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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 RUTH PARR SPARKS FOUNDATION		A Employer identification number 74-2844494	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 728		B Telephone number (see instructions)	
City or town, state, and ZIP code ALICE, TX 783330728		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address 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) \$ 4,594,801		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	17	17	17	
	4 Dividends and interest from securities.	77,133	77,133	77,133	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	132,416			
	b Gross sales price for all assets on line 6a 1,877,068				
	7 Capital gain net income (from Part IV , line 2)		132,416		
	8 Net short-term capital gain			381	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	272,595	252,411	19,801	
	12 Total. Add lines 1 through 11	482,161	461,977	97,332	
	13 Compensation of officers, directors, trustees, etc	23,000	17,250	17,250	5,750
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	16,000	16,000	8,000	8,000
	c Other professional fees (attach schedule)	26,324	26,324	26,324	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,175	11,175	11,175	
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,912	1,434	1,434	478
	24 Total operating and administrative expenses. Add lines 13 through 23	78,411	72,183	64,183	14,228
	25 Contributions, gifts, grants paid	178,500			178,500
	26 Total expenses and disbursements. Add lines 24 and 25	256,911	72,183	64,183	192,728
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	225,250			
	b Net investment income (if negative, enter -0-)		389,794		
	c Adjusted net income (if negative, enter -0-)			33,149	

Part II

Balance Sheets

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	73,426	58,884	58,884
	2	Savings and temporary cash investments	599,488	319,484	319,484
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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)	2,388,637	2,816,433	2,816,433
	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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	1,400,000	1,400,000	1,400,000	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,461,551	4,594,801	4,594,801	
Liabilities	17	Accounts payable and accrued expenses	92,000		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	92,000	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	4,369,551	4,594,801	
	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 (see page 17 of the instructions)	4,369,551	4,594,801	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,461,551	4,594,801		

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	4,369,551
2	Enter amount from Part I, line 27a	2	225,250
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	4,594,801
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	4,594,801

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

(i) 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))
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	132,416
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	381

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			
2010			
2009			
2008			
2007			

2	Total of line 1, column (d).	2	
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	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	0
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	0
8	Enter qualifying distributions from Part XII, line 4.	8	

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	7,796
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	7,796
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	7,796
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	466
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	8,262
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-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (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?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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)*

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 David Leon McNinch Telephone no (361) 668-3636 Located at PO BOX 728 ALICE TX ZIP +4 783330728			
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		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? 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?			
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
David Leon McNinch	Chairman	23,000	0	0
PO BOX 728	4 00			
ALICE,TX 783330728				
Olga Galindo	Secretary	0	0	0
PO BOX 728	2 00			
ALICE,TX 783330728				
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	2,640,271
b	Average of monthly cash balances.	1b	526,217
c	Fair market value of all other assets (see instructions).	1c	1,400,000
d	Total (add lines 1a, b, and c).	1d	4,566,488
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	4,566,488
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	68,497
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,497,991
6	Minimum investment return. Enter 5% of line 5.	6	224,900

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	224,900
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	7,796
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,796
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	217,104
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	217,104
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	217,104

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	192,728
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	192,728
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	192,728
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				217,104
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.	74,070			
b From 2008.				
c From 2009.	123,706			
d From 2010.	4,024			
e From 2011.				
f Total of lines 3a through e.	201,800			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 192,728				
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.				192,728
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	24,376			24,376
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	177,424			
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). . .	49,694			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	127,730			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .	123,706			
c Excess from 2010. . . .	4,024			
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

None

b

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

None

2

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

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

a

The name, address, and telephone number 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	178,500
b Approved for future payment				
Total			3b	

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					
4	Dividends and interest from securities.					77,150
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					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory.					
11	Other revenue a Unrealized income			14	99,498	
b	Royalties			15	19,801	
c	Whataburger Income			16	152,913	
d						
e						
12	Subtotal Add columns (b), (d), and (e).				272,212	77,150
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		349,362

[illegible]

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?		Yes	No
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.			

[illegible]

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

b If "Yes," complete the following schedule

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

**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.

*****	2013-10-30	*****	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
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**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00332369
	LEON MCNINCH	LEON MCNINCH	2013-10-30		
	Firm's name ☐	D LEON MCNINCH CPA PC		Firm's EIN ☐ 20-8226557	
		P O BOX 1279			
	Firm's address ☐	ALICE, TX 78333		Phone no (361) 668-3636	

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)
AMERICAN EXPRESS CO COM	P	2012-01-01	2012-06-14
AMERIPRISE FINANCIAL INC	P	2012-01-01	2012-02-06
AMERIPRISE FINANCIAL INC	P	2011-07-25	2012-05-24
BAIDU INC SPONS ADR	P	2012-01-01	2012-07-11
BIOGEN IDEC INC COM	P	2012-06-27	2012-06-28
CAMERON INTERNATIONAL CORP COM	P	2011-11-21	2012-05-17
CELGENE CORP COM	P	2012-01-01	2012-06-12
CINEMARK HOLDINGS INC COM	P	2012-06-27	2012-11-09
CISCO SYSTEM INC COM	P	2012-01-01	2012-07-24
CITIGROUP INC COM	P	2011-08-25	2012-01-17
COCA COLA CO COM	P	2012-06-27	2012-10-16
DEERE & CO COM	P	2012-06-27	2012-07-17
DU PONT E I DE NEMOURS & CO COM	P	2011-07-28	2012-06-22
DUKE ENERGY CORP COM	P	2012-06-06	2012-08-03
DUKE ENERGY CORP COM	P	2012-06-06	2012-09-14
ECOPETROL SA SPONS ADR	P	2012-01-01	2012-02-24
ELI LILLY & CO COM	P	2012-06-06	2012-07-24
F5 NETWORKS INC COM	P	2011-12-19	2012-05-24
F5 NETWORKS INC COM	P	2012-06-27	2012-07-13
FEDEX CORP COM	P	2012-01-01	2012-06-13
FIRST NIAGARA FINL GROUP INC NEW	P	2012-09-27	2012-11-19
FORD MOTOR COMPANY	P	2012-06-27	2012-07-13
FREEPORT-MCMORAN COPPER & GOLD COM	P	2011-03-21	2012-03-06
FRESH MARKET INC COM	P	2012-06-27	2012-11-28
GOOGLE INC CL A	P	2012-06-27	2012-11-09
HALLIBURTON CO COM	P	2012-01-01	2012-03-27
HUMANA INC COM	P	2011-07-25	2012-06-28
ISHARES BARCLAYS 20 YR TREAS ETF	P	2012-04-10	2012-04-23
ISHARES BARCLAYS 20 YR TREAS ETF	P	2012-01-01	2012-08-28
ISHARES DJ SELECT DIV INDEX FD ETF	P	2012-09-05	2012-12-19

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 CHASE & CO COM	P	2011-07-25	2012-01-17
KINROSS GOLD CORP COM	P	2011-09-16	2012-01-17
KRAFT FOODS INC CLASS A COM	P	2012-06-27	2012-07-12
LAM RESEARCH CORPORATION COM	P	2012-01-01	2012-06-12
LAM RESEARCH CORPORATION COM	P	2012-01-01	2012-07-13
LINCOLN ELECTRIC HOLDINGS INC COM	P	2012-01-01	2012-06-15
MASTERCARD INC CL A COM	P	2011-07-25	2012-06-14
MAXIM INTEGRATED PRODUCTS INC COM	P	2012-01-01	2012-02-22
MEAD JOHNSON NUTRITION CO COM CL A	P	2012-06-27	2012-07-13
MEDTRONIC INC COM	P	2011-07-25	2012-06-28
METLIFE INC COM	P	2012-01-01	2012-03-14
MICHAEL KORS HLDGS LTD	P	2012-11-14	2012-12-27
MICROSOFT CORP COM	P	2012-01-01	2012-12-24
MOTOROLA SOLUTIONS INC COM	P	2012-06-27	2012-10-09
NETAPP INC COM	P	2012-06-27	2012-07-17
NORFOLK SOUTHERN CORP COM	P	2012-01-17	2012-09-27
OREILLY AUTOMOTIVE INC COM	P	2012-06-27	2012-11-01
PEABODY ENERGY CORP COM	P	2012-01-01	2012-02-06
PENN WEST PETROLEUM LTD	P	2012-01-01	2012-06-22
PFIZER INC COM	P	2012-06-06	2012-11-01
PNC FINANCIAL SERVICES GROUP COM	P	2011-07-25	2012-07-18
PRICELINECOM INCORPORATED COM	P	2012-11-09	2012-12-19
ROCKWELL AUTOMATION INC COM	P	2012-01-01	2012-04-25
ROGERS COMMUNICATIONS INC CL B	P	2012-01-01	2012-02-21
SOUTHERN COPPER CORP COM	P	2012-01-18	2012-03-06
SOUTHERN COPPER CORP COM	P	2012-01-18	2012-03-06
SPDR DOW JONES REIT ETF	P	2012-01-23	2012-02-06
SPDR GOLD TRUST ETF	P	2012-01-01	2012-12-20
SPDR S&P 500 ETF TRUST	P	2011-08-15	2012-06-21
STAPLES INC COM	P	2011-09-16	2012-06-12

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)
TEVA PHARMACEUTICAL INDS LTD ADR	P	2012-01-01	2012-06-28
VISA INC CL A COM	P	2012-01-01	2012-06-14
VMWARE INC COM	P	2011-07-15	2012-07-13
CARDINAL HEALTH INC COM	P	2012-01-01	2012-08-03
CENOVUS ENERGY INC COM	P	2011-05-27	2012-06-13
COCA COLA CO COM	P	2011-07-25	2012-10-16
EOG RESOURCES INC COM	P	2011-03-01	2012-05-17
HUMANA INC COM	P	2011-06-24	2012-06-28
ISHARES RUSSELL 1000 VALUE INDX ETF	P	2011-08-12	2012-12-27
MCDONALDS CORP COM	P	2011-07-15	2012-11-09
NORFOLK SOUTHERN CORP COM	P	2012-01-01	2012-09-27
OREILLY AUTOMOTIVE INC COM	P	2011-07-15	2012-11-01
FEDERATED GNMA TRUST SH BEN INT	P	2011-12-05	2012-09-05
PLAINS ALL AMERICAN PIPELINE LP	P	2011-08-12	2012-03-22
SPDR GOLD TRUST ETF	P	2012-11-07	2012-12-31
SPDR GOLD TRUST ETF	P	2012-11-20	2012-12-31
APPLE INC COM	P	2011-01-01	2012-02-06
BHP BILLITON LTD-SPON ADR	P	2009-07-14	2012-02-06
BHP BILLITON LTD-SPON ADR	P	2011-01-01	2012-02-14
CATERPILLAR INC COM	P	2012-01-01	2012-02-06
COCA COLA CO COM	P	2006-09-26	2012-02-06
COCA COLA CO COM	P	2006-09-26	2012-10-16
COGNIZANT TECH SOLUTIONS CL A	P	2008-09-23	2012-02-06
CUMMINS INC	P	2011-01-01	2012-02-06
DEERE & CO COM	P	2009-08-19	2012-05-16
E M C CORP MASSACHUSETTS COM	P	2009-05-20	2012-08-14
E M C CORP MASSACHUSETTS COM	P	2009-05-20	2012-08-16
FORTINET INC COM	P	2011-01-01	2012-11-13
FROST INTERNATIONAL EQUITY FD INST	P	2011-01-01	2012-05-16
FROST INTERNATIONAL EQUITY FD INST	P	2009-08-04	2012-06-22

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)
FROST SMALL CAP EQUITY FUND CL I	P	2010-08-05	2012-02-06
FROST SMALL CAP EQUITY FUND CL I	P	2010-08-05	2012-06-22
GOOGLE INC CL A	P	2007-06-22	2012-01-20
GOOGLE INC CL A	P	2011-01-01	2012-06-13
ILLINOIS TOOL WORKS INC COM	P	2011-01-01	2012-06-12
INTL BUSINESS MACHINES CORP COM	P	2009-02-06	2012-02-06
IVY GLOBAL NATURAL RES FUND CL I	P	2011-01-01	2012-06-18
IVY HIGH INCOME FUND CLASS I	P	2011-02-16	2012-09-19
JPMORGAN CHASE & CO COM	P	2009-06-18	2012-01-17
KELLOGG CO COM	P	2010-05-14	2012-02-17
MEDTRONIC INC COM	P	2011-01-01	2012-06-28
PNC FINANCIAL SERVICES GROUP COM	P	2010-12-06	2012-07-18
PRICELINECOM INCORPORATED COM	P	2009-03-16	2012-02-06
PRICELINECOM INCORPORATED COM	P	2009-03-16	2012-08-13
PRICELINECOM INCORPORATED COM	P	2009-03-16	2012-12-19
QUALCOMM INC COM	P	2009-08-20	2012-06-15
SAP AG SPONSORED ADR	P	2009-07-24	2012-06-22
SCHLUMBERGER LIMITED COM	P	2010-10-27	2012-06-22
STARBUCKS CORP COM	P	2010-05-14	2012-02-06
T ROWE PRICE SHORT TERM BOND FUND	P	2011-02-16	2012-06-27
TOTAL SA SPONSORED ADR	P	2010-12-08	2012-02-06
TOTAL SA SPONSORED ADR	P	2011-01-01	2012-04-19
YUM BRANDS INC COM	P	2009-01-30	2012-12-07

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)
6,613		6,232	381
8,047		8,140	-93
6,621		7,642	-1,021
7,592		10,315	-2,723
13,933		14,301	-368
4,528		4,789	-261
12,672		12,192	480
12,885		11,230	1,655
12,960		15,096	-2,136
21,641		23,511	-1,870
7,520		7,629	-109
12,765		13,279	-514
12,435		13,399	-964
44		45	-1
10,636		11,259	-623
11,792		8,803	2,989
4,265		4,082	183
5,677		5,253	424
9,045		9,750	-705
9,477		10,131	-654
8,676		9,793	-1,117
7,777		8,550	-773
7,015		9,464	-2,449
7,535		7,889	-354
13,248		11,399	1,849
3,609		6,108	-2,499
4,602		4,771	-169
17,674		17,536	138
106,879		106,770	109
34,769		34,410	359

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,854		4,614	-760
5,215		8,679	-3,464
15,580		15,000	580
7,456		7,456	
10,190		12,145	-1,955
17,938		17,099	839
8,239		6,364	1,875
8,979		7,562	1,417
7,733		8,647	-914
1,871		1,846	25
8,243		9,122	-879
23,671		25,430	-1,759
17,641		19,509	-1,868
10,054		9,458	596
8,496		9,090	-594
6,434		7,598	-1,164
4,435		4,132	303
4,205		6,634	-2,429
5,084		9,078	-3,994
12,265		10,863	1,402
1,210		1,131	79
6,280		6,186	94
9,055		9,876	-821
7,602		8,002	-400
9		10	-1
12,276		13,934	-1,658
20,973		20,068	905
31,897		33,310	-1,413
67,134		59,812	7,322
6,305		7,518	-1,213

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)
7,281		9,058	-1,777
6,914		5,381	1,533
2,538		3,054	-516
7,924		9,194	-1,270
12,486		14,497	-2,011
9,024		8,347	677
19,631		21,745	-2,114
7,669		8,038	-369
72,018		59,477	12,541
8,406		8,529	-123
9,651		11,210	-1,559
11,532		8,182	3,350
129,888		130,000	-112
19,725		13,861	5,864
16		16	
2		2	
23,179		4,485	18,694
8,165		5,375	2,790
9,869		7,858	2,011
34,001		16,501	17,500
6,806		4,464	2,342
6,768		4,018	2,750
7,240		2,504	4,736
29,969		11,642	18,327
15,091		8,692	6,399
285		132	153
4,418		2,030	2,388
9,851		6,866	2,985
108,411		99,781	8,630
122,495		115,364	7,131

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)
24,971		21,800	3,171
59,328		57,887	1,441
5,886		5,237	649
7,891		5,303	2,588
11,060		8,643	2,417
13,510		6,619	6,891
44,064		52,595	-8,531
12,000		11,902	98
14,016		13,692	324
13,019		13,627	-608
13,095		11,837	1,258
12,102		11,477	625
5,397		809	4,588
2,797		404	2,393
12,561		1,618	10,943
13,970		11,734	2,236
8,601		6,736	1,865
6,814		7,515	-701
4,809		2,644	2,165
90,186		90,000	186
8,022		7,774	248
11,909		13,320	-1,411
16,551		7,235	9,316

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

[illegible]

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

[illegible]

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

[illegible]

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

[illegible]

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Gonzales Youth Center P O Box 1940 Gonzales, TX 78629	None	Public	To assist youth in community	20,000
Texas AandM-CC 6300 Ocean Drive Corpus Christi, TX 78412	None	Public	Scholarships for students	7,500
Driscoll Foundation 615 Upper N Broadway Corpus Christi, TX 78410	None	Public	Fund charitable programs	10,000
Del Marr College 101 Baldwin Crp Christi, TX 78404	none	Public	Financial assistance for students	7,500
Boy Scouts of America P O Box 1880 Alice, TX 78332	None	Public	General fund	5,000
Gonzales ISD P O Box M Gonzales, TX 78629	None	Public	Scholarships	30,000
Nixon ISD P O Box 400 Nixon, TX 78140	None	Public	Scholarships	10,000
Waelder ISD P O Box 247 Waelder, TX 78959	None	Public	Scholarships	10,000
M D Anderson 1515 Holcolmbe Blvd Houston, TX 77030	None	Public	Cancer research	15,000
CCA Brush Chapter P O Box Corpus Christi, TX 78410	None	Public	Boys and girls fishing day	1,500
Art Center of Corpus Christi Shoreline Drive Corpus Christi, TX 78410	None	Public	Arts and humanities	10,000
Corpus Christi Museum 1900 N Chaparral Corpus Christi, TX 78401	None	Public	Historical preservation	7,500
Majesty Outdoors P O Box Corpus Christi, TX 78410	None	Private Fn	Community support for boys and girls	20,000
Friends of Padre 841 Flour Bluff Drive Corpus Christi, TX 78418	None	Private Fn	Assist with preserving sea turtles	15,000
Gulf Coast Humane Society 31180 Cabaniss Pkwy Corpus Christi, TX 78410	None	Public	Assist with operating expense	7,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Bethune Day Nursery P O Box Corpus Christi, TX 78410	None	Public	Assist with operating expenses	2,000
Total  3a				178,500

TY 2012 Accounting Fees Schedule

Name: RUTH PARR SPARKS FOUNDATION

EIN: 74-2844494

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting fees	16,000	16,000	8,000	8,000

**TY 2012 Investments Corporate
Stock Schedule****Name:** RUTH PARR SPARKS FOUNDATION**EIN:** 74-2844494

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Wells Fargo Investments	134,926	134,926
Frost Investments	2,681,507	2,681,507

TY 2012 Other Assets Schedule

Name: RUTH PARR SPARKS FOUNDATION

EIN: 74-2844494

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Whataburger Property	1,350,000	1,350,000	1,350,000
Royalties	50,000	50,000	50,000

TY 2012 Other Expenses Schedule

Name: RUTH PARR SPARKS FOUNDATION

EIN: 74-2844494

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Insurance	1,912	1,434	1,434	478

TY 2012 Other Income Schedule

Name: RUTH PARR SPARKS FOUNDATION

EIN: 74-2844494

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Unrealized income	99,498	99,498	0
Royalties	19,801	0	19,801
Whataburger Income	152,913	152,913	0
Other	383	0	0

TY 2012 Other Professional Fees Schedule**Name:** RUTH PARR SPARKS FOUNDATION**EIN:** 74-2844494

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank charges	60	60	60	0
Brokerage fees	26,264	26,264	26,264	0

TY 2012 Taxes Schedule**Name:** RUTH PARR SPARKS FOUNDATION**EIN:** 74-2844494

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Property taxes	6,730	6,730	6,730	0
FIT	4,445	4,445	4,445	0