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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 1-1-12, 2012, and ending 12-31, 2012

Name of foundation

ALVIN A + ROBERTA KLEIN TRUST FUND

A Employer identification number

74-6055506

Number and street (or P O box number if mail is not delivered to street address)

7715 HERTFORDSHIRE

Room/suite

B Telephone number (see instructions)

281-376-7959

City or town, state, and ZIP code

SPRING, TX 77379C 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 changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$**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)

- 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
- 4 Dividends and interest from securities
- 5a Gross rents
- b Net rental income or (loss)
- 6a Net gain or (loss) from sale of assets not on line 10
- b Gross sales price for all assets on line 6a
- 7 Capital gain net income (from Part IV, line 2)
- 8 Net short-term capital gain
- 9 Income modifications
- 10a Gross sales less returns and allowances
- b Less: Cost of goods sold
- c Gross profit or (loss) (attach schedule)
- 11 Other income (attach schedule)
- 12 Total. Add lines 1 through 11

134,013134,01399,63899,638233,651233,651

- 13 Compensation of officers, directors, trustees, etc.
- 14 Other employee salaries and wages
- 15 Pension plans, employee benefits
- 16a Legal fees (attach schedule)
- b Accounting fees (attach schedule)
- c Other professional fees (attach schedule)
- 17 Interest
- 18 Taxes (attach schedule) (see instructions)
- 19 Depreciation (attach schedule) and depletion
- 20 Occupancy
- 21 Travel, conferences, and meetings
- 22 Printing and publications
- 23 Other expenses (attach schedule)
- 24 Total operating and administrative expenses. Add lines 13 through 23
- 25 Contributions, gifts, grants paid
- 26 Total expenses and disbursements. Add lines 24 and 25

110011001100110022962296229622963407340734073407233,000233,000236,40734073407236,407

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

<2756>

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

230,244

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

—

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2012)

SCANNED SEP 03 2013

Operating and Administrative Expenses

884

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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		667	1088	1088
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach 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)	141,002	138,667	5064,360	
	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 ▶)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	140,335	137,579	5063,272		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)				
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	150,731	140,335		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	10,396	2,756		
	30	Total net assets or fund balances (see instructions)	140,335	137,579		
	31	Total liabilities and net assets/fund balances (see instructions)	140,335	137,579		

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	140,335
2	Enter amount from Part I, line 27a	2	2,756
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	137,579
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	137,579

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	EXXON-MOBIL COMMON STOCK	D	1957	
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 101,973	—	2335	99638
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss) - { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	\$ 99,638
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.

(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	234,105	5,022,860	.046608
2010	240,152	4,875,750	.049284
2009	237,218	3,728,126	.063629
2008	237,649	4,475,081	.053105
2007	237,923	4,946,787	.048096

2 Total of line 1, column (d)	2	.260692
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	.05139
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5022,860
5 Multiply line 4 by line 3	5	\$ 261,887
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2302
7 Add lines 5 and 6	7	264189
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	236,407

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2302	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	—	
3	Add lines 1 and 2	3	2302	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	—	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2302	
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	—	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2302	
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?		☒
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		☒
If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
1c Did the foundation file Form 1120-POL for this year?		☒
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.		☒
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		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		☒
4b If "Yes," has it filed a tax return on Form 990-T for this year?		☒
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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?		☒
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		☒
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
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		☒
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		☒
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		☒

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		
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		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>OKLEIN@KLEIN-EQUITIES.COM</u>	13		
14	The books are in care of ► <u>ALLAN KLEIN</u> Telephone no. ► <u>281-376-7859</u> Located at ► <u>7715 HERTFORDSHIRE SPRING TX</u> ZIP+4 ► <u>77379</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☐ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☐ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☐ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☐ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☐ No	1b	
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	
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	
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	

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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ 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? ☐ Yes ☒ No**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
JOHN KLEIN 17046 STUEBNER ARLINE SPRING	DIRECTOR	-0-	-0-	-0-
SONJA KLEIN P.O. BOX 192 BANKSDALE TX	DIRECTOR	-0-	-0-	-0-
ALLAN KLEIN 7715 HENRI-FOROSHIRE SPRING TX	DIRECTOR	-0-	-0-	-0-
DAVID KLEIN 6606 SPRING-CYPRESS, SPRING	DIRECTOR	-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 ☐

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
NONE		

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 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 5,064,360
b	Average of monthly cash balances	1b 35,000
c	Fair market value of all other assets (see instructions)	1c —
d	Total (add lines 1a, b, and c)	1d 5,099,360
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e —
2	Acquisition indebtedness applicable to line 1 assets	2 —
3	Subtract line 2 from line 1d	3 5,099,360
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 76,500
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 5,022,860
6	Minimum investment return. Enter 5% of line 5	6 251,143

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	1 251,143
2a	Tax on investment income for 2012 from Part VI, line 5	2a 2302
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b —
c	Add lines 2a and 2b	2c 2302
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 248,841
4	Recoveries of amounts treated as qualifying distributions	4 —
5	Add lines 3 and 4	5 248,841
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	7 248,841

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 236,407
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	4 236,407
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 2302
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 234,105

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				248,841
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			139,635	
b Total for prior years: 20____, 20____, 20____		—		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	—			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>236,407</u>				
a Applied to 2011, but not more than line 2a			139,635	
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				109,206
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).)	—			—
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	—			
b Prior years' undistributed income. Subtract line 4b from line 2b		—		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		—		
d Subtract line 6c from line 6b. Taxable amount—see instructions		—		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions			—	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				139,635
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	—			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	—			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	—			
10 Analysis of line 9.				
a Excess from 2008	—			
b Excess from 2009	—			
c Excess from 2010	—			
d Excess from 2011	—			
e Excess from 2012	—			

✓

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

ALLAN KLIN 7715 HERTFORDSHIRE SPRING TX 77379

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

LETTER

c Any submission deadlines:

12-01-13

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

NONE

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				
SCHEDULE ATTACHED	N/A	PUBLIC	OPERATIONS	\$ 233,000.
Total				3a 233,000
b Approved for future payment				
NONE	—	—	—	—
Total				3b —

✓

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) 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			14	134,013	
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			8	89,638	
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)				233,651	
13	Total. Add line 12, columns (b), (d), and (e)				233,651	

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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 | | ✓ |
| | (2) Other assets | | ✓ |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | | ✓ |
| | (3) Rental of facilities, equipment, or other assets | | ✓ |
| | (4) Reimbursement arrangements | | ✓ |
| | (5) Loans or loan guarantees | | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | ✓ |
| 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.

[illegible]

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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: [Signature] Date: 8-13-73 Title: DIRECTOR

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

Paid Preparer Use Only	Print/Type preparer's name DAVID KLEIN	Preparer's signature <i>David Klein</i>	Date 8-13-12	Check ☒ if self-employed	PTIN 450-78-8288
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

AA & RT Klein Trust Fund
74-6055506
FYE 12-31-2012
Schedule of Fair Market Values

Exxon-Mobil Common Stock

# Shares Owned	12-31-2012	\$60,290
Beginning Cost	01-01-2012	\$141,002
Ending Cost	12-31-2012	\$138,667
Year End Price	12-31-2012	\$84
Fair Market Value	12-31-2012	\$5,064,360

AA & RT KLEIN TRUST
Contributions
TAX YEAR 2012

Sam Houston State University - JWK Business Scholarship P.O. Box 2185 Huntsville, TX 77341	\$ 5,000
Piney Woods Fine Arts Assoc. - JWK P.O. Box 1213 Crockett, Texas 75835	\$ 5,000
Grace Lutheran Church - JWK Loop 304 Crockett, Texas 75835	\$ 2,000
Marine Military Academy - JWK 320 Iwo Jima Blvd. Harlingen, Texas 78550-3698	\$ 11,000
Santa Fe Opera Fund - JWK FM 2361 Santa Fe, NM	\$ 5,000
Stephen F. Austin University - JWK Box 13043 Nacogdoches, TX 75962	\$ 5,000
MD Anderson Cancer Hospital - JWK Research and Development Medical Center Houston, TX	\$ 30,000
Magnolia Volunteer Fire Dept. - SRK Station 182 P.O. Box 1210 Magnolia, Texas 77353-1210	\$ 1,000
Three Sojourners - SRK P.O. Drawer 39 Barksdale, Texas 78828	\$ 15,000
Camp Wood Public Library - SRK P.O. Box 138 Camp Wood, Texas 78833	\$ 10,000

Sul Ross State University - SRK Grants Coordinator Attn: Dr. Martin Terry Box C-97 Alpine, Texas 79832	\$ 10,000
Nueces Canyon Volunteer Fire Department - SRK P.O. Box 369 Camp Wood, Texas 78833	\$ 2,000
St. Joseph Indian School - SRK P.O. Box 300 Chamberlain, SD 57325-0300	\$ 5,000
Smile Train - SRK PO Box 96208 Washington D.C. 20090-6208	\$ 2,000
Abandoned Animal Rescue - SRK 789 Wood Street Camp Wood, TX	\$ 2,000
Star of Hope - ARK P.O. Box 1505 Houston, Texas 77251	\$ 2,500
Aidan.org - SRK 4107 Durness Way Houston, TX 77025	\$ 1,000
Nueces Canyon EMS - SRK 456 Nueces Canyon Highway Barksdale, TX	\$ 2,000
Trinity Lutheran Church General - ARK 800 Houston Ave Houston, Texas 77002	\$ 5,000
Trinity Lutheran Church Building - ARK 800 Houston Ave Houston, Texas 77002	\$ 5,000
Prince of Peace - ARK PO Box 11 Hockley, TX 77477	\$ 5,000

The Caring Place - ARK PO Box 1215 Georgetown, TX 78626	\$ 1,000
Concordia University - ARK 222 Balcones Drive Austin, Texas	\$ 5,000
Resurrection Lutheran Church - ARK 18000 Holzwarth Spring, TX 77379	\$ 5,000
Zion Lutheran Church - ARK 6001 FM 1105 Georgetown, TX 78626	\$ 1,000
Zion Lutheran Church - ARK Texas Ministry 6002 FM 1105 Georgetown, TX 78620	\$ 3,000
St. Thomas High School - ARK 4321 Nun Street Houston, TX 77666	\$ 2,500
8 th Grade ELAR Dept. - ARK 987 Library Road Houston, TX 77123	\$ 1,500
BMS Motivators - ARK 123 Action Street Houston, TX 77123	\$ 3,500
The Lutheran Foundation - ARK 777 Austin Highway Austin, TX 75383	\$ 5,000
John Cooper School - DRK Capital Campaign One John Cooper Drive The Woodlands, Texas 77381	\$ 3,000
North American Ministries - DRK Cypress Creek Christian Church 6823 Cypresswood Drive Spring, Texas 77379	\$ 1,000

Cypress Creek Christian Church - DRK 6823 Cypresswood Drive Spring, Texas 77379 Building Debt Retirement	\$ 7,000
Boy Scouts of America - DRK 6823 Cypresswood Drive Spring, TX 77379	\$ 2,000
Childrens's Center for Self-Esteem - DRK The ARKGROUP 2611 FM 1960 W – Suite H 201 Houston, Texas 77068 Attn: Bill Duffy	\$ 5,000
Klein ISD Education Foundation - DRK 7200 Spring Cypress Rd. Spring, Texas 77379	\$ 3,000
Rice University - DRK 6000 Main Street Houston, TX	\$ 5,000
UT Center on Aging - DRK Houston Medical Center Houston, TX	\$ 3,000
Child Legacy - DRK 444 Cypress Drive The Woodlands, TX	\$ 2,000
Mercer Society - DRK 12345 Aldine-Westfield Spring, TX 77379	\$ 2,000
Cypress Creek Church Commitment Campaign - DRK 6823 Cypresswood Drive Spring, TX 77379	\$ 10,000
Houston PBS - DRK University of Houston Campus Houston, TX 77003	\$ 1,000
Aidan.org - DRK 4107 Duress Way Houston, TX 77025	\$ 1,000

Herschel Rich Technion - DRK \$ 1,000
617 Moses Road
El Aviv Israel

Houston Center for Literacy - DRK \$ 9,000
One Palm Center
Houston, TX

MD Anderson Endowment – ¼ each \$ 20,000
Medical Center
Houston, TX

TOTAL **\$ 233,000**