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ORIGINAL

Form 990-PF

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

OMB No 1545-0052

2012

Open to public inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

SEP 1, 2012

, and ending

AUG 31, 2013

Name of foundation

Amini Family Foundation

A Employer identification number

27-1504248

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

100 N.E. Loop 410

Room/suite
1300

B Telephone number

210-404-2828

City or town, state, and ZIP code

San Antonio, TX 78216

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

>\$ 538,326.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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				N/A	
2 Check ☒ If the foundation is not required to attach Sch. B interest on savings and temporary cash investments					
3 Dividends and interest from securities		15,383.	15,383.		Statement 1
5a Gross rents					
b Net rental income or (loss)		8,953.			
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a		131,645.			
7 Capital gain net income (from Part IV, line 2)			8,953.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		24,336.	24,336.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 2		2,400.	1,200.		1,200.
c Other professional fees					
17 Interest					
18 Taxes Stmt 3		644.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 4		81.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		3,125.	1,200.		1,200.
25 Contributions, gifts, grants paid		32,900.			32,900.
26 Total expenses and disbursements. Add lines 24 and 25		36,025.	1,200.		34,100.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-11,689.			
b Net investment income (if negative, enter -0-)			23,136.		
c Adjusted net income (if negative, enter -0-)				N/A	

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

8 p V →

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only.

		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	8,788.	6,466.	6,466.
	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			
	7 Other notes and loans receivable			
	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:			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 5	524,400.	515,033.	531,860.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers)	533,188.	521,499.	538,326.
	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				
22 Other liabilities (describe)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	533,188.	521,499.	
	30 Total net assets or fund balances	533,188.	521,499.	
	31 Total liabilities and net assets/fund balances	533,188.	521,499.	

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	533,188.
2 Enter amount from Part I, line 27a	2	-11,689.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	521,499.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	521,499.

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 Total Short Term Gains/Losses (see attached)	P		
b Total Long Term Gains/Losses (see attached)	P		
c			
d			
e			

(a) 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 8,739.		8,936.	-197.
b 122,906.		113,756.	9,150.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-197.
b			9,150.
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	8,953.
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). If (loss), enter -0- in Part I, line 8 }	3	N/A

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	26,475.	508,736.	.052041
2010	2,500.	536,419.	.004661
2009	5,000.	88,086.	.056763
2008			
2007			

2 Total of line 1, column (d)	2	.113465
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	.037822
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	543,912.
5 Multiply line 4 by line 3	5	20,572.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	231.
7 Add lines 5 and 6	7	20,803.
8 Enter qualifying distributions from Part XII, line 4	8	34,100.

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

See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	231.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	231.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	231.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		231.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ Refunded ☐	11		

Part VII Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions): TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ Michael R. Amini Telephone no. ▶ 210-404-2828			
Located at ▶ 100 N.E. Loop 410, Suite 1300, San Antonio, TX ZIP+4 ▶ 78216				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? 1c X		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No		
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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.) N/A	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)? ☐ 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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

N/A

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?

N/A ☐ 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?

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
Michael R. Amini 100 N.E. Loop 410, Suite 1300 San Antonio, TX 78216	Director and Treasurer	2.00 0.	0.	0.
Molly McGannon Amini 100 N.E. Loop 410, Suite 1300 San Antonio, TX 78216	Director and President	2.00 0.	0.	0.
Maggie Amini 100 N.E. Loop 410, Suite 1300 San Antonio, TX 78216	Director and Secretary	1.00 0.	0.	0.
John Amini 100 N.E. Loop 410, Suite 1300 San Antonio, TX 78216	Director	1.00 0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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	1a	544,389.
b	Average of monthly cash balances	1b	7,806.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	552,195.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	552,195.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,283.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	543,912.
6	Minimum investment return. Enter 5% of line 5	6	27,196.

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	27,196.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	231.	
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b	2c	231.	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	26,965.	
4	Recoveries of amounts treated as qualifying distributions	4	0.	
5	Add lines 3 and 4	5	26,965.	
6	Deduction from distributable amount (see instructions)	6	0.	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	26,965.	

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	34,100.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	34,100.
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	5	231.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,869.

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				26,965.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			22,297.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 34,100.				
a Applied to 2011, but not more than line 2a			22,297.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount	0.			11,803.
e Remaining amount distributed out of corpus	0.			0.
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	0.			
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		0.		
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 instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				15,162.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(I)(3) or ☐ 4942(I)(5)

- b 85% of Line 2a

- d Amounts included in line 2c not
used directly for active conduct of
exempt activities ***

- Subtract line 2d from line 2c**

- 3** Complete 3a, b, or c for the situation described.

- a "Assets" alternative test - enter:

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(b)(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(f)(3)(B)(iii).

- (3) Largest amount of support from an exempt organization.

- (4) 'Gross investment income'

[illegible]

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

- ## 1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

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

- c Any submission deadlines:**

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

Part XV Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Camp Aranzazu 5420 Loop 1781 Rockport, TX 78382	N/A	Public Charity	General Purpose	2,500.
St Jude Children's Research Hospital 262 Danny Thomas Pl Memphis, TN 38105	N/A	Public Charity	General Purpose	1,500.
San Antonio Pregnancy Care Center 7210 Louis Pasteur Dr, Suite 100 San Antonio, TX 78229	N/A	Public Charity	General Purpose	1,000.
Doulos Discovery Ministries PO Box 3080 Burnsville, MN 55337	N/A	Public Charity	General Purpose	2,400.
Texas Military Institute 20955 West Texas Trail San Antonio, TX 78257	N/A	Public Charity	General Purpose	10,000.
Total	See continuation sheet(s)			32,900.
b Approved for future payment				
None				
Total				0.

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3 Grants and Contributions Paid During the Year (Continuation)

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Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Northern Trust Account	15,383.	0.	15,383.
Total to Form 990-PF, Part I, ln 4	15,383.	0.	15,383.

Form 990-PF Accounting Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax Preparation Fee	2,400.	1,200.		1,200.
To Form 990-PF, Pg 1, ln 16b	2,400.	1,200.		1,200.

Form 990-PF Taxes Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax	292.	0.		0.
Tax Paid	352.	0.		0.
To Form 990-PF, Pg 1, ln 18	644.	0.		0.

Form 990-PF Other Expenses Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Fees	72.	0.		0.
Miscellaneous	9.	0.		0.
To Form 990-PF, Pg 1, ln 23	81.	0.		0.

Form 990-PF

Other Investments

Statement 5

Description	Valuation Method	Book Value	Fair Market Value
MFC Flexshares TR Morningstar Global Upstream Natural Resources Index	COST	35,266.	31,947.
MFC Flexshares TR Iboxx 5 Yr Target Fund	COST	5,428.	5,417.
MFC Flexshares TR Iboxx 3 Yr Target Fund	COST	16,741.	16,435.
MFB Northern Funds Bond Index Fund	COST	66,756.	65,596.
MFB Northern Funds Global Real Estate Index Fund	COST	24,786.	25,551.
MFB Northern Funds Small Cap Index Fund	COST	10,777.	13,292.
MFB Northern Funds Stock Index Fund	COST	108,947.	133,586.
MFB Northern Funds Emerging Mkts Equity Index Fund	COST	74,980.	64,713.
MFB Northern High Yield Fixed Income Fund	COST	59,045.	59,627.
MFB Northern International Equity Index Fund	COST	85,933.	86,307.
MFB Northern Mid Cap Index Fund	COST	20,845.	23,880.
MFB Northern FDS Ultra Short Fixed Income Fund	COST	5,529.	5,509.
MFO PIMCO Commodity Real Return Strategy Instl	COST	0.	0.
MFC SPDR Gold TR Gold Shares	COST	0.	0.
Total to Form 990-PF, Part II, line 13		515,033.	531,860.

Schedule D Detail of Short-term Capital Gains and Losses

Totals

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250871 1.000

AMINI FAMILY FOUNDATION 23-80720
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
1. MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREA	09/29/2011	10/03/2012	35.32	31.44	3.88
7. MFB NORTHN MID CAP INDEX FD FD	05/10/2011	10/03/2012	92.26	93.45	-1.19
35. MFB NORTHN INTL EOTY INDEX	05/10/2011	10/03/2012	347.55	396.20	-48.65
26. MFB NORTHN FUNDS BD INDEX FD	09/29/2011	10/03/2012	289.12	284.18	4.94
14. MFB NORTHN FDS GLOBAL REAL ESTATE INDEX FD	05/10/2011	10/03/2012	123.90	123.34	0.56
18. MFB NORTHN FUNDS EMERGING MKT'S EOTY EOTY INDEX FD	05/10/2011	10/03/2012	205.92	236.16	-30.24
43. MFB NORTHN HI YIELD FXD INC FD	05/10/2011	10/03/2012	320.78	324.65	-3.87
10. MFB NORTHN FDS SMALL CAP	05/10/2011	10/03/2012	93.20	94.20	-1.00
41. MFB NORTHN FDS STK INDEX	05/10/2011	10/03/2012	738.00	689.62	48.38
4. PIMCO COMMODITY REALRETURN STRATEGY FUND	05/10/2011	10/03/2012	28.40	38.28	-9.88
1. MFC FLEXSHARES TR TR IBOX 3 YR TARGET DURATION TIPS	09/29/2011	11/02/2012	25.40	24.91	0.49
1. MFC FLEXSHARES TR IBOX 5 YR TARGET DURATION TIPS IN	09/29/2011	11/02/2012	26.27	24.88	1.39
4. MFB NORTHN MID CAP INDEX FD FD	05/10/2011	11/02/2012	52.76	53.40	-0.64
23. MFB NORTHN INTL EOTY INDEX	05/10/2011	11/02/2012	229.08	260.36	-31.28
17. MFB NORTHN FUNDS BD INDEX FD	09/29/2011	11/02/2012	188.53	185.81	2.72
10. MFB NORTHN FDS GLOBAL REAL ESTATE INDEX FD	05/10/2011	11/02/2012	89.80	88.10	1.70
1458. MFB NORTHN HI YIELD FXD INC FD	05/10/2011	11/02/2012	10,905.84	11,007.90	-102.06
6. MFB NORTHN FDS SMALL CAP	05/10/2011	11/02/2012	54.30	56.52	-2.22
665. MFB NORTHN FDS STK INDEX	05/10/2011	11/02/2012	11,677.40	11,185.30	492.10
Totals					

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AMINI FAMILY FOUNDATION 23-80720
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
2. PIMCO COMMODITY REALRETURN STRATEGY FUND	05/10/2011	11/02/2012	13.50	19.14	-5.64
21. MFB NORTHN MID CAP INDEX FD FD	05/10/2011	01/24/2013	295.26	280.35	14.91
35. MFB NORTHN INTL ECTY INDEX	05/10/2011	01/24/2013	373.45	396.20	-22.75
26. MFB NORTHERN FUNDS BD INDEX FD	11/17/2011	01/24/2013	283.92	284.70	-0.78
14. MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	05/10/2011	01/24/2013	132.86	123.34	9.52
26. MFB NORTHERN FUNDS EMERGING MKTS ECTY INDEX FD	05/10/2011	01/24/2013	312.00	341.12	-29.12
36. MFB NORTHN HI YIELD FXD INC FD	05/10/2011	01/24/2013	275.40	271.80	3.60
10. MFB NORTHN FDS SMALL CAP	05/10/2011	01/24/2013	98.20	94.20	4.00
38. MFB NORTHERN FDS STK INDEX	05/10/2011	01/24/2013	704.90	639.16	65.74
527.07 PIMCO COMMODITY REALRETURN STRATEGY FUND	12/07/2011	01/24/2013	3,552.45	5,018.32	-1,465.87
4. MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREA	09/29/2011	02/27/2013	140.87	125.74	15.13
2. MFC FLEXSHARES TR TR IBOX	09/29/2011	02/27/2013	50.90	49.82	1.08
2. MFC FLEXSHARES TR IBOX 5 YR TARGET DURATION TIPS IN	09/29/2011	02/27/2013	52.34	49.76	2.58
7. MFB NORTHN MID CAP INDEX FD FD	05/10/2011	02/27/2013	100.03	93.45	6.58
37. MFB NORTHN INTL ECTY INDEX	05/10/2011	02/27/2013	393.68	418.84	-25.16
27. MFB NORTHERN FUNDS BD INDEX FD	11/17/2011	02/27/2013	293.76	295.65	-1.89
15. MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	05/10/2011	02/27/2013	142.80	132.15	10.65
27. MFB NORTHERN FUNDS EMERGING MKTS ECTY INDEX FD	05/10/2011	02/27/2013	317.52	354.24	-36.72
38. MFB NORTHN HI YIELD FXD INC FD	05/10/2011	02/27/2013	289.94	286.90	3.04
9. MFB NORTHERN FDS SMALL CAP	05/10/2011	02/27/2013	89.46	84.78	4.68
Totals					

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AMINI FAMILY FOUNDATION 23-80720
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
39. MFB NORTHERN FDS STK INDEX	05/10/2011	02/27/2013	735.54	655.98	79.56
239. MFB NORTHERN INTL EOTY INDEX	05/10/2011	03/14/2013	2,614.66	2,705.48	-90.82
13. MFC FLEXSHARES TR					
MORNINGSTAR GLOBAL UPSTREA	04/20/2012	05/23/2013	445.24	452.63	-7.39
9. MFC FLEXSHARES TR TR IBOX					
3 YR TARGET DURATION TIPS	04/20/2012	05/23/2013	226.89	228.95	-2.06
3. MFC FLEXSHARES TR IBOX 5					
YR TARGET DURATION TIPS IN	04/20/2012	05/23/2013	77.34	77.52	-0.18
20. MFB NORTHERN MID CAP INDEX					
FD FD					
103. MFB NORTHERN INTL EOTY INDEX	05/10/2011	05/23/2013	310.00	267.00	43.00
79. MFB NORTHERN FUNDS BD	05/10/2011	05/23/2013	1,164.93	1,165.96	-1.03
INDEX FD					
44. MFB NORTHERN FDS GLOBAL					
REAL ESTATE INDEX FD	05/10/2011	05/23/2013	441.76	387.64	54.12
78. MFB NORTHERN FUNDS EMERGING					
MKTS EOTY EOTY INDEX FD	05/10/2011	05/23/2013	902.46	1,023.36	-120.90
109. MFB NORTHERN HI YIELD FXD					
INC FD					
29. MFB NORTHERN FDS SMALL CAP	05/10/2011	05/23/2013	846.93	822.95	23.98
114. MFB NORTHERN FDS STK INDEX	05/10/2011	05/23/2013	312.62	273.18	39.44
1. MFB NORTHERN FDS STK INDEX	04/24/2012	05/23/2013	20.55	16.96	3.59
6. MFC FLEXSHARES TR					
MORNINGSTAR GLOBAL UPSTREA	04/20/2012	07/17/2013	196.81	208.90	-12.09
20. MFC FLEXSHARES TR					
MORNINGSTAR GLOBAL UPSTREA	09/29/2011	07/17/2013	656.02	628.70	27.32
15. MFC FLEXSHARES TR TR IBOX					
3 YR TARGET DURATION TIPS	09/29/2011	07/17/2013	376.34	373.63	2.71
3. MFC FLEXSHARES TR TR IBOX					
3 YR TARGET DURATION TIPS	04/20/2012	07/17/2013	75.27	76.32	-1.05
5. MFC FLEXSHARES TR IBOX 5					
YR TARGET DURATION TIPS IN	04/20/2012	07/17/2013	126.20	129.20	-3.00
38. MFB NORTHERN MID CAP INDEX					
FD FD					
201. MFB NORTHERN INTL EOTY INDEX	05/10/2011	07/17/2013	604.58	507.30	97.28
	05/10/2011	07/17/2013	2,265.27	2,275.32	-10.05
Totals					

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AMINI FAMILY FOUNDATION 23-80720
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
155. MFB NORTHERN FUNDS BD INDEX FD	11/17/2011	07/17/2013	1,635.25	1,697.25	-62.00
85. MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	05/10/2011	07/17/2013	810.05	748.85	61.20
154. MFB NORTHERN FUNDS EMERGING MKTS EOTY EOTY INDEX FD	05/10/2011	07/17/2013	1,678.60	2,020.48	-341.88
214. MFB NORTHERN HI YIELD FXD INC FD	05/10/2011	07/17/2013	1,619.98	1,615.70	4.28
56. MFB NORTHERN FDS SMALL CAP	05/10/2011	07/17/2013	640.64	527.52	113.12
224. MFB NORTHERN FDS STK INDEX	05/10/2011	07/17/2013	4,677.12	3,767.68	909.44
123. MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	05/10/2011	07/25/2013	1,172.19	1,083.63	88.56
785. MFB NORTHERN FDS SMALL CAP	05/10/2011	07/25/2013	9,082.45	7,394.72	1,687.73
1328. MFB NORTHERN FDS STK INDEX	05/10/2011	07/25/2013	27,888.00	22,336.95	5,551.05
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			98,237.00	90,811.00	7,427.00
28% RATE CAPITAL GAINS (LOSSES)					
1. MFC SPDR GOLD TR GOLD SHS	05/10/2011	10/03/2012	172.36	147.20	25.16
. MFC SPDR GOLD TR GOLD SHS	05/10/2011	12/31/2012	66.41	60.69	5.72
95. MFC SPDR GOLD TR GOLD SHS	05/10/2011	01/24/2013	15,360.91	14,026.22	1,334.69
59. MFC SPDR GOLD TR GOLD SHS	05/10/2011	03/14/2013	9,059.73	8,711.02	358.71
TOTAL 28% RATE CAPITAL GAINS (LOSSES)			24,669.00	22,945.00	1,724.00
Totals			122,906.00	113,756.00	9,151.00

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