Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 10/01 , **2012, and ending** 09/30, 20 13

Name of foundation: GIL AND DODY WEAVER FOUNDATION

A Employer identification number: 75-1729449

Number and street (or P O box number if mail is not delivered to street address): 1845 WOODALL RODGERS FREEWAY

Room/suite: 1275

B Telephone number (see instructions): (214) 999-9494

City or town, state, and ZIP code: DALLAS, TX 75201-2299

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 15,339,021.

J Accounting method [X] 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 ▶ ☐

POSTMARK DATE JUL 31 2014
ENVELOPE

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	2,449.	2,449.		ATCH 1
	4	Dividends and interest from securities	188,526.	188,526.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	463,457.			
	b	Gross sales price for all assets on line 6a 4,630,177.				
	7	Capital gain net income (from Part IV, line 2)		463,457.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) ATCH 3	424,980.	254,647.		
	12	**Total.** Add lines 1 through 11	1,079,412.	909,079.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 4	3,000.	3,000.		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 5	91,841.	13,927.		
	19	Depreciation (attach schedule) and depletion	110,740.	84,585.		
	20	Occupancy	5,542.	4,988.		554.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 6	364,857.	317,931.		13,605.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	575,980.	424,431.		14,159.
	25	Contributions, gifts, grants paid	712,405.			712,405.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,288,385.	424,431.	0	726,564.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-208,973.			
	b	**Net investment income** (if negative, enter -0-)		484,648.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,781,517.	3,085,306.	3,085,306.
	3 Accounts receivable ▶ 8,874.			
	Less allowance for doubtful accounts ▶	628.	8,874.	8,874.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges ATCH 7	4,078.	12,298.	12,298.
	10 a Investments - U S and state government obligations (attach schedule) **	651,439.	15,512.	16,315.
	b Investments - corporate stock (attach schedule) ATCH 9	4,960,323.	4,912,548.	6,055,717.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 10	2,994,427.	5,148,901.	6,160,511.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	13,392,412.	13,183,439.	15,339,021.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27 Capital stock, trust principal, or current funds	14,643,344.	15,106,801.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-1,250,932.	-1,923,362.	
	30 Total net assets or fund balances (see instructions)	13,392,412.	13,183,439.	
	31 Total liabilities and net assets/fund balances (see instructions)	13,392,412.	13,183,439.	

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	13,392,412.
2	Enter amount from Part I, line 27a	2	-208,973.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,183,439.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,183,439.

**ATCH 8

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo., day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	463,457.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	775,308.	15,044,959.	0.051533
2010	758,174.	15,638,167.	0.048482
2009	775,056.	15,301,031.	0.050654
2008	866,625.	15,110,369.	0.057353
2007	942,973.	18,847,808.	0.050031

2	**Total** of line 1, column (d)	2	0.258053
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	0.051611
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	15,027,713.
5	Multiply line 4 by line 3	5	775,595.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,846.
7	Add lines 5 and 6	7	780,441.
8	Enter qualifying distributions from Part XII, line 4	8	726,564.

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	9,693.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	9,693.
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	9,693.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 6,900.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 5,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	11,900.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,207.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 0 **Refunded** ▶	11	2,207.

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DR. WILLIAM R. WEAVER Telephone no ▶ 214-999-9494

Located at ▶ 1845 WOODALL RODGERS FREEWAY, SUITE 1275 DALLAS, TX ZIP+4 ▶ 75201-2299

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	*During the year did the foundation (either directly or indirectly)*			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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? **7b**

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

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

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

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

Total number of other employees paid over $50,000 ▶ 0

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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
ATCH 12		272,085.
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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	9,813,495.
b	Average of monthly cash balances	1b	3,669,538.
c	Fair market value of all other assets (see instructions)	1c	1,773,528.
d	**Total** (add lines 1a, b, and c)	1d	15,256,561.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,256,561.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	228,848.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,027,713.
6	**Minimum investment return.** Enter 5% of line 5	6	751,386.

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	751,386.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	9,693.		
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	9,693.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	741,693.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	741,693.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	741,693.

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	726,564.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	726,564.
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	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	726,564.

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				741,693.
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			710,576.	
b	Total for prior years 20 10 ,20 09 ,20 08				
3	Excess distributions carryover, if any, to 2012				
a	From 2007				
b	From 2008				
c	From 2009				
d	From 2010				
e	From 2011				
f	Total of lines 3a through e				
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 726,564.				
a	Applied to 2011, but not more than line 2a			710,576.	
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				15,988.
e	Remaining amount distributed out of corpus				
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				
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions				
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				725,705.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	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				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

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

ATCH 13

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

ATCH 14

c Any submission deadlines:

BY MAY 31 FOR THE FOUNDATION YEAR ENDED SEPTEMBER 30

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

ATCH 15

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 16				
Total . . . . ▶ **3a**				712,405.
b *Approved for future payment*				
Total . . . . ▶ **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) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,449.	
4 Dividends and interest from securities			14	188,526.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	1,482.	
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	463,457.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 17		170,381.		253,117.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		170,381.		909,031.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 1,079,412.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 7/29/14 Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEPHEN J. FLANAGAN	[signature]	7-21-14		P00548849

Firm's name ▶ TRAVIS WOLFF, LLP — Firm's EIN ▶ 20-8185533

Firm's address ▶ 15950 N DALLAS PARKWAY, SUITE 600, DALLAS, TX 75248 — Phone no 972-661-1843

GIL AND DODY WEAVER FOUNDATION 75-1729449

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-463.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-8,740.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					6.	
		SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES				P		
102,235.		93,089.					9,146.	
		SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES				P		
914,020.		674,008.					240,012.	
		SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES				P		
1,388,806.		1,451,030.					-62,224.	
		SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES				P		
870,405.		919,327.					-48,922.	
		SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES				P		
1,363,908.		1,029,266.					334,642.	
TOTAL GAIN(LOSS)							463,457.	

GIL AND DODY WEAVER FOUNDATION

75-1729449

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK OF AMERICA, N.A.	105.	105.
BENCHMARK BANK	2,344.	2,344.
TOTAL	2,449.	2,449.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME:		
G.N.M.A. OBLIGATIONS	1,381.	1,381.
UNITED STATES TREASURY OBLIGATIONS	21,635.	21,635.
PLAINS ALL AMERICAN PIPELINE, L.P.	56.	56.
ENTERPRISE PRODUCTS PARTNERS, L.P.	16.	16.
COPANO ENERGY, L.L.C.	5.	5.
VANGUARD NATURAL RESOURCES, LLC	10.	10.
LINN ENERGY LLC	119.	119.
SABINE ROYALTY TRUST	3.	3.
FOUNDATION MINERAL PARTNERS II, LTD.	1.	1.
DIVIDEND INCOME:		
MANAGED ACCOUNTS	158,872.	158,872.
PLAINS ALL AMERICAN PIPELINE, L.P.	141.	141.
FOUNDATION MINERAL PARTNERS II, L.P.	4,699.	4,699.
BANK OF AMERICA, N.A.	336.	336.
ENTERPRISE PRODUCTS PARTNERS, L.P.	5.	5.
LAZARD, LTD.	1,247.	1,247.
TOTAL	188,526.	188,526.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROYALTY INCOME FROM PERMIAN BASIN ROYALTY TRUST	46,326.	46,326.
INVESTMENT INCOME FROM PLAINS ALL AMERICAN PIPELINE, L.P.	300.	
INVESTMENT INCOME FROM PAA NATURAL GAS STORAGE, L.P.	-893.	
INVESTMENT INCOME FROM ENTERPRISE PRODUCTS PARTNERS, L.P.	-10,908.	48.
INVESTMENT INCOME FROM AMERIGAS PARTNERS, L.P.	3.	
INVESTMENT INCOME FROM ENERGY TRANSFER EQUITY, L.P.	-2.	
INVESTMENT INCOME FROM ENERGY TRANSFER PARTNERS, L.P.	39.	
INVESTMENT INCOME FROM REGENCY ENERGY PARTNERS, L.P.	6.	
INVESTMENT INCOME FROM VANGUARD NATURAL RESOURCES, LLC	5,746.	
ROYALTY INCOME FROM VANGUARD NATURAL RESOURCES, LLC	373.	373.
INVESTMENT INCOME FROM COPANO ENERGY, L.L.C.	-3,643.	
INVESTMENT INCOME FROM LINN ENERGY LLC	13,079.	
ROYALTY INCOME FROM FOUNDATION MINERAL PARTNERS, L.P.	88,659.	88,659.
INVESTMENT INCOME FROM FOUNDATION MINERAL PARTNERS, L.P.	372.	372.
ROYALTY INCOME FROM FOUNDATION MINERAL PARTNERS II, L.P.	86,877.	86,877.
INVESTMENT INCOME FROM FOUNDATION MINERAL PARTNERS II, L.P.	1,110.	1,110.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROYALTY INCOME FROM SABINE ROYALTY TRUST	28,973.	28,973.
ORDINARY INCOME RECAPTURE REALIZED UPON SALE OF KINDER MORGAN ENERGY PARTNERS, L.P. UNITS	41,172.	
ORDINARY INCOME RECAPTURE REALIZED UPON SALE OF VANGUARD NATURAL RESOURCES, L.L.C. UNITS	7,785.	
ORDINARY INCOME RECAPTURE REALIZED UPON SALE OF ENTERPRISE PRODUCTS PARTNERS, L.P. UNITS	37,676.	
ORDINARY INCOME RECAPTURE REALIZED UPON SALE OF LINN ENERGY, L.L.C. UNITS	31,987.	
ORDINARY INCOME RECAPTURE REALIZED UPON SALE OF PLAINS ALL AMERICAN PIPELINE, L.P. UNITS	48,034.	
SECURITIES LITIGATION INCOME	1,909.	1,909.
TOTALS	424,980.	254,647.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	3,000.	3,000.		
TOTALS	3,000.	3,000.		

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN INCOME TAX	975.	975.
SABINE ROYALTY TRUST:		
OIL AND GAS SEVERANCE TAX	2,329.	2,329.
PERMIAN BASIN ROYALTY TRUST:		
OIL AND GAS SEVERANCE TAX	3,312.	3,312.
FOUNDATION MINERAL PARTNERS II, L.P.:		
OIL AND GAS SEVERANCE TAX	3,230.	3,230.
FOREIGN INCOME TAX	87.	87.
FOUNDATION MINERAL PARTNERS L.P.:		
OIL AND GAS SEVERANCE TAX	2,574.	2,574.
EXCISE TAX	77,914.	
PLAINS ALL AMERICAN PIPELINE, L.P.:		
FOREIGN INCOME TAX	1,420.	1,420.
TOTALS	91,841.	13,927.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATION EXPENSE	272,085.	258,480.	13,605.
INVESTMENT MANAGEMENT FEES	14,446.	14,446.	
BANK CUSTODY FEES	10,410.	10,410.	
SABINE ROYALTY TRUST:			
ROYALTY EXPENSES	1,023.	1,023.	
PERMIAN BASIN ROYALTY TRUST:			
ROYALTY EXPENSES	1,310.	1,310.	
FOUNDATION MINERAL PARTNERS II, L.P.:			
ROYALTY EXPENSES	2,729.	2,729.	
OTHER PORTFOLIO EXPENSES	1,634.	1,634.	
FOUNDATION MINERAL PARTNERS L.P.:			
ROYALTY EXPENSES	27,852.	27,852.	
ENCORE ENERGY PARTNERS, L.P.:			
INTANGIBLE DRILLING COSTS			
OTHER PORTFOLIO EXPENSES			
VANGUARD NATURAL RESOURCES, LLC:			
INTANGIBLE DRILLING COSTS	2,451.		
OTHER PORTFOLIO EXPENSES	40.	40.	
ENTERPRISE PRODUCTS PARTNERS, L.P.:			
OTHER PORTFOLIO EXPENSES	14.		
PLAINS ALL AMERICAN PIPELINE, L.P.:			
OTHER PORTFOLIO EXPENSES	275.		
PAA NATURAL GAS STORAGE, LP:			
OTHER PORTFOLIO EXPENSES			
LINN ENERGY LLC:			
INTANGIBLE DRILLING COSTS	30,581.		
LAZARD, LTD.:			

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS	7.	7.	
TOTALS	364,857.	317,931.	13,605.

ATTACHMENT 7

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PREPAID FEDERAL INCOME TAX	4,078.	12,298.	12,298.
TOTALS	4,078.	12,298.	12,298.

GIL AND DODY WEAVER FOUNDATION

75-1729449

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

ATTACHMENT 8

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
1.875 % U. S. TREASURY TIPS	617,778.		
6.0 % G.N.M.A. POOL # 571191	5,937.	467.	461.
5.5 % G.N.M.A. POOL # 566399	25,081.	15,045.	15,854.
6.0 % G.N.M.A. POOL # 462854	2,643.		
US OBLIGATIONS TOTAL	651,439.	15,512.	16,315.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
3 M COMPANY	133,449.	85,880.	140,307.
ABBOTT LABORATORIES	86,886.	27,581.	52,274.
ABBVIE, INC.		29,909.	70,450.
APPLE, INC.	175,994.	175,994.	140,641.
APPLIED MATERIALS, INC.	158,628.	82,884.	158,217.
AUTOMATED DATA PROCESSING INC.	131,479.	106,031.	208,093.
BRISTOL MYERS SQUIBB CO.	106,370.	106,370.	165,451.
CHEVRON CORPORATION	235,911.	163,416.	233,888.
CISCO SYSTEMS, INC.	220,409.	159,607.	149,958.
COPANO ENERGY, L.L.C.	49,159.		
COSTCO WHOLESALE CORPORATION	36,361.	101,442.	161,238.
ENTERPRISE PRODUCTS PARTNERS	96,086.	50,627.	135,814.
EOG RESOURCES, INC.	77,150.	60,762.	110,032.
EXXON MOBIL CORPORATION	286,452.	222,474.	276,963.
GASCO ENERGY, INC.	165,992.		
GENERAL ELECTRIC COMPANY	308,362.	208,247.	221,580.
GOOGLE INC.	155,506.	155,507.	262,773.
JOHNSON & JOHNSON	207,501.	166,899.	292,579.
KINDER MORGAN ENERGY PARTNERS		88,451.	87,813.
LINN ENERGY LLC	116,636.	5,024.	
LULULEMON ATHLETICA INC.	93,391.	106,991.	157,230.
MICROSOFT CORPORATION	258,040.		
ORGAN TRANSPORT SYSTEMS, INC.	37,500.	37,500.	37,500.
PERMIAN BASIN ROYALTY TRUST		900,062.	972,563.
PFIZER, INC.		105,193.	120,645.
PLAINS ALL AMERICAN PIPELINE	235,524.	117,424.	247,502.
QUALCOMM, INC.	158,825.	165,173.	257,499.
ROCHE HOLDINGS, LTD.	112,127.	118,962.	224,211.
SABINE ROYALTY TRUST	118,998.	247,857.	391,545.

GIL AND DODY WEAVER FOUNDATION

75-1729449

ATTACHMENT 9 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SOUTHWEST AIRLINES CO.		49,942.	52,416.
SOUTHWESTERN ENERGY COMPANY	241,567.	241,567.	251,022.
ULTRA PETROLEUM CORPORATION	708,568.	708,568.	312,150.
VANGUARD NATURAL RESOURCES	66,895.	10,814.	
VERIZON COMMUNICATIONS	105,390.	105,390.	163,363.
WHITING PETROLEUM CORPORATION	75,167.		
TOTALS	4,960,323.	4,912,548.	6,055,717.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SOUTH TEXAS MONEY MANAGEMENT	1,925,206.	3,921,758.	4,372,021.
FOUNDATION MINERAL PARTNERS, L.P.	57,325.	46,001.	258,722.
FOUNDATION MINERAL PARTNERS II, L.P.	1,008,356.	1,001,964.	1,392,615.
FOUNDATION MINERAL PARTNERS III, L.P.	3,540.	7,080.	4,503.
ONE OUNCE AMERICAN GOLD COINS		172,098.	132,650.
TOTALS	2,994,427.	5,148,901.	6,160,511.

GIL AND DODY WEAVER FOUNDATION

ATTACHMENT 11

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DR. WILLIAM R. WEAVER 1845 WOODALL RODGERS FREEWAY SUITE 1275 DALLAS, TX 75201-2299	TRUSTEE	0	0	0
	GRAND TOTALS	0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 12

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
INLAND INVESTMENTS, INC. 1845 WOODALL RODGERS FREEWAY, SUITE 1275 DALLAS, TX 75201-2299	INVESTMENT MANAGER	272,085.
TOTAL COMPENSATION		272,085.

ATTACHMENT 13

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

WILLIAM R. WEAVER, M.D., TRUSTEE
1845 WOODALL RODGERS FREEWAY, #1275
DALLAS, TX 75201-2299
214-999-9497

ATTACHMENT 14

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN WRITTEN FORM ONLY AND SHOULD INCLUDE INFORMATION (A HISTORY) ABOUT THE ORGANIZATION AND SPECIFIC INFORMATION ABOUT THE PROJECT NAMED IN THE GRANT REQUEST. THE REQUEST SHOULD INCLUDE A COPY OF THE MOST RECENT 12 MONTH BUDGET, THE PREVIOUS YEAR'S BUDGET, THE MOST RECENT FINANCIAL STATEMENTS (AUDITED IF AVAILABLE), ALL CONTRIBUTIONS RECEIVED BY THE APPLICANT FROM FOUNDATIONS DURING THE PAST YEAR, A LIST OF THE NAMES OF THE BOARD OF DIRECTORS, INCLUDING ANY AFFILIATIONS, THE SALARIES OF THE TOP 3 ADMINISTRATIVE PERSONNEL AND A COPY OF THE APPLICANT'S 501(C)(3) TAX EXEMPT STATUS LETTER RECEIVED FROM THE INTERNAL REVENUE SERVICE.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GEOGRAPHICAL RESTRICTIONS: NO GRANT APPLICATIONS ARE ACCEPTED FROM ORGANIZATIONS LOCATED IN STATES OTHER THAN LOUISIANA, OKLAHOMA OR TEXAS.
OTHER RESTRICTIONS: NO GRANTS ARE MADE DIRECTLY TO INDIVIDUALS.

GIL AND DODY WEAVER FOUNDATION 75-1729449

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

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED STATEMENT	NONE PUBLIC		712,405.
		TOTAL CONTRIBUTIONS PAID	712,405.

The Gil & Dody Weaver Foundation - Charitable Distributions for FYE 9/30/2011 75-1729449

NAME OF ORGANIZATION	CITY	STATE	AMOUNT	DESIGNATION
ACH Child and Family Services	Fort Worth	TX	2,000 00	Emergency Youth Shelter
Agricultural Development Fund	Fort Worth	TX	100.00	Charitable distribution
alley's house	Dallas	TX	1,000 00	Mentors for Young Mothers Program
American Family Association	Tupelo	MS	3,000 00	Operating Budget
American Red Cross	Des Moines	IA	1,000 00	Relief for Hurricane Sandy victims
ARC of Greater Houston, The	Houston	TX	2,000 00	Camperships based on financial need
Assist the Officer Foundation	Dallas	TX	2,000 00	Assisting officers and families of officers
Big Brothers Big Sisters Lone Star	Dallas	TX	2,500 00	mentor2 0 Program
BookSpring	Austin	TX	2,000 00	Reach Out and Read Program
Boys & Girls Clubs of Collin County	McKinney	TX	2,500 00	SMART Moves Program
Breakthrough Fort Worth (Fort Worth Country Day)	Fort Worth	TX	2,000 00	2013 High School Program
Brook Hollow Golf Club Employee Scholarship Fund	Dallas	TX	2,500 00	Brook Hollow Golf Club Employee Scholarship Fund
Camp Aranzazu	Rockport	TX	3,000 00	Camperships based on financial need
Camp Fire First Texas Council	Fort Worth	TX	1,785 00	Camperships based on financial need
Camp John Marc	Dallas	TX	10,000 00	Camperships based on financial need
Camp John Marc	Dallas	TX	125,000 00	Expansion and renovation of the Medical Building
Camp McFadden	Ponca City	OK	2,000 00	Camperships based on financial need
Cancer Care Services	Fort Worth	TX	7,500 00	Nutritional Supplement Assistance Program
CASA of Tarrant County	Fort Worth	TX	5,600 00	Advocacy for four new children entering foster care
CASA of the Coastal Bend	Corpus Christi	TX	8,000.00	Supervisor's salaries and volunteer training
CASA of West Texas	Midland	TX	8,000 00	Operating budget
Cassata High School	Fort Worth	TX	1,000 00	High School Dropout Prevention Program
Cenikor Foundation	Fort Worth	TX	2,000 00	Career and vocational training, and medical services to residents of the Fort Worth facility
Centers for Children & Families	Midland	TX	3,000 00	Kids First Program
Children's HopeChest	Colorado Springs	CO	20,000 00	Kirov Ministry Center programs
Children's Medical Center	Dallas	TX	5,000 00	Camperships to Camp Feliz based on financial need
Community Partners of Dallas	Dallas	TX	5,000 00	Rainbow Room
CONTACT Crisis Line	Dallas	TX	5,000 00	CONTACTPlus Program
Crohn's & Colitis Foundation of America, North Texas Chapter	Dallas	TX	2,000 00	Camperships based on financial need at Camp Oasis
Dallas Arboretum and Botanical Society	Dallas	TX	2,500 00	2013 children's science education Angel Fund
Dallas CASA	Dallas	TX	4,000 00	Recruiting, training and supervision of CASA volunteers
Dallas Children's Advocacy Center	Dallas	TX	5,000 00	DCAC Therapy Program
Dallas Theological Seminary	Dallas	TX	18,000 00	Scholarships based on financial need
DFW Airport Interfaith Chaplaincy	DFW Airport	TX	2,000 00	Operations support and Strategic Growth Plan

NAME OF ORGANIZATION	CITY	STATE	AMOUNT	DESIGNATION
Driscoll Children's Hospital Development Foundation	Corpus Christi	TX	2,500 00	2013 Fiesta de los Ninos
Driscoll Children's Hospital Development Foundation	Corpus Christi	TX	3,000 00	Camperships based on financial need
Family Compass	Dallas	TX	4,000 00	Parent Aide Program
Family Counseling Service	Corpus Christi	TX	1,500 00	Senior Services Program
Foster Angels of South Texas	Corpus Christi	TX	2,500 00	Supporting work with children in foster care
Genesis Women's Shelter	Dallas	TX	10,000 00	20th Annual Genesis Women's Shelter Luncheon
Genesis Women's Shelter	Dallas	TX	10,000 00	General Operating Fund
George W Bush Foundation, The	Dallas	TX	50,000 00	Charitable distribution
George W Bush Presidential Center	Dallas	TX	25,000 00	Charitable distribution
Girls Inc of Tarrant County	Arlington	TX	2,000 00	Program support
Healing Hands Ministries	Dallas	TX	2,500 00	Medical and dental services to children from low-income uninsured families
Helping Restore Ability	Arlington	TX	2,700 00	Funding to offset gap between payer fees and cost of care for three Dallas residents
Hope Cottage Pregnancy and Adoption Center	Dallas	TX	8,000 00	Youth Education Program
Horsin' Around Therapeutic Riding Center	Belen	NM	1,000 00	Therapeutic Riding Program
Jubilee Park & Community Center	Dallas	TX	10,000 00	Operating support
Junior League of Dallas	Dallas	TX	3,000 00	Kids in the Kitchen Program
Key School	Fort Worth	TX	4,000 00	Financial Aid Scholarships based on financial need
Lena Pope Home	Fort Worth	TX	25,000 00	Capital Campaign in memory of William H McFadden
Livada Orphan Care	Plano	TX	1,000 00	Gypsy prevention of abandonment care program
Make-A-Wish Central & South Texas	Austin	TX	1,100 00	Granting wishes of local children with serious medical conditions
Make-A-Wish Foundation of North Texas	Irving	TX	1,500 00	Wishes for children who reside in Dallas County
Meals on Wheels Inc of Tarrant County	Fort Worth	TX	500 00	Home Delivered Meals Program
Nexus Recovery Center	Dallas	TX	2,000.00	Child-Centered Play Therapy
North Texas Food Bank	Dallas	TX	5,000 00	Food 4 Kids Program
Parenting Center, The	Fort Worth	TX	3,500 00	Parenting and Family Life Education classes to at-risk parents and caregivers
Parents Television Council	Los Angeles	CA	17,000 00	Operating Budget
Parents Television Council	Los Angeles	CA	30,000 00	Operating Budget
Parkland Foundation / Camp I-Thonka-Chi	Dallas	TX	3,500 00	Camperships based on financial need
Ronald McDonald House of Fort Worth	Fort Worth	TX	2,520 00	Share-A-Night Program
Salvation Army DFW Metroplex Area Command	Dallas	TX	1,000 00	Salvation Army Angel Tree program
Salvation Army DFW Metroplex Area Command	Dallas	TX	1,000 00	Exclusively for victims in West, TX
Salvation Army DFW Metroplex Area Command	Dallas	TX	5,000 00	Exclusively for disaster relief for victims of the tornadoes in Oklahoma
Salvation Army DFW Metroplex Area Command	Dallas	TX	10,000 00	Camperships based on financial need
Salvation Army DFW Metroplex Area Command	Dallas	TX	37,000 00	Mission support

The Gil & Dody Weaver Foundation - Charitable Distributions for FYE 9/30/2011 75-1729449

NAME OF ORGANIZATION	CITY	STATE	AMOUNT	DESIGNATION
Salvation Army Disaster Relief	Atlanta	GA	1,000.00	Relief of Hurricane Sandy victims only
Southwestern Diabetic Foundation	Gainesville	TX	25,000 00	Camp Sweeney's 2013 Campership Program
Southwestern Diabetic Foundation	Gainesville	TX	30,000.00	Camperships based on financial need
SpiritHorse International	Corinth	TX	5,000.00	Disabilities Treatment Support and Expansion Project
Stewpot, The	Dallas	TX	1,000 00	Family Stabilization Program
Suicide & Crisis Center of North Texas	Dallas	TX	2,000 00	Teens Can Survive Program Initiative
Texas Scottish Rite Hospital for Children	Dallas	TX	38,600 00	Defibrillators for the Ambulatory Care department
Texas Wesleyan University	Fort Worth	TX	4,000 00	2013 Summer Chemistry Camp for Kids
Trinity Christian Academy	Addison	TX	3,000 00	Charitable distribution
Trinity Christian Academy	Dallas	TX	4,000 00	Scholarship aid for a West Dallas Community School student to attend Trinity Christian Academy's upper school
Trinity River Mission	Dallas	TX	3,000 00	Educational support for the TRM Core Programs
Union Gospel Mission of Tarrant County	Fort Worth	TX	2,500 00	Capital campaign for the construction of The Women and Families Services Building
United Way of Tarrant County	Fort Worth	TX	1,000 00	Charitable distribution
University of Texas at Austin - Thomas Jefferson Center for the Study of Core Texts and Ideas	Austin	TX	12,500 00	Support for professor salaries
UT Southwestern Medical School	Dallas	TX	2,000 00	Dallas Internist Club
Warm Place, The	Fort Worth	TX	2,500 00	Sibling Loss Group
West Dallas Community School	Dallas	TX	12,000 00	Student scholarships based on financial need
Women's Center of Tarrant County, The	Fort Worth	TX	2,000 00	Rape Crisis and Victim Services Children's Programs
Women's Shelter of South Texas	Corpus Christi	TX	5,000 00	Shelter and Supportive Services Program
Total			**712,405.00**	

GIL AND DODY WEAVER FOUNDATION

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

ATTACHMENT 17

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
UNRELATED TRADE OR BUSINESS INCOME FROM PARNTERSHIPS	211110	170,381.			
OTHER INVESTMENT INCOME			18	1,909.	
OIL AND GAS ROYALTY INCOME			15	251,208.	
TOTALS		170,381.		253,117.	

Security	Trade Date	Acq Date	Shares	Cost	Proceeds	Gain/Loss
Short-Term Gains / (Losses)						
Exxon Mobil Corp common	6/3/2013	1/30/2013	100.00	9,117.94	9,120.61	2.67
Johnson & Johnson common	6/3/2013	1/30/2013	100.00	7,450.10	8,371 85	921.75
Kinder Morgan Energy Partner Ut Ltd Partner	5/10/2013	1/23/2013	0.35	24.28	30 66	6.38
Kinder Morgan Energy Partner Ut Ltd Partner	6/12/2013	1/23/2013	200.10	13.881.35	16,578.25	2,696.90
Pfizer Inc common	6/3/2013	12/31/2012	2,500 00	62,615.00	68,133 31	5,518.31
Total Short-Term Gains / (Losses)			**2,900.46**	**93,088.67**	**102,234.68**	**9,146.01**
Long-Term Gains / (Losses)						
Abbott Labs common	6/3/2013	2/8/2011	315.00	6,923.26	11,465 99	4.542 73
Abbvie Inc common	6/3/2013	2/8/2011	315 00	7,507.67	13,540.64	6,032 97
Applied Matls Inc common	6/3/2013	4/24/2012	650 00	7,497.68	9,990 65	2.492 97
Applied Matls Inc common	6/3/2013	7/20/2010	2,500.00	30,333 00	38,425 58	8.092.58
Applied Matls Inc common	6/3/2013	2/9/2010	3,100 00	37,913 00	47,647.72	9,734 72
Automatic Data Processing In common	6/3/2013	2/9/2010	625 00	25,447 50	43,343 80	17.896.30
Chevron Corp New common	6/3/2013	11/10/2010	475.00	40,417 18	58,611.13	18.193.95
Chevron Corp New common	6/3/2013	11/11/2010	375.00	32,077 01	46.271 94	14,194.93
Enterprise Prods Partners L common	6/3/2013	11/10/2010	850 00	34,337.30	50,820 78	16,483 48
EOG Res Inc common	6/3/2013	11/11/2010	125.00	11,697.35	16.393 47	4.696 12
EOG Res Inc common	6/3/2013	11/10/2010	50.00	4,690.64	6,557 40	1.866 76
Exxon Mobil Corp common	6/3/2013	11/10/2010	900 00	63,977 85	82.085 50	18.107 65
Johnson & Johnson common	6/3/2013	7/5/2011	600 00	40,601 57	50,231 13	9,629.56
Linn Energy Llc Unit Ltd Liab	6/3/2013	11/11/2010	3.675.00	96,949.88	121,954 25	25,004 37
Microsoft Corp common	4/12/2013	11/2/2010	100.00	2.734 98	2,888 42	153 44
Plains All Amern Pipeline L Unit Ltd Partn	6/3/2013	11/10/2010	1,950 00	68,951 35	108.893 94	39,942.59
Plains All Amern Pipeline L Unit Ltd Partn	6/12/2013	11/10/2010	1,250 00	44,042.30	68,505 05	24.462 75
Vanguard Natural Resources L common Unit	6/3/2013	11/10/2010	918.75	20.686.01	25.680 54	4,994 53
Vanguard Natural Resources L common Unit	6/3/2013	11/11/2010	243.75	5,503.79	6.813.20	1,309 41
Vanguard Natural Resources L common Unit	6/3/2013	11/11/2010	731 00	16,551 82	20.432.63	3.880 81
Whiting Pete Corp New common	6/3/2013	3/18/2010	1,475 00	58.514 79	68.396 32	9.881 53
Whiting Pete Corp New common	6/3/2013	11/2/2010	325.00	16,652.46	15.070 38	-1.582 08
Total Long-Term Gains / (Losses)			**21,548.50**	**674,008.39**	**914,020.46**	**240,012.07**
Five Year Gains / (Losses)						
3M Co common	6/3/2013	7/11/2006	650.00	47,569.93	71.541.20	23,971.27
Abbott Labs common	6/3/2013	7/30/2003	410 00	7,179 70	14,923.99	7,744 29
Abbvie Inc common	6/3/2013	7/30/2003	410.00	7,785.77	17.624.32	9,838.55
Cisco Sys Inc common	6/3/2013	4/19/2007	450 00	12,008.65	10,948 44	-1,060 21
Cisco Sys Inc common	6/3/2013	7/30/2007	1,675 00	48,792.75	40,752.51	-8,040 24
Enterprise Prods Partners L common	6/12/2013	4/22/2008	1,200 00	32.489 44	71.378.66	38,889.22
Gasco Energy Inc common	3/27/2013	11/5/2007	2.225.00	5.150 83	95 00	-5,055 83
Gasco Energy Inc common	3/27/2013	7/24/2006	5,100.00	18,102 46	217.71	-17,884 75
Gasco Energy Inc common	3/27/2013	5/12/2006	3,400.00	16,354.00	145 15	-16.208 85
Gasco Energy Inc common	3/27/2013	4/5/2006	6,600.00	34,601.12	281.75	-34,319.37
Gasco Energy Inc common	3/27/2013	4/4/2006	10,400.00	56,653.99	443.98	-56,210.01
Gasco Energy Inc common	3/28/2013	11/5/2007	15.175.00	35,129 82	656 99	-34,472 83
General Electric Co common	6/3/2013	12/7/2007	2,875.00	107,411 43	67,974 45	-39,436 98
GNMA I Pool #571191 6.0% Due 9/15/16	10/15/2012	9/10/2001	2,584.79	2,621.14	2,584.79	-36.35
GNMA I Pool #571191 6.0% Due 9/15/16	11/15/2012	9/10/2001	262.98	266 68	262.98	-3.70
GNMA I Pool #571191 6.0% Due 9/15/16	12/17/2012	9/10/2001	380.23	385.58	380.23	-5.35
GNMA I Pool #571191 6.0% Due 9/15/16	1/15/2013	9/10/2001	231.34	234.59	231.34	-3.25
GNMA I Pool #571191 6.0% Due 9/15/16	2/15/2013	9/10/2001	232 83	236 10	232 83	-3.27

The Gil & Dody Weaver Foundation 75-1729449

Capital Gains/Losses

Security	Trade Date	Acq Date	Shares	Cost	Proceeds	Gain/Loss
GNMA I Pool #571191 6 0% Due 9/15/16	3/15/2013	9/10/2001	255 60	259 19	255 60	-3.59
GNMA I Pool #571191 6.0% Due 9/15/16	4/15/2013	9/10/2001	235.38	238.69	235.38	-3.31
GNMA I Pool #571191 6.0% Due 9/15/16	5/15/2013	9/10/2001	236 69	240.02	236.69	-3.33
GNMA I Pool #571191 6.0% Due 9/15/16	6/17/2013	9/10/2001	238 00	241 35	238.00	-3.35
GNMA I Pool #571191 6.0% Due 9/15/16	7/15/2013	9/10/2001	239.39	242.76	239.39	-3.37
GNMA I Pool #571191 6.0% Due 9/15/16	8/15/2013	9/10/2001	247 98	251 47	247.98	-3.49
GNMA I Pool #571191 6.0% Due 9/15/16	9/16/2013	9/10/2001	249.32	252 82	249.32	-3.50
GNMA Pool #462854 6.00% Due 8/15/13	10/15/2012	6/22/2001	271.98	273.34	271.98	-1.36
GNMA Pool #462854 6 00% Due 8/15/13	11/15/2012	6/22/2001	273 46	274 83	273.46	-1.37
GNMA Pool #462854 6.00% Due 8/15/13	12/17/2012	6/22/2001	274 94	276 31	274 94	-1.37
GNMA Pool #462854 6 00% Due 8/15/13	1/15/2013	6/22/2001	300 75	302 25	300 75	-1.50
GNMA Pool #462854 6 00% Due 8/15/13	2/15/2013	6/22/2001	302 39	303 90	302.39	-1 51
GNMA Pool #462854 6 00% Due 8/15/13	3/15/2013	6/22/2001	293.86	295 33	293 86	-1 47
GNMA Pool #462854 6 00% Due 8/15/13	4/15/2013	6/22/2001	185 76	186 69	185 76	-0 93
GNMA Pool #462854 6.00% Due 8/15/13	5/15/2013	6/22/2001	186 77	187.71	186 77	-0 94
GNMA Pool #462854 6.00% Due 8/15/13	6/17/2013	6/22/2001	187 78	188 72	187 78	-0 94
GNMA Pool #462854 6.00% Due 8/15/13	7/15/2013	6/22/2001	352.26	354 02	352 26	-1 76
GNMA POOL #566399 5.5% Due 10/15/16	10/15/2012	10/22/2001	721 48	727 34	721 48	-5 86
GNMA POOL #566399 5.5% Due 10/15/16	11/15/2012	10/22/2001	598 56	603 42	598.56	-4 86
GNMA POOL #566399 5.5% Due 10/15/16	12/17/2012	10/22/2001	623 60	628 67	623 60	-5 07
GNMA POOL #566399 5.5% Due 10/15/16	1/15/2013	10/22/2001	603 95	608 86	603.95	-4 91
GNMA POOL #566399 5.5% Due 10/15/16	2/15/2013	10/22/2001	743 91	749 95	743 91	-6 04
GNMA POOL #566399 5.5% Due 10/15/16	3/15/2013	10/22/2001	611 33	616 30	611.33	-4.97
GNMA POOL #566399 5 5% Due 10/15/16	4/15/2013	10/22/2001	772.33	778 61	772 33	-6.28
GNMA POOL #566399 5.5% Due 10/15/16	5/15/2013	10/22/2001	526 97	531.25	526 97	-4.28
GNMA POOL #566399 5 5% Due 10/15/16	6/17/2013	10/22/2001	540.34	544 73	540.34	-4.39
GNMA POOL #566399 5.5% Due 10/15/16	7/15/2013	10/22/2001	518 65	522 86	518.65	-4.21
GNMA POOL #566399 5 5% Due 10/15/16	8/15/2013	10/22/2001	521 24	525 48	521.24	-4.24
GNMA POOL #566399 5.5% Due 10/15/16	9/16/2013	10/22/2001	3,172 06	3.197 83	3.172 06	-25 77
Kinder Morgan Energy Partner Ut Ltd Partner	6/3/2013	4/23/2008	593 19	41.504 75	49,738.11	8,233.36
Kinder Morgan Energy Partner Ut Ltd Partner	6/3/2013	4/29/2008	81 81	4,380 25	6.859.65	2.479 40
Kinder Morgan Energy Partner Ut Ltd Partner	6/12/2013	4/29/2008	134 93	9,159 33	11.178 91	2.019.58
Kinder Morgan Energy Partner Ut Ltd Partner	6/12/2013	4/30/2008	250 97	17,100.03	20,792.09	3,692 06
Microsoft Corp common	4/12/2013	11/11/2003	1,900 00	49,058 00	54,879.89	5,821.89
Microsoft Corp common	4/12/2013	7/22/2003	4.550 00	120,686 46	131.422.89	10,736 43
Microsoft Corp common	4/12/2013	10/14/2003	2,050 00	58,794 00	59.212 51	418.51
Microsoft Corp common	4/12/2013	9/17/2003	925 00	26,766 35	26,717.84	-48.51
Plains All Amern Pipeline L Unit Ltd Partn	6/12/2013	9/12/2007	1,100 00	33,169 95	60.284.45	27,114.50
United States Treas Nts Tips 1.875% 7/15/13	7/14/2013	2/10/2006	633,540.00	627,582 60	633,540.00	5,957 40
Vanguard Natural Resources L common Unit	6/3/2013	2/27/2008	687 50	15,449 99	19.216 74	3,766 75
Total Five Year Gains / (Losses)			**714,362.30**	**1,451,030.39**	**1,388,806.13**	**-62,224.26**

TRUST YEAR ENDING 09/30/2013

TAX PREPARER 290
TRUST ADMINISTRATOR 110
INVESTMENT OFFICER 336

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
481 0000 APACHE CORP COM* - 037411105 - MINOR = 42							
SOLD		09/27/2013	41442 43				
ACQ	481 0000	06/19/2013	41442 43	41990 77	-548 34	ST	
150 0000 APPLE INC COM * - 037833100 - MINOR = 42							
SOLD		09/27/2013	72112 76				
ACQ	127 0000	09/10/2013	61055 47	63669 63	-2614 16	ST	
	23 0000	08/23/2013	11057 29	11513 57	-456 28	ST	
1479 0000 ARCHER DANIELS MIDLAND CO COM - 039483102 - MINOR = 42							
SOLD		11/13/2012	36920 04				
ACQ	735.0000	10/29/2010	18347 69	24504 16	-6156 47	LT15	Y
	281 0000	01/05/2011	7014 56	8597 82	-1583 26	LT15	
	463 0000	06/13/2011	11557 79	13864 72	-2306 93	LT15	
570 0000 BAKER HUGHES INC COM* - 057224107 - MINOR = 42							
SOLD		10/09/2012	25626 91				
ACQ	570 0000	04/28/2010	25626 91	29029 47	-3402 56	LT15	Y
1122 0000 BAZAARVOICE INC COM - 073271108 - MINOR = 42							
SOLD		04/10/2013	7651 98				
ACQ	526 0000	04/17/2012	3587 29	10398 02	-6810 73	ST	
	89 0000	04/18/2012	606 98	1780 65	-1173 67	ST	
	507 0000	04/19/2012	3457 71	10136 75	-6679 04	ST	
309 0000 BED BATH & BEYOND INC COM - 075896100 - MINOR = 42							
SOLD		01/17/2013	17108 36				
ACQ	309 0000	08/28/2012	17108 36	20851 37	-3743 01	ST	
599 0000 CANADIAN NATIONAL RAILWAY CO - 136375102 - MINOR = 44							
SOLD		03/25/2013	57976 21				
ACQ	316 0000	06/11/2010	30585 11	18911 34	11673 77	LT15	Y
	283 0000	06/15/2010	27391 10	17184 86	10206 24	LT15	Y
488 0000 CATERPILLAR INC COM * - 149123101 - MINOR = 42							
SOLD		07/10/2013	41548 57				
ACQ	488 0000	09/19/2012	41548 57	45857 24	-4308 67	ST	
414 0000 CHUBB CORP COM* - 171232101 - MINOR = 42							
SOLD		01/10/2013	32095 71				
ACQ	362 0000	05/14/2009	28064 36	14498 83	13565 53	LT15	Y
	52 0000	12/28/2009	4031 35	2553 44	1477 91	LT15	Y
1374 0000 E M C CORP MASSACHUSETTS COM * - 268648102 - MINOR = 42							
SOLD		01/30/2013	33793 87				
ACQ	1026 0000	04/22/2009	25234 72	13058 11	12176 61	LT15	Y
	348 0000	07/09/2010	8559 15	6772 08	1787 07	LT15	Y
916 0000 EATON CORP COM - 278058102 - MINOR = 42							
SOLD		12/05/2012	47778 56				
ACQ	916 0000	04/27/2009	47778 56	20807 05	26971 51	LT15	Y
305 0000 EXXON MOBIL CORP COM* - 30231G102 - MINOR = 42							
SOLD		09/27/2013	26437 25				
ACQ	191 0000	05/04/2009	16555 79	13147 60	3408 19	LT15	Y
	114 0000	06/04/2009	9881 46	8321 84	1559 62	LT15	Y
1072 0000 FMC CORP COM - 302491303 - MINOR = 42							
SOLD		02/19/2013	63665 93				
ACQ	582 0000	03/24/2009	34564 90	12713 64	21851 26	LT15	Y
	212 0000	05/29/2009	12590 65	5650 75	6939 90	LT15	Y
	278 0000	03/28/2011	16510 38	11510 31	5000.07	LT15	
471 0000 FEDEX CORP COM* - 31428X106 - MINOR = 42							
SOLD		04/05/2013	44972 05				
ACQ	281 0000	11/23/2009	26830 46	23239 03	3591 43	LT15	Y
	190 0000	04/12/2011	18141 59	17915 44	226 15	LT15	
136 0000 FRESH MARKET INC COM* - 35804H106 - MINOR = 42							
SOLD		03/11/2013	5245 14				
ACQ	136 0000	04/13/2012	5245 14	7030 33	-1785 19	ST	
732 0000 FRESH MARKET INC COM* - 35804H106 - MINOR = 42							
SOLD		03/12/2013	27948 53				
ACQ	73 0000	04/13/2012	2787 22	3773 63	-986 41	ST	
	659 0000	04/16/2012	25161 31	33981 53	-8820.22	ST	
1532 0000 HSBC HOLDINGS PLC SPON ADR NEW* - 404280406 - MINOR = 44							
SOLD		08/22/2013	82849 56				
ACQ	245 0000	12/07/2012	13249 44	12670 10	579 34	ST	
	596 0000	01/17/2013	32231 29	33053.62	-822 33	ST	
	691 0000	06/17/2013	37368 83	37030 00	338 83	ST	
1285 0000 INTEL CORP COM * - 458140100 - MINOR = 42							
SOLD		12/05/2012	25545 23				
ACQ	1285 0000	02/19/2010	25545 23	26943 62	-1398 39	LT15	Y
216 0000 INT'L BUSINESS MACHINES CORP COM * - 459200101 - MINOR = 42							
SOLD		05/09/2013	43935 64				
ACQ	216 0000	04/20/2011	43935 64	35586 95	8348 69	LT15	
1749 0000 ISHARES MSCI AUSTRALIA ETF - 464286103 - MINOR = 42							
SOLD		05/23/2013	45306 70				
ACQ	1749 0000	03/12/2013	45306 70	48237 25	-2930 55	ST	
3330 KRAFT FOODS GROUP INC COM* - 50076Q106 - MINOR = 42							
SOLD		10/18/2012	15 68				
ACQ	3330	12/20/2011	15 68	12 87	2 81	ST	
979 0000 KRAFT FOODS GROUP INC COM* - 50076Q106 - MINOR = 42							
SOLD		08/19/2013	50984 26				
ACQ	272 9998	10/10/2011	14217 26	9786 93	4430 33	LT15	
	89 0002	12/20/2011	4634 94	3440 26	1194 68	LT15	
	617 0000	03/01/2013	32132 06	29962 50	2169 56	ST	

TAX PREPARER. 290
TRUST ADMINISTRATOR 110
INVESTMENT OFFICER 336

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
922 0000 LEXMARK INTL GROUP INC CL A - 529771107 - MINOR = 42							
SOLD		08/29/2013	32123 76				
ACQ	922 0000	03/27/2013	32123 76	24628 28	7495 48	ST	
962 0000 MACY'S INC COM - 55616P104 - MINOR = 42							
SOLD		04/25/2013	43219 58				
ACQ	962 0000	10/27/2011	43219 58	30964 37	12255 21	LT15	
1749 0000 MERCK & CO INC NEW COM* - 58933Y105 - MINOR = 42							
SOLD		09/27/2013	83321 10				
ACQ	570 0000	10/11/2012	27154 39	25987 38	1167 01	ST	
	390 0000	10/24/2012	18579 32	17938 51	640 81	ST	
	789 0000	06/17/2013	37587 39	37651 00	-63.61	ST	
188 0000 NOVO-NORDISK A/S SPON ADR - 670100205 - MINOR = 44							
SOLD		07/05/2013	30106 89				
ACQ	188 0000	01/27/2011	30106 89	21828 38	8278 51	LT15	
1335 0000 ORACLE CORPORATION* - 68389X105 - MINOR = 42							
SOLD		06/26/2013	40183 33				
ACQ	952 0000	06/04/2008	28655 08	21961 31	6693 77	LT15	Y
	383 0000	03/12/2013	11528 25	13523 69	-1995 44	ST	
283 0000 PHILLIPS 66 COM* - 718546104 - MINOR = 42							
SOLD		04/15/2013	16364 14				
ACQ	283 0000	02/29/2012	16364 14	10439 63	5924 51	LT15	
1014 0000 QUALCOMM INC COM* - 747525103 - MINOR = 42							
SOLD		09/27/2013	68180 26				
ACQ	315 0000	04/22/2009	21180 26	12853 54	8326 72	LT15	Y
	378 0000	02/22/2012	25416 31	23692 47	1723 84	LT15	
	321 0000	06/17/2013	21583 69	19859 76	1723 93	ST	
10 0000 RESTORATION HARDWARE HLDGS INC COM - 761283100 - MINOR = 42							
SOLD		07/12/2013	691 01				
ACQ	10 0000	06/12/2013	691 01	581 88	109 13	ST	
422 0000 RESTORATION HARDWARE HLDGS INC COM - 761283100 - MINOR = 42							
SOLD		07/15/2013	29135 30				
ACQ	422 0000	06/12/2013	29135 30	24555 55	4579 75	ST	
0000 SPDR GOLD TRUST ETF* - 78463V107 - MINOR = 42							
SOLD		12/31/2012	44 01				
ACQ	0000	09/28/2012	44 01	49 99	-5 98	ST	Y
ADDED							
0000 SPDR GOLD TRUST ETF* - 78463V107 - MINOR = 42							
SOLD		12/31/2012	17 74				
ACQ	0000	10/08/2012	17 74	20 19	-2 45	ST	Y
ADDED							
193 0000 SPDR GOLD TRUST ETF* - 78463V107 - MINOR = 42							
SOLD		05/08/2013	27403 30				
ACQ	121 0000	10/08/2012	17180 31	20821 36	-3641 05	ST	
	72 0000	09/28/2012	10222 99	12375 51	-2152 52	ST	
531 0000 SPDR GOLD TRUST ETF* - 78463V107 - MINOR = 42							
SOLD		09/27/2013	68593 43				
ACQ	228 0000	09/28/2012	29452 55	39189 12	-9736 57	ST	
	303 0000	01/23/2013	39140 88	49495 38	-10354 50	ST	
743 0000 SAP AG SPONSORED ADR* - 803054204 - MINOR = 44							
SOLD		10/17/2012	53126 86				
ACQ	360 0000	01/28/2011	25741 14	20602 05	5139 09	LT15	
	383 0000	02/03/2011	27385 72	22450 51	4935 21	LT15	
572 0000 UTILITIES SELECT SECTOR SPDR FD ETF* - 81369Y886 - MINOR = 42							
SOLD		10/05/2012	21016 57				
ACQ	42 0000	12/28/2006	1543 17	1548 45	-5 28	LT15	Y
	530 0000	08/15/2011	19473 40	17369 74	2103 66	LT15	
1268 0000 UTILITIES SELECT SECTOR SPDR FD ETF* - 81369Y886 - MINOR = 42							
SOLD		09/27/2013	47321 06				
ACQ	1268 0000	06/17/2013	47321 06	48234 59	-913 53	ST	
594 0000 STANLEY BLACK & DECKER INC COM - 854502101 - MINOR = 42							
SOLD		09/27/2013	53762 42				
ACQ	456 0000	11/15/2011	41272 16	31044 75	10227 41	LT15	
	138 0000	12/22/2011	12490 26	9392 05	3098 21	LT15	
3141 0000 STAPLES INC COM* - 855030102 - MINOR = 42							
SOLD		07/18/2013	52049 54				
ACQ	1994 0000	10/12/2011	33042 59	29580 19	3462 40	LT15	
	1147 0000	06/06/2012	19006 95	14845 85	4161 10	LT15	
369 0000 TERADATA CORP COM* - 88076W103 - MINOR = 42							
SOLD		09/10/2013	21324 47				
ACQ	369 0000	12/27/2012	21324 47	22387 09	-1062 62	ST	
1284 0000 TEXAS INSTRUMENTS INC COM * - 882508104 - MINOR = 42							
SOLD		04/11/2013	45877 31				
ACQ	736 0000	08/10/2010	26297 27	18743 78	7553 49	LT15	Y
	548 0000	02/03/2012	19580 04	18384 91	1195 13	LT15	
461.0000 3M CO COM* - 88579Y101 - MINOR = 42							
SOLD		09/27/2013	55342 13				
ACQ	340 0000	07/13/2009	40816 32	20582 95	20233 37	LT15	Y
	121 0000	06/11/2010	14525 81	9407 74	5118 07	LT15	Y
897 0000 TIME WARNER INC COM NEW* - 887317303 - MINOR = 42							
SOLD		05/30/2013	53450 49				
ACQ	865 0000	09/01/2010	51543 67	26731 70	24811 97	LT15	Y
	32 0000	09/29/2011	1906 82	990 70	916 12	LT15	
500 0000 TORONTO-DOMINION BANK (THE) - 891160509 - MINOR = 44							
SOLD		05/17/2013	40291 90				
ACQ	500 0000	09/01/2011	40291 90	40727 65	-435.75	LT15	

TAX PREPARER 290
TRUST ADMINISTRATOR 110
INVESTMENT OFFICER 336

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
891 0000 UNILEVER PLC SPONSORED ADR - 904767704 - MINOR = 44							
SOLD		09/27/2013	35310 15				
ACQ	891 0000	09/28/2009	35310 15	25100 27	10209 88	LT15	Y
611 0000 UNITEDHEALTH GROUP INC COM* - 91324P102 - MINOR = 42							
SOLD		09/27/2013	43960 75				
ACQ	333 0000	09/10/2009	23958 97	9656 93	14302 04	LT15	Y
	278 0000	10/24/2011	20001 78	13652 55	6349 23	LT15	
295 0000 VANGUARD REIT ETF - 922908553 - MINOR = 42							
SOLD		05/28/2013	21777 26				
ACQ	295 0000	03/13/2012	21777 26	18409 05	3368 21	LT15	
674 0000 VANGUARD REIT ETF - 922908553 - MINOR = 42							
SOLD		09/27/2013	44887 96				
ACQ	262 0000	03/02/2012	17449 03	15870 47	1578 56	LT15	
	412 0000	03/13/2012	27438 93	25710 27	1728 66	LT15	
437 0000 WAL MART STORES INC COM* - 931142103 - MINOR = 42							
SOLD		01/22/2013	30309 78				
ACQ	170 0000	05/29/2008	11790 99	9824 03	1966 96	LT15	Y
	216 0000	05/30/2008	14981 49	12482 53	2498 96	LT15	Y
	51 0000	09/30/2009	3537 30	2502 20	1035 10	LT15	Y
1306 0000 WELLS FARGO & CO NEW COM* - 949746101 - MINOR = 42							
SOLD		09/27/2013	54263 75				
ACQ	530 0000	08/23/2012	22021 28	18006 75	4014 53	LT15	
	776 0000	10/22/2012	32242 47	26638 76	5603 71	ST	
2012 0000 ZIONS BANCORPORATION COM - 989701107 - MINOR = 42							
SOLD		09/27/2013	54706 12				
ACQ	2012 0000	07/08/2013	54706 12	62989 68	-8283 56	ST	
916 0000 EATON CORP PLC* - G29183103 - MINOR = 44							
SOLD		12/21/2012	49320 18				
ACQ	916 0000	11/30/2012	49320 18	47315 98	2004 20	ST	
836 0000 ENSCO PLC CL A* - G3157S106 - MINOR = 44							
SOLD		07/29/2013	48865 10				
ACQ	590 0000	12/05/2011	34486 14	30662 54	3823 60	LT15	
	246 0000	12/21/2011	14378 96	11792 24	2586 72	LT15	
768 0000 LAZARD LTD CL A COM* - G54050102 - MINOR = 86							
SOLD		06/10/2013	25796 21				
ACQ	768 0000	04/30/2012	25796 21	21093 65	4702 56	LT15	
586 0000 LAZARD LTD CL A COM* - G54050102 - MINOR = 86							
SOLD		06/11/2013	19373 00				
ACQ	51 0000	04/30/2012	1686 05	1400 75	285 30	LT15	
	535 0000	06/25/2012	17686 95	13133 60	4553 35	ST	
631 0000 ACE LTD - H0023R105 - MINOR = 44							
SOLD		01/16/2013	52272 39				
ACQ	631 0000	09/01/2011	52272 39	40317 24	11955 15	LT15	
878 0000 GARMIN LTD - H2906T109 - MINOR = 44							
SOLD		09/27/2013	39561 81				
ACQ	878 0000	11/14/2011	39561 81	30603 48	8958 33	LT15	
		TOTALS	2234312 43	1948593 05			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-8 43	0 00	206996 67	0 00	0 00	0 00*
COVERED FROM ABOVE	-48914 09	0 00	127645 23	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	6 46			1 32
	-48922 52	0 00	334648 36	0 00	0 00	1 32
STATE						
NONCOVERED FROM ABOVE	-8 43	0 00	206996 67	0 00	0 00	0 00*
COVERED FROM ABOVE	-48914 09	0 00	127645 23	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	6 46			1 32
	-48922 52	0 00	334648 36	0 00	0 00	1 32

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
TEXAS	N/A	N/A

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions: GIL AND DODY WEAVER FOUNDATION	Employer identification number (EIN) or: 75-1729449
	Number, street, and room or suite no. If a P.O. box, see instructions: 1845 WOODALL RODGERS FREEWAY	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions: DALLAS, TX 75201-2299	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ WILLIAM R. WEAVER

Telephone No. ▶ 214 999-9494 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 05/15 , 20 14 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [ ] calendar year 20 ____ or
▶ [X] tax year beginning 10/01 , 2012 , and ending 09/30 , 20 13 .

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 11,900.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 6,900.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 5,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. GIL AND DODY WEAVER FOUNDATION	Employer identification number (EIN) or 75-1729449
File by the due date for filing your return. See instructions	Number, street, and room or suite no If a P.O. box, see instructions 1845 WOODALL RODGERS FREEWAY	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions DALLAS, TX 75201-2299	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ WILLIAM R. WEAVER
  Telephone No ▶ 214 999-9494 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 08/15, 20 14

5 For calendar year ______, or other tax year beginning 10/01, 20 12, and ending 09/30, 20 13

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return
[ ] Change in accounting period

7 State in detail why you need the extension THE TAXPAYER HAS JUST RECENTLY RECEIVED SCHEDULES K-1 NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN. ACCORDINGLY, AN EXTENSION OF TIME IS RESPECTFULLY REQUESTED.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 11,900.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 11,900.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Stephen J Flanagan Title ▶ C. P. A. Date ▶ 4-28-14