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

Department of the Treasury  
Internal Revenue Service

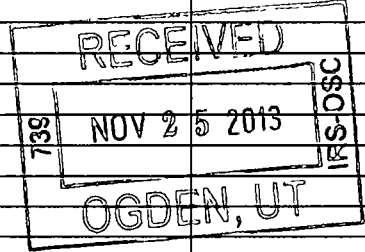
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

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

Name of foundation <b>EDWARDS CHARITABLE FOUNDATION</b>		<b>A Employer identification number</b> 76-0502902
Number and street (or P O box number if mail is not delivered to street address) <b>C/O WOODWAY FINANCIAL ADVISORS 10000 MEMORIAL DRIVE</b>	Room/suite 650	<b>B Telephone number (see instructions)</b> (713) 683-7070
City or town, state, and ZIP code <b>HOUSTON, TX 77024</b>		<b>C</b> If exemption application is pending check here <input type="checkbox"/>
<b>G</b> Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change	<b>D</b> 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 471,120.		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))				
<b>Revenue</b>				
1 Contributions, gifts, grants, etc. received (attach schedule)	50,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	5,906.	5,906.		ATCH 1
4 Dividends and interest from securities	6,544.	6,544.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,985.			
b Gross sales price for all assets on line 6a 189,240.				
7 Capital gain net income (from Part IV, line 2)		2,985.		
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) ATCH 3	347.	347.		
12 <b>Total</b> Add lines 1 through 11	65,782.	15,782.		
<b>Operating and Administrative Expenses</b>				
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 4	3,745.	1,873.		1,872.
c Other professional fees (attach schedule) *	3,106.	3,106.		
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 6	163.	163.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 7				
24 <b>Total operating and administrative expenses</b> Add lines 13 through 23	7,014.	5,142.		1,872.
25 Contributions, gifts, grants paid	22,000.			22,000.
26 <b>Total expenses and disbursements</b> Add lines 24 and 25	29,014.	5,142.	0	23,872.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	36,768.			
b Net investment income (if negative, enter -0-)		10,640.		
c Adjusted net income (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	13,067.	76,883.	76,883.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule), **	65,000.		
	b	Investments - corporate stock (attach schedule) ATCH 2	327,808.	365,496.	394,237.
	c	Investments - corporate bonds (attach schedule), . . . . .			
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	405,875.	442,379.	471,120.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ )			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	405,875.	442,379.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	405,875.	442,379.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	405,875.	442,379.		

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) . . . . .	1 405,875.
2	Enter amount from Part I, line 27a . . . . .	2 36,768.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 442,643.
5	Decreases not included in line 2 (itemize) ▶ ATCH 3	5 264.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 442,379.

\*\*ATCH 1

**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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(l) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,985.
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	23,872.	442,271.	0.053976
2010	23,807.	428,399.	0.055572
2009	22,825.	388,382.	0.058769
2008	27,719.	476,439.	0.058180
2007	27,755.	568,527.	0.048819
2	Total of line 1, column (d)		0.275316
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		0.055063
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		426,578.
5	Multiply line 4 by line 3		23,489.
6	Enter 1% of net investment income (1% of Part I, line 27b)		106.
7	Add lines 5 and 6		23,595.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions		23,872.

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

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations (1), tax under section 511 (2), add lines 1 and 2 (3), subtitle A tax (4), tax based on investment income (5), credits/payments (6a-6d), total credits (7), penalty (8), tax due (9), overpayment (10), and amount of line 10 (11).

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Columns include question text, Yes, and No. Questions cover political campaign influence, political expenditures, unrelated business income, and substantial contributors.

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . .	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address <input type="checkbox"/> NONE				
14	The books are in care of <input type="checkbox"/> WOODWAY FINANCIAL ADVISORS Telephone no <input type="checkbox"/> 713-683-7070			
Located at <input type="checkbox"/> 10000 MEMORIAL DR., STE 650; HOUSTON, TX ZIP+4 <input type="checkbox"/> 77024				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year . . . . . <input type="checkbox"/> 15				
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-221 If "Yes," enter the name of the foreign country <input type="checkbox"/>				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? . . . . . <input type="checkbox"/>	1b	
Organizations relying on a current notice regarding disaster assistance check here . . . . . <input type="checkbox"/>			
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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . .	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) . . . . .	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . .	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		0	0	0

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

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

Total number of other employees paid over \$50,000

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
-----		
-----		
-----		
-----		

Total number of others receiving over \$50,000 for professional services . . . . . ▶

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
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	404,326.
b	Average of monthly cash balances	1b	28,748.
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	433,074.
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	433,074.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,496.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	426,578.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	21,329.

**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	21,329.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	106.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	106.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	21,223.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	21,223.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	21,223.

**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	23,872.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	23,872.
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	106.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	23,766.

**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 . . . . .				21,223.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . .				
b From 2008 . . . . . 4,109.				
c From 2009 . . . . . 3,475.				
d From 2010 . . . . . 2,517.				
e From 2011 . . . . . 2,022.				
f Total of lines 3a through e . . . . .	12,123.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 23,872.				
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 . . . . .				21,223.
e Remaining amount distributed out of corpus . . . . .	2,649.			
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	14,772.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	14,772.			
10 Analysis of line 9				
a Excess from 2008 . . . . . 4,109.				
b Excess from 2009 . . . . . 3,475.				
c Excess from 2010 . . . . . 2,517.				
d Excess from 2011 . . . . . 2,022.				
e Excess from 2012 . . . . . 2,649.				

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

NOT APPLICABLE

1 a 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		(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a 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) )

GARY AND MARGARET EDWARDS

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

NONE

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

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

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

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 <i>Paid during the year</i>  ATCH 12				
<b>Total</b> ..... ▶ <b>3a</b>				22,000.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ <b>3b</b>				





# 2012 Tax Information Statement

**Payer's Name and Address:**

AMERICO  
10,000 MEMORIAL DRIVE, STE 650  
HOUSTON, TX 77024

**Account Number:**

610264012  
XX-XXX2902  
76-0040201

**Recipient's Tax ID Number:**

TX

**Payer's Federal ID Number:**

State: TX

7 WINNERS CIRCLE  
HOUSTON, TX 77024

**Recipient's Name and Address:**

THE EDWARDS CHARITABLE FOUNDATION  
C/O MR. AND MRS. GARY EDWARDS  
7 WINNERS CIRCLE  
HOUSTON, TX 77024

Corrected

2nd TIN notice

## 2012 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.  
Covered (Box 6a is not checked)

Cusip	Description (Box 8)	Quantity Sold (Box 1e)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stocks, Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss (Box 4)	Federal Income Tax Withheld (Box 15)	State Tax Withheld (Box 15)
189754104	COACH INC	40.0000	09/13/2012	11/23/2011	2,438.57	2,368.32	0.00	70.25	0.00	0.00
879382208	TELEFONICA S A	2.3680	07/23/2012	06/19/2012	25.92	29.65	0.00	-3.73	0.00	0.00
<b>Total Short Term Sales Reported on 1099-B</b>					<b>2,464.49</b>	<b>2,397.97</b>	<b>0.00</b>	<b>66.52</b>	<b>0.00</b>	<b>0.00</b>

Report on Form 8949, Part I, with Box A checked

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

# 2012 Tax Information Statement

**Account Number:** 610264012

**Recipient's Tax ID Number:** XX-XXX2902

**Payer's Federal ID Number:** 76-0040201

**Payer's State ID Number:** TX  
 2nd TIN notice

**Payer's Name and Address:**

AMERI CO  
 10,000 MEMORIAL DRIVE, STE 650  
 HOUSTON, TX 77024

**Recipient's Name and Address:**  
 THE EDWARDS CHARITABLE FOUNDATION  
 C/O MR. AND MRS. GARY EDWARDS  
 7 WINNERS CIRCLE  
 HOUSTON, TX 77024

## 2012 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.  
**For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.**

Cusip	Description (Box 8)	Date of Sale or Exchange (Box 1a)	Stocks, Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
<b>Short Term Sales Reported on 1099-B</b>								
31315PPC7	FARMER MAC 1.79% DUE 02/21/2019 NC	09/18/2012	24,665.00	25,000.00	0.00	-335.00	0.00	0.00
313375EY9	FEDERAL HOME LOAN BANK 2.00% DUE 09/06/2017	03/06/2012	25,000.00	25,000.00	0.00	0.00	0.00	0.00
3134G3RL6	FREDDIE MAC 2.00% DUE 03/21/2019	09/18/2012	25,005.00	25,000.00	0.00	5.00	0.00	0.00
<b>Total Short Term Sales Reported on 1099-B Report on Form 8949, Part I, with Box B checked</b>								
			<b>74,670.00</b>	<b>75,000.00</b>	<b>0.00</b>	<b>-330.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Long Term 15% Sales Reported on 1099-B</b>								
02635PTD5	AMERICAN GENERAL FINANCE 5.85% DUE 06/01/2013	02/08/2012	17,700.00	20,086.00	0.00	-2,386.00	0.00	0.00
G0408V102	AON PLC CLASS-A ORDINARY SHARE	04/03/2012	3,671.31	3,244.61	0.00	426.70	0.00	0.00
053015103	AUTOMATIC DATA PROCESSING, INC.	01/31/2012	4,095.25	3,107.74	0.00	987.51	0.00	0.00

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See 2

# 2012 Tax Information Statement

**Account Number:** 610264012

**Recipient's Name and Address:**  
 THE EDWARDS CHARITABLE FOUNDATION  
 C/O MR. AND MRS. GARY EDWARDS  
 7 WINNERS CIRCLE  
 HOUSTON, TX 77024

**Recipient's Tax ID Number:** XX-XXX2902

**Payer's Federal ID Number:** 76-0040201

**Payer's State ID Number:** TX

Corrected

2nd TIN notice

**Payer's Name and Address:**

AMERI CO  
 10,000 MEMORIAL DRIVE, STE 650  
 HOUSTON, TX 77024

**For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.**

Cusip	Description (Box 8)	Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stocks or Other Symbol (Box 1d)	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
192446102	COGNIZANT TECHNOLOGY SOLUTIONS	11/09/2012	07/30/2008	CTSH	1,656.52	706.62	0.00	949.90	0.00	0.00
219350105	CORNING INC.	07/11/2012		GLW	2,585.90	3,864.20	0.00	-1,278.30	0.00	0.00
3136FRM17	FANNIE MAE 2.00% DUE 12/07/2015	06/07/2012	05/11/2011		30,000.00	30,000.00	0.00	0.00	0.00	0.00
3136FJY88	FANNIE MAE 3.00% DUE 08/03/2015	02/03/2012	01/25/2010		10,000.00	10,000.00	0.00	0.00	0.00	0.00
38259P508	GOOGLE INC-CLA	01/10/2012	01/08/2009	GOOG	6,249.76	3,222.58	0.00	3,027.18	0.00	0.00
458140100	INTEL CORP	01/31/2012	01/28/2008	INTC	1,983.31	1,494.99	0.00	488.32	0.00	0.00
459200101	INTERNATIONAL BUSINESS MACHINES	01/31/2012	01/08/2009	IBM	1,914.87	866.50	0.00	1,048.37	0.00	0.00
469814107	JACOBS ENGINEERING GROUP INC.	03/27/2012	06/23/2009		2,315.14	2,050.46	0.00	264.68	0.00	0.00
46625H100	JP MORGAN CHASE & CO	05/11/2012		JPM	4,679.35	5,114.73	0.00	-435.38	0.00	0.00
125 0000	MERCK & CO INC NEW	08/28/2012	03/12/2010	MRK	4,298.73	3,685.12	0.00	613.61	0.00	0.00

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# 2012 Tax Information Statement

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 THE EDWARDS CHARITABLE FOUNDATION  
 C/O MR. AND MRS. GARY EDWARDS  
 7 WINNERS CIRCLE  
 HOUSTON, TX 77024

**Recipient's Tax ID Number:** XX-XXX2902

**Payer's Federal ID Number:** 76-0040201

**Payer's State ID Number:** TX

Corrected  2nd TIN notice

**Payer's Name and Address:**

AMERI CO  
 10,000 MEMORIAL DRIVE, STE 650  
 HOUSTON, TX 77024

**For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.**

Cusip	Description (Box 8)	Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stocks or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
66987V109	NOVARTIS AG-ADR	07/10/2012	03/12/2007	NVS	75.0000	4,145.77	4,233.75	0.00	-87.98	0.00	0.00
879382208	TELEFONICA S A	07/17/2012	08/25/2010	TEF	3680	4.37	7.90	0.00	-3.53	0.00	0.00
879382208	TELEFONICA S A	07/23/2012	08/25/2010	TEF	89.6320	981.29	1,924.71	0.00	-943.42	0.00	0.00
881624209	TEVA PHARMACEUTICALS-ADR	11/30/2012		TEVA	125.0000	5,010.44	2,409.77	0.00	2,600.67	0.00	0.00
89151E109	TOTAL SA-SPON ADR	08/28/2012		TOT	75.0000	3,694.58	4,982.15	0.00	-1,287.57	0.00	0.00
931422109	WALGREEN CO	07/17/2012	05/24/2004	WAG	100.0000	3,055.12	3,407.73	0.00	-352.61	0.00	0.00
94106L109	WASTE MANAGEMENT INC DEL COM STOCK	09/20/2012	12/10/2010	WM	125.0000	4,063.66	4,447.50	0.00	-383.84	0.00	0.00
<b>Total Long Term 15% Sales Reported on 1099-B</b>					<b>112,105.37</b>		<b>108,857.06</b>	<b>0.00</b>	<b>3,248.31</b>	<b>0.00</b>	<b>0.00</b>

**Report on Form 8949, Part II, with Box B checked**

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,465.		VARIOUS - SEE SCH 1 PROPERTY TYPE: SECURITIES 2,398.				P	67.	
74,670.		VARIOUS - SEE SCH 2 PROPERTY TYPE: SECURITIES 75,000.				P	-330.	
112,105.		VARIOUS - SEE SCH 2 - 4 PROPERTY TYPE: SECURITIES 108,857.				P	3,248.	
TOTAL GAIN (LOSS) .....							<u>2,985.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
AMERI CO	5,906.	5,906.
TOTAL	<u>5,906.</u>	<u>5,906.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
AMERI CO - DIVIDENDS	6,544.	6,544.
TOTAL	<u>6,544.</u>	<u>6,544.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ENRON SETTLEMENT	347.	347.
TOTALS	<u>347.</u>	<u>347.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ERNST & YOUNG LLP	3,745.	1,873.	1,872.	1,872.
TOTALS	<u>3,745.</u>	<u>1,873.</u>	<u>1,872.</u>	<u>1,872.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FIDUCIARY FEES	2,992.	2,992.
OTHER INVESTMENT EXPENSES	114.	114.
TOTALS	<u>3,106.</u>	<u>3,106.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES <u>PER BOOKS</u>	NET INVESTMENT <u>INCOME</u>
FOREIGN TAXES PAID	163.	163.
TOTALS	<u>163.</u>	<u>163.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION  
FOREIGN FILING FEES

REVENUE  
AND  
EXPENSES  
PER BOOKS

TOTALS

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

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
FED HOME LOAN BANK - 2%	25,000.	
FANNIE MAE 2%	30,000.	
FANNIE MAE - 3%	10,000.	
US OBLIGATIONS TOTAL	<u>65,000.</u>	

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 9

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
335 SHS GENERAL ELECTRIC	14,332.	14,332.	15,057.
100 SHS PEPSICO	4,691.	4,691.	6,843.
15 SH IBM	2,166.	1,300.	2,873.
75 SHS JOHNSON & JOHNSON	3,824.	3,824.	5,258.
125 SHS ADR DIAGEO	2,663.	2,663.	5,829.
50 SHS 3M COMPANY	4,013.	4,013.	4,642.
1383 SHS VANGUARD TOTAL INT'L	10,786.	10,786.	12,918.
275 SHS WALGREEN CO	3,408.		
40 SHS APACHE CORP	2,596.	2,596.	3,140.
75 SH AON	3,245.		
105 SH BARRICK GOLD CORP	3,208.	3,208.	3,676.
125 SHS PROCTER & GAMBLE	4,241.	4,241.	5,092.
125 SHS TEVA PHARMACEUTICALS	2,410.		
150 SHS THERMO FISHER SCI, INC	3,878.	3,878.	7,973.
250 SHS ABB LTD	3,424.	3,424.	3,950.
75 SHS COGNIZANT TECHNOLOGY	706.		
10 SH GOOGLE INC CL A	3,223.		
25000 SHS GOLDMAN SACHS 5.625%	9,530.	24,336.	26,606.
60 SHS NIKE CLASS B	3,136.	3,136.	6,192.
100 SHS TOTAL SA-SPON ADR	4,982.		
854 SHS VANGUARD SMALL-CAP	19,422.	19,422.	27,067.
100 SHS ALBEMARLE CORP	3,594.	3,594.	6,212.
20000 SHS AMER GEN FIN 5.85%	20,086.		
25000 SHS AMERIPRISE FIN 5.65%	25,045.	25,045.	28,299.
225 SHS CISCO SYSTEMS INC	3,267.	3,267.	2,947.
175 SHS DISNEY	2,904.	2,904.	4,979.
50 SH MCDONALDS	4,379.	4,379.	4,411.
200 SHS INTEL CORP	3,488.	4,279.	4,124.
30000 SHS LEHMAN BROTHERS HLD	30,207.	30,207.	

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 9 (CONT'D)

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
89 SHS NATIONAL OILWELL VARCO	1,716.	1,716.	4,784.
125 SHS NOVARTIS AD-ADR	4,233.		
75 SHS PEABODY ENERGY CORP	2,054.	2,056.	1,996.
300 SHS PETSMART INC	1,771.	1,771.	5,126.
60 SHS SCHLUMBERGER LTD	4,612.	4,612.	4,158.
120 VANGUARD MSCI EMERGING MKT	4,903.	4,903.	5,344.
225 SHS UTILITIES SELECT SPDR	8,188.	8,188.	9,079.
150 SHS VERIZON COMMUNICATIONS	4,143.	4,143.	5,409.
30000 SHS WACHOVIA CORP 4.875%	29,520.	29,520.	31,272.
250 SH VISA INC	2,280.	2,280.	3,789.
50 SH JACOBS ENGINEERING GROUP	2,050.		
200 SH ALTRIA GROUP	3,978.	3,978.	6,288.
210 SH CORNING GROUP	3,864.		
90 SH EXXON MOBIL CORP	5,917.	5,917.	7,789.
150 SH GENERAL MILLS	5,198.	5,198.	6,063.
100 SH ILLINOIS TOOL WORKS	3,814.	3,814.	4,561.
75 SH AUTOMATIC DATA(INSTINET)	3,107.		
125 SH JP MORGAN CHASE	5,115.		
30 SH TELEFONSO	1,933.		
125 WASTE MANAGEMENT	4,448.		
100 SH MERCK + CO	3,685.		
425 SH MARVELL TECH	1,765.	5,221.	3,086.
200 SH FREEPORT MCMORAN	3,651.	7,109.	6,840.
10 SH APPLE COMPUTER	3,737.	3,737.	5,322.
45 SH BIO TECH	2,873.	2,873.	3,956.
50 SH CATERPILLAR	4,031.	4,031.	4,480.
40 SH COACH	2,368.		
15000 SH AFLAC INC		15,407.	15,768.
75 SH ATWOOD OCEANICS INC		3,457.	3,434.

ATTACHMENT 9 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
75 SH BAXTER INTERNATIONAL		4,038.	5,000.
100 SH BROADCOM CORP		3,515.	3,321.
125 SH CITIGROUP INC		3,722.	4,945.
100 SH COCA COLA COMPANY		3,849.	3,625.
100 SH DOLLAR GENERAL		5,063.	4,409.
150 SH EMC CORP		3,639.	3,795.
75 SH GLOBAL PAYMENTS INC		3,530.	3,397.
100 SH KINDER MORGAN		3,309.	3,533.
125 SH METLIFE		4,401.	4,117.
50 SH PARKER-HANNIFIN CORP		4,372.	4,253.
25 SH PERRIGO COMPANY		2,631.	2,601.
100 SH STATE STREET CORP		3,971.	4,701.
1838.235 VANGUARD SHORT TERM		20,000.	19,908.
TOTALS	<u>327,808.</u>	<u>365,496.</u>	<u>394,237.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
FEDERAL INCOME TAXES	264.
TOTAL	<u>264.</u>

EDWARDS CHARITABLE FOUNDATION

76-0502902

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

ATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>			
GARY W. EDWARDS 10000 MEMORIAL DRIVE SUITE 650 HOUSTON, TX 77024	PRESIDENT/TREASURER	0	0	0
MARGARET L. EDWARDS 10000 MEMORIAL DRIVE SUITE 650 HOUSTON, TX 77024	1ST V.P./SECRETARY	0	0	0
DEBBIE L. HANCE 10000 MEMORIAL DRIVE SUITE 650 HOUSTON, TX 77024	2ND VICE PRESIDENT	0	0	0
CHRISTY L. HALL 10000 MEMORIAL DRIVE SUITE 650 HOUSTON, TX 77024	2ND VICE PRESIDENT	0	0	0

GRAND TOTALS

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

ATTACHMENT 12

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BILLINGSVILLE ELEMENTARY SCHOOL 124 SKYLAND AVENUE CHARLOTTE, NC 28205	NONE NON-PROFIT	EDUCATIONAL GRANT	500
HOUSTON CENTER FOR LITERACY 2401 PORTSMOUTH ST HOUSTON, TX 77098	NONE NON-PROFIT	EDUCATIONAL GRANT	1,000
YELLOWSTONE PARK FOUNDATION 222 EAST MAIN, SUITE 301 BOZEMAN, MT 59715	NONE NON-PROFIT	CHARITABLE GRANT	1,000.
CHARLOTTE COUNTRY DAY SCHOOL 1440 CARMEL ROAD CHARLOTTE, NC 28226	NONE NON-PROFIT	EDUCATIONAL GRANT	1,000
SPRING BRANCH FAMILY DEVELOPMENT ATTN. RICARDO BARNES, EXECUTIVE DIRECTOR 8575 PITNER HOUSTON, TX 77080	NONE NON-PROFIT	CHARITABLE GRANT	7,500.
COMMUNITIES N SCHOOLS OF CHARLOTTE-MECKLENBURG, INC 601 E FIFTH ST, STE 300 CHARLOTTE, NC 28202	NONE NON-PROFIT	EDUCATIONAL GRANT	1,000

EDWARDS CHARITABLE FOUNDATION

76-0502902

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

ATTACHMENT 12 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MEMORIAL HIGH SCHOOL BAND BOOSTER CLUB 935 ECHO LANE HOUSTON, TX 77024	NONE NON-PROFIT	EDUCATIONAL GRANT	500
SPRING BRANCH EDUCATION FOUNDATION 955 CAMPBELL ROAD HOUSTON, TX 77024	NONE NON-PROFIT	EDUCATIONAL GRANT	1,000
MYERS PARK PRESBYTERIAN CHURCH YOUTH 2501 OXFORD PLACE CHARLOTTE, NC 28207	NONE NON-PROFIT	EDUCATIONAL GRANT	1,000
HOUSMAN ELEMENTARY PTA 6705 HOUSMAN ST HOUSTON, TX 77005	NONE NON-PROFIT	EDUCATIONAL GRANT	500
SPRING SPIRIT BASEBALL PROGRAM INC	NONE NON-PROFIT	CHARITABLE GIFT	3,000
MEMORIAL MIDDLE SCHOOL 12550 VINDON HOUSTON, TX 77024	NONE NON-PROFIT	EDUCATIONAL GRANT	1,500

EDWARDS CHARITABLE FOUNDATION

76-0502902

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

ATTACHMENT 12 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CHAPELWOOD UNITED METHODIST CHURCH 11140 GREENBAY ST HOUSTON, TX 77024	NONE NON-PROFIT	CHARITABLE GRANT	250
U S SOCCER FOUNDATION 1211 CONNECTICUT AVE NW WASHINGTON, DC 20036	NONE NON-PROFIT	CHARITABLE GRANT	250
TEACH FOR AMERICA 5855 EXECUTIVE CENTER DR #200 CHARLOTTE, NC 28212	NONE NON-PROFIT	EDUCATIONAL GRANT	1,000
INTERVARSITY CHRISTIAN FELLOWSHIP	NONE NON-PROFIT	CHARITABLE GRANT	1,000

TOTAL CONTRIBUTIONS PAID 22,000

EDWARDS CHARITABLE FOUNDATION

76-0502902

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

ATTACHMENT 13

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
MISCELLANEOUS INCOME			14	347.	
TOTALS				<u>347.</u>	

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

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

OMB No 1545-0092

**2012**

Name of estate or trust <b>EDWARDS CHARITABLE FOUNDATION</b>	Employer identification number <b>76-0502902</b>
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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 . . . . .	<b>1b</b>	-263.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
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 . . . . . ▶	<b>5</b>	-263.

**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 . . . . .	<b>6b</b>	3,248.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
9 Capital gain distributions . . . . .	<b>9</b>	
10 Gain from Form 4797, Part I . . . . .	<b>10</b>	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
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 . . . . . ▶	<b>12</b>	3,248.

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

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		-263.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		3,248.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14 . . . . . ▶	<b>15</b>		2,985.

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

**Part IV Capital Loss Limitation**

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

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

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

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

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

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

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



