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 , 2012, and ending , 20

Name of foundation: HOBBY FAMILY FOUNDATION

A Employer identification number: 76-0489862

Number and street (or P O box number if mail is not delivered to street address): 2131 SAN FELIPE

Room/suite:

B Telephone number (see instructions): (713) 521-3377

City or town, state, and ZIP code: HOUSTON, TX 77019-5620

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 16,180,518.

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))*

	Line	Description	(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)	157,500.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	21.	21.		ATCH 1
	4	Dividends and interest from securities	404,038.	404,038.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,354,842.			
	b	Gross sales price for all assets on line 6a 9,247,988.				
	7	Capital gain net income (from Part IV, line 2)		1,354,842.		
	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	1,916,401.	1,758,901.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 5	2,572.	1,286.		1,286.
	c	Other professional fees (attach schedule) *	81,866.	81,866.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 5	22,169.	169.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 5	361.	243.		118.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	106,968.	83,564.		1,404.
	25	Contributions, gifts, grants paid	2,902,000.			2,902,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	3,008,968.	83,564.	0	2,903,404.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,092,567.			
	b	**Net investment income** (if negative, enter -0-)		1,675,337.		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	545,953.	321,545.	321,545.
	2	Savings and temporary cash investments	768,251.	228,608.	228,608.
	3	Accounts receivable ▶ 1,297.			
		Less allowance for doubtful accounts ▶	232,634.	1,297.	1,297.
	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)			
	b	Investments - corporate stock (attach schedule) ATCH 6	8,585,118.	8,576,207.	11,633,624.
	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) ATCH 6	3,979,929.	3,891,661.	3,995,444.
	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)	14,111,885.	13,019,318.	16,180,518.
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)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	14,111,885.	13,019,318.	
	30	Total net assets or fund balances (see instructions)	14,111,885.	13,019,318.	
	31	Total liabilities and net assets/fund balances (see instructions)	14,111,885.	13,019,318.	

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	14,111,885.
2	Enter amount from Part I, line 27a	2	-1,092,567.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,019,318.
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	13,019,318.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	1,354,842.
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	1,081,467.	17,575,949.	0.061531
2010	1,336,656.	16,806,768.	0.079531
2009	923,817.	14,849,430.	0.062212
2008	1,213,747.	18,204,926.	0.066671
2007	1,049,881.	20,982,359.	0.050036

2 **Total** of line 1, column (d)	2	0.319981
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	0.063996
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	17,314,301.
5 Multiply line 4 by line 3	5	1,108,046.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,753.
7 Add lines 5 and 6	7	1,124,799.
8 Enter qualifying distributions from Part XII, line 4	8	2,903,404.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 ▶ [X] and enter 1% of Part I, line 27b		1	16,753.
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	16,753.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	16,753.
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 28,299.		
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	28,299.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	11,546.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 11,546. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶ CATHY LEESON Telephone no ▶ (713)521-3377

Located at ▶ 2131 SAN FELIPE HOUSTON, TX ZIP+4 ▶ 77019-5620

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

		Line	Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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.	Line	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)?	1b	N/A	
	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 ☒ 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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________, ________, ________, ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b	N/A	
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 [X]		
(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 [X]		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [ ] No [X]		
(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 [X]		
(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 [X]		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b	N/A
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 [X]		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X (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 [X]		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 7		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 . . . . ▶ 0

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	
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	16,548,716.
b	Average of monthly cash balances	1b	1,029,255.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	17,577,971.
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	17,577,971.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	263,670.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,314,301.
6	**Minimum investment return.** Enter 5% of line 5	6	865,715.

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	865,715.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	16,753.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	16,753.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	848,962.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	848,962.
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	848,962.

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	2,903,404.
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	2,903,404.
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	16,753.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,886,651.

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				848,962.
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 ... 28,584.				
b	From 2008 ... 319,802.				
c	From 2009 ... 188,257.				
d	From 2010 ... 517,340.				
e	From 2011 ... 220,145.				
f	Total of lines 3a through e	1,274,128.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 2,903,404.				
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				848,962.
e	Remaining amount distributed out of corpus	2,054,442.			
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	3,328,570.			
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)	28,584.			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	3,299,986.			
10	Analysis of line 9				
a	Excess from 2008 ... 319,802.				
b	Excess from 2009 ... 188,257.				
c	Excess from 2010 ... 517,340.				
d	Excess from 2011 ... 220,145.				
e	Excess from 2012 ... 2,054,442.				

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)

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

Part XV Supplementary Information (Complete this part only if the 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))

W.P. HOBBY

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:

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 8				
Total ▶ 3a				2,902,000.
b *Approved for future payment*				
ATCH 9				
Total ▶ 3b				3,793,885.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	21.	
4 Dividends and interest from securities			14	404,038.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,354,842.	
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)				1,758,901.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,758,901.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		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 (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

▶ [signature] 7/19/13 ▶ Treasurer

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CHARLES H. CLINES	[signature]	5/31/2013		P00366963

Firm's name ▶ MARGOLIS, PHIPPS & WRIGHT P.C. Firm's EIN ▶ 76-0324056

Firm's address ▶ 1400 POST OAK BLVD., STE 900
HOUSTON, TX 77056-3009 Phone no 713-625-3500

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization
HOBBY FAMILY FOUNDATION

Employer identification number
76-0489862

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)(3) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization HOBBY FAMILY FOUNDATION

Employer identification number 76-0489862

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	W.P. HOBBY 2131 SAN FELIPE HOUSTON, TX 77019	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	W.P. HOBBY 2131 SAN FELIPE HOUSTON, TX 77019	$ 107,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization HOBBY FAMILY FOUNDATION

Employer identification number 76-0489862

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	
----		$	
----		$	
----		$	
----		$	
----		$	

Name of organization HOBBY FAMILY FOUNDATION

Employer identification number 76-0489862

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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*.

OMB No 1545-0092

2012

Name of estate or trust: HOBBY FAMILY FOUNDATION

Employer identification number: 76-0489862

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	87,863.
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	87,863.

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	1,266,979.
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	1,266,979.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2012**

Part III Summary of Parts I and II

Caution: *Read the instructions* **before** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			87,863.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			1,266,979.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			1,354,842.

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

16 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 ... 16 ( )

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

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	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)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	Subtract line 22 from line 17 If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (15)					30	
31	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)					31	
32	Add lines 30 and 31					32	
33	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)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: HOBBY FAMILY FOUNDATION

Employer identification number: 76-0489862

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

(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)
1a SEE STATEMENT 3	VARIOUS	VARIOUS	4,071,027.	3,983,164.	87,863.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 87,863.

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

Schedule D-1 (Form 1041) 2012

JSA
2F1221 2 000

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 SEE ATTACHED STATEMENT 3	VARIOUS	VARIOUS	5,176,961.	3,909,982.	1,266,979.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . 1,266,979.

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)	
		SEE STATEMENT 3					VARIOUS	VARIOUS
4,071,027.		3,983,164.					87,863.	
		SEE ATTACHED STATEMENT 3					VARIOUS	VARIOUS
5,176,961.		3,909,982.					1,266,979.	
TOTAL GAIN(LOSS)							1,354,842.	

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012

Part I, Line 3 - Interest from Savings and Temporary Cash Investments	Total	Investment	Charitable
Amegy Bank N.A.	6	6	
Fidelity Brokerage Services	15	15	
Total	21	21	0

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012

Part I, Line 4 - Dividends & Interest from Securities	Total	Investment	Charitable
Amegy Investments Inc.	167,962	167,962	
TIFF Multi-Asset Fund	117,979	117,979	
Lazard, Ltd	3,420	3,420	
Fidelity Brokerage Services	114,677	114,677	
Total	404,038	404,038	0

Hobby Family Foundation						
EIN 76-0489862						
Form 990PF - 2012						
Part IV - Capital Gains and Losses for Tax on Investment Income						
	How	Date	Date	Gross		
Description	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss)
Short-Term Capital Gains						
Publicly Traded Securities				4,071,027	3,983,165	87,863
Long-Term Capital Gains						
Publicly Traded Securities				5,100,911	3,909,982	1,190,929
TIFF Multi-Asset Fund Capital Gain Distribution				76,050		76,050
Subtotal Long-Term Capital Gains				5,176,961	3,909,982	1,266,979
Total				9,247,988	7,893,147	1,354,842

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
HORT-TERM CAPITAL GAINS(LOSSES)							
ayez Sarofim							
reen Mountain Coffee	150	P	11/10/11	03/14/12	7,696	10,514	(2,81
ubtotal					7,696	10,514	(2,81
uther King							
ELANESE CORP DEL COM SER A	400	P	08/16/11	05/31/12	15,887	18,104	(2,21
ELANESE CORP DEL COM SER A	400	P	08/16/11	05/31/12	15,887	18,105	(2,21
IRRUS LOGIC INC	128	P	05/13/11	04/25/12	2,872	2,115	75
IRRUS LOGIC INC	100	P	05/13/11	04/25/12	2,244	1,652	59
IRRUS LOGIC INC	72	P	05/13/11	04/25/12	1,616	1,189	42
IRRUS LOGIC INC	100	P	05/13/11	04/25/12	2,244	1,652	59
IRRUS LOGIC INC	100	P	05/13/11	04/25/12	2,244	1,652	59
IRRUS LOGIC INC	100	P	05/13/11	04/25/12	2,244	1,652	59
IRRUS LOGIC INC	100	P	05/13/11	04/25/12	2,244	1,652	59
IRRUS LOGIC INC	28	P	05/13/11	04/25/12	628	463	16
IRRUS LOGIC INC	72	P	05/13/11	04/25/12	1,616	1,189	42
IRRUS LOGIC INC	100	P	05/13/11	04/25/12	2,242	1,652	59
IRRUS LOGIC INC	2	P	05/13/11	03/08/12	46	33	1
IRRUS LOGIC INC	100	P	05/13/11	03/08/12	2,319	1,652	66
IRRUS LOGIC INC	300	P	05/13/11	03/08/12	6,957	4,956	2,00
IRRUS LOGIC INC	100	P	05/13/11	03/08/12	2,319	1,652	66
IRRUS LOGIC INC	100	P	05/13/11	03/08/12	2,319	1,652	66
IRRUS LOGIC INC	98	P	05/13/11	03/08/12	2,273	1,619	65
IRRUS LOGIC INC	100	P	05/13/11	03/08/12	2,319	1,652	66
IRRUS LOGIC INC	100	P	05/13/11	03/08/12	2,319	1,652	66
IRRUS LOGIC INC	200	P	05/13/11	03/08/12	4,638	3,304	1,33
IRRUS LOGIC INC	200	P	05/13/11	02/01/12	4,084	3,304	78
IRRUS LOGIC INC	100	P	05/13/11	02/01/12	2,042	1,652	39
IRRUS LOGIC INC	100	P	05/13/11	02/01/12	2,042	1,653	38
IRRUS LOGIC INC	100	P	05/13/11	02/01/12	2,040	1,653	38
EVON ENERGY CORP NEW COM	100	P	01/04/12	11/28/12	5,266	6,458	(1,19
EVON ENERGY CORP NEW COM	100	P	01/04/12	11/28/12	5,266	6,458	(1,19
EVON ENERGY CORP NEW COM	100	P	01/04/12	11/28/12	5,266	6,458	(1,19
EVON ENERGY CORP NEW COM	350	P	01/04/12	11/28/12	18,430	22,602	(4,17
EVON ENERGY CORP NEW COM	100	P	01/04/12	11/28/12	5,266	6,460	(1,19

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
AZARD LTD SHS A ISIN#BMG54050102	600	P	02/01/12	11/28/12	17,556	17,645	(9
AZARD LTD SHS A ISIN#BMG54050102	300	P	02/01/12	11/28/12	8,778	8,835	(5
AZARD LTD SHS A ISIN#BMG54050102	200	P	02/01/12	11/28/12	5,852	5,892	(4
RUDENTIAL FINL INC COM	200	P	08/16/11	03/20/12	12,868	10,344	2,52
RUDENTIAL FINL INC COM	600	P	08/16/11	03/20/12	38,603	31,032	7,57
RUDENTIAL FINL INC COM	500	P	08/16/11	03/20/12	32,169	25,860	6,30
RUDENTIAL FINL INC COM	100	P	08/16/11	03/20/12	6,434	5,172	1,26
RUDENTIAL FINL INC COM	100	P	08/16/11	03/20/12	6,432	5,172	1,26
IME WARNER INC NEW COM NEW	150	P	08/16/11	03/15/12	5,358	4,569	78
IME WARNER INC NEW COM NEW	400	P	08/16/11	03/15/12	14,289	12,184	2,10
IME WARNER INC NEW COM NEW	100	P	08/16/11	03/15/12	3,572	3,046	52
IME WARNER INC NEW COM NEW	49	P	08/16/11	03/15/12	1,750	1,494	25
IME WARNER INC NEW COM NEW	51	P	08/16/11	03/15/12	1,820	1,554	26
TIGATION							
IME WARNER INC NEW COM NEW - LITIGATION SETTLEMENT					13		1
ANK OF AMERICA - LITIGATION SETTLEMENT					20		2
ubtotal					282,693	258,747	23,94
valon Equity-Income							
LTRIA GROUP INC	1460	P	08/14/12	11/28/12	48,492	51,815	(3,32
T&T INC COM	1002	P	08/14/12	11/28/12	33,477	37,374	(3,89
ANADIAN IMPERIAL BANK OF COMME	111	P	08/14/12	11/28/12	8,893	8,364	53
ENTERPOINT ENERGY INC	908	P	08/14/12	11/28/12	17,779	18,750	(97
HEVRON CORP NEW	220	P	08/14/12	11/28/12	23,114	24,937	(1,82
INEMARK HLDGS INC COM	379	P	08/14/12	11/28/12	10,182	9,026	1,15
ISCO SYS INC	545	P	08/30/12	11/28/12	10,254	10,360	(10
ONAGRA FOODS INC	360	P	10/24/12	11/28/12	10,653	10,093	56
ONOCOPHILLIPS	358	P	08/14/12	11/28/12	20,306	20,553	(24
ONSOLIDATED EDISON HLDG CO INC	183	P	08/14/12	11/28/12	10,083	11,576	(1,49
ONSOLIDATED EDISON HLDG CO INC	557	P	08/14/12	11/19/12	30,503	35,234	(4,73
OMINION RESOURCES INC VA NEW	226	P	08/14/12	11/28/12	11,334	12,113	(77
R PEPPER SNAPPLE GROUP INC CON	209	P	08/14/12	11/28/12	9,293	9,419	(12
UKE ENERGY CORP	377	P	08/14/12	11/28/12	23,181	25,700	(2,51
XELON CORP	1192	P	08/14/12	11/01/12	40,236	45,402	(5,16
XXON MOBIL CORP	206	P	08/14/12	11/28/12	18,117	18,177	(6
ENERAL ELECTRIC CO	1198	P	08/14/12	11/28/12	25,171	25,168	

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
ENUINE PARTS CO	146	P	08/14/12	11/28/12	9,282	9,252	3
LAXOSMITHKLINE ADR	281	P	08/14/12	11/28/12	12,061	13,128	(1,06
ASBRO INC	242	P	08/14/12	11/28/12	9,274	9,120	15
CP INC COM	458	P	08/14/12	11/28/12	20,561	20,753	(19
EINZ H J CO	309	P	08/14/12	11/28/12	17,877	17,198	67
ITEL CORP	548	P	07/13/12	11/28/12	10,966	13,788	(2,82
ITL PAPER CO	249	P	08/14/12	11/28/12	9,146	8,525	62
HARES IBOXX $ INVESTOP INVESTM	176	P	08/14/12	11/28/12	21,493	20,998	49
HARES IBOXX $ INVESTOP INVESTM	214	P	08/14/12	08/30/12	25,686	25,532	15
HARES TR IBOXX $ HIGH YIELD CORF	283	P	08/14/12	11/28/12	26,209	25,956	25
HARES TR S&P U S PFD STK INDEX F	487	P	08/14/12	11/28/12	19,393	19,227	16
IMBERLY CLARK CORP	155	P	08/14/12	11/28/12	13,339	12,854	48
RAFT FOODS GROUP INC COM NPV	221	P	11/19/12	11/28/12	10,099	9,911	18
LLY ELI & CO	356	P	08/14/12	11/28/12	17,006	15,244	1,76
OCKHEED MARTIN CORP	151	P	08/14/12	11/28/12	14,073	13,824	24
ARATHON OIL CORP	239	P	08/14/12	11/28/12	7,381	6,553	82
ARSH & MCLENNAN COS	276	P	08/14/12	11/28/12	9,682	9,370	31
AXIM INTEGRATED PRODS INC	348	P	11/14/12	11/28/12	9,988	9,747	24
EADWESTVACO CORP	310	P	08/14/12	11/28/12	9,391	8,760	63
ERCK & CO INC NEW COM	135	P	08/14/12	11/28/12	5,973	5,995	(2
ONDELEZ INTL INC COM	430	P	08/14/12	11/28/12	10,970	11,427	(45
ATIONAL RETAIL PPTYS INC COM	456	P	08/14/12	11/28/12	13,999	13,611	38
INNACLE WEST CAP CP	164	P	08/14/12	11/28/12	8,261	8,752	(49
ROCTER & GAMBLE CO	235	P	06/20/12	11/28/12	16,349	14,130	2,21
EYNOLDS AMERN INC	890	P	08/14/12	11/28/12	38,628	41,498	(2,87
OYAL DUTCH SHELL ADR	369	P	08/14/12	11/28/12	25,425	27,092	(1,66
CANA CORP NEW	164	P	08/14/12	11/28/12	7,495	8,055	(56
OUTHERN CO	351	P	08/14/12	11/28/12	14,964	16,370	(1,40
YSCO CORP	302	P	08/14/12	11/28/12	9,501	9,189	31
ECO ENERGY INC	1879	P	08/14/12	08/30/12	32,567	33,950	(1,38
IME WARNER CABLE INC COM	108	P	11/19/12	11/28/12	9,975	9,900	7
ENTAS INC	192	P	08/14/12	11/28/12	12,242	12,238	
ERIZON COMMUNICATIONS	818	P	08/14/12	11/28/12	35,282	36,236	(95
ODAFONE GROUP SPON ADR	373	P	08/14/12	11/28/12	9,423	11,193	(1,77
'ALGREEN COMPANY	287	P	08/29/12	11/28/12	9,526	10,174	(64
'EINGARTEN RLTY INVS SH BEN INT	316	P	08/14/12	11/28/12	8,516	8,683	(16

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
ubtotals					893,068	922,294	(29,22
valon Core							
PPLE INC	88	P	08/28/11	08/09/12	54,539	38,362	16,17
PPLE INC	11	P	01/18/12	08/09/12	6,817	4,702	2,11
BBOTT LABORATORIES	767	P	09/22/11	08/09/12	50,429	38,849	11,58
BBOTT LABORATORIES	550	P	01/11/12	08/09/12	36,162	30,541	5,62
BBOTT LABORATORIES	52	P	09/22/11	01/05/12	2,931	2,634	29
CTAVIS INC COM USD0.0033	558	P	09/29/11	08/09/12	44,042	39,260	4,78
CTAVIS INC COM USD0 0033	37	P	09/29/11	01/05/12	2,269	2,603	(33
UTOZONE INC NEV	119	P	09/22/11	08/09/12	42,530	37,633	4,89
UTOZONE INC NEV	8	P	09/22/11	01/05/12	2,659	2,530	12
ED BATH & BEYOND INC	496	P	03/04/11	02/14/12	29,295	23,890	5,40
ED BATH & BEYOND INC	263	P	08/10/11	02/14/12	15,534	13,495	2,03
ED BATH & BEYOND INC	52	P	08/10/11	01/05/12	3,108	2,668	44
B & T CORP	1595	P	01/13/12	08/09/12	50,146	43,047	7,09
IOGEN IDEC INC	374	P	02/08/12	08/09/12	54,125	44,693	9,43
ALL CORP	621	P	09/30/11	08/09/12	25,744	19,551	6,19
ALL CORP	475	P	07/25/12	08/09/12	19,691	19,265	42
ALL CORP	43	P	09/30/11	01/05/12	1,558	1,354	20
RISTOL MYERS SQUIBB	112	P	03/31/11	01/05/12	3,821	2,985	83
ROADCOM CORP CL A	1218	P	02/14/12	07/13/12	37,691	44,527	(6,83
ERKSHIRE HATHAWAY INC DEL CL B	664	P	01/11/12	08/09/12	56,301	51,702	4,59
ELGENE CORP	619	P	09/23/11	08/09/12	44,300	38,756	5,54
ELGENE CORP	295	P	01/11/12	08/09/12	21,112	21,084	2
ELGENE CORP	42	P	09/23/11	01/05/12	2,891	2,630	26
&J ENERGY SERVICES INC COM USD	357	P	12/16/11	06/08/12	6,363	7,142	(77
&J ENERGY SERVICES INC COM USD	511	P	12/16/11	06/07/12	9,179	10,222	(1,04
&J ENERGY SERVICES INC COM USD	295	P	12/16/11	06/06/12	5,275	5,901	(62
&J ENERGY SERVICES INC COM USD	649	P	12/16/11	06/05/12	11,297	12,983	(1,68
&J ENERGY SERVICES INC COM USD	160	P	12/16/11	05/29/12	2,947	3,201	(25
&J ENERGY SERVICES INC COM USD	134	P	12/16/11	01/05/12	2,954	2,681	27
OMCAST CORP NEW CL A	1556	P	02/15/12	08/09/12	53,572	44,878	8,69
UMMINS INC FORMERLYCUMMINS EN	370	P	02/10/12	08/09/12	37,177	44,287	(7,11
OACH INC	627	P	01/31/12	07/13/12	35,623	43,552	(7,92
ISCO SYS INC	2024	P	09/09/11	08/09/12	35,703	32,216	3,48

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
ISCO SYS INC	131	P	09/09/11	07/24/12	1,995	2,085	(9
ISCO SYS INC	623	P	12/01/11	07/24/12	9,489	11,563	(2,07
ISCO SYS INC	1440	P	12/21/11	07/24/12	21,933	26,167	(4,23
ISCO SYS INC	1598	P	12/01/11	02/15/12	31,860	29,658	2,20
ISCO SYS INC	2	P	12/06/11	02/15/12	40	37	
ISCO SYS INC	389	P	12/06/11	01/05/12	7,326	7,286	4
VS CAREMARK CORP	1010	P	02/08/12	08/09/12	45,886	44,342	1,54
VS CAREMARK CORP	415	P	07/02/12	08/09/12	18,854	19,553	(69
ONCHO RES INC	430	P	01/19/12	07/13/12	35,924	43,397	(7,47
U PONT E I DE NEMOURS & CO	81	P	03/25/11	01/05/12	3,775	4,428	(65
EERE & COMPANY	40	P	03/31/11	01/05/12	3,258	3,880	(62
R HORTON INC	1870	P	02/16/12	08/09/12	33,846	27,077	6,77
R HORTON INC	519	P	07/17/12	08/09/12	9,394	9,658	(26
BAY INC	1098	P	06/14/12	08/09/12	49,563	44,020	5,54
M C CORP MASS	562	P	07/29/11	01/12/12	12,645	14,708	(2,06
M C CORP MASS	168	P	07/29/11	01/05/12	3,683	4,397	(71
OG RESOURCES INC	496	P	01/11/12	08/09/12	53,463	51,445	2,01
ORD MTR CO DEL COM	5026	P	01/12/12	07/24/12	45,273	61,044	(15,77
OOGLE INC CL A	96	P	07/29/11	01/31/12	55,386	58,391	(3,00
OOGLE INC CL A	10	P	12/16/11	01/10/12	6,207	6,260	(5
OOGLE INC CL A	71	P	12/21/11	01/10/12	44,069	44,561	(49
ALLIBURTON CO HOLDING CO FRMLY	63	P	03/04/11	01/05/12	2,167	2,931	(76
ONEYWELL INTL INC	785	P	07/25/12	08/09/12	46,078	44,918	1,16
ITL BUSINESS MACH	45	P	08/18/11	08/09/12	8,960	7,364	1,59
ITL BUSINESS MACH	275	P	08/18/11	01/11/12	50,075	45,003	5,07
ITERCONTINENTALEXCHINC	314	P	09/23/11	01/10/12	35,518	38,023	(2,50
ITERCONTINENTALEXCHINC	21	P	09/23/11	01/05/12	2,454	2,543	(8
BRANDS INC COM USD0 50	990	P	02/08/12	06/26/12	40,507	44,387	(3,88
ASTERCARD INC CL A	122	P	08/03/11	01/09/12	42,120	39,491	2,63
ASTERCARD INC CL A	141	P	08/04/11	01/09/12	48,680	46,178	2,50
ASTERCARD INC CL A	77	P	08/08/11	01/09/12	26,584	23,722	2,86
ASTERCARD INC CL A	94	P	08/18/11	01/09/12	32,453	29,362	3,09
ASTERCARD INC CL A	11	P	08/04/11	01/05/12	3,877	3,603	27
ASTERCARD INC CL A	19	P	08/16/11	01/05/12	6,696	6,364	33
ONSANTO CO NEW	532	P	01/12/12	08/09/12	47,326	42,978	4,34
ERCK & CO INC NEW COM	85	P	03/31/11	01/05/12	3,288	2,825	46

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
IKE INC CLASS B	414	P	01/31/12	07/24/12	38,685	43,348	(4,66
ATIONAL OILWELL VARCO INC	539	P	02/08/12	08/09/12	41,430	44,292	(2,86
ORFOLK SOUTHERN CRP	553	P	01/12/12	05/29/12	36,809	43,325	(6,51
ORTHERN TR CORP	1114	P	09/29/11	08/09/12	51,261	39,388	11,87
ORTHERN TR CORP	75	P	09/29/11	01/05/12	3,060	2,652	40
RACLE CORPORATION	1533	P	07/13/12	08/09/12	47,865	45,139	2,72
RICELINE COM INC COM NEW	54	P	02/15/12	08/08/12	30,324	31,015	(69
RICELINE COM INC COM NEW	23	P	02/22/12	08/08/12	12,916	13,454	(53
EPSICO INC	656	P	07/29/11	02/10/12	41,828	41,964	(13
FIZER INC	1002	P	01/11/12	02/15/12	21,110	21,944	(83
ROCTER & GAMBLE CO	3	P	06/20/12	08/09/12	200	180	2
ROCTER & GAMBLE CO	709	P	03/29/11	02/10/12	45,282	43,546	1,73
ROCTER & GAMBLE CO	48	P	03/29/11	01/05/12	3,192	2,948	24
NC FINL SVCS GROUP	698	P	01/13/12	07/25/12	40,190	42,198	(2,00
RAXAIR INC	81	P	03/31/11	01/31/12	8,592	8,288	30
RAXAIR INC	124	P	09/30/11	01/31/12	13,152	11,780	1,37
RAXAIR INC	14	P	03/31/11	01/05/12	1,509	1,432	7
IONEER NATURAL RESOURCES CO	401	P	02/08/12	08/09/12	39,896	44,482	(4,58
UALCOMM INC	57	P	01/13/11	01/05/12	3,187	2,955	23
EGIONS FINL CORP	6540	P	07/25/12	08/09/12	44,994	44,983	1
TARBUCKS CORP	392	P	08/08/11	07/27/12	18,341	13,626	4,71
CHLUMBERGER LIMITEDCOM USD0.0	356	P	01/30/12	08/09/12	26,135	26,926	(79
CHLUMBERGER LIMITEDCOM USD0.0	32	P	03/30/11	01/05/12	2,172	3,001	(82
CHLUMBERGER LIMITEDCOM USD0 01 DISALLO		P			0	(829)	82
T&T INC COM	2123	P	03/24/11	02/08/12	63,856	61,139	2,71
T&T INC COM	144	P	03/24/11	01/05/12	4,376	4,147	22
ARGET CORP	750	P	07/13/12	08/09/12	47,121	45,995	1,12
NILEVER NV EUR0.16(NEW YORK SHA	1174	P	08/18/11	01/31/12	38,991	38,683	30
NILEVER NV EUR0.16(NEW YORK SHA	79	P	08/18/11	01/05/12	2,718	2,603	11
NITEDHEALTH GROUP	84	P	06/23/11	01/05/12	4,415	4,288	12
NION PACIFIC CORP	392	P	01/09/12	08/09/12	47,645	42,974	4,67
NION PACIFIC CORP	148	P	06/27/12	08/09/12	17,988	16,993	99
S BANCORP DEL COM NEW	488	P	02/10/12	08/09/12	16,050	14,185	1,86
S BANCORP DEL COM NEW	111	P	07/29/11	01/05/12	3,108	2,915	19
ISA INC COM CL A	33	P	07/28/11	01/05/12	3,352	2,914	43
ERIZON COMMUNICATIONS	1162	P	03/24/11	02/08/12	44,114	43,341	77

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
ERIZON COMMUNICATIONS	79	P	03/24/11	01/05/12	3,066	2,947	11!
'ALGREEN COMPANY	993	P	08/01/11	02/01/12	33,092	38,894	(5,80:
'ALGREEN COMPANY	1389	P	12/21/11	02/01/12	46,288	45,164	1,12
'ALGREEN COMPANY	178	P	08/01/11	02/01/12	5,932	6,921	(98!
'ALGREEN COMPANY	104	P	08/06/11	02/01/12	3,466	3,909	(44:
'ALGREEN COMPANY	178	P	08/01/11	01/05/12	5,838	6,972	(1,13
'ALGREEN COMPANY DISALLOWED WASH SALE		P			0	(1,134)	1,13
'ELLS FARGO & CO NEW	2200	P	01/09/12	08/09/12	74,117	64,408	9,70
'ELLS FARGO & CO NEW	1181	P	01/13/12	08/09/12	39,787	34,312	5,47!
'ELLS FARGO & CO NEW	1008	P	02/10/12	08/09/12	33,959	30,518	3,44
'HOLE FOODS MKT INC	549	P	02/10/12	08/09/12	51,497	44,890	6,60
'EATHERFORD INTERNATIONAL LIMIT	1857	P	09/14/11	08/09/12	23,639	30,420	(6,78
'EATHERFORD INTERNATIONAL LIMIT	167	P	03/30/11	01/05/12	2,589	3,705	(1,11
ubtotal					2,887,570	2,791,610	95,96
otal Short-Term Capital Gain					4,071,027	3,983,165	87,86
ONG-TERM CAPITAL GAINS(LOSSES)							
ayez Sarofim							
ohnson & Johnson	100	P	04/30/96	03/14/12	6,466	2,289	4,17
ank of America - Litigation Settlement					22		2:
ubtotal					6,488	2,289	4,19
uther King							
BBOTT LABS COM	350	P	02/09/05	12/04/12	22,671	15,922	6,74!
DOBE SYS INC COM	100	P	07/15/10	02/01/12	3,136	2,817	31!
DOBE SYS INC COM	200	P	07/15/10	02/01/12	6,272	5,634	63
DOBE SYS INC COM	100	P	07/15/10	02/01/12	3,136	2,817	31!
DOBE SYS INC COM	100	P	07/15/10	02/01/12	3,136	2,817	31!
DOBE SYS INC COM	100	P	07/15/10	02/01/12	3,136	2,817	31!
DOBE SYS INC COM	100	P	07/15/10	02/01/12	3,136	2,817	31!
DOBE SYS INC COM	100	P	07/15/10	02/01/12	3,136	2,819	31
KAMAI TECHNOLOGIES INC COM	1100	P	06/01/11	11/13/12	40,270	36,759	3,51
KAMAI TECHNOLOGIES INC COM	100	P	06/01/11	11/13/12	3,661	3,342	31!
KAMAI TECHNOLOGIES INC COM	100	P	06/01/11	11/13/12	3,661	3,342	31!
KAMAI TECHNOLOGIES INC COM	100	P	06/01/11	11/13/12	3,661	3,342	31!
KAMAI TECHNOLOGIES INC COM	100	P	06/01/11	11/13/12	3,661	3,342	31!

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
KAMAI TECHNOLOGIES INC COM	100	P	06/01/11	11/13/12	3,661	3,342	31
KAMAI TECHNOLOGIES INC COM	200	P	06/01/11	11/13/12	7,322	6,686	63
KAMAI TECHNOLOGIES INC COM	800	P	10/23/09	11/13/12	29,287	17,712	11,57
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	11/13/12	3,662	2,214	1,44
KAMAI TECHNOLOGIES INC COM	60	P	10/23/09	11/13/12	2,197	1,328	86
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	11/13/12	3,662	2,214	1,44
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	11/13/12	3,662	2,214	1,44
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	11/13/12	3,662	2,214	1,44
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	11/13/12	3,662	2,214	1,44
KAMAI TECHNOLOGIES INC COM	19	P	10/23/09	11/13/12	696	421	27
KAMAI TECHNOLOGIES INC COM	9	P	10/23/09	11/13/12	330	199	13
KAMAI TECHNOLOGIES INC COM	12	P	10/23/09	11/13/12	439	266	17
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	11/13/12	3,663	2,214	1,44
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	11/13/12	3,663	2,214	1,44
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	11/13/12	3,661	2,214	1,44
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	04/25/12	3,768	2,214	1,55
KAMAI TECHNOLOGIES INC COM	100	P	10/23/09	04/25/12	3,768	2,214	1,55
KAMAI TECHNOLOGIES INC COM	300	P	10/23/09	04/25/12	11,300	6,642	4,65
LLSCRIPTS HEALTHCARE SOLUTIONS	600	P	02/18/11	04/03/12	10,020	12,407	(2,38
LLSCRIPTS HEALTHCARE SOLUTIONS	400	P	02/18/11	04/03/12	6,680	8,272	(1,59
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	02/18/11	04/03/12	1,670	2,068	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	300	P	02/18/11	04/03/12	5,010	6,206	(1,19
LLSCRIPTS HEALTHCARE SOLUTIONS	1900	P	01/13/11	04/03/12	31,729	39,178	(7,44
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	200	P	01/13/11	04/03/12	3,340	4,124	(78
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	100	P	01/13/11	04/03/12	1,670	2,062	(39
LLSCRIPTS HEALTHCARE SOLUTIONS	200	P	01/13/11	04/03/12	3,340	4,124	(78
LLSCRIPTS HEALTHCARE SOLUTIONS	200	P	01/13/11	04/03/12	3,338	4,126	(78
VON PRODS INC COM	75	P	10/13/11	10/31/12	1,167	1,641	(47
VON PRODS INC COM	100	P	10/13/11	10/31/12	1,556	2,188	(63
VON PRODS INC COM	1400	P	10/13/11	10/31/12	21,785	30,628	(8,84
VON PRODS INC COM	800	P	10/13/11	10/31/12	12,448	17,502	(5,05
VON PRODS INC COM	200	P	10/13/11	10/31/12	3,112	4,376	(1,26
VON PRODS INC COM	100	P	10/13/11	10/31/12	1,556	2,188	(63
VON PRODS INC COM	100	P	10/13/11	10/31/12	1,556	2,187	(63
VON PRODS INC COM	1	P	10/13/11	10/31/12	16	22	(
VON PRODS INC COM	11	P	10/13/11	10/31/12	171	241	(6
VON PRODS INC COM	200	P	10/13/11	10/31/12	3,112	4,374	(1,26
VON PRODS INC COM	13	P	10/13/11	10/31/12	202	284	(8
ROCADE COMMUNICATIONS SYS INC	100	P	04/14/10	11/07/12	549	650	(10
ROCADE COMMUNICATIONS SYS INC	400	P	04/14/10	11/07/12	2,196	2,600	(40
ROCADE COMMUNICATIONS SYS INC	1200	P	04/14/10	11/07/12	6,588	7,800	(1,21
ROCADE COMMUNICATIONS SYS INC	200	P	04/14/10	11/07/12	1,098	1,300	(20
ROCADE COMMUNICATIONS SYS INC	300	P	04/14/10	11/07/12	1,647	1,950	(30
ROCADE COMMUNICATIONS SYS INC	600	P	04/14/10	11/07/12	3,294	3,900	(60
ROCADE COMMUNICATIONS SYS INC	1900	P	04/14/10	11/07/12	10,431	12,350	(1,91
ROCADE COMMUNICATIONS SYS INC	200	P	04/14/10	11/07/12	1,098	1,300	(20
ROCADE COMMUNICATIONS SYS INC	200	P	04/14/10	11/07/12	1,098	1,300	(20
ROCADE COMMUNICATIONS SYS INC	1400	P	04/14/10	11/07/12	7,686	9,100	(1,41
ROCADE COMMUNICATIONS SYS INC	600	P	04/14/10	11/07/12	3,294	3,900	(60
ROCADE COMMUNICATIONS SYS INC	600	P	04/14/10	11/07/12	3,294	3,900	(60
ROCADE COMMUNICATIONS SYS INC	1800	P	04/14/10	11/07/12	9,882	11,700	(1,81
ROCADE COMMUNICATIONS SYS INC	300	P	04/14/10	11/07/12	1,647	1,951	(30

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
ROCADE COMMUNICATIONS SYS INC	200	P	04/14/10	11/07/12	1,098	1,301	(20:
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	500	P	07/31/08	11/07/12	2,745	3,375	(63
ROCADE COMMUNICATIONS SYS INC	200	P	07/31/08	11/07/12	1,098	1,350	(25:
ROCADE COMMUNICATIONS SYS INC	200	P	07/31/08	11/07/12	1,098	1,350	(25:
ROCADE COMMUNICATIONS SYS INC	700	P	07/31/08	11/07/12	3,843	4,725	(88:
ROCADE COMMUNICATIONS SYS INC	300	P	07/31/08	11/07/12	1,647	2,025	(37
ROCADE COMMUNICATIONS SYS INC	200	P	07/31/08	11/07/12	1,098	1,350	(25:
ROCADE COMMUNICATIONS SYS INC	300	P	07/31/08	11/07/12	1,647	2,025	(37
ROCADE COMMUNICATIONS SYS INC	128	P	07/31/08	11/07/12	703	864	(16
ROCADE COMMUNICATIONS SYS INC	72	P	07/31/08	11/07/12	395	486	(9
ROCADE COMMUNICATIONS SYS INC	28	P	07/31/08	11/07/12	154	189	(3
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	300	P	07/31/08	11/07/12	1,647	2,025	(37
ROCADE COMMUNICATIONS SYS INC	72	P	07/31/08	11/07/12	395	486	(9
ROCADE COMMUNICATIONS SYS INC	28	P	07/31/08	11/07/12	154	189	(3
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	72	P	07/31/08	11/07/12	395	486	(9
ROCADE COMMUNICATIONS SYS INC	200	P	07/31/08	11/07/12	1,098	1,350	(25:
ROCADE COMMUNICATIONS SYS INC	128	P	07/31/08	11/07/12	703	864	(16
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	72	P	07/31/08	11/07/12	395	486	(9
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	200	P	07/31/08	11/07/12	1,098	1,350	(25:
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	100	P	07/31/08	11/07/12	549	675	(12
ROCADE COMMUNICATIONS SYS INC	200	P	07/31/08	11/07/12	1,098	1,352	(25
ROCADE COMMUNICATIONS SYS INC	4000	P	04/14/08	11/07/12	21,959	28,442	(6,48:
ELANESE CORP DEL COM SER A	100	P	09/30/08	05/31/12	3,972	3,079	89:
ELANESE CORP DEL COM SER A	100	P	09/30/08	05/31/12	3,972	3,079	89:
ELANESE CORP DEL COM SER A	100	P	09/30/08	05/31/12	3,972	3,079	89:
ELANESE CORP DEL COM SER A	100	P	09/30/08	05/31/12	3,972	3,079	89:

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
ELANESE CORP DEL COM SER A	100	P	09/30/08	05/31/12	3,972	3,079	89
ELANESE CORP DEL COM SER A	200	P	09/30/08	05/31/12	7,944	6,160	1,78
ELANESE CORP DEL COM SER A	100	P	08/12/08	04/24/12	4,556	3,705	85
ELANESE CORP DEL COM SER A	300	P	08/12/08	04/24/12	13,668	11,115	2,55
ELANESE CORP DEL COM SER A	100	P	08/12/08	04/24/12	4,555	3,705	85
ELANESE CORP DEL COM SER A	100	P	08/12/08	03/08/12	4,563	3,705	85
ELANESE CORP DEL COM SER A	100	P	08/12/08	03/08/12	4,563	3,705	85
ELANESE CORP DEL COM SER A	300	P	08/12/08	03/08/12	13,689	11,118	2,57
ELANESE CORP DEL COM SER A	100	P	08/12/08	03/08/12	4,563	3,706	85
ELANESE CORP DEL COM SER A	100	P	08/12/08	03/08/12	4,562	3,706	85
ELGENE CORP	230	P	12/06/10	12/04/12	18,296	12,682	5,61
ELGENE CORP	20	P	12/06/10	12/04/12	1,591	1,103	48
ELGENE CORP	500	P	12/06/10	11/28/12	39,034	27,570	11,46
IRRUS LOGIC INC	28	P	05/13/11	11/28/12	839	463	37
IRRUS LOGIC INC	100	P	05/13/11	11/28/12	2,996	1,652	1,34
IRRUS LOGIC INC	100	P	05/13/11	11/28/12	2,996	1,652	1,34
IRRUS LOGIC INC	300	P	05/13/11	11/28/12	8,989	4,956	4,03
IRRUS LOGIC INC	100	P	05/13/11	11/28/12	2,996	1,652	1,34
IRRUS LOGIC INC	100	P	05/13/11	11/28/12	2,996	1,652	1,34
IRRUS LOGIC INC	200	P	05/13/11	11/28/12	5,992	3,304	2,68
IRRUS LOGIC INC	300	P	05/13/11	11/28/12	8,989	4,956	4,03
IRRUS LOGIC INC	200	P	05/13/11	11/28/12	5,992	3,304	2,68
IRRUS LOGIC INC	372	P	05/13/11	11/28/12	11,146	6,145	5,00
IRRUS LOGIC INC	28	P	05/13/11	11/28/12	839	463	37
IRRUS LOGIC INC	172	P	05/13/11	11/28/12	5,154	2,841	2,31
IRRUS LOGIC INC	100	P	05/13/11	11/28/12	2,997	1,652	1,34
IRRUS LOGIC INC	28	P	05/13/11	11/28/12	839	463	37
IRRUS LOGIC INC	272	P	05/13/11	11/28/12	8,152	4,493	3,65
IRRUS LOGIC INC	28	P	05/13/11	11/28/12	839	463	37
IRRUS LOGIC INC	72	P	05/13/11	11/28/12	2,158	1,189	96
IRRUS LOGIC INC	128	P	05/13/11	11/28/12	3,836	2,115	1,72
IRRUS LOGIC INC	100	P	05/13/11	11/28/12	2,997	1,652	1,34
IRRUS LOGIC INC	22	P	05/13/11	11/28/12	659	363	29
IRRUS LOGIC INC	78	P	05/13/11	11/28/12	2,338	1,289	1,04
IRRUS LOGIC INC	122	P	05/13/11	11/28/12	3,656	2,015	1,64
IRRUS LOGIC INC	100	P	05/13/11	11/28/12	2,997	1,652	1,34

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
IRRUS LOGIC INC	100	P	05/13/11	11/28/12	2,995	1,652	1,34
IRRUS LOGIC INC	78	P	05/13/11	09/12/12	3,387	1,289	2,09
IRRUS LOGIC INC	22	P	05/13/11	09/12/12	955	363	59
IRRUS LOGIC INC	78	P	05/13/11	09/12/12	3,387	1,289	2,09
IRRUS LOGIC INC	72	P	05/13/11	09/12/12	3,126	1,189	1,93
IRRUS LOGIC INC	100	P	05/13/11	09/12/12	4,341	1,652	2,68
OCA COLA COMPANY	200	P	02/04/05	12/19/12	7,364	4,155	3,20
OCA COLA COMPANY	600	P	01/24/05	12/19/12	22,092	12,452	9,64
OCA COLA COMPANY	400	P	08/30/04	12/19/12	14,728	8,911	5,81
VS CAREMARK CORP	400	P	10/17/05	11/08/12	18,608	9,777	8,83
VS CAREMARK CORP	100	P	10/17/05	11/08/12	4,652	2,445	2,20
VS CAREMARK CORP	100	P	01/31/05	11/08/12	4,652	2,280	2,37
VS CAREMARK CORP	2600	P	01/31/05	11/08/12	120,962	51,473	69,48
VS CAREMARK CORP	100	P	07/01/02	11/08/12	4,652	1,564	3,08
VS CAREMARK CORP	100	P	07/01/02	11/08/12	4,652	1,564	3,08
VS CAREMARK CORP	100	P	07/01/02	11/08/12	4,650	1,564	3,08
VS CAREMARK CORP	300	P	05/06/02	05/03/12	13,781	4,964	8,81
EVON ENERGY CORP NEW COM	300	P	03/18/09	11/28/12	15,797	13,592	2,20
EVON ENERGY CORP NEW COM	100	P	03/18/09	11/28/12	5,266	4,532	73
EVON ENERGY CORP NEW COM	100	P	10/20/08	11/28/12	5,266	6,651	(1,38
EVON ENERGY CORP NEW COM	100	P	10/20/08	11/28/12	5,266	6,651	(1,38
EVON ENERGY CORP NEW COM	200	P	10/20/08	11/28/12	10,532	13,302	(2,77
EVON ENERGY CORP NEW COM	450	P	09/13/06	11/28/12	23,696	30,826	(7,13
MC CORP NEW	500	P	05/08/09	12/04/12	26,870	11,435	15,43
MC CORP NEW	500	P	05/08/09	07/13/12	26,698	11,435	15,26
ENERAL ELECTRIC CO COM	200	P	08/26/09	11/28/12	4,188	2,850	1,33
ENERAL ELECTRIC CO COM	100	P	08/26/09	11/28/12	2,094	1,425	66
ENERAL ELECTRIC CO COM	49	P	08/26/09	11/28/12	1,026	700	32
ENERAL ELECTRIC CO COM	3000	P	08/26/09	11/28/12	62,818	42,750	20,06
ENERAL ELECTRIC CO COM	201	P	08/26/09	11/28/12	4,209	2,864	1,34
ENERAL ELECTRIC CO COM	100	P	08/26/09	11/28/12	2,094	1,425	66
ENERAL ELECTRIC CO COM	200	P	08/26/09	11/28/12	4,188	2,850	1,33
ENERAL ELECTRIC CO COM	300	P	08/26/09	11/28/12	6,282	4,275	2,00
ENERAL ELECTRIC CO COM	100	P	08/26/09	11/28/12	2,094	1,425	66
ENERAL ELECTRIC CO COM	100	P	08/26/09	11/28/12	2,094	1,425	66
ENERAL ELECTRIC CO COM	200	P	08/26/09	11/28/12	4,188	2,850	1,33

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
ENERAL ELECTRIC CO COM	50	P	08/26/09	11/28/12	1,047	713	33
ENERAL ELECTRIC CO COM	100	P	08/26/09	11/28/12	2,094	1,425	66
ENERAL ELECTRIC CO COM	300	P	08/26/09	11/28/12	6,282	4,275	2,00
ENERAL ELECTRIC CO COM	500	P	03/07/05	11/28/12	10,470	17,767	(7,29
ENERAL ELECTRIC CO COM	900	P	01/26/05	11/28/12	18,845	32,267	(13,42
OME DEPOT INC COM	200	P	02/07/05	11/28/12	12,814	8,265	4,54
OME DEPOT INC COM	100	P	05/14/03	11/28/12	6,407	2,984	3,42
OME DEPOT INC COM	100	P	05/14/03	11/28/12	6,407	2,984	3,42
OME DEPOT INC COM	100	P	05/14/03	11/28/12	6,405	2,984	3,42
ACOBS ENGR GROUP INC COM	79	P	06/24/11	10/31/12	3,066	3,269	(20
ACOBS ENGR GROUP INC COM	100	P	06/24/11	10/31/12	3,881	4,138	(25
ACOBS ENGR GROUP INC COM	829	P	06/24/11	10/31/12	32,174	34,302	(2,12
ACOBS ENGR GROUP INC COM	100	P	06/24/11	10/31/12	3,881	4,138	(25
ACOBS ENGR GROUP INC COM	171	P	06/24/11	10/31/12	6,638	7,075	(43
ACOBS ENGR GROUP INC COM	21	P	06/24/11	10/31/12	815	869	(5
ACOBS ENGR GROUP INC COM	8	P	06/24/11	10/31/12	311	331	(2
ACOBS ENGR GROUP INC COM	53	P	06/24/11	10/31/12	2,057	2,193	(13
ACOBS ENGR GROUP INC COM	39	P	06/24/11	10/31/12	1,514	1,613	(10
ACOBS ENGR GROUP INC COM	100	P	06/24/11	10/31/12	3,880	4,137	(25
P MORGAN CHASE & CO COM ISIN#US	500	P	02/07/05	11/01/12	21,256	18,787	2,46
P MORGAN CHASE & CO COM ISIN#US	500	P	02/04/05	11/01/12	21,256	18,817	2,43
P MORGAN CHASE & CO COM ISIN#US	500	P	02/01/05	11/01/12	21,256	18,406	2,85
P MORGAN CHASE & CO COM ISIN#US	604	P	01/24/05	11/01/12	25,677	23,126	2,55
P MORGAN CHASE & CO COM ISIN#US	396	P	06/08/04	11/01/12	16,835	14,727	2,10
OHLS CORP COM	300	P	08/13/10	11/19/12	15,453	13,555	1,89
OHLS CORP COM	200	P	08/13/10	11/19/12	10,312	9,036	1,27
OHLS CORP COM	500	P	07/31/07	11/19/12	25,779	31,032	(5,25
OHLS CORP COM	500	P	01/10/06	11/19/12	25,779	22,127	3,65
OHLS CORP COM	500	P	01/31/05	11/19/12	25,779	22,802	2,97
OHLS CORP COM	300	P	01/24/05	11/19/12	15,467	14,407	1,06
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,926	2,439	48
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,926	2,439	48
AZARD LTD SHS A ISIN#BMG54050102	400	P	11/17/11	11/28/12	11,704	9,756	1,94
AZARD LTD SHS A ISIN#BMG54050102	700	P	11/17/11	11/28/12	20,482	17,073	3,40
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,927	2,439	48
AZARD LTD SHS A ISIN#BMG54050102	200	P	11/17/11	11/28/12	5,856	4,878	97

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,927	2,439	48
AZARD LTD SHS A ISIN#BMG54050102	400	P	11/17/11	11/28/12	11,708	9,756	1,95
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,927	2,439	48
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,928	2,439	48
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,928	2,439	48
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,931	2,439	49
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,931	2,439	49
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,931	2,439	49
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,931	2,439	49
AZARD LTD SHS A ISIN#BMG54050102	100	P	11/17/11	11/28/12	2,931	2,440	49
AZARD LTD SHS A ISIN#BMG54050102	100	P	10/21/08	11/28/12	2,931	3,509	(57
AZARD LTD SHS A ISIN#BMG54050102	100	P	10/21/08	11/28/12	2,931	3,509	(57
AZARD LTD SHS A ISIN#BMG54050102	100	P	10/21/08	11/28/12	2,931	3,509	(57
AZARD LTD SHS A ISIN#BMG54050102	100	P	10/21/08	11/28/12	2,931	3,509	(57
AZARD LTD SHS A ISIN#BMG54050102	100	P	10/21/08	11/28/12	2,929	3,509	(58
ASCO CORP COM	100	P	02/15/11	11/01/12	1,604	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,604	1,293	31
ASCO CORP COM	200	P	02/15/11	11/01/12	3,208	2,586	62
ASCO CORP COM	100	P	02/15/11	11/01/12	1,604	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	200	P	02/15/11	11/01/12	3,207	2,586	62
ASCO CORP COM	72	P	02/15/11	11/01/12	1,154	931	22
ASCO CORP COM	28	P	02/15/11	11/01/12	449	362	8
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	300	P	02/15/11	11/01/12	4,809	3,879	93
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	300	P	02/15/11	11/01/12	4,809	3,879	93
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31

obby Family Foundation
IN 76-0489862
ɔrm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	200	P	02/15/11	11/01/12	3,206	2,586	62
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	200	P	02/15/11	11/01/12	3,206	2,586	62
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	200	P	02/15/11	11/01/12	3,206	2,586	62
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	100	P	02/15/11	11/01/12	1,603	1,293	31
ASCO CORP COM	200	P	02/15/11	11/01/12	3,206	2,586	62
ASCO CORP COM	400	P	02/15/11	11/01/12	6,412	5,171	1,24
ASCO CORP COM	200	P	08/04/10	11/01/12	3,206	2,184	1,02
ASCO CORP COM	100	P	08/04/10	11/01/12	1,603	1,092	51
ASCO CORP COM	200	P	08/04/10	11/01/12	3,206	2,184	1,02
ASCO CORP COM	600	P	08/04/10	11/01/12	9,618	6,551	3,06
ASCO CORP COM	100	P	08/04/10	11/01/12	1,603	1,092	51
ASCO CORP COM	100	P	08/04/10	11/01/12	1,603	1,092	51
ASCO CORP COM	100	P	08/04/10	11/01/12	1,603	1,092	51
ASCO CORP COM	100	P	08/04/10	11/01/12	1,603	1,092	51
ASCO CORP COM	600	P	08/04/10	11/01/12	9,618	6,551	3,06
ASCO CORP COM	48	P	08/04/10	11/01/12	769	524	24
ASCO CORP COM	100	P	08/04/10	11/01/12	1,603	1,092	51

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
ASCO CORP COM	100	P	08/04/10	11/01/12	1,603	1,092	51
ASCO CORP COM	52	P	08/04/10	11/01/12	834	568	26
ASCO CORP COM	48	P	08/04/10	11/01/12	769	524	24
ASCO CORP COM	18	P	08/04/10	11/01/12	289	197	9
ASCO CORP COM	34	P	08/04/10	11/01/12	545	371	17
ASCO CORP COM	66	P	08/04/10	11/01/12	1,058	721	33
ASCO CORP COM	34	P	08/04/10	11/01/12	545	371	17
ASCO CORP COM	66	P	08/04/10	11/01/12	1,058	721	33
ASCO CORP COM	34	P	08/04/10	11/01/12	545	371	17
ASCO CORP COM	66	P	08/04/10	11/01/12	1,058	721	33
ASCO CORP COM	34	P	08/04/10	11/01/12	545	371	17
ASCO CORP COM	66	P	08/04/10	11/01/12	1,058	721	33
ASCO CORP COM	34	P	08/04/10	11/01/12	545	371	17
ASCO CORP COM	66	P	08/04/10	11/01/12	1,058	721	33
ASCO CORP COM	34	P	08/04/10	11/01/12	545	371	17
ASCO CORP COM	59	P	08/04/10	11/01/12	946	644	30
ASCO CORP COM	7	P	08/04/10	11/01/12	112	76	3
ASCO CORP COM	34	P	08/04/10	11/01/12	545	371	17
ASCO CORP COM	66	P	08/04/10	11/01/12	1,058	721	33
ASCO CORP COM	34	P	08/04/10	11/01/12	545	371	17
ASCO CORP COM	100	P	08/04/10	11/01/12	1,602	1,092	51
ASCO CORP COM	100	P	08/04/10	11/01/12	1,602	1,092	51
ASCO CORP COM	100	P	08/04/10	11/01/12	1,602	1,094	50
ASCO CORP COM	100	P	03/29/10	11/01/12	1,602	1,540	6
ASCO CORP COM	100	P	03/29/10	11/01/12	1,600	1,540	6
ONSANTO CO NEW COM	300	P	06/07/10	12/04/12	26,677	15,074	11,60
ONSANTO CO NEW COM	250	P	06/07/10	06/29/12	20,409	12,562	7,84
ATIONAL INSTRS CORP COM	96	P	08/26/09	11/28/12	2,325	1,671	65
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,422	1,740	68
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,423	1,740	68
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,423	1,740	68
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,424	1,740	68
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,423	1,740	68
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,424	1,740	68
ATIONAL INSTRS CORP COM	4	P	08/26/09	11/28/12	97	70	2
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,424	1,740	68

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,425	1,740	68
ATIONAL INSTRS CORP COM	100	P	08/26/09	11/28/12	2,424	1,740	68
ATIONAL INSTRS CORP COM	250	P	08/26/09	02/01/12	6,590	4,351	2,23
UANCE COMMUNICATIONS INC COM	1000	P	12/21/07	11/28/12	21,480	17,660	3,82
UANCE COMMUNICATIONS INC COM	100	P	12/21/07	02/01/12	2,921	1,766	1,15
UANCE COMMUNICATIONS INC COM	200	P	12/21/07	02/01/12	5,842	3,532	2,31
UANCE COMMUNICATIONS INC COM	500	P	12/21/07	02/01/12	14,605	8,830	5,77
UANCE COMMUNICATIONS INC COM	200	P	12/21/07	02/01/12	5,842	3,532	2,31
RACLE CORP COM	1000	P	04/07/05	06/19/12	27,892	12,692	15,20
RACLE CORP COM	200	P	03/14/01	05/24/12	5,200	3,346	1,85
RACLE CORP COM	600	P	03/14/01	05/24/12	15,601	10,073	5,52
RACLE CORP COM	200	P	02/27/01	05/24/12	5,200	4,695	50
EABODY ENERGY CORP COM	100	P	10/31/08	02/01/12	3,541	2,545	99
EABODY ENERGY CORP COM	100	P	10/31/08	02/01/12	3,541	2,695	84
EABODY ENERGY CORP COM	100	P	10/31/08	02/01/12	3,541	2,695	84
EABODY ENERGY CORP COM	200	P	10/31/08	02/01/12	7,082	5,390	1,69
EABODY ENERGY CORP COM	200	P	10/31/08	02/01/12	7,082	5,388	1,69
EABODY ENERGY CORP COM	200	P	10/31/08	02/01/12	7,082	5,388	1,69
EABODY ENERGY CORP COM	100	P	10/31/08	02/01/12	3,541	2,696	84
EABODY ENERGY CORP COM	700	P	10/06/08	02/01/12	24,786	27,390	(2,60
EABODY ENERGY CORP COM	150	P	10/06/08	02/01/12	5,311	5,871	(56
ERKINELMER INC COM	1800	P	03/22/10	11/21/12	55,402	43,323	12,07
ERKINELMER INC COM	100	P	03/22/10	11/21/12	3,078	2,407	67
ERKINELMER INC COM	100	P	03/22/10	11/21/12	3,078	2,409	66
ERKINELMER INC COM	1200	P	03/09/10	11/21/12	36,934	27,683	9,25
ERKINELMER INC COM	68	P	03/09/10	07/26/12	1,673	1,569	10
ERKINELMER INC COM	1200	P	03/09/10	07/26/12	29,519	27,683	1,83
ERKINELMER INC COM	7	P	03/09/10	07/26/12	172	161	1
ERKINELMER INC COM	100	P	03/09/10	07/26/12	2,460	2,307	15
ERKINELMER INC COM	25	P	03/09/10	07/26/12	615	577	3
ERKINELMER INC COM	200	P	03/09/10	07/26/12	4,918	4,614	30
ETSMART INC	400	P	11/16/07	07/13/12	27,635	10,165	17,47
ECHNE CORP COM	80	P	06/17/09	02/01/12	5,358	5,030	32
ECHNE CORP COM	100	P	06/17/09	02/01/12	6,697	6,288	40
ECHNE CORP COM	100	P	06/17/09	02/01/12	6,697	6,288	40
ECHNE CORP COM	320	P	06/17/09	02/01/12	21,431	20,122	1,30

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
ECHNE CORP COM	80	P	06/17/09	02/01/12	5,358	5,030	32
ECHNE CORP COM	9	P	06/17/09	02/01/12	603	566	3
ECHNE CORP COM	11	P	06/17/09	02/01/12	737	692	4
ECHNE CORP COM	100	P	06/17/09	02/01/12	6,701	6,288	41
ECHNE CORP COM	29	P	06/17/09	02/01/12	1,943	1,824	12
ECHNE CORP COM	6	P	06/17/09	02/01/12	402	377	2
ECHNE CORP COM	65	P	06/17/09	02/01/12	4,356	4,087	26
ECHNE CORP COM	100	P	06/17/09	02/01/12	6,700	6,288	41
RIMBLE NAV LTD	100	P	07/14/08	12/04/12	5,443	3,318	2,12
RIMBLE NAV LTD	300	P	07/14/08	12/04/12	16,330	9,954	6,37
RIMBLE NAV LTD	100	P	07/14/08	04/25/12	5,371	3,318	2,05
RIMBLE NAV LTD	100	P	07/14/08	04/25/12	5,369	3,318	2,05
RIMBLE NAV LTD	100	P	07/14/08	04/25/12	5,369	3,318	2,05
RIMBLE NAV LTD	59	P	07/14/08	03/15/12	3,169	1,958	1,21
RIMBLE NAV LTD	41	P	07/14/08	03/15/12	2,202	1,360	84
RIMBLE NAV LTD	200	P	07/14/08	03/15/12	10,741	6,636	4,10
RIMBLE NAV LTD	100	P	07/14/08	03/15/12	5,369	3,318	2,05
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,828	3,67
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,828	3,67
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,828	3,67
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,828	3,67
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,828	3,67
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,828	3,67
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,827	3,68
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,828	3,67
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,827	3,68
'ESCO INTL INC COM	100	P	11/20/09	11/02/12	6,507	2,829	3,67
'ESCO INTL INC COM	100	P	10/01/07	11/02/12	6,507	3,822	2,68
'ESCO INTL INC COM	400	P	10/01/07	11/02/12	26,027	15,289	10,73
'ESCO INTL INC COM	100	P	10/01/07	11/02/12	6,505	3,822	2,68
ubtotal					2,382,017	1,889,739	492,27
valon Equity-Income							
RISTOL MYERS SQUIBB	375	P	03/31/11	11/28/12	12,211	9,993	2,21
HEVRON CORP NEW	1	P	09/14/11	11/28/12	105	98	
OCA COLA CO	225	P	03/02/07	11/28/12	8,406	5,198	3,20

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
OCA COLA CO	116	P	03/25/11	11/28/12	4,334	3,794	54
OCA COLA CO	893	P	03/25/11	10/24/12	32,855	29,206	3,65
OCA COLA CO	517	P	03/25/11	08/30/12	19,295	16,909	2,38
U PONT E I DE NEMOURS & CO	194	P	03/25/11	11/28/12	8,364	10,606	(2,24
ITEL CORP	188	P	10/11/06	11/28/12	3,762	3,971	(20
PMORGAN CHASE & CO	252	P	02/17/09	11/28/12	10,239	5,678	4,56
PMORGAN CHASE & CO	85	P	06/03/09	11/28/12	3,454	2,942	51
CDONALDS CORP	103	P	01/11/08	11/28/12	8,908	5,650	3,25
ERCK & CO INC NEW COM	142	P	03/31/11	11/28/12	6,282	4,719	1,56
ICROSOFT CORP	81	P	01/19/05	11/28/12	2,203	2,118	8
ICROSOFT CORP	426	P	11/16/10	11/28/12	11,587	11,029	55
FIZER INC	856	P	11/04/10	11/28/12	20,972	14,928	6,04
HILIP MORRIS INTL INC COM	415	P	01/19/05	11/28/12	37,106	13,810	23,29
ubtotal					190,082	140,648	49,43
valon Core							
PPLE INC	36	P	01/19/05	08/09/12	22,312	1,272	21,03
PPLE INC	4	P	01/06/10	08/09/12	2,479	848	1,63
PPLE INC	61	P	01/21/10	08/09/12	37,806	12,726	25,07
PPLE INC	98	P	01/22/10	08/09/12	60,737	19,525	41,21
PPLE INC	126	P	08/08/11	08/09/12	78,091	45,840	32,25
PPLE INC	22	P	01/06/10	01/05/12	9,169	4,663	4,50
MERICAN EXPRESS CO	839	P	11/03/10	08/09/12	47,814	35,112	12,70
MERICAN EXPRESS CO	227	P	11/03/10	01/18/12	11,472	9,500	1,97
MERICAN EXPRESS CO	824	P	11/10/10	01/18/12	41,642	35,853	5,79
MERICAN EXPRESS CO	128	P	11/10/10	01/05/12	6,233	5,569	66
HP BILLITON LIMITEDADR EACH REP	478	P	03/09/09	01/19/12	37,478	17,416	20,06
HP BILLITON LIMITEDADR EACH REP	33	P	03/09/09	01/05/12	2,417	1,202	1,21
ATERPILLAR INC	650	P	11/16/10	08/09/12	56,828	52,331	4,49
ATERPILLAR INC	325	P	11/19/10	08/09/12	28,414	27,187	1,22
ATERPILLAR INC	67	P	11/19/10	01/05/12	6,410	5,605	80
HUBB CORP	721	P	08/03/10	08/09/12	52,329	38,271	14,05
HUBB CORP	49	P	08/03/10	01/05/12	3,401	2,601	80
ONOCOPHILLIPS	1028	P	03/04/08	01/19/12	73,049	83,869	(10,82
ONOCOPHILLIPS	70	P	03/04/08	01/05/12	5,103	5,711	(60
OSTCO WHOLESALE CORP	786	P	01/19/05	01/19/12	63,855	38,452	25,40

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
OSTCO WHOLESALE CORP	53	P	01/19/05	01/05/12	4,393	2,593	1,80
HEVRON CORP NEW	236	P	01/19/05	08/09/12	26,436	12,523	13,91
HEVRON CORP NEW	76	P	01/19/05	01/05/12	8,264	4,033	4,23
U PONT E I DE NEMOURS & CO	333	P	03/25/11	08/09/12	16,773	18,205	(1,43
EERE & COMPANY	524	P	02/16/11	08/09/12	41,302	50,185	(8,88
EERE & COMPANY	66	P	03/31/11	08/09/12	5,202	6,402	(1,19
EERE & CO. - BASIS ADJUSTMENT						74	(7
M C CORP MASS	1819	P	03/16/11	08/09/12	49,094	46,584	2,51
M C CORP MASS	86	P	07/29/11	08/09/12	2,321	2,251	7
OOGLE INC CL A	9	P	01/07/09	08/09/12	5,802	2,888	2,91
OOGLE INC CL A	78	P	02/03/09	08/09/12	50,283	26,336	23,94
OOGLE INC CL A	3	P	07/29/11	08/09/12	1,934	1,825	10
OOGLE INC CL A	1	P	02/03/09	01/10/12	621	338	28
OOGLE INC CL A	18	P	02/03/09	01/05/12	11,876	6,077	5,79
ALLIBURTON CO HOLDING CO FRMLY	528	P	01/26/11	08/09/12	18,280	22,964	(4,68
ALLIBURTON CO HOLDING CO FRMLY	403	P	03/04/11	08/09/12	13,952	18,748	(4,79
OME DEPOT INC	2006	P	01/22/09	08/09/12	106,522	43,873	62,64
OME DEPOT INC	136	P	01/22/09	01/05/12	5,844	2,974	2,87
ITL BUSINESS MACH	616	P	03/15/11	08/09/12	122,649	97,403	25,24
ITL BUSINESS MACH	21	P	03/05/09	01/11/12	3,824	1,851	1,97
ITL BUSINESS MACH	65	P	03/05/09	01/05/12	11,986	5,730	6,25
ITEL CORP	205	P	10/11/06	01/05/12	5,191	4,330	86
OHNSON & JOHNSON	993	P	01/19/05	08/09/12	67,969	62,690	5,27
OHNSON & JOHNSON	171	P	01/19/05	01/11/12	11,101	10,796	30
OHNSON & JOHNSON	79	P	01/19/05	01/05/12	5,164	4,987	17
PMORGAN CHASE & CO	339	P	08/21/08	08/09/12	12,448	12,414	3
PMORGAN CHASE & CO	738	P	06/03/09	08/09/12	27,099	25,544	1,55
PMORGAN CHASE & CO	1183	P	08/21/08	07/24/12	40,872	43,319	(2,44
PMORGAN CHASE & CO	35	P	10/02/08	07/24/12	1,209	1,678	(46
PMORGAN CHASE & CO	258	P	10/02/08	01/05/12	9,204	12,370	(3,16
OCA COLA CO	54	P	03/25/11	08/09/12	4,286	3,532	75
OCA COLA CO	353	P	07/29/11	08/09/12	28,021	24,100	3,92
OCA COLA CO	128	P	03/02/07	01/05/12	8,889	5,914	2,97
CDONALDS CORP	47	P	01/11/08	08/09/12	4,123	2,578	1,54
CDONALDS CORP	270	P	01/07/08	07/25/12	23,763	15,625	8,13
CDONALDS CORP	1	P	01/11/08	07/25/12	88	55	3

obby Family Foundation
IN 76-0489862
orm 990PF - 2012

art IV - Capital Gains and Losses for Tax on Investment Income

escription	Par Value/ Shares	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost	Capital Gain(Loss
CDONALDS CORP	749	P	01/07/08	01/11/12	74,673	43,346	31,32
CDONALDS CORP	354	P	06/03/09	01/11/12	35,293	21,519	13,77
CDONALDS CORP	16	P	10/02/08	01/05/12	1,600	992	60
CDONALDS CORP	111	P	06/03/09	01/05/12	11,098	6,747	4,35
ICROSOFT CORP	2118	P	01/19/05	08/09/12	64,492	55,385	9,10
ICROSOFT CORP	154	P	11/04/10	08/09/12	4,689	4,195	49
ICROSOFT CORP	307	P	11/04/10	01/05/12	8,473	8,363	11
OVARTIS AG ADR-EACHREPR 1 CHF0	266	P	10/02/08	02/15/12	14,945	13,983	96
OVARTIS AG ADR-EACHREPR 1 CHF0	454	P	10/10/08	02/15/12	25,507	19,690	5,81
OVARTIS AG ADR-EACHREPR 1 CHF0	48	P	10/02/08	01/05/12	2,752	2,523	22
EPSICO INC	425	P	01/19/05	08/09/12	30,729	23,055	7,67
EPSICO INC	268	P	07/29/11	08/09/12	19,377	17,144	2,23
EPSICO INC	92	P	01/19/05	01/05/12	6,091	4,991	1,10
FIZER INC	150	P	11/04/10	01/05/12	3,233	2,616	61
HILIP MORRIS INTL INC COM	1005	P	01/19/05	01/11/12	76,961	33,444	43,51
HILIP MORRIS INTL INC COM	84	P	09/17/08	01/11/12	6,433	4,300	2,13
HILIP MORRIS INTL INC COM	203	P	09/17/08	01/05/12	15,858	10,392	5,46
UALCOMM INC	826	P	01/13/11	08/09/12	50,765	42,820	7,94
TARBUCKS CORP	518	P	11/08/10	07/27/12	24,236	15,903	8,33
TARBUCKS CORP	743	P	11/08/10	02/16/12	36,146	22,810	13,33
TARBUCKS CORP	113	P	11/08/10	01/05/12	5,219	3,469	1,75
CHLUMBERGER LIMITEDCOM USD0.0	471	P	03/30/11	08/09/12	34,578	44,166	(9,58
CHLUMBERGER LIMITEDCOM USD0.0	32	P	04/24/11	08/09/12	2,349	3,249	(90
NITEDHEALTH GROUP	1237	P	06/23/11	08/09/12	64,719	63,147	1,57
NITED PARCEL SVC INC CL B	654	P	03/06/08	08/09/12	49,265	47,316	1,94
NITED PARCEL SVC INC CL B	44	P	03/06/08	01/05/12	3,210	3,183	2
S BANCORP DEL COM NEW	1642	P	07/29/11	08/09/12	54,004	43,117	10,88
NITED TECHNOLOGIES CORP	979	P	10/22/08	08/09/12	75,420	49,451	25,97
NITED TECHNOLOGIES CORP	66	P	10/22/08	01/05/12	4,897	3,334	1,56
ISA INC COM CL A	496	P	07/28/11	08/09/12	64,420	43,802	20,61
'EATHERFORD INTERNATIONAL LIMIT	603	P	03/30/11	08/09/12	7,676	13,379	(5,70
'ALMART STORES INC	1685	P	02/14/08	08/09/12	124,890	84,184	40,70
'ALMART STORES INC	114	P	02/14/08	01/05/12	6,769	5,696	1,07
XXON MOBIL CORP	914	P	01/19/05	08/09/12	80,138	46,952	33,18
XXON MOBIL CORP	189	P	01/21/10	08/09/12	16,571	12,659	3,91
XXON MOBIL CORP	129	P	01/21/10	01/05/12	11,026	8,640	2,38

obby Family Foundation							
IN 76-0489862							
orm 990PF - 2012							
art IV - Capital Gains and Losses for Tax on Investment Income							
	Par Value/	How	Date	Date	Gross		Capital
escription	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain(Loss
ubtotal					2,522,324	1,877,305	645,01!
otal Long-Term Capital Gain					5,100,911	3,909,982	1,190,92'
otal Capital Gains					9,171,938	7,893,147	1,278,79:

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012
Expenses

	Total	Investment	Charitable
Part I, Line 16b - Accounting Fees			
Margolis, Phipps & Wright	2,573	1,286	1,287
Part I, Line 16c - Other Professional Fees			
Investment Advisory Fees			
Avalon Advisors	32,935	32,935	
Fayez Sarofim & Co.	17,354	17,354	
Luther King Capital Management	31,577	31,577	
	81,866	81,866	0
Part I, Line 18 - Taxes			
Foreign Taxes	169	169	
Estimated Excise Tax Payments	22,000		
Total Taxes	22,169	169	0
Part I, Line 23 - Other Expenses			
Bank Fees-Fees on foreign dividends & reorganization fees	112	112	
Stationery	236	118	118
Portfolio Expenses - Lazard Ltd.	13	13	
Total	361	243	118

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012

Balance Sheets - Part II	End of Year		
	Shares	(B) Book Value	(C) FMV
Line 10a - Investments - U S Obligations			
	0	0	0
TOTAL		0	0
Line 10b - Investments - Corporate Stock			
ABBOTT LABORATORIES	2,550	67,483	167,025
ADOBE SYS INC	3,500	100,717	131,880
AIR PRODUCTS & CHEMICALS	250	22,301	21,005
ALLERGAN INC	700	64,358	64,211
ALTRIA GROUP	9,197	213,453	289,154
AMAZON.COM	400	69,957	100,348
AMGEN INC	1,275	107,912	109,905
APPLE COMPUTER	170	96,691	90,469
AT&T INC	3,980	142,620	134,166
BRISTOL MYERS SQUIBB	1,488	40,752	48,494
CABOT OIL & GAS	3,800	63,786	189,012
CANADIAN IMPERIAL	442	33,305	35,630
CELGENE CORP	1,450	75,990	113,782
CENTERPOINT ENERGY	3,607	74,483	69,435
CHEVRON CORPORATION	2,628	95,827	284,192
CINEMARK HOLDINGS INC	1,505	35,844	39,100
CISCO SYSTEMS INC.	1,876	35,660	36,862
COCA-COLA COMPANY	11,189	98,128	405,601
COLGATE-PALMOLIVE CO	750	42,509	78,405
COMERICA INC	3,000	99,109	91,020
CONAGRA FOODS INC	1,270	35,607	37,465
CONOCOPHILLIPS	3,122	130,650	181,045
CONSOLIDATED EDISON	632	39,978	35,101
COVIDIEN PLC	2,400	99,821	138,576
CULLEN FROST BANKERS	2,000	96,162	108,540
DANAHER CORP	2,200	67,629	122,980
DOMINION RESOURCES	899	48,184	46,568
DR PEPPER SNAPPLE	834	37,584	36,846
DUKE ENERGY CORP	1,499	102,186	95,636
DUPONT EI DE NEMOURS	3,172	144,985	142,672
EMC CORP MASS	4,250	64,768	107,525
EMERSON ELECTRIC	1,200	57,577	63,552
EXXON MOBIL CORP	3,798	52,863	328,717
FMC CORP	2,200	54,533	128,744
FOSTER WHEELER AG	5,700	127,556	138,624
FRANKLIN ELECTRIC INC	1,750	98,272	108,554
GENERAL ELECTRIC	6,216	96,166	130,474
GENUINE PARTS CO	583	36,943	37,067
GLACIER BANCORP	9,500	140,919	139,745
GLAXOSMITHKLINE ADR	1,118	52,233	48,599
GOOGLE INC	190	127,862	134,402
HASBRO INC	961	36,217	34,500
HCP INC	1,817	82,333	82,056
HEINZ H J CO	1,229	68,404	70,889
HOME DEPOT	2,000	79,019	123,700

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012

Balance Sheets - Part II	End of Year		
	Shares	(B) Book Value	(C) FMV
HSBC HOLDINGS PLC	991	62,130	52,592
INTEL CORP	6,234	151,504	128,545
INTERNATIONAL BUSINESS MACHINES	400	78,332	76,620
INTERNATIONAL PAPER	991	33,931	39,481
ISHARES IBOXX	622	74,210	75,256
ISHARES TR HIGH YIELD	1,126	103,273	105,112
ISHARES TR S&P	1,936	76,433	76,704
JP MORGAN CHASE	2,698	84,357	118,628
JARDEN CORP	2,300	114,486	118,910
JOHNSON & JOHNSON	1,493	34,179	104,659
KIMBERLY CLARK CORP	1,415	102,391	119,468
KIRBY CORP	2,000	116,494	123,780
KRAFT FOODS GROUP	777	33,598	35,330
LILLY ELI & CO	1,412	60,461	69,640
LOCKHEED MARTIN CORP	600	54,929	55,374
MARATHON OIL CORP	947	25,965	29,035
MARSH & MCLENNAN COS	1,096	37,208	37,779
MAXIM INTEGRATED	1,228	34,393	36,103
MCDONALDS CORP	354	19,418	31,226
MCGRAW HILL CO.	800	19,360	43,736
MEADWESTVACO CORP	1,232	34,814	39,264
MERCK & CO INC	3,102	59,330	126,996
MICROSOFT CORP	5,148	137,718	137,503
MONDELEZ INTERNATIONAL	1,709	45,414	43,499
MONSANTO CO	1,350	90,662	127,778
NATIONAL FUEL GAS CO	2,600	121,724	131,794
NATIONAL INSTRUMENTS	4,000	79,444	103,240
NATIONAL OILWELL VARCO	1,700	117,319	116,195
NATIONAL RETAIL PROPERTIES	1,814	54,147	56,597
NETAPP INC	3,000	105,999	100,650
NEWS CORP CL A	600	9,187	15,306
NUANCE COMMUNICATIONS	5,000	71,553	111,600
OASIS PETROLEUM	2,800	87,746	89,040
PALL CORP	1,000	57,457	60,260
PEPSICO INC	2,275	66,757	155,678
PETSMART INC.	1,100	27,952	75,174
PFIZER	3,397	71,608	85,193
PHILIP MORRIS	5,791	68,050	484,359
PHILLIPS 66	850	14,566	45,135
PINNACLE WEST CAPITAL	652	34,796	33,239
PROCTER & GAMBLE	5,285	203,579	358,799
RANGE RES CORP	2,400	76,988	150,792
RAVEN INDUSTRIES	3,000	82,260	79,080
REYNOLDS AMERICAN INC	3,536	164,872	146,496
RIO TINTO PLC	300	21,112	17,427
ROCKWELL COLLINS INC	2,000	109,802	116,340
ROPER INDUSTRIES	650	57,283	72,462
ROYAL DUTCH PETROLEUM	1,468	107,781	104,067
ROYAL DUTCH PETROLEUM	1,500	7,548	103,425
SABMILLER PLC	300	12,590	13,776

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012

Balance Sheets - Part II	End of Year		
	Shares	(B) Book Value	(C) FMV
SCANA CORP	652	32,024	29,757
SM ENERGY CO	2,500	105,552	130,525
SOUTHERN CO	1,392	64,921	59,592
SYSCO CORP	1,197	36,423	37,897
TARGET CORP	1,000	48,560	59,170
THERMO FISHER SCIENTIFIC	1,900	76,012	121,182
TIFFANY & CO.	2,200	121,839	126,148
TIME WARNER INC	2,000	60,920	95,660
TIME WARNER CABLE INC	378	34,648	36,738
TRACTOR SUPPLY CO	1,250	112,540	110,450
TRIMBLE NAV LTD	2,100	40,482	125,538
US BANCORP	3,200	107,447	102,208
VENTAS INC	760	48,441	49,187
VERIZON COMMUNICATIONS	3,247	143,335	140,498
VF CORP	650	100,932	98,131
VODAFONE GROUP	1,485	44,563	37,407
WAL-MART STORES	700	36,737	47,761
WALGREEN COMPANY	6,010	195,726	222,430
WEINGARTEN REALTY INVESTMENTS	1,254	34,459	33,570
WELLS FARGO & CO	2,000	54,201	68,360
TOTAL		8,576,207	11,633,624
Line 13 - Investments - Other			
TIFF INVESTMENT PROGRAM	252,876	3,891,661	3,995,444
TOTAL		3,891,661	3,995,444

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012
Part VIII

Part VIII, Line 1 - Officers, directors, trustees, foundation managers

(a)	(b)		(c)	(d)	(e)
Name and Address	Title	Ave. Hours per Week Devoted to Position	Compensation	Contributions to Emp. Benefit Plans & Def Compensation	Expense Account, Other Allowances
Pamela George 2131 San Felipe Houston, TX 77019-5620	Secretary	.5 hour	0	0	0
W.P. Hobby 2131 San Felipe Houston, TX 77019-5620	Trustee and President	.5 hour	0	0	0
Diana P. Hobby 2131 San Felipe Houston, TX 77019-5620	Trustee and Vice President	.5 hour	0	0	0
Laura H. Beckworth 2131 San Felipe Houston, TX 77019-5620	Trustee and Vice President	.5 hour	0	0	0
Paul W. Hobby 2131 San Felipe Houston, TX 77019-5620	Vice President	5 hour	0	0	0
Cathy Leeson 2131 San Felipe Houston, TX 77019-5620	Treasurer	5 hour	0	0	0

Part XV, Line 3a - Grants and Contributions Paid During the Year

Assistive Media Attn: David Erdody 400 Maynard St., Suit 603 Ann Arbor MI 48104	Cont.-Operating Expenses	1,000.00
Baylor College of Medicine Office of Development One Baylor Plaza, MS: BCM 160 Houston, TX 77030	Capital Campaign	40,000.00
Baylor College of Medicine Office of Development One Baylor Plaza, MS: BCM 160 Houston, TX 77030	Capital Campaign	200,000.00
Baylor College of Medicine Office of Development One Baylor Plaza, MS: BCM 160 Houston, TX 77030	Capital Campaign	40,000.00
Blanton Museum of Art University of Texas 200 E. MLK Blvd., Stop D1303 Austin TX 78712	Cont.-Operating Expenses	5,000.00
Blanton Museum of Art University of Texas 200 E. MLK Blvd., Stop D1303 Austin TX 78712	Cont.-Operating Expenses	5,000.00
BOY SCOUTS OF AMERICA - CAPITOL REA COUNCIL 12500 NORTH I-35 AUSTIN TX 78753	Cont.-Operating Expenses	2,500.00
Caldwell County Medical Assist Team P.O. Box 597 Lockhart TX 78644	Cont.-Operating Expenses	5,000.00
Center for Public Policy Priorities 7020 Easy Wind Drive., Suite 200 Austin, TX 78752	Capital Campaign	25,000.00
Chatham Hall 800 Chatham Hall Circle Chatham, VA 24531-3085	Endowed Dept. Chair	240,000.00
College Foundation c/o UVa Gift Accounting P.O. Box 400807 Charlottesville, VA 22904-4807	Cont.-Operating Expenses	12,500.00

Part XV, Line 3a - Grants and Contributions Paid During the Year

College Foundation c/o UVa Gift Accounting P.O. Box 400807 Charlottesville, VA 22904-4807	Capital Campaign	100,000.00
DUCKS UNLIMITED 11914 Stillwater Drive Houston TX 77070	Cont.-Operating Expenses	1,000.00
Friends of the National World War II Memorial Attn: General Kicklighter, Chair 703 13th St., NW, Suite 800 Washington DC 20005	Capital Campaign	1,000.00
Gay Hill Volunteer Fire Department c/o Donald Schroeder 1650 Affleck Brenham, TX 77833	Cont.-Operating Expenses	1,000.00
Kinkaid School 201 Kinkaid Drive Houston TX 77024	Cont.-Operating Expenses	10,000.00
Lady Bird Johnson Wildflower Center 4801 La Crosse Avenue Austin, TX 78739	Capital Campaign	250,000.00
LBJ Museum of San Marcos 120 West Hopkins, Ste. 200 San Marcos, TX 78666	Cont.-Operating Expenses	10,000.00
LOCKHART INDEPENDENT SCHOOL DISTRICT P.O. BOX 120 LOCKHART TX 78644-0120	Cont.-Operating Expenses	2,000.00
MD Anderson Foundation Development Office 5900 Fannin, 6th Floor Houston TX 77030	Cont.-Operating Expenses	5,000.00
Memorial Hermann Foundation P. O. Box 272009 Houston, TX 77277-9886	Capital Campaign	5,000.00
Methodist Hospital Foundation P.O. Box 4384 Houston, TX 77210-4384	Capital Campaign	50,000.00
Methodist Hospital Foundation P.O. Box 4384 Houston, TX 77210-4384	Capital Campaign	10,000.00

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012

Part XV, Line 3a - Grants and Contributions Paid During the Year

New Hope Baptist Church 2200 FM 390 W Gay Hill, TX 77833	Cont.-Operating Expenses	1,000.00
PIEDMONT ARTS 215 STARLINE AVENUE MARTINSVILLE VA 24112	Cont.-Operating Expenses	2,000.00
Pin Oak Charity Horse Show Association 2501 South Mason Road, Suite 410 Katy, TX 77218	Cont.-Operating Expenses	10,000.00
Polo Players Support Group Inc. 11924 Forest Hill Blvd. Ste 22-287 Wellington, FL 33414	Cont.-Operating Expenses	1,000.00
Polo Players Support Group Inc. 11924 Forest Hill Blvd. Ste 22-287 Wellington, FL 33414	Cont.-Operating Expenses	4,000.00
Positive Coaching Alliance 1050 N. Post Oak Road, Suite 210 Houston TX 77027	Cont.-Operating Expenses	5,000.00
PRESERVATION HOUSTON 3272 WESTHEIMER, SUITE 2 HOUSTON TX 77019-1008	Cont.-Operating Expenses	1,000.00
SOUTHERN POVERTY LAW CENTER INC. 400 WASHINGTON AVENUE MONTGOMERY AL 36177-9621	Cont.-Operating Expenses	500.00
Spring Gathering Charity Horse Show PJP Farms 714 Superior Road Magnolia TX 77354	Cont.-Operating Expenses	5,000.00
St. John's School 2401 Claremont Lane Houston TX 77019-5897	Cont.-Operating Expenses	25,000.00
St. John's School 2401 Claremont Lane Houston TX 77019-5897	Cont.-Operating Expenses	5,000.00
St. John's School 2401 Claremont Lane Houston TX 77019-5897	Capital Campaign	300,000.00
St. Luke's United Methodist Church 3471 Westheimer Houston, TX 77019	Cont.-Operating Expenses	5,000.00

Part XV, Line 3a - Grants and Contributions Paid During the Year

TEXAS APPLESEED 1609 SHOAL CREEK BLVD., #201 AUSTIN TX 78701-1022	Cont.-Operating Expenses	1,000.00
TEXAS EXES - HOUSTON CHAPTER P.O. BOX 271648 HOUSTON TX 77277	Cont.-Operating Expenses	1,000.00
TEXAS SOUTHERN UNIVERSITY 3100 CLEBURNE STREET HOUSTON TX 77004	Capital Campaign	500.00
TEXAS SOUTHERN UNIVERSITY 3100 CLEBURNE STREET HOUSTON TX 77004	Cont.-Operating Expenses	2,500.00
UNITED STATES HUNTER JUMPER ASSOCIATION, INC. 3870 CIGAR LANE LEXINGTON KY 40511	Cont.-Operating Expenses	1,000.00
Univ. of Virginia-Center for Politics Attention: Reggie G. Jackson P.O. Box 400806 Charlottesville VA 22904	Cont.-Operating Expenses	1,000.00
UNIV. OF VIRGINIA-SCHOOL OF ARCHITECTURE OFFICE OF DEVELOP. & PUBLIC AFFAIRS P.O. BOX 400807 CHARLOTTESVILLE VA 22904	Cont.-Operating Expenses	12,500.00
University of Houston Office of Development 100 E. Cullen Building Houston, TX 77204-2013	Capital Campaign	1,000,000.00
University of North Carolina at Chapel Hill Office of University Development Campus Box 309 Chapel Hill, NC 27514-0309	Cont.-Operating Expenses	25,000.00
University of Notre Dame P. O. Box 519 Notre Dame IN 46556-9988	Cont.-Operating Expenses	10,000.00
University of Texas at Austin Development Office P.O. Box 7458 Austin TX 78713-7458	Cont.-Operating Expenses	10,000.00

Part XV, Line 3a - Grants and Contributions Paid During the Year

University of Texas Ex-Students' Association P. O. Box 7278 Austin, TX 78713-7278	Capital Campaign	100,000.00
University of Texas Ex-Students' Association P. O. Box 7278 Austin, TX 78713-7278	Capital Campaign	250,000.00
University of Texas Ex-Students' Association P. O. Box 7278 Austin, TX 78713-7278	Cont.-Operating Expenses	15,000.00
University of Texas Law School Foundation University of Texas 727 E. Dean Keeton St. Austin, TX 78705	Capital Campaign	50,000.00
University of Texas Law School Foundation University of Texas 727 E. Dean Keeton St. Austin, TX 78705	Capital Campaign	25,000.00
Wake Forest University Post Office Box 7226 Winston-Salem, NC 27109-7226	Capital Campaign	10,000.00
Washington County Fair Association 1305 E. Blue Bell Road, Suite 110 Brenham TX 77833	Cont.-Operating Expenses	1,000.00
Washington County Fair Association 1305 E. Blue Bell Road, Suite 110 Brenham TX 77833	Cont.-Operating Expenses	1,000.00
	TOTAL DONATIONS MADE	2,902,000.00

TOTAL
CONTRIBUTED

2,902,000.00

Hobby Family Foundation
EIN 76-0489862
Form 990PF - 2012

Part XV, Line 3b - Grants and contributions approved for future payment

Name and Address	Purpose	Amount
Baylor College of Medicine One Baylor Plaza, MS: BCM 160 Houston, TX 77030	Capital Campaign	600,000
Center for Public Policy Priorities 7020 Easy Wind Drive., Suite 200 Austin, TX 78752	Capital Campaign	50,000
Chatham Hall 800 Chatham Hall Circle Chatham, VA 24531-3085	Endowed Dept. Chair	240,000
College Foundation c/o UVA Gift Accounting P.O. Box 400807 Charlottesville, VA 22904-4807	Capital Campaign	200,000
Friends of the National World War II Memorial 703 13th St., NW Suite 800 Washington, DC 20005	Capital Campaign	3,000
Menil Foundation, Inc. 1515 Branard Houston, TX 77006	Capital Campaign	1,000,000
Memorial Hermann Foundation P.O. Box 272009 Houston, TX 77277-9886	Capital Campaign	5,000
Methodist Hospital Foundation P O. Box 4384 Houston, TX 77210-4384	Capital Campaign	10,000
St. John's School 2401 Claremont Lane Houston, TX 77019-5897	Capital Campaign	1,200,000
Texas Southern University 3100 Cleburne Street Houston, TX 77004	Capital Campaign	2,500
University of Texas Law School Foundation University of Texas 727 E. Dean Keeton St. Austin, TX 78705	Capital Campaign	348,385
University of Virginia - School of Architecture Office of Development & Public Affairs P.O. Box 400807 Charlottesville, VA 22904	Capital Campaign	125,000
Wake Forest University Post Office Box 7226 Winston-Salem, NC 27109-7226	Capital Campaign	10,000
		3,793,885

Form **8868** (Rev January 2013)
Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

• 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* 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

Type or print	Name of exempt organization or other filer, see instructions. HOBBY FAMILY FOUNDATION	Employer identification number (EIN) or 76-0489862
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 2131 SAN FELIPE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions HOUSTON, TX 77019-5620	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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 ▶ CATHY LEESON

Telephone No. ▶ 713.521.3377 FAX No. ▶ 713.521.3950

• 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 AUGUST 15 , 20 13 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☑ calendar year 20 12 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.	3a	$ 28299
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.	3b	$ 28299
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0

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.