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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.

Open to public inspection

For calendar year 2012 or tax year beginning **SEP 1, 2012**, and ending **AUG 31, 2013**

Name of foundation: **RAYGAR FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **23790 CHAMPION DRIVE**

Room/suite: _____

City or town, state, and ZIP code: **LINDALE, TX 75771**

A Employer identification number: **65-6128544**

B Telephone number: **212-687-3320**

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 23,359,069.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

Part I Analysis of Revenue and Expenses		(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		16,234,216.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		87.	87.		STATEMENT 1
4 Dividends and interest from securities		492,553.	492,553.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,047,132.			
b Gross sales price for all assets on line 6a		4,388,305.			
7 Capital gain net income (from Part IV, line 2)			1,047,132.		
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		17,773,988.	1,539,772.		
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					
c Other professional fees					
17 Interest					
18 Taxes STMT 3		6,000.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		112.	112.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		6,112.	112.		0.
25 Contributions, gifts, grants paid		219,000.			219,000.
26 Total expenses and disbursements. Add lines 24 and 25		225,112.	112.		219,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		17,548,876.			
b Net investment income (if negative, enter -0-)			1,539,660.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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	424,734.	10,272,001.	10,272,001.
	2 Savings and temporary cash investments			
	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 STMT 5	4,083,874.	11,785,483.	13,087,068.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment; basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	4,508,608.	22,057,484.	23,359,069.
	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 and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	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	4,508,608.	22,057,484.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	4,508,608.	22,057,484.		
31 Total liabilities and net assets/fund balances	4,508,608.	22,057,484.		

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	4,508,608.
2 Enter amount from Part I, line 27a	2	17,548,876.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	22,057,484.
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	22,057,484.

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 THRU USAA		P	VARIOUS	VARIOUS
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 4,388,305.		3,341,173.	1,047,132.	
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))	
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any		
a			1,047,132.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 1,047,132.
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	1,678,254.	6,156,356.	.272605
2010	1,494,629.	6,278,860.	.238041
2009	918,739.	6,226,283.	.147558
2008	524,000.	7,206,555.	.072712
2007	370,000.	7,997,806.	.046263
2 Total of line 1, column (d)			2 .777179
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 .155436
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 14,449,359.
5 Multiply line 4 by line 3			5 2,245,951.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 15,397.
7 Add lines 5 and 6			7 2,261,348.
8 Enter qualifying distributions from Part XII, line 4			8 219,000.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	30,793.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	30,793.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	30,793.
6 Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	6,000.
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	6,000.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	4.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	24,797.
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

N/A

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ THOMAS G. SLOAN Telephone no. ▶ 212-687-3320 Located at ▶ 23790 CHAMPION DRIVE, LINDALE, TX ZIP+4 ▶ 75771			
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 ▶		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? <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)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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 ▶		
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? <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.) 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)? Yes No
 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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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. X

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 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
THOMAS G. SLOAN	TRUSTEE			
LINDALE, TX 75771	15.00	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	

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	
All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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	9,321,000.
b	Average of monthly cash balances	1b	5,348,400.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	14,669,400.
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	14,669,400.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	220,041.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,449,359.
6	Minimum investment return. Enter 5% of line 5	6	722,468.

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	722,468.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	30,793.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30,793.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	691,675.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	691,675.
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	691,675.

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	219,000.
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	219,000.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	219,000.

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				691,675.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: 2010, 2009, 2008		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	115,016.			
b From 2008	524,000.			
c From 2009	921,000.			
d From 2010	1,187,428.			
e From 2011	1,381,928.			
f Total of lines 3a through e	4,129,372.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 219,000.				
a Applied to 2011, but not more than line 2a			0.	
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				219,000.
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))	472,675.			472,675.
6 Enter the net total of each column as indicated below:	3,656,697.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				0.
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	3,656,697.			
10 Analysis of line 9:				
a Excess from 2008	166,341.			
b Excess from 2009	921,000.			
c Excess from 2010	1,187,428.			
d Excess from 2011	1,381,928.			
e Excess from 2012				

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 4942(j)(3) or 4942(j)(5)

	Tax year				(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).)

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
<i>a Paid during the year</i>				
PER SCHEDULE		PUBLIC	GENERAL CONTRIBUTION	219,000.
Total			▶ 3a	219,000.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

RAYGAR FOUNDATION

Employer identification number

65-6128544

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

RAYGAR FOUNDATION

65-6128544

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GARRETT SLOAN TRUST 23790 CHAMPION DRIVE LINDALE, TX 75771	\$ 503,308.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	GARRETT SLOAN TRUST 23790 CHAMPION DRIVE LINDALE, TX 75771	\$ 4,370,414.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	ANNIE SLOAN TRUST 23790 CHAMPION DRIVE LINDALE, TX 75771	\$ 5,194,319.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	ANNIE SLOAN TRUST 23790 CHAMPION DRIVE LINDALE, TX 75771	\$ 6,166,175.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization RAYGAR FOUNDATION	Employer identification number 65-6128544
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>2</u>	<u>MARKETABLE SECURITIES</u> _____ _____	\$ <u>4,370,414.</u>	<u>12/28/12</u>
<u>4</u>	<u>MARKETABLE SECURITIES</u> _____ _____	\$ <u>6,166,175.</u>	<u>10/01/12</u>
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
USAA MONEY MARKET	87.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	87.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
THRU USAA	492,553.	0.	492,553.
TOTAL TO FM 990-PF, PART I, LN 4	492,553.	0.	492,553.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US EXCISE TAX	6,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,000.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER'S FEES	112.	112.		0.
TO FORM 990-PF, PG 1, LN 23	112.	112.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	11,785,483.	13,087,068.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,785,483.	13,087,068.

RAYGAR FOUNDATION

I.D. #65-6128544

SCHEDULE OF SECURITIES AS AT AUGUST 31, 2013

<u>No. of Shares</u>		<u>Tax Basis</u>	<u>Market Value</u>
2,373.291	ALPINE DYNAMIC DIVIDEND FUND INSTL	8,369.14	8,259.05
5,771.795	CLEARBRIDGE EQUITY FUND CLASS O	80,392.37	89,289.66
1,500.000	AMERICAN INTL GROUP INC	52,867.50	69,690.00
2,252.000	ANADARKO PETE CORP	155,625.80	205,877.84
2,807.000	CHEVRON CORP	308,856.41	338,047.01
6,415.094	CONOCOPHILLIPS	292,682.60	425,320.73
12,000.000	CSX CORP	103,070.60	295,320.00
1,206.000	DEVON ENERGY CORP	70,201.26	68,850.54
250.000	DTE ENERGY CORP	9,949.99	16,717.50
4,853.333	DUKE ENERGY CORP	318,692.66	318,378.64
13,000.000	ENTERGY CORP NEW	709,497.40	821,990.00
7,500.000	EQT CORPORATION	454,725.00	642,900.00
2,250.000	EXELON CORPORATION	80,810.63	68,602.50
195.372	EXPRESS SCRIPTS HLDG CO	3,855.00	12,480.36
250.000	EXXON MOBIL CORP	23,047.50	21,790.00
6,000.000	FIRSTENERGY CORP	230,466.88	224,820.00
15,000.000	FREEPORT-MCMORAN COPPER & GOLD	499,920.00	453,300.00
3,349.600	KINDER MORGAN INC DEL	250,711.14	127,050.32
9,000.000	MARATHON OIL CORP	204,042.00	309,870.00
1,500.000	MARATHON PETE CORP	49,542.75	108,765.00
1,967.000	PFIZER INC	38,320.59	55,489.07
4,332.547	PHILLIPS 66	167,706.39	247,388.43
6,500.000	SOUTHERN CO	303,517.47	270,530.00
1,010.700	SOUTHERN COPPER CORP	37,666.26	27,794.25
5,280.000	SPECTRA ENERGY CORP	151,964.77	174,820.80
2,500.000	UNION PACIFIC CORP	70,312.50	383,850.00
4,000.000	VALERO ENERGY CORP	102,700.00	142,120.00
2,000.000	VERIZON COMMUNICATIONS	80,936.44	94,760.00
1,500.000	WILLIAMS COMPANIES	51,678.70	54,360.00
4,550.000	XCEL ENERGY INC	124,273.25	127,036.00
1,676.400	AGL RES INC	68,447.41	73,677.78
1,000.000	ALLIANCEBERNSTEIN INCOME FD	6,975.95	6,920.00

RAYGAR FOUNDATION

I.D. #65-6128544SCHEDULE OF SECURITIES AS AT AUGUST 31, 2013 (cont'd.)

<u>No. of Shares</u>		<u>Tax Basis</u>	<u>Market Value</u>
1,000.000	AMERICAN CAPITAL AGENCY CORP REIT	27,452.20	22,760.00
1,000.000	ATWOOD OCEANICS INC	48,806.42	55,680.00
3,000.000	CENTERPOINT ENERGY INC	76,337.00	68,790.00
5,000.000	CMS ENERGY CORP	128,237.38	132,650.00
444.444	CST BRANDS INC	13,700.00	13,111.09
8,363.000	ENERGEN CORP	294,067.50	554,550.53
960.160	FRONTIER COMMUNICATIONS CORP	5,276.77	4,157.49
1,671.200	GREAT PLAINS ENERGY CO	41,413.22	36,632.70
1,500.000	MARKET VECTORS ETF TR GOLD MINER ETF	76,211.30	42,195.00
1,000.000	MDU RES GROUP INC	19,439.13	26,700.00
4,000.000	NISOURCE INC	102,589.89	117,040.00
2,702.136	NRG ENERGY INC	81,668.04	70,931.07
4,500.000	ONEOK INC	102,311.25	231,480.00
3,000.000	SCANA CORP NEW	125,292.50	144,360.00
500.000	SENIOR HSG PPTYS TR SH BEN INT REIT	11,117.50	11,375.00
500.000	TAL INTL GROUP INC	17,733.40	21,400.00
250.000	TESORO CORP	9,427.80	11,522.50
4,500.000	VECTREN CORP	122,353.66	146,700.00
4,000.000	WESTAR ENERGY INC	107,662.50	124,440.00
2,000.000	WINDSTREAM CORP	19,040.00	16,140.00
4,416.664	WPX ENERGY INC	79,749.34	82,414.95
1,000.000	AG MORTGAGE INVESTMENT TRUS REIT	24,955.95	17,560.00
4,500.000	ALPINE TOTAL DYNAMIC DIVID FD COM SBI	19,710.00	17,595.00
8,000.000	ANWORTH MTGE ASSET CO REIT	49,465.00	35,440.00
2,500.000	APOLLO RESIDENTIAL MTG INC REIT 4 SHRS	54,423.28	38,025.00
1,000.000	BLACKROCK CORE BD TR SHS BEN INT	12,415.95	12,500.00

RAYGAR FOUNDATION

I.D. #65-6128544SCHEDULE OF SECURITIES AS AT AUGUST 31, 2013 (cont'd.)

<u>No. of Shares</u>		<u>Tax Basis</u>	<u>Market Value</u>
2,000.000	COHN & STEERS DIVIDEND MAJOR FUND	27,827.85	27,260.00
1,000.000	CURRENCY SHARES, CANADIAN DOLLAR SHS	100,170.00	94,450.00
75.436	FAIRPOINT COMMUNICATIONS INC	-0-	0.00
13,000.220	H & Q HEALTHCARE FD SH BEN INT	267,514.41	297,575.03
1,420.011	INVESCO VALUE MUNICIPAL INCOME TRUST	23,057.43	18,942.94
2,000.000	NORTHWEST NAT GAS CO	95,237.50	82,080.00
4,714.323	NUVEEN AMT-FREE MUNI INC FD	70,661.25	57,514.75
137,500.000	PACHOLDER FUND INC	1,239,980.51	1,178,375.00
6,000.000	PENNANTPARK INVT CORP	66,604.40	66,540.00
1,500.000	PIONEER MUN HIGH INCOME TR COM SHS	23,707.50	19,935.00
2,000.000	PUTNAM MANAGED MUN INCOME TR	16,930.00	13,280.00
2,001.000	STRATUS PPTYS INC COM NEW	17,000.00	25,652.82
2,121.858	SUNCOKE ENERGY INC.	23,140.56	33,376.82
1,500.000	VOC ENERGY TRUST	20,822.34	22,950.00
2,000.000	WHITING USA TR 1 TR UNIT	14,622.50	8,280.00
6,625.000	ZWEIG FUND INC	140,891.70	86,125.00
4,000.000	BANCO SANTANDER CENT HISPANO ADR	30,055.00	28,440.00
1,000.000	BARCLAYS BK PLC ETN IPTH COPR	45,268.75	39,710.00
1,500.000	BARRICK GOLD CORP NB	48,542.80	28,725.00
800.000	BORALEX INC CLA A BLXA.TO	10,647.20	8,152.00
3,000.000	BP PLC	132,799.27	123,900.00
1,000.000	CENOVUS ENERGY INC	35,310.00	28,740.00
650.000	CHINA PETE & CHEMICAL CORP SPONSORED ADR	42,505.95	46,787.00
11,000.000	DRYSHIPS INC	25,012.50	25,630.00
1,000.000	ENERPLUS CORP	16,080.00	16,610.00

RAYGAR FOUNDATION

I.D. #65-6128544SCHEDULE OF SECURITIES AS AT AUGUST 31, 2013 (cont'd.)

<u>No. of Shares</u>		<u>Tax Basis</u>	<u>Market Value</u>
2,000.000	GOLD FIELDS LTD NEW SPONSORED ADR	15,525.00	10,300.00
1,000.000	GOLDCORP INC NB	33,267.85	29,500.00
1,000.000	MAGYAR TAVKOZLESI RT	9,263.00	6,885.00
8,000.000	NAVIOS MARITIME HOLDINGS INC	31,753.10	48,640.00
79.926	OCEAN RIG UDW INC SHS	1,282.08	1,393.90
4,815.000	OI S.A. SPN ADR	19,440.56	7,029.90
469.750	OI S.A. SPONSORED ADR	2,265.84	765.69
4,500.000	PEMBINA PIPELINE CORP	126,685.94	139,860.00
500.000	PENN WEST PETROLEUM LTD	6,495.00	5,615.00
1,500.000	PETROLEO BRASILEIRO SA PETROBR SPONSORED ADR	31,815.00	20,280.00
1,250.000	ROYAL DUTCH SHELL PLC-ADR A	80,972.85	80,737.50
2,000.000	SAFE BULKERS INC	11,760.00	12,900.00
1,000.000	SANDSTORM GOLD LTD ISIN CA80013R2063_ML# 690J9	11,555.95	6,540.00
500.000	SEADRILL LTD	20,642.52	23,130.00
3,500.000	SHIP FINANCE INTL LTD	53,830.00	54,110.00
500.000	SIBAYNE GOLD	9,495.00	2,065.00
250.000	SILVER WHEATON CORP	7,703.45	6,587.50
500.000	TELEFONICA DE ESPANA S A AMERICAN DEPOSITARY RECEIPTS ISIN# US8793822086	6,570.00	6,780.00
1,000.000	TOTAL SA - SPON ADR	50,963.75	55,310.00
250.000	TRANSCANADA CORP	11,307.50	10,905.00
1,000.000	TRANSOCEAN LTD	45,690.00	45,130.00
2,000.000	TSAKOS ENERGY NAVIGATION	8,700.00	9,240.00
1,000.000	UNITED MICROELECTRONICS CORP SP ADR	1,880.00	1,960.00
1,500.000	YAMANA GOLD INC	27,165.95	17,070.00
11,529.000	ESC MIRANT CORP ESCROW	0.17	0.11
4,600.000	GULF COAST ULTRA DEEP RTY TR ROYALTY TR UNT	9,419.43	9,752.00
1,227.971	IBERDROLA SA SPON ADR	29,509.84	25,985.09

RAYGAR FOUNDATION

I.D. #65-6128544SCHEDULE OF SECURITIES AS AT AUGUST 31, 2013 (cont'd.)

<u>No. of Shares</u>		<u>Tax Basis</u>	<u>Market Value</u>
250.000	VORNADO RLTY TR PFD SER L % REIT	5,180.95	5,220.00
5,120.000	KINDER MORGAN WTS EXP 5/25/17	30,539.80	26,931.20
2.000	TRONOX INC WTS EXP 2/14/18	453.75	123.00
2.000	TRONOX INC WTS EXP 2/14/18	461.47	131.00
1,000.000	ELLINGTON FINANCIAL LLC	25,005.95	21,820.00
2,098.000	ENERGY TRANSFER PARTNERS LP	71,391.18	107,564.46
4,500.000	ENTERPRISE PRODUCTS PRTNS LP	242,538.77	267,390.00
6,000.000	KINDER MORGAN ENERGY PRTNS LP	512,235.04	489,360.00
800.000	LEGACY RESERVS LP UNIT LP INT	23,740.00	21,584.00
1,250.000	NAVIOS MARITIME PARTNERS LP	18,556.90	17,637.50
1,000.000	NORTHERN TIER ENERGY LP	24,025.95	20,830.00
4,138.600	NUSTAR ENERGY LP	214,141.51	172,621.00
6,000.000	ONEOK PARTNERS LP	363,210.00	297,540.00
5,000.000	TC PIPELINES LP UT COM LTD PRT	231,624.89	241,600.00
750.000	WILLIAMS PARTNERS LP COM	40,344.56	36,997.50
	<u>Totals</u>	<u>11,785,483.26</u>	<u>13,087,068.51</u>

RAYGAR FOUNDATION
I.D. #65-6128544

GENERAL CONTRIBUTIONS

September 1, 2012 - August 31, 2013

Christian Broadcasting Network	20,000
In Touch Ministries	3,000
Jack Hayford Ministries	50,000
John Kilpatrick Ministries	15,000
Reasons to Believe	25,000
The Blessed Life	3,000
The King's University	100,000
Winning Walk	<u>3,000</u>
<u>Total</u>	<u>219,000</u>