaver	3 33	3 33	-	-	-	-	-	-
HR-	8304	J M Flynn &	29 33	29 33	-	-	-	-	-	-
HR-	8305	D E Hartman								
HR-	8306	E V McCamon	816 00	816 00	-	-	-	-	-	-
HR-	8309	Mark Hartman	6 67	6 67	-	-	-	-	-	-
HR-	8310	Noreen Hogg Orr,	39,854 67	39,765 56	89 11	42,515 m	40,613 m	1,902 m	0 046851	735 m 34 44
HR-	8311	C. H. Kennedy,								
	9187	C. H. Kennedy &								
	9215	Noreen Hogg Orr								
HR-	8312	Sylvia Knarr	2 67	2 67	-	-	-	-	-	-
HR-	8316	Blair Labatt	6,155 00	6,155 00	-	-	-	-	-	-
HR-	8317	Dee Finley	1,174 37	-	1,174 37	-	-	-	-	-
	8396	Louis Howe	6 67	0 44	6 23	10 b	2 b	8 b	0 778750	1 b 0 78
	8407	Bryant Kellogg	16 67	0 20	16 47	5,000 b	59 b	4,941 b	0 003333	441 b 1 47
HR-	8412	Clarence Anderson	13 33	1 97	11.36	400 b	74 b	326 b	0 034847	18 b 0 63
	8414	William Atol	30 00	0 17	29 83	3,000 b	196 b	2,804 b	0 010638	162 b 1 72
	8416	William Hamann	10 00	-	10 00	100 b	- b	100 b	0 100000	16 b 1 60
HR-	8417	William Hapip	3 33	0 63	2 70	500 b	95 b	405 b	0 006667	35 b 0 23
	8418	J & A Johnson	3 33	-	3 33	5,000 b	- b	5,000 b	0 000666	517 b 0 34
	8421	Vinzent Moser	6 67	0 79	5 88	500 b	59 b	441 b	0 013333	68 b 0 91
	8422	John Opsal	1 00	-	1 00	50 b	- b	50 b	0 020000	5 b 0 10
	8423	Carl Purdue	16 67	-	16 67	600 b	- b	600 b	0 027783	60 b 1 67
	8471	M M Rudley	3 33	3 33	-	-	-	-	-	-
	8505	C B Schoerman	3 33	3 33	-	-	-	-	-	-
	9100	Seyta Unit	535 00	469 68	65 32	1,700 m	1,356 m	344 m	0 189884	26 m 4 94
	9102	J H Cunningham	95 00	-	95 00	-	-	-	-	-

Shield Ayres - Foundation
San Antonio, Texas
Depletion Based on Cost
For the Year Ended December 31, 2012
Schedule #1(a)

Property	Cost 12/31/11 Plus 2012 Additions	Pnor Years' Depletion	Depletable Balance	Estimated Recoverable Reserves			Depletion Unit	Production 2012	Depletion Based on Cost
				Adjusted Basic Data	Prior Production	Unrecovered Balance			
Fred W Sheld and Company Partnership I D #74-1003570 Year Ended December 31, 2012									
b-denotes oil volume-barrels m-denotes gas volume-mcf									
9103 R B Thompson	3,443 00	2,492 95	950 05	5,000 b	1,985 b	3,015 b	0 315108	547 b	172 36
9104 B H Philippi	-	-	-	-	-	-	-	-	-
9106 Miller - Reynolds	-	-	-	-	-	-	-	-	-
9111 Virgina Crockett	9,117 00	8,429 34	687 66	18,000 m	13,458 m	4,542 m	0 151400	558 m	84 48
9112 Dean B Gregg	206 00	206 00	-	-	-	-	-	-	-
9113 Timolat	44,117 00	33,892 73	10,224 27	87,000 m	58,135 m	28,865 m	0 354210	3,057 m	1,082 82
9114 F H Ficke	1,306 00	1,089 73	216 27	8,600 m	6,486 m	2,114 m	0 102304	247 m	25 27
9119 Burton McCollum ORRI	21.00	21.00	-	-	-	-	-	-	-
9142 L E Windham	1,073 00	925 11	147 89	1,000 b	674 b	326 b	0 453650	15 b	6.80
9148 West Peck	589 00	573 30	15 70	150 b	122 b	28 b	0 560714	7 b	3.93
9165 Lowe-Johnson 48-A	9,543 00	8,397 84	1,145 16	1,200 b	1,056 b	144 b	7 952500	34 b	270 39
9166 Ciella D Klaproth	733 00	733 00	-	-	-	-	-	-	-
9169 Henry G Hardee, Burdell I Hardee, Gustave Herbert, Ruby Petry Merritt & Gregaire Lege	96,138 00	84,644 58	11,493 42	87,000 m	83,278 m	3,722 m	3 087969	313 m	966 53
9184 Beck ORR	1,121 00	1,121 00	-	-	-	-	-	-	-
9192 Boedecker	835 00	835 00	-	-	-	-	-	-	-
9193 H E Wells	190 00	190 00	-	-	-	-	-	-	-
9196 E G Browning	206 00	206 00	-	-	-	-	-	-	-
9199 Crawai Field Unit	7,201 00	6,972 41	228 59	25,000 m	20,419 m	4,581 m	0 049900	827 m	41 27
9200 Robbins Ranch	1,036 00	862 73	173 27	5,500 m	4,910 m	590 m	0 293678	55 m	16 15
9217 Jennie K Russell "A" & Jennie K Russell "B"	2,110 00	1,980 17	129 83	3,800 b	2,169 b	1 631 b	0 079601	97 b	7 72
9214 E Armstrong (Parker C)	52 353 00	48,557 83	3,795 17	13,000 b	9,538 b	3,462 b	1 096236	249 b	272 96
9226 Snowplow 10-1, 9227 Snowplow 1-5, 9228 Snowplow 7-5, 9249 Herms Landing, 9252 Snowplow Unit #1, 9253 Snowplow Unit #2 & 9255 Bear Swamp Antrim Unit	5 680 00	5,305 72	374 28	70,000 m	59,063 m	10,937 m	0 034221	2,861 m	97 91
9235 Perez & 9236 Salinas	94 340 00	76,127 89	18 212 11	50 000 m	37,778 m	12,222 m	1 490109	1,320 m	1,966 94
9250 Federal D 3	181 00	181 00	-	-	-	-	-	-	-
Total royalties Oil Payment	9,193,310 71	6,472,849 59	2,720,461 12						95,459 75
5930 Hilcrest Oil Company	375 00	375 00	-	Total receipts considered a return of capital					
Total Royalties and Oil Payment	9,193,685 71	6 473,224 59	2 720 461.12						95,459 75

m- Denotes gas- volume in Mcf