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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
THE PAL FOUNDATION

A Employer identification number
74-2692751

Number and street (or P O box number if mail is not delivered to street address) Room/suite
12000 HUEBNER RD

B Telephone number (see instructions)

City or town, state, and ZIP code
SAN ANTONIO, TX 78230

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)* ▶$ 3,665,919

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	22	22		
4	Dividends and interest from securities	48,771	48,771		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	210,447			
b	Gross sales price for all assets on line 6a 1,185,795				
7	Capital gain net income (from Part IV, line 2)		210,447		
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) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	259,240	259,240		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	0	2,930		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	3,563			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	37,214	31,054		
24	**Total operating and administrative expenses.** Add lines 13 through 23	40,777	33,984		0
25	Contributions, gifts, grants paid	161,910			161,910
26	**Total expenses and disbursements.** Add lines 24 and 25	202,687	33,984		161,910
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	56,553			
b	**Net investment income** (if negative, enter -0-)		225,256		
c	**Adjusted net income** (if negative, enter -0-)			0	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	16,374	16,057	16,057
	2 Savings and temporary cash investments	198,821	93,764	93,764
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	32		
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,891,379	2,050,408	2,505,768
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ 1,050,330			
	Less accumulated depreciation (attach schedule) ▶	1,050,330	1,050,330	1,050,330
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,156,936	3,210,559	3,665,919
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	8,810	8,810	
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	8,810	8,810	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	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	3,148,126	3,201,749	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	3,148,126	3,201,749	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,156,936	3,210,559	

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	3,148,126
2	Enter amount from Part I, line 27a	2	56,553
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,204,679
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,204,679

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	**2**	210,447
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		**3**	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	**(b)** Adjusted qualifying distributions	**(c)** Net value of noncharitable-use assets	**(d)** Distribution ratio (col (b) divided by col (c))
2011	197,343	2,673,856	0 073805
2010	158,985	2,362,673	0 06729
2009	155,168	2,057,551	0 075414
2008	204,117	2,662,708	0 076658
2007	179,494	3,153,852	0 056913

2	**Total** of line 1, column (d).	**2**	0 350079
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	**3**	0 070016
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	**4**	2,598,842
5	Multiply line 4 by line 3.	**5**	181,961
6	Enter 1% of net investment income (1% of Part I, line 27b).	**6**	2,253
7	Add lines 5 and 6.	**7**	184,214
8	Enter qualifying distributions from Part XII, line 4.	**8**	161,910

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	4,505
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	4,505
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	4,505
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,709		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,709
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	1,796
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶DEREK SCHRIVER CPA Telephone no ▶(210) 680-0350

Located at ▶5805 CALLAGHAN RD STE 301 SAN ANTONIO TX ZIP +4 ▶78228

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 |

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
PETER A LEININGER 12000 HUEBNER RD SAN ANTONIO,TX 78230	DIRECTOR 2 00	0	0	0
JAMES R LEININGER 18615 TUSCANY STONE STE 200 SAN ANTONIO,TX 78258	DIRECTOR 0 00	0	0	0
JOHN H LEININGER 2734 HARVEST CREEK LANE BOERNE,TX 78006	DIRECTOR 0 00	0	0	0
DANIEL E LEININGER 604 SANDY OAKS BOERNE,TX 78006	DIRECTOR 0 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions **3**	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,481,398
b	Average of monthly cash balances	1b	157,020
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,638,418
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,638,418
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	39,576
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,598,842
6	**Minimum investment return.** Enter 5% of line 5	6	129,942

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	129,942
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,505		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	4,505
3	Distributable amount before adjustments Subtract line 2c from line 1			3	125,437
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	125,437
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	125,437

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	161,910
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	161,910
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	161,910

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					125,437
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2012					
a From 2007.	28,345				
b From 2008.	71,130				
c From 2009.	52,294				
d From 2010.	45,861				
e From 2011.	69,104				
f **Total** of lines 3a through e.		266,734			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 161,910					
a Applied to 2011, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2012 distributable amount.					125,437
e Remaining amount distributed out of corpus		36,473			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		303,207			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .		28,345			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		274,862			
10 Analysis of line 9					
a Excess from 2008. . . .	71,130				
b Excess from 2009. . . .	52,294				
c Excess from 2010. . . .	45,861				
d Excess from 2011. . . .	69,104				
e Excess from 2012. . . .	36,473				

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

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

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

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2a 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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

PETER A LEININGER

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				161,910
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	22	
4 Dividends and interest from securities. . . .			14	48,771	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	210,447	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue **a**					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				259,240	

13 Total. Add line 12, columns (b), (d), and (e). **13** 259,240

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
1A	THE FOUNDATION LEASES A BUILDING FOR USE AS A CHURCH TO SOUL HARVEST CHURCH FOR 1 PER MONTH THE 2012 RENT HAS NOT BEEN PAID

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)**		**No**
	(2) Other assets.	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
	(4) Reimbursement arrangements.	**1b(4)**		**No**
	(5) Loans or loan guarantees.	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2013-11-12	******
Signature of officer or trustee	Date	Title

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
DEREK SCHRIVER	DEREK SCHRIVER	2013-11-12	☑	P00958022

Firm's name ▶	SCHRIVER CARMONA & CARRERA PLLC	Firm's EIN ▶ 27-3473554
Firm's address ▶	5805 CALLAGHAN RD STE 301 San Antonio, TX 78228	Phone no (210) 680-0350

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
JPMORGAN CAPITAL GAIN	P	2011-01-01	2012-12-31
WF CAPITAL GAIN DISTRIBUTION	P	2011-01-01	2012-12-31
160000 A O SMITH	P	2012-06-21	2012-08-07
5440000 ARCH COAL INC	P	2012-01-01	2012-02-08
380000 ARTHUR J GALLAGHER & CO	P	2012-01-30	2012-02-01
70000 ARTHUR J GALLAGHER & CO	P	2012-01-30	2012-05-09
200000 ARTHUR J GALLAGHER & CO	P	2012-01-30	2012-08-07
350000 ARTHUR J GALLAGHER & CO	P	2012-01-30	2012-11-29
140000 ASHLAND INC NEW	P	2011-12-27	2012-02-01
170000 ASHLAND INC NEW	P	2011-12-27	2012-05-09
80000 ASHLAND INC NEW	P	2011-12-27	2012-08-07
150000 ASHLAND INC NEW	P	2011-12-27	2012-11-29
190000 BRINKER INTL INC	P	2012-05-17	2012-08-07
260000 BRINKER INTL INC	P	2012-05-17	2012-11-29
360000 BRUNSWICK CORP	P	2012-04-03	2012-05-09
630000 BRUNSWICK CORP	P	2012-04-03	2012-08-07
60000 CARDTRONICS INC	P	2012-05-02	2012-05-09
210000 CARDTRONICS INC	P	2012-05-02	2012-08-07
560000 CARDTRONICS INC	P	2012-05-02	2012-11-29
40000 CARPENTER TECHNOLOGY CORP	P	2012-08-08	2012-11-29
1050006 CATALYST HEALTH SOLUTION	P	2011-11-02	2012-07-03
350000 COMPUTER PROGRAMS & SYSTM	P	2012-03-14	2012-05-09
220000 COMPUTER PROGRAMS & SYSTM	P	2012-03-14	2012-11-29
210000 CORELOGIC INC	P	2012-09-26	2012-11-29
1400000 CYPRESS SEMICONDUCTOR CORP	P	2011-03-03	2012-02-01
20000 DOLLAR TREE STORES INC	P	2011-11-02	2012-08-15
210000 FIRST REPUBLIC BANK SF CALI	P	2012-10-25	2012-11-29
990000 GNC HOLDINGS INC	P	2012-03-09	2012-05-09
6340000 GNC HOLDINGS INC	P	2012-03-09	2012-10-31
180000 GNC HOLDINGS INC	P	2012-03-09	2012-11-29

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

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100000 GREAT PLAINS ENERGY INC	P	2011-08-30	2012-02-01
500000 GREAT PLAINS ENERGY INC	P	2011-08-30	2012-05-09
310000 GREAT PLAINS ENERGY INC	P	2011-08-30	2012-08-07
50000 HARMAN INTL INDS INC NEW	P	2012-09-07	2012-11-29
140000 HARSCO CORPORATION	P	2011-02-17	2012-02-01
30000 HUBBELL INC CL B 01 PAR	P	2011-03-15	2012-02-01
150000 JAZZ PHARMACEUTICALS PLC	P	2012-07-18	2012-08-07
40000 JAZZ PHARMACEUTICALS PLC	P	2012-07-18	2012-11-29
150000 JONES LANG LASALLE INC	P	2012-01-30	2012-02-01
50000 JONES LANG LASALLE INC	P	2012-01-30	2012-05-09
20000 JONES LANG LASALLE INC	P	2012-01-30	2012-08-07
50000 JONES LANG LASALLE INC	P	2012-01-30	2012-11-29
140000 J2 GLOBAL INC	P	2012-02-16	2012-05-09
11040000 J2 GLOBAL INC	P	2012-02-16	2012-06-21
70000 KAYDON CORP	P	2012-05-09	2012-06-21
830000 LIFE TIME FITNESS INC	P	2012-02-24	2012-08-07
20000 LIFE TIME FITNESS INC	P	2012-02-24	2012-11-29
1280000 MASIMO CORP	P	2011-07-14	2012-02-01
1650000 MCDERMOTT INTL INC	P	2011-08-10	2012-02-01
20130000 MCDERMOTT INTL INC	P	2011-08-10	2012-02-29
330000 MICROSEMI CORP CL A	P	2012-04-03	2012-05-09
540000 MICROSEMI CORP CL A	P	2012-04-03	2012-08-07
20000 OREILLY AUTOMOTIVE INC	P	2011-11-02	2012-02-08
10000 OIL STATES INTL INC	P	2012-02-29	2012-05-09
340000 OIL STATES INTL INC	P	2012-02-29	2012-08-07
30000 OIL STATES INTL INC	P	2012-02-29	2012-11-29
50000 PEBBLEBROOK HOTEL TR	P	2012-06-21	2012-08-07
410000 PEBBLEBROOK HOTEL TR	P	2012-06-21	2012-11-29
670000 POWERSHARES S&P ET SMALLCAP	P	2011-04-04	2012-02-01
280000 PVH CORP	P	2012-05-29	2012-08-07

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
230000 RIVERBED TECHNOLOGY INC	P	2012-02-01	2012-05-08
390000 ROVI CORP	P	2012-01-30	2012-02-01
40000 ROVI CORP	P	2012-01-30	2012-05-09
8320000 ROVI CORP	P	2012-01-30	2012-07-18
600000 SKYWORKS SOLUTIONS INC	P	2011-07-12	2012-01-19
630000 TITAN INTL INC ILL	P	2011-08-16	2012-02-01
20000 TITAN INTL INC ILL	P	2011-08-16	2012-05-09
820000 TITAN INTL INC ILL	P	2011-08-16	2012-08-07
100000 TRIMBLE NAVIGATION LTD	P	2012-08-08	2012-11-29
30000 TRIUMPH GROUP INC	P	2012-08-15	2012-11-29
320000 VERIFONE SYSTEMS INC	P	2012-01-20	2012-02-01
260000 VERIFONE SYSTEMS INC	P	2012-01-20	2012-05-09
60000 VERIFONE SYSTEMS INC	P	2012-01-20	2012-08-07
9430000 VERIFONE SYSTEMS INC	P	2012-01-20	2012-08-15
230000 ZOLL MEDICAL CORP	P	2011-08-22	2012-02-01
5830000 ZOLL MEDICAL CORP	P	2011-08-22	2012-03-14
20000 ARCH COAL INC	P	2011-01-31	2012-02-01
17810000 ARCH COAL INC	P	2011-01-31	2012-02-08
59996 CATALYST HEALTH SOLUTION	P	2011-01-13	2012-07-03
700000 CYPRESS SEMICONDUCTOR CORP	P	2011-03-03	2012-05-09
2030000 CYPRESS SEMICONDUCTOR CORP	P	2011-03-03	2012-08-07
15300000 CYPRESS SEMICONDUCTOR	P	2011-03-03	2012-09-26
15220000 CYPRESS SEMICONDUCTOR	P	2011-03-03	2012-09-27
620000 GREAT PLAINS ENERGY INC	P	2011-08-30	2012-11-29
18120000 HARSCO CORPORATION	P	2011-01-01	2012-05-01
130000 HUBBELL INC CL B 01 PAR	P	2011-03-15	2012-05-09
340000 HUBBELL INC CL B 01 PAR	P	2011-03-15	2012-08-07
230000 HUBBELL INC CL B 01 PAR	P	2011-03-15	2012-11-29
50000 KAYDON CORP	P	2011-01-13	2012-06-21
700000 MASIMO CORP	P	2011-07-14	2012-08-07

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

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240000 POWERSHARES S&P ET SMALLCAP	P	2011-04-04	2012-05-09
520000 POWERSHARES S&P ET SMALLCAP	P	2011-04-04	2012-08-07
280000 POWERSHARES S&P ET SMALLCAP	P	2011-04-04	2012-11-29
180000 RIVERBED TECHNOLOGY INC	P	2011-03-11	2012-05-08
530000 SKYWORKS SOLUTIONS INC	P	2011-01-13	2012-01-19
15640000 TITAN INTL INC ILL	P	2011-01-01	2012-10-24
80000 TRUSTMARK CORP	P	2011-01-05	2012-05-09
460000 TRUSTMARK CORP	P	2011-01-05	2012-08-07
340000 TRUSTMARK CORP	P	2011-01-05	2012-11-29
120000 AFFILIATED MANAGERS GROUP	P	2009-07-07	2012-02-01
120000 AFFILIATED MANAGERS GROUP	P	2009-07-07	2012-05-09
200000 AFFILIATED MANAGERS GROUP	P	2009-07-07	2012-08-07
250000 ASCENA RETAIL GROUP INC	P	2010-03-26	2012-02-01
860000 ASCENA RETAIL GROUP INC	P	2010-03-26	2012-05-09
1200000 ASCENA RETAIL GROUP INC	P	2010-03-26	2012-08-07
440000 ASCENA RETAIL GROUP INC	P	2010-03-26	2012-11-29
1250000 CATALYST HEALTH SOLUTION	P	2010-01-27	2012-02-01
40000 CATALYST HEALTH SOLUTION	P	2010-01-27	2012-05-09
5679998 CATALYST HEALTH SOLUTION	P	2010-01-27	2012-07-03
120000 CATAMARAN CORP	P	2010-01-27	2012-08-07
60000 CATAMARAN CORP	P	2010-01-27	2012-11-29
70000 CHECK POINT SOFTWARE TECH	P	2009-08-14	2012-02-01
110000 CHECK POINT SOFTWARE TECH	P	2009-08-14	2012-05-09
90000 CHECK POINT SOFTWARE TECH	P	2009-08-14	2012-08-07
80000 CHECK POINT SOFTWARE TECH	P	2009-08-14	2012-11-29
270000 CHURCH & DWIGHT INC	P	2006-01-25	2012-02-01
280000 CHURCH & DWIGHT INC	P	2006-01-25	2012-05-09
1100000 CHURCH & DWIGHT INC	P	2006-01-25	2012-11-29
80000 CULLEN FROST BANKERS INC	P	2010-07-14	2012-02-01
20000 CULLEN FROST BANKERS INC	P	2010-07-14	2012-05-09

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
320000 CULLEN FROST BANKERS INC	P	2010-07-14	2012-08-07
110000 CULLEN FROST BANKERS INC	P	2010-07-14	2012-11-29
330000 DICKS SPORTING GOODS INC	P	2010-03-26	2012-02-01
7080000 DICKS SPORTING GOODS INC	P	2010-03-26	2012-03-05
120000 DICKS SPORTING GOODS INC	P	2010-03-26	2012-05-09
310000 DICKS SPORTING GOODS INC	P	2010-03-26	2012-08-07
380000 DICKS SPORTING GOODS INC	P	2010-03-26	2012-11-29
160000 DIGITAL REALTY TRUST INC	P	2008-07-16	2012-02-01
150000 DIGITAL REALTY TRUST INC	P	2008-07-16	2012-05-09
100000 DIGITAL REALTY TRUST INC	P	2008-07-16	2012-08-07
300000 DIGITAL REALTY TRUST INC	P	2008-07-16	2012-11-29
280000 DOLLAR TREE STORES INC	P	2008-03-13	2012-02-01
210000 DOLLAR TREE STORES INC	P	2008-03-13	2012-05-09
3460000 DOLLAR TREE STORES INC	P	2008-03-13	2012-05-16
140000 DOLLAR TREE STORES INC	P	2008-03-13	2012-08-07
6780000 DOLLAR TREE STORES INC	P	2008-03-13	2012-08-15
120000 DONALDSON COMPANY INC	P	2010-02-18	2012-02-01
430000 DONALDSON COMPANY INC	P	2010-02-18	2012-05-09
10600000 DONALDSON COMPANY INC	P	2010-02-18	2012-05-17
840000 DONALDSON COMPANY INC	P	2010-02-26	2012-08-07
60000 DONALDSON COMPANY INC	P	2010-02-26	2012-11-29
340000 EASTGROUP PPTYS INC REIT	P	2008-12-23	2012-05-09
30000 EASTGROUP PTYS INC REIT	P	2008-12-23	2012-08-07
410000 EASTGROUP PPTYS INC REIT	P	2008-12-23	2012-11-29
170000 FACTSET RESEARCH SYSTEMS	P	2008-04-16	2012-02-01
60000 FACTSET RESEARCH SYSTEMS	P	2008-04-16	2012-05-09
180000 FACTSET RESEARCH SYSTEMS	P	2008-04-16	2012-08-07
20000 FACTSET RESEARCH SYSTEMS	P	2008-04-16	2012-11-29
540000 GRACO INCORPORATED COM	P	2009-05-13	2012-02-01
470000 GRACO INCORPORATED COM	P	2009-05-13	2012-08-07

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
4320000 GRACO INCORPORATED COM	P	2009-05-13	2012-10-24
110000 GRATCO INCORPORATED COM	P	2009-05-14	2012-11-29
120000 HCC INSURANCE HOLDINGS INC	P	2007-10-05	2012-02-01
160000 HCC INSURANCE HOLDINGS INC	P	2007-10-05	2012-08-07
210000 HCC INSURANCE HOLDINGS INC	P	2007-10-05	2012-11-29
200000 ISHARES CORE S&P ET SMALLCP	P	2009-12-15	2012-02-01
100000 ISHARES CORE S&P ET SMALLCP	P	2009-12-15	2012-05-09
230000 ISHARES CORE S&P ET SMALLCP	P	2009-12-15	2012-08-07
80000 ISHARES CORE S&P ET SMALLCP	P	2009-12-15	2012-11-29
180000 ISHARES CORE S&P MIDCAP ETF	P	2010-02-09	2012-02-01
110000 ISHARES CORE C&P MIDCAP ETF	P	2010-02-09	2012-05-09
210000 ISHARES CORE S&P MIDCAP ETF	P	2010-02-09	2012-08-07
110000 ISHARES CORE S&P MIDCAP ETF	P	2010-02-09	2012-11-29
210000 J M SMUCKER CO	P	2008-04-04	2012-02-01
190000 J M SMUCKER CO	P	2008-04-04	2012-05-09
140000 J M SMUCKER CO	P	2008-04-04	2012-08-07
4930000 J M SMUCKER CO	P	2008-04-04	2012-08-15
40000 J M SMUCKER CO	P	2008-05-08	2012-11-29
5390000 KANSAS CITY SOUTHERN NEW	P	2010-11-10	2012-04-23
260000 KANSAS CITY SOUTHERN NEW	P	2010-11-10	2012-05-09
370000 KANSAS CITY SOUTHERN NEW	P	2010-11-10	2012-08-07
2520000 KANSAS CITY SOUTHERN NEW	P	2010-11-10	2012-10-18
90000 KANSAS CITY SOUTHERN NEW	P	2010-12-27	2012-11-29
220000 KAYDON CORP	P	2010-04-15	2012-02-01
7880000 KAYDON CORP	P	2010-04-15	2012-06-21
80000 KENNAMETAL INC CAP STK	P	2010-04-15	2012-02-01
330000 KENNAMETAL INC CAP STK	P	2010-04-15	2012-05-09
590000 KENNAMETAL INC CAP STK	P	2010-04-15	2012-08-07
7890000 KENNAMETAL INC CAP STK	P	2010-04-15	2012-10-23
90000 KENNAMETAL INC CAP STK	P	2010-04-15	2012-11-29

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

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100000 LABORATORY CORP OF AMER HLD	P	2008-05-08	2012-02-01
30000 LABORATORY CORP OF AMER HLDG	P	2008-05-08	2012-05-09
80000 LABORATORY CORP OF AMER HLDG	P	2008-05-08	2012-08-07
2850000 LABORATORY CORP OF AMER	P	2008-05-08	2012-09-07
230000 MEDNAX INC	P	2010-01-28	2012-02-01
340000 MEDNAX INC	P	2010-01-28	2012-05-09
100000 MEDNAX INC	P	2010-01-28	2012-11-29
520000 MICROS SYSTEMS INC	P	2009-05-28	2012-02-01
90000 MICROS SYSTEMS INC	P	2009-05-28	2012-05-09
340000 MICROS SYSTEMS INC	P	2009-05-28	2012-08-07
5410000 MICROS SYSTEMS INC	P	2009-05-28	2012-08-23
240000 MOHAWK INDS INC	P	2008-08-14	2012-02-01
8290000 MOHAWK INDS INC	P	2008-08-14	2012-02-23
140000 OREILLY AUTOMOTIVE INC	P	2008-07-31	2012-02-01
5360000 OREILLY AUTOMOTIVE INC	P	2008-07-31	2012-02-08
220000 OLIN CORP PAR 1	P	2010-04-21	2012-02-01
340000 OLIN CORP PAR 1	P	2010-04-21	2012-05-09
380000 OLIN CORP PAR 1	P	2010-04-21	2012-08-07
180000 OLIN CORP PAR 1	P	2010-04-21	2012-11-29
500000 ONEOK INC NEW	P	2006-04-25	2012-05-09
360000 ONEOK INC NEW	P	2006-04-25	2012-08-07
9590000 ONEOK INC NEW	P	2006-04-25	2012-08-08
310000 ONEOK INC NEW	P	2009-12-03	2012-11-29
390000 PACKAGING CORP OF AMER	P	2010-01-08	2012-02-01
430000 PACKAGING CORP OF AMER	P	2010-01-08	2012-05-09
510000 PACKAGING CORP OF AMER	P	2010-01-08	2012-08-07
350000 PACKAGING CORP OF AMER	P	2010-01-08	2012-11-29
600000 POWERSHARES S&P ET SMALLCAP	P	2010-04-28	2012-02-01
120000 POWERSHARES S&P ET SMALLCAP	P	2010-04-28	2012-05-09
530000 POWERSHARES S&P ET SMALLCAP	P	2010-04-28	2012-08-07

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
110000 POWERSHARES S&P ET SMALLCAP	P	2010-04-28	2012-11-29
7080000 RIVERBED TECHNOLOGY INC	P	2010-02-17	2012-05-08
19750000 SKYWORKS SOLUTIONS INC	P	2011-01-01	2012-01-19
140000 SL GREEN RLTY CORP REIT	P	2009-08-27	2012-02-01
170000 SL GREEN RLTY CORP REIT	P	2009-08-27	2012-05-09
20000 SL GREEN RLTY CORP REIT	P	2009-08-27	2012-08-07
250000 SL GREEN RLTY CORP REIT	P	2009-08-27	2012-11-29
510000 SM ENERGY CO COM	P	2010-12-27	2012-05-09
280000 SM ENERGY CO COM	P	2010-12-27	2012-08-07
05474 SXC HEALTH SOLUTIONS	P	2011-01-01	2012-07-05
50000 TIFFANY & CO NEW	P	2009-10-01	2012-02-01
7700000 TIFFANY & CO NEW	P	2009-10-01	2012-03-19
30000 TIFFANY & CO NEW	P	2009-10-01	2012-05-09
4050000 TIFFANY & CO NEW	P	2009-10-01	2012-05-29
30000 WESTAMERICA BANCORP	P	2008-11-24	2012-02-01
40000 WESTAMERICA BANCORP	P	2008-11-24	2012-05-09
70000 WESTAMERICA BANCORP	P	2008-11-24	2012-08-07
3270000 WESTAMERICA BANCORP	P	2008-11-24	2012-09-07
130000 WHITING PETROLEUM CORP	P	2009-05-13	2012-05-09
550000 WHITING PETROLEUM CORP	P	2009-05-13	2012-08-07

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
598			598
465			465
814		749	65
8,244		14,283	-6,039
1,294		1,268	26
252		234	18
708		667	41
1,271		1,168	103
897		810	87
1,133		983	150
566		463	103
1,053		867	186
621		588	33
788		805	-17
864		937	-73
1,451		1,640	-189
174		177	-3
645		620	25
1,286		1,653	-367
189		201	-12
2,940			2,940
1,970		2,114	-144
1,125		1,329	-204
546		553	-7
2,449		2,933	-484
101		79	22
700		722	-22
3,986		3,200	786
24,451		20,490	3,961
630		582	48

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
207		193	14
994		963	31
684		597	87
196		240	-44
318		503	-185
217		204	13
733		734	-1
209		196	13
1,200		1,114	86
389		371	18
137		149	-12
405		371	34
352		424	-72
27,884		33,442	-5,558
147		164	-17
3,967		4,312	-345
95		104	-9
2,826		3,865	-1,039
2,126		2,189	-63
27,009		26,707	302
688		709	-21
1,081		1,160	-79
166		152	14
75		83	-8
2,695		2,806	-111
206		248	-42
115		115	
852		938	-86
2,080		2,150	-70
2,347		2,327	20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
413		568	-155
1,296		1,226	70
106		126	-20
8,672		26,339	-17,667
1,156		1,363	-207
1,553		1,316	237
55		42	13
1,790		1,713	77
554		466	88
194		190	4
1,411		1,279	132
1,184		1,039	145
232		240	-8
32,039		37,692	-5,653
1,610		931	679
54,098		23,578	30,520
30		69	-39
26,990		61,402	-34,412
168			168
968		1,459	-491
2,442		4,208	-1,766
16,085		31,037	-14,952
16,358		28,071	-11,713
1,246		1,194	52
40,850		64,993	-24,143
1,006		884	122
2,803		2,311	492
1,894		1,563	331
105		196	-91
1,574		2,114	-540

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
711		770	-59
1,550		1,669	-119
831		899	-68
324		740	-416
1,021		1,690	-669
28,485		32,460	-3,975
203		205	-2
1,120		1,177	-57
753		870	-117
1,240		675	565
1,273		675	598
2,347		1,126	1,221
887		666	221
1,775		1,146	629
2,166		1,599	567
895		586	309
7,069		4,991	2,078
347		160	187
15,904			15,904
1,099		725	374
283		181	102
405		197	208
614		310	304
448		254	194
368		223	145
1,239		464	775
1,484		481	1,003
5,947		1,889	4,058
454		426	28
116		107	9

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,786		1,704	82
599		586	13
1,373		885	488
32,285		18,978	13,307
594		322	272
1,583		831	752
2,003		1,019	984
1,148		619	529
1,106		579	527
766		385	381
1,925		1,085	840
2,397		507	1,890
2,143		380	1,763
35,087		6,259	28,828
723		127	596
34,178		7,178	27,000
884		491	393
1,482		879	603
34,702		21,692	13,010
2,952		1,724	1,228
201		123	78
1,731		1,189	542
159		105	54
2,141		1,428	713
1,529		935	594
628		330	298
1,709		990	719
186		110	76
2,597		1,211	1,386
2,265		1,054	1,211

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
20,288		9,676	10,612
544		246	298
344		370	-26
517		494	23
772		648	124
1,486		1,073	413
733		536	197
1,715		1,233	482
610		429	181
1,714		1,261	453
1,060		771	289
2,017		1,471	546
1,099		771	328
1,673		1,079	594
1,440		971	469
1,072		716	356
38,757		24,965	13,792
350		201	149
37,254		24,521	12,733
1,928		1,183	745
2,778		1,683	1,095
19,547		11,814	7,733
706		431	275
767		923	-156
16,503		30,408	-13,905
352		262	90
1,303		1,081	222
2,251		1,933	318
29,508		25,855	3,653
341		295	46

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
929		766	163
258		230	28
705		613	92
25,360		21,826	3,534
1,677		1,295	382
2,335		1,914	421
789		563	226
2,656		1,331	1,325
506		230	276
1,681		870	811
26,004		14,132	11,872
1,520		1,664	-144
53,098		50,145	2,953
1,146		358	788
44,506		13,880	30,626
496		474	22
684		733	-49
805		819	-14
375		388	-13
4,284		1,655	2,629
1,633		596	1,037
42,775		18,212	24,563
1,376		633	743
1,110		954	156
1,214		1,052	162
1,587		1,247	340
1,280		856	424
2,008		1,520	488
408		304	104
1,872		1,342	530

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
387		279	108
12,727		9,392	3,335
38,050		31,281	6,769
1,041		498	543
1,383		605	778
162		71	91
1,855		889	966
3,368		2,950	418
1,285		1,619	-334
55		34	21
320		190	130
52,094		29,331	22,763
192		114	78
23,186		15,428	7,758
142		149	-7
181		199	-18
321		348	-27
15,751		16,416	-665
639		255	384
2,437		1,078	1,359

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(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)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
JOHN HAGEE MINISTRIES PO BOX 1400 SAN ANTONIO,TX 78295	NONE	PUBLIC	GENERAL FUND	1,450
ABILENE CHRISTIAN UNIVERSITY PO BOX 29132 ABILENE,TX 79699	NONE	PUBLIC	GENERAL FUND	2,000
BOY SCOUTS OF AMERICA 2226 NW MILITARY HWY SAN ANTONIO,TX 78213	NONE	PUBLIC	GENERAL FUND	500
ALLIANCE DEFENSE FUND 15100 N 90TH STREET SCOTTSDALE,AZ 85260	NONE	PUBLIC	GENERAL FUND	200
ANTIOCH MINISTRIES 505 N 20TH STREET WACO,TX 76707	NONE	PUBLIC	MISSIONARY SUPPORT	28,200
AWAKENING FOR TODAY MINISTRIES PO BOX 39 MONUMENT,CO 80132	NONE	PUBLIC	GENERAL FUND	1,000
BANDERA UNITED METHOD CHURCH 406 11TH ST BANDERA,TX 78003	NONE	PUBLIC	GENERAL FUND	600
BIBLE ARCHAEOLOGY SEARCH and EXP PO BOX 545 MONUMENT,CO 80132	NONE	PUBLIC	GENERAL FUND	6,000
COMMUNITY BIBLE CHURCH 2477 N LOOP 1604 E SAN ANTONIO,TX 78232	NONE	PUBLIC	GENERAL FUND	12,000
CHRISTIAN JOB CORPS OF KENDELL PO BOX 363 BOERNE,TX 78006	NONE	PUBLIC	GENERAL FUND	1,160
CHURCH TRIUMPHANT DDM INC 339 W HUTCHINS PLACE SAN ANTONIO,TX 78252	NONE	PUBLIC	GENERAL FUND	500
CUB SCOUT PACK 147 NO STREET ADDRESS SAN ANTONIO,TX 78260	NONE	PUBLIC	GENERAL FUND	250
DL MURRAY MINISTRIES 1093 A1A BEACH BLVD 437 SAINT AUGUSTINE,FL 32080	NONE	PUBLIC	UNSPECIFIED	3,000
FOCUS ON THE FAMILY NO STREET ADDRESS COLORADO SPRINGS,CO 80995	NONE	PUBLIC	GENERAL FUND	1,200
GENEVA SCHOOL 113 CASCADE CAVERNS RD BOERNE,TX 78015	NONE	PUBLIC	GENERAL FUND	250

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GIRLS AND BOYS TOWN 200 FLANAGAN BLVD BOYS TOWN,NE 68010	NONE	PUBLIC	GENERAL FUND	200
HILL COUNTRY PREGNANCY CARE CT PO BOX 205 BOERNE,TX 78006	NONE	PUBLIC	GENERAL FUND	8,500
KINGDOM RESOURCES 1670 FM 1516 S SAN ANTONIO,TX 78263	NONE	PUBLIC	GENERAL FUND	4,300
MAKE A WISH FOUNDATION PO BOX 97104 WASHINGTON,DC 20090	NONE	PUBLIC	GENERAL FUND	200
TOYS FOR TOTS FOUNDATION PO BOX 4002896 DES MOINES,IA 50340	NONE	PUBLIC	GENERAL FUND	200
MARK JONES MINISTRIES 11202 DISCO DR SAN ANTONIO,TX 78216	NONE	PUBLIC	GENERAL FUND	500
MENTAL HEALTH GRACE ALLIANCE 723 WHEATLAND DR MC GREGOR,TX 76657	NONE	PUBLIC	UNSPECIFIED	60,000
MERCY INTERNATIONAL 2734 HARVEST CREEK LANE BOERNE,TX 78006	NONE	PUBLIC	GENERAL FUND	1,100
MISSION AVIATION FELLOWSHIP PO BOX 47 NAMPA,ID 83653	NONE	PUBLIC	GENERAL FUND	250
ONLY A SERVANT MINISTRY PO BOX 700155 SAN ANTONIO,TX 78270	NONE	PUBLIC	MISSIONARY SUPPORT	1,200
PATRICK HENRY COLLEGE TEN PATRICK HENRY CIR PURCELLVILLE,VA 20132	NONE	PUBLIC	GENERAL FUND	750
PIONEERS INTL 10123 WILLIAM CAREY DR ORLANDO,FL 32832	NONE	PUBLIC	UNSPECIFIED	1,200
PREGNANCY CARE CENTER 7210 LOUIS PASTEUR SAN ANTONIO,TX 78229	NONE	PUBLIC	GENERAL AND BUILDING FUND	10,000
REACHING ACROSS MINISTRIES 417 CRESTWIND SAN ANTONIO,TX 78239	NONE	PUBLIC	GENERAL FUND	1,000
SA BUDDY WALK DSASTX 2800 NW LOOP 410 SAN ANTONIO,TX 78230	NONE	PUBLIC	GENERAL FUND	100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SAMARITANS PURSE PO BOX 3000 BOONE, NC 28607	NONE	PUBLIC	GENERAL FUND	100
SAN ANTONIO PARASPORTS SPURS PO BOX 33394 SAN ANTONIO, TX 78265	NONE	PUBLIC	GENERAL FUND	50
TEAM YOLLICK PO BOX 7571 THE WOODLANDS, TX 77387	NONE	PUBLIC	GENERAL FUND	5,000
TEXAS PARKS AND WILDLIFE DEPT 4200 SMITH SCHOOL RD AUSTIN, TX 78744	NONE	PUBLIC	GENERAL FUND	500
TEXAS PUBLIC POLICY FOUNDATION 900 CONGRESS AVE STE 400 AUSTIN, TX 78701	NONE	PUBLIC	GENERAL FUND	1,200
THE BRIDGE NO STREET ADDRESS SAN ANTONIO, TX 78260	NONE	PUBLIC	GENERAL FUND	1,000
THE CARVER ACADEMY 217 ROBINSON PLACE SAN ANTONIO, TX 78202	NONE	PUBLIC	GENERAL FUND	1,000
THE JUSTICE FOUNDATION 7210 LOUIS PASTEUR STE 200 SAN ANTONIO, TX 78229	NONE	PUBLIC	UNSPECIFIED	3,000
THE LEUKEMIA and LYMPHOMA SOC 1311 MAMARONECK AVE STE 310 WHITE PLAINS, NY 10605	NONE	PUBLIC	GENERAL FUND	250
THE SALVATION ARMY PO BOX 12568 SAN ANTONIO, TX 78212	NONE	PUBLIC	UNSPECIFIED	300
THE SMILE TRAIN 41 MADISON AVE 28TH FLOOR NEW YORK, NY 10010	NONE	PUBLIC	GENERAL FUND	100
THRIVEWELL CANCER FOUNDATION PO BOX 29331 SAN ANTONIO, TX 78229	NONE	PUBLIC	GENERAL FUND	1,000
WALLBUILDERS PO BOX 397 ALEDO, TX 76008	NONE	PUBLIC	GENERAL FUND	600
Total . . . . ▶ **3a**				161,910

TY 2012 Accounting Fees Schedule

Name: THE PAL FOUNDATION

EIN: 74-2692751

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	0	2,930	0	0

TY 2012 Investments Corporate Stock Schedule

Name: THE PAL FOUNDATION

EIN: 74-2692751

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	2,050,408	2,505,768

TY 2012 Other Expenses Schedule

Name: THE PAL FOUNDATION

EIN: 74-2692751

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	30,952	30,952	0	0
BANK FEES	102	102	0	0
INSURANCE	6,911	0	0	0
MISC	-751	0	0	0

TY 2012 Taxes Schedule

Name: THE PAL FOUNDATION

EIN: 74-2692751

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	3,563	0	0	0