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

2012

Department of the Treasury  
Internal Revenue Service

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

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

Name of foundation

**Longaker Foundation**

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

**12 Cypress Ridge Lane**

Room/suite

State ZIP code

**TX 77479**

City or town

**Sugar Land**

G Check all that apply

Initial return

Final return

Address change

Initial Return of a former public charity

Amended return

Name change

H Check type of organization

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, column (c), line 16)

J Accounting method

Other (specify)

(Part I, column (d) must be on cash basis)

**537,565.****Part I Analysis of Revenue and Expenses***(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc, received (attach schedule)				
2	Ck <input checked="" type="checkbox"/> if the foundation is not req to attach Sch B				
3	Interest on savings and temporary cash investments	17.	17.		
4	Dividends and interest from securities	7,845.	7,845.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	11,462.	<b>L-6a Stmt</b>		
b	Gross sales price for all assets on line 6a	11,917.			
7	Capital gain net income (from Part IV, line 2)		11,462.		
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/(loss) (attach schedule)				
11	Other income (attach schedule)				
	<b>Partnerships</b>	-6,765.			
12	<b>Total.</b> Add lines 1 through 11	12,559.	19,324.		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension-plans, employee-benefits				
16a	Legal-fees (attach schedule)				
b	Accounting fees (attach schedule)	400.	400.		
c	Other prof fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule, see instrs)	1,434.	1,434.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
	<b>Bank/check fees</b>	197.	197.		
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	2,031.	2,031.		
25	Contributions, gifts, grants paid	23,757.		23,757.	
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	25,788.	2,031.	23,757.	
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-13,229.			
b	Net investment income (if negative, enter -0-)		17,293.		
c	Adjusted net income (if negative, enter -0-)				

bmt p

POSTMARK DATE MAY 09 2013

REVENUE  
MAY 28 2013  
SCANNED  
05ADMINISTRATIVE  
OPERATING  
AND EXPENSES

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	108,834.	0.	0.
	2	Savings and temporary cash investments		44,691.	44,691.
	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 sch)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) <u>L-10b Stmt</u>	304,084.	346,779.	489,444.
	c	Investments – corporate bonds (attach schedule)			
LIABILITIES	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 <u>L-15 Stmt</u> )	4,992.	3,430.	3,430.
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	417,910.	394,900.	537,565.
NET ASSETS	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe <u>L-22 Stmt</u> )	11,917.	2,136.	
	23	Total liabilities (add lines 17 through 22)	11,917.	2,136.	
		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	405,993.	392,764.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	405,993.	392,764.	
	31	Total liabilities and net assets/fund balances (see instructions)	417,910.	394,900.	

## 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	405,993.
2	Enter amount from Part I, line 27a	2	-13,229.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	392,764.
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	392,764.

**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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1a Schlumber Ltd options</b>		P	02/10/11	01/23/12
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 11,917.		455.	11,462.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
a			11,462.	
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	11,462.
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	11,462.

**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 (column (b) divided by column (c))
2011	30,678.	619,989.	0.049482
2010	29,453.	581,490.	0.050651
2009	50,195.	550,234.	0.091225
2008	44,360.	374,446.	0.118468
2007	44,457.	612,513.	0.072581

- 2 Total of line 1, column (d) 2 0.382407
- 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 0.076481
- 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 552,359.
- 5 Multiply line 4 by line 3 5 42,245.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 173.
- 7 Add lines 5 and 6 7 42,418.
- 8 Enter qualifying distributions from Part XII, line 4 8 23,757.

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)**

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1	<b>1</b> <b>346.</b>
Date of ruling or determination letter (attach copy of letter if necessary – see instrs)	
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b> <b>0.</b>
3 Add lines 1 and 2	<b>3</b> <b>346.</b>
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b> <b>0.</b>
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b> <b>346.</b>
6 Credits/Payments	<b>6 a</b> <b>6 b</b> <b>6 c</b> <b>6 d</b>
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	
b Exempt foreign organizations – tax withheld at source	
c Tax paid with application for extension of time to file (Form 8868)	
d Backup withholding erroneously withheld	
7 Total credits and payments Add lines 6a through 6d	<b>7</b>
8 Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b> <b>346.</b>
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b> <b>0.</b>
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ►	<b>11</b> <b>Refunded</b>

**Part VII-A | Statements Regarding Activities**

1 a 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?

	<b>Yes</b>	<b>No</b>
<b>1 a</b>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

<b>1 b</b>	<input checked="" type="checkbox"/>
<b>1 c</b>	<input checked="" type="checkbox"/>

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?

<b>1 c</b>	<input checked="" type="checkbox"/>
<b>2</b>	<input checked="" type="checkbox"/>

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

<b>2</b>	<input checked="" type="checkbox"/>
<b>3</b>	<input checked="" type="checkbox"/>

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

<b>3</b>	<input checked="" type="checkbox"/>
<b>4 a</b>	<input checked="" type="checkbox"/>

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

<b>4 a</b>	<input checked="" type="checkbox"/>
<b>4 b</b>	<input checked="" type="checkbox"/>

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

<b>4 b</b>	<input checked="" type="checkbox"/>
<b>5</b>	<input checked="" type="checkbox"/>

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If 'Yes,' attach the statement required by General Instruction 7

<b>5</b>	<input checked="" type="checkbox"/>
<b>6</b>	<input checked="" type="checkbox"/>

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?

<b>6</b>	<input checked="" type="checkbox"/>
<b>7</b>	<input checked="" type="checkbox"/>

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

**TX - Texas**

<b>7</b>	<input checked="" type="checkbox"/>
<b>8 b</b>	<input checked="" type="checkbox"/>

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 7? If 'No,' attach explanation

<b>8 b</b>	<input checked="" type="checkbox"/>
<b>9</b>	<input checked="" type="checkbox"/>

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

<b>9</b>	<input checked="" type="checkbox"/>
<b>10</b>	<input checked="" type="checkbox"/>

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

11			<input checked="" type="checkbox"/>
12			<input checked="" type="checkbox"/>
13	<input checked="" type="checkbox"/>		
14	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)	Telephone no	<b>(281) 980-7420</b>
15	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)	ZIP + 4	<b>77479</b>
16	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	<b>N/A</b>	
17	Did the foundation file Form 990-PF in lieu of Form 1041? Check here and enter the amount of tax-exempt interest received or accrued during the year	<b>15</b>	
18	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country	<input checked="" type="checkbox"/>	<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.

1 a	During the year did the foundation (either directly or indirectly).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(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
1 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)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	
1 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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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))		
2 a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2 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)		
2 c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 __ , 20 __ , 20 __ , 20 __		
3 a	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
3 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)		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4 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?		<input checked="" type="checkbox"/>

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

5 a During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is 'Yes' to 5a(1)-(5), did <b>any</b> 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)?		5 b		
Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No			
If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)				
6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6 b		<input checked="" type="checkbox"/>
If 'Yes' to 6b, file Form 8870				
7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?		7 b		

**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
<u>BRUCE LONGAKER</u> <u>12 CYPRESS RIDGE LN, SUGAR LAND</u> <u>TX 77479</u>	<u>PRES. &amp; DIRCTOR</u> <u>3.00</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>
<u>JENNIFER MAXHEIMER</u> <u>5002 CYPREWSS SPRING, SUGAR LAND</u> <u>TX 77549</u>	<u>DIRCTOR</u> <u>1.00</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>
<u>SHERRI LOEFFELHOLZ</u> <u>5600-A KINGFISH DR.</u> <u>LUTX</u> <u>FL 33549</u>	<u>SEC. &amp; DIRECTOR</u> <u>1.00</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>
-----				
-----				

**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
<u>NONE</u>				
-----				
-----				
-----				
-----				
-----				
-----				
-----				

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

BAA

TEEA0306 12/25/12

None

Form 990-PF (2012)

**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	►	None

## Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	-----	
2	-----	
3	-----	
4	-----	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	----- -----	
2	----- -----	
All other program-related investments See instructions		
3	----- -----	
<b>Total.</b> Add lines 1 through 3		►

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BAA

Form 990-PF (2012)

**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	1 a 507,226.
b Average of monthly cash balances	1 b 51,498.
c Fair market value of all other assets (see instructions)	1 c 2,047.
d <b>Total</b> (add lines 1a, b, and c)	1 d 560,771.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e
2 Acquisition indebtedness applicable to line 1 assets	2
3 Subtract line 2 from line 1d	3 560,771.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 8,412.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 552,359.
6 <b>Minimum investment return.</b> Enter 5% of line 5	6 27,618.

**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 27,618.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a 346.
b Income tax for 2012 (This does not include the tax from Part VI )	2 b
c Add lines 2a and 2b	2 c 346.
3 Distributable amount before adjustments Subtract line 2c from line 1	3 27,272.
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5 27,272.
6 Deduction from distributable amount (see instructions)	6
7 <b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 27,272.

**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	1 a 23,757.
b Program-related investments – total from Part IX-B	1 b
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)	3 a
b Cash distribution test (attach the required schedule)	3 b
4 <b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 23,757.
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 0.
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6 23,757.

**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				27,272.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years 20 ___, 20 ___, 20 ___,				
3 Excess distributions carryover, if any, to 2012				
a From 2007 21,006.				
b From 2008 18,587.				
c From 2009 28,249.				
d From 2010 29,453.				
e From 2011 30,678.				
f Total of lines 3a through e 127,973.				
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 23,757.				
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 23,757.				
e Remaining amount distributed out of corpus 0.				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a)) 3,515.				3,515.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 124,458.				
b Prior years' undistributed income Subtract line 4b from line 2b 0.				
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 0.				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions 0.				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 0.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) 17,491.				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 106,967.				
10 Analysis of line 9				
a Excess from 2008 18,587.				
b Excess from 2009 28,249.				
c Excess from 2010 29,453.				
d Excess from 2011 30,678.				
e Excess from 2012 0.				

BAA

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

N/A

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	<input type="checkbox"/> 4942(j)(3) or			<input type="checkbox"/> 4942(j)(5)	
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	Tax year      Prior 3 years			(e) Total	
	(a) 2012	(b) 2011	(c) 2010		(d) 2009
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) )

**MR. BRUCE LONGAKER**

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

**NOT APPLICABLE****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
<b>a Paid during the year</b>				
THE CHINGUAPIN SCHOOL 2615 E Wallisville Rd. Highlands TX 77562		PUBLIC	EXEMPT FUNCTIONS	3,800.
Spirit Golf Association 2441 High Timbers, Ste 430		PUBLIC	EXEMPT FUNCTIONS	
The Woodlands TX 77380		Public	Exempt Function	11,100.
First Tee Open One Lower Ragsdale Dr, Bldg 3, Ste 100		Public	Exempt Function	6,000.
Pebble Beach CA 93940		Public	Exempt Function	3.
Boardwalk Pipeline Partners 9 Greenway Plaza, Ste 2800		Public	Exempt Function	
Houston TX 77046		Public	Exempt Function	2,500.
Child Advocates of Ft. Bend 5403 Avenue N		Public	Exempt Function	
Rosenberg TX 77471		Public	Exempt Function	34.
Regency Energy Partnes, LP (Sch K-1) 2001 Bryan Street, Ste 3700		Public	Exempt Function	
Dallas TX 75201		Public	Exempt Function	200.
San Jose State University One Washington Sqare		Public	Exempt Function	
San Jose CA 95192		Public	Exempt Function	120.
American Cancer Society 250 Williams Street NW		Public	Exempt Function	
Atlanta GA 30303		Public	Exempt Function	
<b>Total</b>			► 3a	23,757.
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	

## 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) Exclu- sion 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	17.	
4 Dividends and interest from securities			14	7,845.	
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	11,462.	11,462.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a <u>Partnership</u>	211110	- 6,765.			
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					
13 Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions to verify calculations )

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



Name	Employer Identification Number
<u>Longaker Foundation</u>	<u>76-0664608</u>
<b>Asset Information:</b>	
Description of Property	<b>SECURITIES transactions, see Part IV for details</b>
Date Acquired.	<u>various</u> How Acquired <u>Purchased</u>
Date Sold	<u>various</u> Name of Buyer <u>Market</u>
Sales Price	<u>11,917.</u> Cost or other basis (do not reduce by depreciation)
Sales Expense	<u>455.</u> Valuation Method
Total Gain (Loss)	<u>11,462.</u> Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired:	How Acquired
Date Sold.	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation:
Description of Property	
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense:	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired
Date Sold	Name of Buyer
Sales Price	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method
Total Gain (Loss)	Accumulation Depreciation
Description of Property	
Date Acquired	How Acquired
Date Sold.	Name of Buyer.
Sales Price:	Cost or other basis (do not reduce by depreciation)
Sales Expense	Valuation Method.
Total Gain (Loss)	Accumulation Depreciation

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
<u>Ares Capital Corp</u>	<u>16,664.</u>	<u>17,500.</u>
<u>Boardwalk Pipeline</u>	<u>19,932.</u>	<u>24,900.</u>
<u>Gastar Exploration</u>	<u>8,498.</u>	<u>2,420.</u>
<u>General Electric</u>	<u>40,457.</u>	<u>41,980.</u>
<u>Linn Energy</u>	<u>57,581.</u>	<u>70,480.</u>
<u>Nordic American Tanker</u>	<u>32,198.</u>	<u>8,750.</u>
<u>Quicksilver</u>	<u>11,573.</u>	<u>2,860.</u>
<u>Regency Energy</u>	<u>0.</u>	<u>43,360.</u>
<u>Schlumberger</u>	<u>159,876.</u>	<u>277,194.</u>
 Total	 <u>346,779.</u>	 <u>489,444.</u>

Form 990-PF, Page 2, Part II, Line 15

**Other Assets Stmt**

Line 15 - Other Assets:	Beginning		End of Year	
	Year Book Value	Value	Book Value	Fair Market Value
<u>Contributions receivable</u>	<u>4,992.</u>		<u>3,430.</u>	<u>3,430.</u>
Total	<u>4,992.</u>		<u>3,430.</u>	<u>3,430.</u>

Form 990-PF, Page 2, Part II, Line 22

**Other Liab Stmt**

Line 22 - Other Liabilities:	Beginning		Ending	
	Year Book Value	Value	Year Book Value	Value
<u>Schlumber call options</u>	<u>11,917.</u>		<u>0.</u>	
<u>Regency excess distributions</u>	<u>0.</u>		<u>2,136.</u>	
Total	<u>11,917.</u>		<u>2,136.</u>	