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Form **990-PF**

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

OMB No 1545-0052

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation  
**LEE & JOSEPH D. JAMAIL FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
1200 SMITH STREET 1135

City or town, state, and ZIP code  
HOUSTON, TX 77002

**A Employer identification number**  
76-0181247

**B Telephone number (see instructions)**  
( ) -

**C** If exemption application is pending, check here

**D** 1 Foreign organizations, check here   
2 Foreign organizations meeting the 85% test, check here and attach computation

**E** If private foundation status was terminated under section 507(b)(1)(A), check here

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

**G** Check all that apply.  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16)  $\$$  3,565,996.

**J** Accounting method:  Cash  Accrual  
 Other (specify) MODIFIED CASH  
(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 <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	17.	17.		ATCH 1
	4 Dividends and interest from securities	277,581.	277,581.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	451,674.			
	b Gross sales price for all assets on line 6a 3,993,059.				
	7 Capital gain net income (from Part IV, line 2)		451,674.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 3	1,446.	1,446.			
12 Total. Add lines 1 through 11	730,718.	730,718.			
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)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 4	9,613.	2,654.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	32,135.	32,132.		
	24 Total operating and administrative expenses. Add lines 13 through 23	41,748.	34,786.		
	25 Contributions, gifts, grants paid	3,691,667.			3,691,667.
26 Total expenses and disbursements Add lines 24 and 25	3,733,415.	34,786.		3,691,667.	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-3,002,697.				
b Net investment income (if negative, enter -0-)		695,932.			
c Adjusted net income (if negative, enter -0-)					

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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 . . . . .			
	2	Savings and temporary cash investments . . . . .	64,221.	459,898.	459,898.
	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 . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule). **	488,589.		
	b	Investments - corporate stock (attach schedule) ATCH 7	2,026,087.	1,854,007.	3,094,134.
	c	Investments - corporate bonds (attach schedule) ATCH 8	2,730,746.		
	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 ▶ ATCH 9 )	18,923.	11,964.	11,964.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	5,328,566.	2,325,869.	3,565,996.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	5,328,566.	2,325,869.		
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	5,328,566.	2,325,869.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	5,328,566.	2,325,869.		

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 5,328,566.
2	Enter amount from Part I, line 27a . . . . .	2 -3,002,697.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 2,325,869.
5	Decreases not included in line 2 (itemize) ▶	5
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>	6 2,325,869.

\*\*ATCH 6

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**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 PART IV SCHEDULE					
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(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						
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	451,674.	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	5,691,989.	11,082,477.	0.513603
2010	3,712,690.	14,505,662.	0.255948
2009	637,500.	14,191,002.	0.044923
2008	1,559,978.	14,664,098.	0.106381
2007	525,000.	15,506,835.	0.033856
2	Total of line 1, column (d)		2 0.954711
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 0.190942
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4 6,483,176.
5	Multiply line 4 by line 3		5 1,237,911.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 6,959.
7	Add lines 5 and 6		7 1,244,870.
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 3,691,667.

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .		
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	6,959.
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	6,959.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	6,959.
6	Credits/Payments.		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	17,523.
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	17,523.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	10,564.
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/> . . . . .	11	10,564.

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a		X
b		X
c		X
d		
e		
2		X
3		X
4 a		X
b		
5		X
6	X	
7	X	
8 a		
b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of WADE & COMPANY, LLC Telephone no 713-622-3900
Located at 5005 RIVERWAY DR, STE. 250, HOUSTON, TX ZIP+4 77056
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 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 Yes No X
See the 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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 X 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 X 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)? . . . . . 1b X
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 X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . . Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . . 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) . . . . . 3b X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . . 4b X

**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  No

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?  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
ATCH 10		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 N/A	
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 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
<b>Total.</b> 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	3,299,300.
b	Average of monthly cash balances	1b	476,147.
c	Fair market value of all other assets (see instructions)	1c	2,806,458.
d	Total (add lines 1a, b, and c)	1d	6,581,905.
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	6,581,905.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	98,729.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,483,176.
6	Minimum investment return. Enter 5% of line 5	6	324,159.

**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	324,159.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,959.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,959.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	317,200.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	317,200.
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	317,200.

**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	3,691,667.
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	3,691,667.
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	6,959.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,684,708.

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 . . . . .				317,200.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .				
b Total for prior years 20 10, 20 09, 20 08 . . . . .				
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . .				
b From 2008 . . . . . 641,344.				
c From 2009 . . . . .				
d From 2010 . . . . . 3,009,361.				
e From 2011 . . . . . 5,146,721.				
f Total of lines 3a through e . . . . .	8,797,426.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 3,691,667.				
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 . . . . .				317,200.
e Remaining amount distributed out of corpus . . . . .	3,374,467.			
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:	12,171,893.			
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 . . . . .				
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 . . . . .	12,171,893.			
10 Analysis of line 9				
a Excess from 2008 . . . . . 641,344.				
b Excess from 2009 . . . . .				
c Excess from 2010 . . . . . 3,009,361.				
d Excess from 2011 . . . . . 5,146,721.				
e Excess from 2012 . . . . . 3,374,467.				

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

NOT APPLICABLE

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)

Table with 5 columns: (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed; 2b 85% of line 2a; 2c Qualifying distributions from Part XII, line 4 for each year listed; 2d Amounts included in line 2c not used directly for active conduct of exempt activities; 2e 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; 3a "Assets" alternative test - enter (1) Value of all assets, (2) Value of assets qualifying under section 4942(j)(3)(B)(i); 3b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed; 3c "Support" alternative test - enter (1) Total support other than gross investment income, (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) )

JOSEPH D. JAMAIL

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 [X] 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

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

ORGANIZATION LETTERHEAD AND PROOF OF TAX EXEMPTION REQUIRED.

c Any submission deadlines:

NONE

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 <i>Paid during the year</i>  ATCH 11				
<b>Total</b> ..... ▶ <b>3a</b>				3,691,667.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ <b>3b</b>				



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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets, (2) Purchases of assets, (3) Rental of facilities, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services... c Sharing of facilities... d If the answer to any of the above is "Yes," complete the following schedule...

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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... [ ] Yes [X] No

b If "Yes," complete the following schedule.

Table with 3 columns: (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) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature], Date: 7-25-2013, Title: Treasurer. May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

Paid Preparer Use Only Print/Type preparer's name: KELLI M. BYRD, Preparer's signature: [Signature], Date: 7/22/13, Check [ ] if self-employed, PTIN: P00547118, Firm's name: WADE & COMPANY, LLP, Firm's EIN: 20-0578681, Firm's address: 5005 RIVERWAY DRIVE SUITE 250 HOUSTON, TX 77056, Phone no: 713-622-3900

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PREMIER DEPOSIT SWEEP	17.	17.
TOTAL	<u>17.</u>	<u>17.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ABBOTT LABORATORIES	2,010.	2,010.
AIR PRODUCTS & CHEMICALS INC	750.	750.
AMERICA MOVIL SA	45.	45.
AMERICAN EXPRESS	624.	624.
APACHE CORP	132.	132.
APPLE INC	2,120.	2,120.
ARCOS DORADOS	167.	167.
AUTOMATIC DATA PROCESSING	1,422.	1,422.
BALL CORP	120.	120.
BARRICK GOLD	105.	105.
BECTON DICKINSON	405.	405.
BLACKROCK INC	825.	825.
BOEING INC	88.	88.
CATERPILLAR	1,488.	1,488.
CBOE HOLDING INC	24.	24.
CHEVRON TEXACO CORPORATION	4,212.	4,212.
CME GROUP INC	746.	746.
COCA COLA COMPANY	4,080.	4,080.
CONOCOPHILLIPS	3,008.	3,008.
DAIMLER BENZ AG	578.	578.
EI DUPONT DE NEMOURS	168.	168.
ESTEE LAUDER	576.	576.
EXXONMOBIL CORPORATION	7,352.	7,352.
FASTENAL CO	53.	53.
FRANKLIN RESOURCES	820.	820.
FREEMPORT MCMORAN	1,188.	1,188.
GENERAL DYNAMICS CORP	294.	294.
GENERAL ELECTRIC	2,040.	2,040.
HEWLETT PACKARD	74.	74.
HOME DEPOT	696.	696.
HSBC HOLDINGS	1,770.	1,770.
IBM CORP	1,320.	1,320.

ATTACHMENT 2 (CONT'D)FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ISHARES MSCI AUSTRALIA	46.	46.
ISHARES MSCI BRAZIL	106.	106.
ISHARES MSCI CANADA	22.	22.
ISHARES MSCI HONG KONG	37.	37.
ISHARES MSCI JAPAN	18.	18.
ISHARES MSCI SINGAPORE	20.	20.
ISHARES MSCI SPAIN	67.	67.
ISHARES MSCI MALAYSIA	9.	9.
ISHARES MSCI MEXICO	57.	57.
INTEL CORPORATION	2,511.	2,511.
JOHNSON & JOHNSON	2,880.	2,880.
JPMORGAN CHASE & CO	1,725.	1,725.
KELLOGG CO	344.	344.
KINDER MORGAN	1,438.	1,438.
KRAFT FOODS	1,624.	1,624.
MCDONALD'S CORP	3,157.	3,157.
MCGRAW HILL	2,816.	2,816.
MEDTRONIC INC	126.	126.
MERCK & CO INC	336.	336.
MERCK & CO NEW	1,428.	1,428.
MICROSOFT CORP	160.	160.
NASDAQ OMX GROUP	26.	26.
NESTLE SA	4,225.	4,225.
NEWS CORP	255.	255.
NOVO-NORDISK	1,255.	1,255.
NYSE EURONEXT	30.	30.
OCCIDENTAL	2,204.	2,204.
PEPSICO INC	1,684.	1,684.
PHILLIPS 66	244.	244.
PLUM CREEK TIMBER GROUP	168.	168.
PRAXAIR INC	880.	880.
PROCTER & GAMBLE	3,095.	3,095.

ATTACHMENT 2 (CONT'D)FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
QUALCOMM INC	436.	436.
RAYTHEON	160.	160.
RIO TINTO PLC	993.	993.
ROCHE HOLDINGS LTD	1,842.	1,842.
ROYAL DUTCH PETROLEUM	3,764.	3,764.
SAB MILLER PLC	758.	758.
SCHLUMBERGER LTD	400.	400.
SOUTHWEST AIRLINES	8.	8.
SYNGENTA AG	346.	346.
TARGA RESOURCES	110.	110.
TARGET CORP	1,320.	1,320.
TEXAS INDUSTRIES	210.	210.
TEXAS INSTRUMENTS	816.	816.
TRAVELERS COMPANIES	117.	117.
TIME WARNER INC	608.	608.
TOTAL SA ADR	3,822.	3,822.
UNITED TECHNOLOGIES CORP	1,229.	1,229.
WAL MART STORES INC	1,955.	1,955.
WALGREENS CO	1,192.	1,192.
WALT DISNEY	1,080.	1,080.
WEINGARTEN REALTY INC	116.	116.
WHOLE FOODS	1,024.	1,024.
WILLIAMS COMPANIES INC	56.	56.
GENERAL ELECTRIC 5% 2/1/13	78,492.	78,492.
JOHNSON & JOHNSON 3.8% 5/15/13	16,805.	16,805.
MERCK & CO 4.375% 2/15/13	28,498.	28,498.
PFIZER INC 4.5% 2/15/14	23,940.	23,940.
US TREASURY BONDS 6% 2/15/26	7,810.	7,810.
US TREASURY SEC STRIP INT PMT 0%	8,267.	8,267.
FEDERAL FARM CR BANKS	11,926.	11,926.
MOBIL CORP 8.625% 8/15/21	7,188.	7,188.

TOTAL

ATTACHMENT 2 (CONT'D)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
	<u>277,581.</u>	<u>277,581.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER MISCELLANEOUS INCOME	1,446.	1,446.
TOTALS	<u>1,446.</u>	<u>1,446.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL EXCISE TAXES	6,959.	
FOREIGN TAXES	2,654.	2,654.
TOTALS	<u>9,613.</u>	<u>2,654.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ACCOUNT MGMT AND TRUST FEES	20,397.	20,397.
AMORTIZATION OF BOND PREMIUMS	11,735.	11,735.
PENALTIES	3.	
TOTALS	<u>32,135.</u>	<u>32,132.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
.100M US TREASURY BONDS 6% 2/15/26	100,459.		
.200M US TREAS SEC STRIP INT PMT 0% 11/15/22	98,431.		
.250M US TREA SEC STRIPPED INT PMT 0% 5/15/13	93,425.		
.200M FED FARM CR BANK 5.34% 10/22/2018	196,274.		
<b>US OBLIGATIONS TOTAL</b>	<b>488,589.</b>		

ATTACHMENT 7FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
1200 ABBOTT LABORATORIES	26,719.	40,579.	78,600.
300 AIR PRODUCTS & CHEMICALS	26,918.	26,918.	25,206.
500 AMERICA MOVIL SA DE CV	321.		
800 AMERICAN EXPRESS CO	30,082.	30,082.	45,984.
200 APACHE CORP	25,680.	25,680.	15,700.
400 APPLE INC	79,599.	79,599.	212,869.
700 ARCOS DORADOS INC	15,284.	15,284.	8,372.
600 AUTOMATIC DATA PROCESSING	30,713.	25,759.	34,158.
300 BALL CORP.	1,837.		
300 BARRICK GOLD CORP	7,236.		
300 BECTON DICKINSON	20,683.	25,629.	31,007.
150 BLACKROCK INC	15,794.		
100 BOEING CO	6,282.	44,251.	53,765.
600 CATERPILLAR INC	44,251.		
100 CBOE HOLDING INC	2,600.	41,827.	129,768.
1200 CHEVRON CORP	41,827.		
100 CHICAGO MERC EXCH	58,500.	40,530.	145,000.
4000 COCA COLA CO	40,530.	31,433.	57,990.
1000 CONOCOPHILLIPS	46,226.	25,844.	26,231.
225 DIAGEO PLC			
201 DAIMLERCHRYSLER AG	9,410.		
300 DIRECTTV GROUP INC	2,237.		
200 E I DU PONT NEMOURS	9,571.		
800 ESTEE LAUDER COMPANIES INC	16,611.	44,970.	47,888.
2800 EXXON MOBIL CORP.	112,463.	94,576.	242,340.
100 FASTENAL CO	3,464.		
200 FRANKLIN RESOURCE INC	25,624.	25,624.	25,140.
1000 FREEPORT-MCMORAN COPPER	44,917.	44,917.	34,200.
300 GENERAL DYNAMICS CORP	27,533.		

ATTACHMENT 7 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
3000 GENERAL ELECTRIC CO	25,973.	25,973.	62,970.
100 GREEN MOUNTAIN COFFEE INC	6,944.		
708 HSBC HOLDINGS PLC	44,292.	44,292.	37,574.
316 HEWLETT PACKARD	2,458.		
600 HOME DEPOT INC	23,154.	23,154.	37,110.
400 IBM	51,797.	51,797.	76,620.
100 ISHARES INC AUSTRALIA INDX	1,080.		
100 ISHARES INC BRAZIL INDEX	5,568.		
100 ISHARES INC CANADA INDEX	1,105.		
100 ISHARES INC HONG KONG INDX	1,444.		
200 ISHARES INC JAPAN INDEX	3,271.		
100 ISHARES INC MALAYSIA INDEX	1,445.		
100 ISHARES MEXICO INDEX	1,143.		
100 ISHARES SINGAPORE INDEX	1,322.		
100 ISHARES SPAIN INDEX	1,457.		
2500 INTEL CORP	62,660.	62,460.	51,550.
1500 JPMORGAN CHASE & CO	41,331.	41,331.	65,954.
1200 JOHNSON & JOHNSON	40,047.	40,047.	84,120.
400 KELLOGG CO	11,850.		
1000 KINDER MORGAN INC	31,339.	28,434.	35,330.
466 KRAFT FOODS INC A	43,400.	15,229.	21,189.
1100 MCDONALDS CORP	34,190.	34,190.	97,031.
800 MCGRAW HILL	20,862.	20,862.	43,736.
100 MEDTRONIC INC	3,348.	3,348.	4,102.
800 MERCK & CO	49,454.	33,290.	32,752.
2400 MICROSOFT CORP	18,700.		
1400 MONDELEZ INT'L		28,171.	35,634.
200 NASDAQ	8,343.		
2000 NESTLE SA	20,255.	20,255.	130,224.

ATTACHMENT 7 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
150 NET BANK INC	1,209.	1,209.	1.
1500 NEWS CORP INC CL A	19,562.	19,562.	38,265.
500 NOVO-NORDISK AS ADR	28,610.	28,610.	81,605.
900 OCCIDENTAL PETROLEUM CORP	69,986.	78,489.	68,949.
800 PEPSICO INC	11,758.	11,758.	54,744.
137 PLUM CREEK TIMBER CO	5,187.		
400 PRAXAIR INC	21,378.	21,378.	43,780.
1400 PROCTER & GAMBLE COMPANY	20,438.	20,438.	95,046.
112 RAYTHEON CO CL A	3,640.		
600 RIO TINTO PLC	51,744.	51,744.	34,854.
1000 ROCHE HOLDINGS LTD	39,820.	39,820.	50,254.
1200 ROYAL DUTCH SHELL PLC	46,721.	59,440.	82,740.
7 TRAVELERS COS (ST. PAUL)	4,856.		
800 SABMILLER PLC		33,760.	36,736.
612 SCHLUMBERGER LTD	4,115.		
505 SOUTHWEST AIRLINES	1,610.		
200 SYNGENTA AG BASEL	11,498.		
100 TARGA RESOURCES CORP	3,298.		
1000 TARGET CORP	56,315.	56,315.	59,170.
1000 TEXAS INSTRUMENTS	33,328.	29,504.	30,890.
325 TIME WARNER	26,860.	26,860.	26,651.
1300 TOTAL SA ADR	71,551.	71,551.	67,613.
100 NYSE EURONEXT	9,904.		
500 PHILLIPS 66		9,341.	26,550.
356 PLAINS EXPLORATION	5,331.		
500 QUALCOMM INC	16,976.	22,842.	30,930.
700 UNITED TECHNOLOGIES CORP	34,455.	49,143.	57,407.
1000 WALMART	27,917.	27,917.	68,230.
800 WALT DISNEY CO	33,924.	33,924.	39,832.

ATTACHMENT 7 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
200 WEINGARTEN REALTY	2,957.		
100 WILLIAMS COS INC	2,991.	5,503.	33,309.
900 WALGREENS	8,440.	18,564.	36,464.
400 WHOLE FOODS MARKET INC	18,564.		
TOTALS	<u>2,026,087.</u>	<u>1,854,007.</u>	<u>3,094,134.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
1.205M GENERAL ELECTRIC 5% 2/01/13	1,213,713.		
.435M JOHNSON & JOHNSON 3.8% 5/15/13	434,868.		
.500M MERCK & CO INC 4.375% 2/15/13	502,653.		
.420M PFIZER INC 4.5% 2/15/14	419,424.		
.120M MOBIL CORP 8.625% 08/15/2021	160,088.		
<b>TOTALS</b>	<u>2,730,746.</u>		

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DUE FROM LIEDTKE INTERESTS, LTD	1,400.	1,400.	1,400.
PREPAID FEDERAL EXCISE TAX	17,523.	10,564.	10,564.
TOTALS	<u>18,923.</u>	<u>11,964.</u>	<u>11,964.</u>

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,252.		100 GREEN MOUNTAIN COFFEE INC PROPERTY TYPE: SECURITIES 6,944.				P	VARIOUS -1,692.	03/09/2012
3,342.		100 WALGREEN CO PROPERTY TYPE: SECURITIES 420.				P	VARIOUS 2,922.	03/09/2012
20,193.		300 GENERAL DYNAMICS CORP PROPERTY TYPE: SECURITIES 27,533.				P	VARIOUS -7,340.	04/30/2012
19,318.		500 MERCK AND CO INC PROPERTY TYPE: SECURITIES 16,165.				P	VARIOUS 3,153.	06/11/2012
18,690.		600 WALGREEN CO PROPERTY TYPE: SECURITIES 2,517.				P	VARIOUS 16,173.	06/11/2012
31.		KRAFT FOODS-CASH IN LIEU PROPERTY TYPE: SECURITIES				P	VARIOUS 31.	10/22/2012
23,088.		300 BECTON DICKINSON AND CO PROPERTY TYPE: SECURITIES 20,683.				P	VARIOUS 2,405.	10/17/2012
5.		WPX ENERGY-CASH IN LIEU PROPERTY TYPE: SECURITIES				P	VARIOUS 5.	01/12/2012
177,055.		120,000 MOBIL CORP 8.625% 08/15/2021 PROPERTY TYPE: SECURITIES 160,088.				P	VARIOUS 16,967.	04/20/2012
2,802.		100 CBOE HOLDING INC PROPERTY TYPE: SECURITIES 2,600.				P	VARIOUS 202.	08/01/2012
7,253.		100 BOEING CO PROPERTY TYPE: SECURITIES 6,283.				P	VARIOUS 970.	08/01/2012
22,447.		400 ADP INC PROPERTY TYPE: SECURITIES 4,954.				P	VARIOUS 17,493.	08/01/2012

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,283.		100 ISHARES AUSTRALIA INDEX FD PROPERTY TYPE: SECURITIES 1,080.				P	VARIOUS 1,203.	08/01/2012
3,133.		100 WILLIAMS COMPANIES INC PROPERTY TYPE: SECURITIES 2,445.				P	VARIOUS 688.	08/01/2012
469.		33 WPX ENERGY INC PROPERTY TYPE: SECURITIES 545.				P	VARIOUS -76.	08/01/2012
4,389.		100 TARGA RESOURCES CORP PROPERTY TYPE: SECURITIES 3,298.				P	VARIOUS 1,091.	08/01/2012
9,666.		300 BARRICK GOLD CORP PROPERTY TYPE: SECURITIES 7,236.				P	VARIOUS 2,430.	08/01/2012
9,861.		201 DAIMLER AG PROPERTY TYPE: SECURITIES 9,410.				P	VARIOUS 451.	08/01/2012
13,637.		200 SYNGENTA AG ADR PROPERTY TYPE: SECURITIES 11,498.				P	VARIOUS 2,139.	08/01/2012
2,587.		100 ISHARES CANADA INDEX FD PROPERTY TYPE: SECURITIES 1,105.				P	VARIOUS 1,482.	08/01/2012
24,303.		600 BALL CORP PROPERTY TYPE: SECURITIES 1,837.				P	VARIOUS 22,466.	08/01/2012
1,752.		200 ISHARES JAPAN INDEX FD PROPERTY TYPE: SECURITIES 3,271.				P	VARIOUS -1,519.	08/01/2012
3,577.		400 SOUTHWEST AIRLINES CO PROPERTY TYPE: SECURITIES 1,610.				P	VARIOUS 1,967.	08/01/2012
1,399.		100 ISHARES MALAYSIA INDEX FD PROPERTY TYPE: SECURITIES 1,445.				P	VARIOUS -46.	08/01/2012

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,636.		100 ISHARES HONG KONG INDEX FD PROPERTY TYPE: SECURITIES 1,444.				P	VARIOUS	08/01/2012
							192.	
1,276.		100 ISHARES SINGAPORE INDEX FD PROPERTY TYPE: SECURITIES 1,322.				P	VARIOUS	08/01/2012
							-46.	
7,932.		300 AMERICA MOVIL SA SER L ADR PROPERTY TYPE: SECURITIES 321.				P	VARIOUS	08/01/2012
							7,611.	
5,230.		100 ISHARES BRAZIL INDEX FD PROPERTY TYPE: SECURITIES 5,568.				P	VARIOUS	08/01/2012
							-338.	
6,200.		100 ISHARES MEXICO INDEX FD PROPERTY TYPE: SECURITIES 1,144.				P	VARIOUS	08/01/2012
							5,056.	
8,055.		200 PLUM CREEK TIMBER CO INC PROPERTY TYPE: SECURITIES 5,188.				P	VARIOUS	08/01/2012
							2,867.	
2,254.		100 ISHARES SPAIN INDEX FD PROPERTY TYPE: SECURITIES 1,457.				P	VARIOUS	08/01/2012
							797.	
3,542.		100 KINDER MORGAN INC PROPERTY TYPE: SECURITIES 2,905.				P	VARIOUS	08/01/2012
							637.	
25,664.		500 CME GROUP INC PROPERTY TYPE: SECURITIES 58,500.				P	VARIOUS	08/01/2012
							-32,836.	
10,211.		186 CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 4,202.				P	VARIOUS	08/01/2012
							6,009.	
14,971.		300 DIRECTV INC PROPERTY TYPE: SECURITIES 2,237.				P	VARIOUS	08/01/2012
							12,734.	
10,041.		200 E I DU PONT AND CO PROPERTY TYPE: SECURITIES 9,571.				P	VARIOUS	08/01/2012
							470.	

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
104,267.		1,200 EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 17,888.				P	VARIOUS 86,379.	08/01/2012
4,215.		100 FASTENAL CO PROPERTY TYPE: SECURITIES 3,464.				P	VARIOUS 751.	08/01/2012
3,550.		200 HEWLETT-PACKARD CO PROPERTY TYPE: SECURITIES 2,459.				P	VARIOUS 1,091.	08/01/2012
6,295.		100 TRAVELERS COS INC PROPERTY TYPE: SECURITIES 4,856.				P	VARIOUS 1,439.	08/01/2012
19,094.		400 KELLOGG CO PROPERTY TYPE: SECURITIES 11,850.				P	VARIOUS 7,244.	08/01/2012
16,441.		600 TEXAS INSTRUMENTS INC PROPERTY TYPE: SECURITIES 3,824.				P	VARIOUS 12,617.	08/01/2012
11,701.		400 MICROSOFT CORP PROPERTY TYPE: SECURITIES 18,700.				P	VARIOUS -6,999.	08/01/2012
4,521.		200 NASDAQ OMX GROUP INC PROPERTY TYPE: SECURITIES 8,343.				P	VARIOUS -3,822.	08/01/2012
2,459.		100 NYSE EURONEXT PROPERTY TYPE: SECURITIES 9,829.				P	VARIOUS -7,370.	08/01/2012
3,489.		93 PHILLIPS 66 PROPERTY TYPE: SECURITIES 1,249.				P	VARIOUS 2,240.	08/01/2012
14,075.		356 PLAINS EXPLORATION PROPERTY TYPE: SECURITIES 5,331.				P	VARIOUS 8,744.	08/01/2012
6,146.		112 RAYTHEON CO PROPERTY TYPE: SECURITIES 3,640.				P	VARIOUS 2,506.	08/01/2012

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
35,970.		500 SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES 4,115.				P	VARIOUS 31,855.	08/01/2012
5,393.		200 WEINGARTEN REALTY INVESTORS PROPERTY TYPE: SECURITIES 2,957.				P	VARIOUS 2,436.	08/01/2012
20,466.		800 INTEL CORP PROPERTY TYPE: SECURITIES 200.				P	VARIOUS 20,266.	08/01/2012
441,830.		435,000 JOHNSON & JOHNSON 3.80% 05/15/20 PROPERTY TYPE: SECURITIES 434,948.				P	VARIOUS 6,882.	11/16/2012
440,530.		420,000 PFIZER INC 4.50% 02/15/2014 PROPERTY TYPE: SECURITIES 419,652.				P	VARIOUS 20,878.	11/16/2012
1,214,724.		1,205,000 GE CO 5% 02/01/2013 PROPERTY TYPE: SECURITIES 1,206,318.				P	VARIOUS 8,406.	11/15/2012
246,586.		200,000 FFCB 5.34% 10/22/2018 PROPERTY TYPE: SECURITIES 196,729.				P	VARIOUS 49,857.	11/29/2012
503,450.		500,000 MERCK AND CO INC 4.375% 02/15/20 PROPERTY TYPE: SECURITIES 501,044.				P	VARIOUS 2,406.	11/29/2012
146,720.		100,000 US TREAS 6% 02/15/2026 PROPERTY TYPE: SECURITIES 100,432.				P	VARIOUS 46,288.	11/29/2012
99,886.		100,000 US TREAS STRIP ZERO CPN 05/15/20 PROPERTY TYPE: SECURITIES 98,299.				P	VARIOUS 1,587.	11/29/2012
167,707.		200,000 US TREAS STRIP ZERO CPN 11/15/20 PROPERTY TYPE: SECURITIES 98,432.				P	VARIOUS 69,275.	11/29/2012
TOTAL GAIN (LOSS) .....							<u>451,674.</u>	

ATTACHMENT 10

LEE & JOSEPH D. JAMAIL FOUNDATION

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

0

0

0

PRESIDENT

JOSEPH D JAMAIL III  
500 DALLAS, STE. 3434  
HOUSTON, TX 77002

0

0

0

VICE PRESIDENT

RANDALL HAGE JAMAIL  
500 DALLAS, STE. 3434  
HOUSTON, TX 77002

0

0

0

SECR/TREAS

ROBERT LEE JAMAIL  
1200 SMITH STREET, STE. 1135  
HOUSTON, TX 77002

0

0

0

SECRETARY

DENISE S DAVIDSON  
500 DALLAS, STE. 3434  
HOUSTON, TX 77002

GRAND TOTALS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ST JOHN'S SCHOOL 2401 CLAREMONT LANE HOUSTON, TX 77019	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	50,000.
ALLEY THEATRE 615 TEXAS AVENUE HOUSTON, TX 77002-2795	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	135,000
FARM AID PO BOX 228 CHAMPAIGN, IL 61824	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSES	50,000.
AIDS FOUNDATION 3202 WESLAYAN HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	10,000
HOUSTON GARDEN CLUB 4212 SAN FELIPE, STE 486 HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	10,000.
SOUTHERN METHODIST UNIVERSITY DEVELOPMENT OFFICE PO BOX 750281 DALLAS, TX 75275	NONE NOT PRIVATE FOUNDATIOI	501(C) (3) PURPOSE	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
OPEN DOOR MISSION 5803 HARRISBURG BLVD HOUSTON, TX 77011	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	12,500
CONTEMPORARY ARTS MUSEUM 5216 MONTROSE BLVD HOUSTON, TX 77006	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	20,000.
COMPANY ONSTAGE 536 WESTBURY SQUARE HOUSTON, TX 77035	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000
TEACH FOR AMERICA 4669 SOUTHWEST FREEWAY SUITE 600 HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000
HELP CLIFFORD HELP KIDS 1901 E BEN WHITE BOULEVARD AUSTIN, TX 78741	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000.
THE UNIVERSITY OF TEXAS 2901 NORTH IH-35 SUITE 4.100 AUSTIN, TX 78722	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	3,000,000.

FORM 990BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
RICE UNIVERSITY PO BOX 1892 HOUSTON, TX 77251	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	166,667.
ST EDWARDS UNIVERSITY 3001 S CONGRESS AVENUE AUSTIN, TX 78704	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	17,500.
YELLOWSTONE ACADEMY 3000 TRULLEY STREET HOUSTON, TX 77004	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	10,000.
CAMP FOR ALL 10500 NORTHWEST FREEWAY HOUSTON, TX 77092	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	10,000.
HOLOCAUST MUSEUM HOUSTON 5401 CAROLINE STREET HOUSTON, TX 77004	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	10,000.
THE JOY SCHOOL 1 CHELSEA BLVD HOUSTON, TX 77006	NONE NOT PRIVATE FOUNDATION	501(C) (3) PURPOSE	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D.)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HOUSTON SPCA 900 PORTWAY DRIVE HOUSTON, TX 77024	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000
MANKIND PROJECT 6950 W 43RD STREET HOUSTON, TX 77092	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	30,000.
ART LEAGUE HOUSTON 1953 MONTROSE BLVD HOUSTON, TX 77006	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000
ST THOMAS UNIVERSITY 3800 MONTROSE BLVD HOUSTON, TX 77006	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	50,000.
SOUTH TEXAS COLLEGE OF LAW 1303 SAN JACINTO STREET HOUSTON, TX 77002	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	50,000
<u>TOTAL CONTRIBUTIONS PAID</u>			<u>3,691,667</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
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1,446.

OTHER MISCELLANEOUS INCOME

1,446.

TOTALS

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T.  
▶ Information about Schedule D (Form 1041) and its separate instructions is at  
[www.irs.gov/form1041](http://www.irs.gov/form1041).

OMB No 1545-0092

**2012**

Name of estate or trust

LEE & JOSEPH D. JAMAIL FOUNDATION

Employer identification number

76-0181247

Note: Form 5227 filers need to complete only Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b 2,233.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet					4 ( )
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back					5 2,233.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 449,441.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet					11 ( )
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back					12 449,441.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		2,233.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		449,441.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . .	<b>15</b>		451,674.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	<b>16</b>	( )
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**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . . .	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,400 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% (.15) . . . . .	<b>30</b>		
<b>31</b>	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>		
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>		
<b>33</b>	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>		
<b>34</b>	<b>Tax on all taxable income.</b> Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>		



Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100 WALGREEN CO	VARIOUS	03/09/2012	3,342.	420.	2,922.
300 GENERAL DYNAMICS CORP	VARIOUS	04/30/2012	20,193.	27,533.	-7,340.
500 MERCK AND CO INC	VARIOUS	06/11/2012	19,318.	16,165.	3,153.
600 WALGREEN CO	VARIOUS	06/11/2012	18,690.	2,517.	16,173.
KRAFT FOODS-CASH IN LIEU	VARIOUS	10/22/2012	31.		31.
300 BECTON DICKINSON AND CO	VARIOUS	10/17/2012	23,088.	20,683.	2,405.
WPX ENERGY-CASH IN LIEU	VARIOUS	01/12/2012	5.		5.
120,000 MOBIL CORP 8.625% 08/15/2021	VARIOUS	04/20/2012	177,055.	160,088.	16,967.
400 ADP INC	VARIOUS	08/01/2012	22,447.	4,954.	17,493.
100 ISHARES AUSTRALIA INDEX FD	VARIOUS	08/01/2012	2,283.	1,080.	1,203.
300 BARRICK GOLD CORP	VARIOUS	08/01/2012	9,666.	7,236.	2,430.
201 DAIMLER AG	VARIOUS	08/01/2012	9,861.	9,410.	451.
200 SYNGENTA AG ADR	VARIOUS	08/01/2012	13,637.	11,498.	2,139.
100 ISHARES CANADA INDEX FD	VARIOUS	08/01/2012	2,587.	1,105.	1,482.
600 BALL CORP	VARIOUS	08/01/2012	24,303.	1,837.	22,466.
200 ISHARES JAPAN INDEX FD	VARIOUS	08/01/2012	1,752.	3,271.	-1,519.
400 SOUTHWEST AIRLINES CO	VARIOUS	08/01/2012	3,577.	1,610.	1,967.
100 ISHARES MALAYSIA INDEX FD	VARIOUS	08/01/2012	1,399.	1,445.	-46.
100 ISHARES HONG KONG INDEX FD	VARIOUS	08/01/2012	1,636.	1,444.	192.
100 ISHARES SINGAPORE INDEX FD	VARIOUS	08/01/2012	1,276.	1,322.	-46.
300 AMERICA MOVIL SA SER L ADR	VARIOUS	08/01/2012	7,932.	321.	7,611.
100 ISHARES MEXICO INDEX FD	VARIOUS	08/01/2012	6,200.	1,144.	5,056.
200 PLUM CREEK TIMBER CO INC	VARIOUS	08/01/2012	8,055.	5,188.	2,867.
100 ISHARES SPAIN INDEX FD	VARIOUS	08/01/2012	2,254.	1,457.	797.
500 CME GROUP INC	VARIOUS	08/01/2012	25,664.	58,500.	-32,836.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 186 CONOCOPHILLIPS	VARIOUS	08/01/2012	10,211.	4,202.	6,009.
300 DIRECTV INC	VARIOUS	08/01/2012	14,971.	2,237.	12,734.
200 E I DU PONT AND CO	VARIOUS	08/01/2012	10,041.	9,571.	470.
1,200 EXXON MOBIL CORP	VARIOUS	08/01/2012	104,267.	17,888.	86,379.
200 HEWLETT-PACKARD CO	VARIOUS	08/01/2012	3,550.	2,459.	1,091.
100 TRAVELERS COS INC	VARIOUS	08/01/2012	6,295.	4,856.	1,439.
400 KELLOGG CO	VARIOUS	08/01/2012	19,094.	11,850.	7,244.
600 TEXAS INSTRUMENTS INC	VARIOUS	08/01/2012	16,441.	3,824.	12,617.
400 MICROSOFT CORP	VARIOUS	08/01/2012	11,701.	18,700.	-6,999.
200 NASDAQ OMX GROUP INC	VARIOUS	08/01/2012	4,521.	8,343.	-3,822.
100 NYSE EURONEXT	VARIOUS	08/01/2012	2,459.	9,829.	-7,370.
93 PHILLIPS 66	VARIOUS	08/01/2012	3,489.	1,249.	2,240.
356 PLAINS EXPLORATION	VARIOUS	08/01/2012	14,075.	5,331.	8,744.
112 RAYTHEON CO	VARIOUS	08/01/2012	6,146.	3,640.	2,506.
500 SCHLUMBERGER LTD	VARIOUS	08/01/2012	35,970.	4,115.	31,855.
200 WEINGARTEN REALTY INVESTORS	VARIOUS	08/01/2012	5,393.	2,957.	2,436.
800 INTEL CORP	VARIOUS	08/01/2012	20,466.	200.	20,266.
435,000 JOHNSON & JOHNSON 3.80% 05/15/2013	VARIOUS	11/16/2012	441,830.	434,948.	6,882.
420,000 PFIZER INC 4.50% 02/15/2014	VARIOUS	11/16/2012	440,530.	419,652.	20,878.
1,205,000 GE CO 5% 02/01/2013	VARIOUS	11/15/2012	1,214,724.	1,206,318.	8,406.
200,000 FFCB 5.34% 10/22/2018	VARIOUS	11/29/2012	246,586.	196,729.	49,857.
500,000 MERCK AND CO INC 4.375% 02/15/2013	VARIOUS	11/29/2012	503,450.	501,044.	2,406.
100,000 US TREAS 6% 02/15/2026	VARIOUS	11/29/2012	146,720.	100,432.	46,288.
100,000 US TREAS STRIP ZERO CPN 05/15/2013	VARIOUS	11/29/2012	99,886.	98,299.	1,587.
200,000 US TREAS STRIP ZERO CPN 11/15/2022	VARIOUS	11/29/2012	167,707.	98,432.	69,275.

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . . 449,441.

# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Enter filer's identifying number, see instructions

<b>Type or print</b> <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	LEE & JOSEPH D. JAMAIL FOUNDATION	76-0181247
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	1200 SMITH STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	HOUSTON, TX 77002	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ WADE & COMPANY, LLC

Telephone No ▶ 713 622-3900 FAX No ▶ 713 622-9483

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for  
 ▶  calendar year 2012 or  
 ▶  tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_

2 If the tax year entered in line 1 is for less than 12 months, check reason.  Initial return  Final return  
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	<b>3a</b>	\$ 6,505.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$ 17,523.
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.