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 DECEMBER 1 **, 2012, and ending** NOVEMBER 30 **, 2013**

Name of foundation: THE VICTOR AND ANNA MAE BECHINO CHARITABLE FOUNDATION

A Employer identification number: 20-1879154

Number and street (or P.O. box number if mail is not delivered to street address): 9686 LONGMONT

Room/suite:

B Telephone number (see instructions): 713 789-5580

City or town, state, and ZIP code: HOUSTON, TX 77063

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: ☒ 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) ▶ $ 671,291.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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

			(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)	155220			
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	-0-			
	4	Dividends and interest from securities	24,094	24,094		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	65,703			
	b	Gross sales price for all assets on line 6a 58,691				
	7	Capital gain net income (from Part IV, line 2)		65,703		
	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)				
	12	**Total.** Add lines 1 through 11	245,017	89,797		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Fed.Taxes.W/H	14	14		14
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14	14		
	25	Contributions, gifts, grants paid	147,500			147,500.-
	26	**Total expenses and disbursements.** Add lines 24 and 25	147,514	-0-		147,514.-
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	97,503			
	b	**Net investment income** (if negative, enter -0-)		89,783		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	21,002	18,326	18,326
	2	Savings and temporary cash investments	5377	6913	6913
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	-0-	-0-	-0-
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶	-0-	-0-	-0-
	5	Grants receivable	-0-	-0-	-0-
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	-0-	-0-	-0-
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶	-0-	-0-	-0-
	8	Inventories for sale or use	-0-	-0-	-0-
	9	Prepaid expenses and deferred charges	-0-	-0-	-0-
	10a	Investments—U.S. and state government obligations (attach schedule)	-0-	-0-	-0-
	b	Investments—corporate stock (attach schedule)	118,985	185,135	351,141
	c	Investments—corporate bonds (attach schedule)	277,580	279,709	294,911
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶	-0-	-0-	-0-
	12	Investments—mortgage loans	-0-	-0-	-0-
	13	Investments—other (attach schedule)	-0-	-0-	-0-
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	-0-	-0-	-0-
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	422,944	490,083	671,291
Liabilities	17	Accounts payable and accrued expenses	-0-	-0-	
	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.			
	27	Capital stock, trust principal, or current funds	-0-	-0-	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	-0-	-0-	
	29	Retained earnings, accumulated income, endowment, or other funds	422,944	490,083	
	30	**Total net assets or fund balances** (see instructions)	422,944	490,083	
	31	**Total liabilities and net assets/fund balances** (see instructions)	422,944	490,083	

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	422,944.–
2	Enter amount from Part I, line 27a	2	97,503.–
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	520,447
5	Decreases not included in line 2 (itemize) ▶ ADJUSTMENT TO CONTRIBUTED STOCK BASIS	5	30,364
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	490,083

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	200SH KIMBERLY CLARK	D	12/2/2010	2/11/13
b	1200SH MARATHON PETROLEUM Co.	D	5/9/2001	10/4/13
c	1995.83 CULLEN HIGH DIVIDEND EQUITY FUND	D	3/3/2006	1/22/13
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	17,972	-0-	12,251	5721
b	77,702	-0-	19,403	58299
c	28,720	-0-	27,037	1683
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	65,703
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	51,018	532,790	.0958
2010	47,000	549,496	.0855
2009	63,806	461,285	.1383
2008	58,740	376,699	.1559
2007	76,877	596,531	.1289

2	**Total** of line 1, column (d)	2	.6044
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	.1209
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	714,301
5	Multiply line 4 by line 3	5	86,359
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	898
7	Add lines 5 and 6	7	87,257
8	Enter qualifying distributions from Part XII, line 4	8	147,514

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	898
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	898
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	—
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	898
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	372		
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	372
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	526
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶		**Refunded** ▶	11	

Part VII-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		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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) ▶ TEXAS			
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 ▶ NONE

14 The books are in care of ▶ VICTOR G. BEGHINI Telephone no. ▶ 713 789-5580

Located at ▶ 9686 LONGMONT HOUSTON, TX. ZIP+4 ▶ 77063-1029

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)? N/A | 1b | | |

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

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? | 1c | | X |

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No

If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___

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 | | N/A |

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.
▶ 20___ , 20___ , 20___ , 20___

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 | | N/A |

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** N/A

Organizations relying on a current notice regarding disaster assistance check here N/A . . . . ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . **6b** 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** 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 (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
VICTOR G. BEGHINI 9686 LONGMONT HOUSTON, TX. 77063	PRESIDENT 1 HR/WEEK	-0-	-0-	-0-
ANNA MAE BEGHINI 9686 LONGMONT HOUSTON, TX 77063	VICE PRES. 1 HR/WEEK	-0-	-0-	-0-
JOHN T. MILLS 3150 N. HARBOR CITY BLVD. MELBOURNE, FL 32935	SECY. TREAS 1 HR/WEEK	-0-	-0-	-0-

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3	
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	699,130
b	Average of monthly cash balances	1b	26,049
c	Fair market value of all other assets (see instructions)	1c	-0-
d	**Total** (add lines 1a, b, and c)	1d	725,179
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	725,179
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	10,878
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	714,301
6	**Minimum investment return.** Enter 5% of line 5	6	35,715

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	35,715
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 898		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b: –		
c	Add lines 2a and 2b	2c	898
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	34,817
4	Recoveries of amounts treated as qualifying distributions	4	–
5	Add lines 3 and 4	5	34,817
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	34,817

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	147,500
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	-0-
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	147,500
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	898
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	146,602

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					34,817.
2	Undistributed income, if any, as of the end of 2012:					
a	Enter amount for 2011 only				-0-	
b	Total for prior years: 20___,20___,20___			-0-		
3	Excess distributions carryover, if any, to 2012:					
a	From 2007	47,296				
b	From 2008	40,425				
c	From 2009	41,130				
d	From 2010	19,338				
e	From 2011	24,988				
f	**Total** of lines 3a through e		173,177.			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 147,500					
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					34,817.
e	Remaining amount distributed out of corpus		112,683.			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		-0-			-0-
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		285,860.			
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 instructions				-0-	
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					-0-
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		-0-			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		47,296.			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		238,564			
10	Analysis of line 9:					
a	Excess from 2008	40,425.				
b	Excess from 2009	41,130.				
c	Excess from 2010	19,338.				
d	Excess from 2011	24,988.				
e	Excess from 2012	112,683.				

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

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 . . . . . . ▶ N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5) N/A

	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).)

VICTOR G. BEGHINI; ANNA MAE BEGHINI 9686 LONGMONT HOUSTON, TX. 77063

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.

N/A

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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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*				
1. SACRED HEART CHURCH 43-775 N. DEEP CANYON RD. PALM DESERT CA. 92260	N/A	PUBLIC	CURRENT YEAR OPERATING SUPPORT	$ 9,000.-
2. SAM HOUSTON AREA COUNCIL - B.S.A. P.O. BOX 924528 HOUSTON, TX. 77292	N/A	PUBLIC	CURRENT YEAR OPERATING SUPPORT	$ 33,000.-
3. CATHOLIC COMMUNITY OF ST. CECILIA 11720 JOAN OF ARC DRIVE HOUSTON, TX. 77024	N/A	PUBLIC	CURRENT YEAR OPERATING SUPPORT	$ 49,000.-
4. HOLY TRINITY PARISH 324 W. MAIN ST LIGONIER, PA. 15658	N/A	PUBLIC	CURRENT YEAR OPERATING SUPPORT	$ 3,000.-
5. FIND FOOD BANK P.O. BOX 10080 INDIO, CA. 92202	N/A	PUBLIC	CURRENT YEAR OPERATING SUPPORT.	$ 2500.-
6. UNITED WAY OF GREATER HOUSTON 50 WAUGH DR. HOUSTON, TX. 77007	N/A	PUBLIC	CURRENT YEAR OPERATING SUPPORT.	$ 23,000.-
7. THE INDEPENDENCE FUND 290 CALLAWAY AVE PENSACOLA, FL. 32505	N/A	PUBLIC	CURRENT YEAR OPERATING SUPPORT	$ 15,000.-
8. AMERICAN RED CROSS 430 17TH ST. N.W. WASHINGTON, D.C. 20006	N/A	PUBLIC	CURRENT YEAR OPERATING SUPPORT	$ 10,000.-
9. DSF ARCHDIOCESE OF GALVESTON-HOUSTON P.O. BOX 4681 HOUSTON, TX 77210	NA	PUBLIC	CURRENT YEAR OPERATING SUPPORT	$ 3,000.-
Total ▶ 3a				$ 147,500.-
b *Approved for future payment*				
NONE				
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					
4 Dividends and interest from securities			14	24,094.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	65,703.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				89,797.	

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

(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.)
	N/A

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

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

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 | Date: 5-27-14 | Title: SECRETARY AND TREASURER

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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

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.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Name of the organization	Employer identification number
THE VICTOR AND ANNA MAE BEGHINI CHARITABLE FOUNDATION	20-1879154

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 33⅓ % 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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization: THE VICTOR AND ANNA MAE BEGHINI CHARITABLE FOUNDATION

Employer identification number: 20-1879154

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	VICTOR AND ANNA MAE BEGHINI 9686 LONGMONT HOUSTON, TX. 77063-1029	$ 155,220.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE VICTOR AND ANNA MAE BECHINI CHARITABLE FOUNDATION	20-1879154

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
1	1000 SH. KIMBERLY CLARK CORP. - TRADED ON NYSE 1000 SH. NEXTERA ENERGY CORP. - TRADED ON NYSE	$ 85,690.– 69,530.– $ 155,220	12-12-12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

THE VICTOR AND ANNA MAE BEGHINI CHARITABLE FOUNDATION

FORM 990-PF (E.I.N. 20-1879154)

F.Y. ENDED 11-30-2013

PART I

LINE 1 CONTRIBUTIONS, ETC. RECEIVED

12-12-12	1,000 SH. KIMBERLY CLARK - FMV.	$ 85,690	DONOR'S BASIS 61,255.-
12-12-12	1,000 SH. NEXTERA ENERGY - FMV.	69,530	DONOR'S BASIS 50,650.-
		$ 155,220	

THE VICTOR AND ANNA MAE BECHINI CHARITABLE FOUNDATION
FORM 990-PF (#20-1879154)
F.Y. ENDED 11-30-2013

PART II

LINE 10b INVESTMENTS - CORPORATE STOCK [AND STOCK FUNDS]

	BOOK VALUE 11-30-12	BOOK VALUE 11-30-13	FMV. 11-30-13
MARATHON OIL CORPORATION	44,784.-	44,784.-	129,744.-
CULLEN HIGH DIVIDEND EQUITY FUND	67,734.-	40,697.-	49,479.-
MARATHON PETROLEUM CORPORATION	6467.-	-0-	-0-
KIMBERLY-CLARK CORP	-0-	49,004.-	87,328.-
NEXTERA ENERGY CORP	-0-	50,650.-	84,590.-
	$ 118,985.-	$ 185,135.-	$ 351,141.-

LINE 10c INVESTMENTS - CORPORATE BONDS [AND BOND AND PREFERRED STOCK FUNDS]

BARCLAYS BANK PLC - PFD.	107,926.-	107,926.-	104,140.-
J.P. MORGAN CHASE + CO. 7.9% PFD CONV. TO VAR. RATE	54,272.-	54,272.-	54,968.-
JPM INVESTOR BALANCED FUND - SEL	115,382.-	117,511.-	135,803
	$ 277,580	$ 279,709	$ 294,911.-

EXHIBIT A

2.6 Founder's Intent. The founders of the corporation, VICTOR AND ANNA MAE BEGHINI, have created and funded this corporation with specific charitable objectives in mind, as more specifically described below. The founders are cognizant of the fact that directors of nonprofit corporations have the power under the Texas Nonprofit Corporation Act to amend the Articles of Incorporation and Bylaws of the corporation. However the Founders are also aware that all directors of nonprofit corporations have a fiduciary duty of obedience which requires directors to be aware of, and observe, the lawful directives found in the Articles of Incorporation and Bylaws of a nonprofit corporation. Accordingly, as an express condition to becoming a director of the corporation, each director agrees to obey the following directives from the Founders, which are consistent with the charitable intent of the Founders in creating and funding the corporation, and are in furtherance of the sound and prudent management of the tax –exempt purposes of the corporation.

1. The corporation shall be dissolved no later than ten (10) years following the death of the last surviving Founder, and all assets remaining in the corporation shall be distributed to tax exempt organizations pursuant to Article Eleven of the Articles of Incorporation. All assets distributed upon the dissolution of the corporation shall be in the form of endowment gifts, with the principal of the gifts to remain intact, and only the income therefrom to be spent by the charitable donee for specified exempt purposes. The directors shall document all dissolution grants with endowed grant agreements on such terms as they deem appropriate.

2. During the first twelve (12) calendar months occurring after the complete funding of the last surviving Founder's bequest to the corporation (such complete funding date to be referred to as the "Funding Date") , the following charitable distributions shall be made:

(a) The sum of FOUR HUNDRED THOUSAND DOLLARS ($ 400,000) shall be distributed to each of the following charities: SACRED HEART CATHOLIC CHURCH, Palm Desert, California; ST. CECILIA'S CATHOLIC CHURCH, Houston, Texas; HOLY TRINITY CATHOLIC CHURCH, Ligonier, Pennsylvania: HOUSTON GALVESTON DIOCESE, to be used for vocations; RIVERSIDE CALIFORNIA DIOCESE, to be used for vocations; and the GREENSBURG PENNSYLVANIA DIOCESE, to be used for vocations

(b) Twenty Five percent (25 %) of the corpus of the corporation existing as of the funding date, not to exceed SEVEN MILLION DOLLARS ($7,000,000), shall be distributed to the SAM HOUSTON COUNCIL OF THE BOY SCOUTS OF AMERICA, with two-thirds (2/3) to be used to create a permanent endowment fund, the income of which is to be used for the operational expenses of existing or future scout camps operated by the council and the remaining one- third (1/3) to be placed in the general endowment fund of the Council.

(c) Thirty percent (30 %) of the corpus of the corporation existing as of the funding date not to exceed TEN MILLION DOLLARS ($ 10,000,000) shall be distributed to PENN STATE UNIVERSITY'S COLLEGE OF EARTH AND MINERAL SCIENCES to establish Two Professorships in Petroleum Engineering with the remaining funds used to endow the VICTOR AND ANNA MAE BEGHINI SCHOLARSHIP FUND for students majoring in geology, geophysics, or petroleum engineering. This fund shall be a fifteen (15) year term endowment. Consideration for this scholarship shall be given to all full time undergraduate students of at least sophomore standing who are majoring in or planning to major in geology, geophysics or petroleum engineering, or successor degree program, who have achieved a minimum grade point average of at least 2.7 (on a scale of 4), who have demonstrated need for funds to meet their necessary college expenses, and to the extent permitted by law, who are United States citizens.

(d) ONE MILLION DOLLARS ($1,000,000) to OHOI NORTHERN UNIVRTSITY to permanently endow the VICTOR AND ANNA MAE BEGHINI SCHOLARSHIP FUND, the income of which shall be used to provide scholarships in the Engineering College for students majoring in electrical and mechanical engineering.

(e) ONE MILLION DOLLARS ($ 1,000,000) to HILLSDALE COLLEGE to establish an outreach program to promote greater understanding of the United States Constitution.

(f) The directors shall make the distributions in (b), (c), (d) and (e) above pursuant to binding grant agreements which document the terms of the grants.

3 For the period commencing on the Funding Date and ending on the dissolution date of the corporation, at least Thirty Percent (30%) of the corpus and income of the corporation existing from time to time after the distributions in Section 2 (a), (b), (c), (d), and (e) above shall be devoted to supporting medical research in the areas of breast cancer, prostate cancer, and macular degeneration.

4 The corpus and income of the corporation not distributed pursuant to Section 2 or 3 above shall be distributed to such charities or for such charitable causes as selected by the directors, consistent with Article Four of the Articles of Incorporation.

5 Upon the death of the last surviving Founder, the directors of the corporation shall send a certified copy of this Section 2.6 of the Bylaws to (i) each of the charitable institutions described in paragraphs 2(a), (b) , (c) , (d), and (e) above, and (ii) the Charitable Trust section of the Texas Attorney General's office.

6 It is the intent of the founders that this Section 2.6 not be amended by the directors following the death of the last surviving Founder. If the directors of this corporation shall ever seek to amend this Section 2.6 following the death of the last surviving Founder in contravention of the Founder's intent, they must obtain approval of such amendment from the probate court having jurisdiction over the last surviving Founder's estate, after notifying the Attorney General's office of such proceeding.

THE VICTOR AND ANNA MAE BEGHINI CHARITABLE FOUNDATION

Consent of Directors

Pursuant to Article 9.10 of the Texas Nonprofit Corporation Act, the under signed, being all of the directors of the VICTOR AND ANNA MAE BEGHINI CHARITABLE FOUNDATION, a Texas nonprofit corporation (the Foundation), do hereby unanimously to the adoption of the following resolution without a meeting:

RESOLVED that the Bylaws of the Foundation are hereby amended by adding a new Section 2.6 in the form of Exhibit A attached hereto.

This consent may be signed in multiple counterparts, each of which shall be deemed an original

Dated May 12, 2014

DIRECTORS

Victor G Beghini

Anna Mae Beghini

John T. Mills

Form **8868**
(Rev. January 2014)
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.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868.*

OMB No. 1545-1709

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
• 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		
Type or print	Name of exempt organization or other filer, see instructions. THE VICTOR AND ANNA MAE BEGHINI CHARITABLE FOUNDATION	Employer identification number (EIN) or 20-1879154
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. 9686 LONGMONT	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HOUSTON, TX. 77063	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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 (other than individual)	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 ▶ VICTOR G. BEGHINI, PRESIDENT

Telephone No. ▶ 713 789-5580 Fax No. ▶ NONE

• 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 JULY 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
▶ ☒ tax year beginning 12/1 , 20 12 , and ending 11/30 , 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 Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 1372.
b	If this application is for Forms 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**	$ 372.
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**	$ 1,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) 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 . . . . ▷ ☐

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.	Employer identification number (EIN) or
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.	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	

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

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 (other than individual)	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 ▷

Telephone No. ▷ 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 ______, 20 ___.

5 For calendar year ___, or other tax year beginning ______, 20 ___, and ending ______, 20 ___.

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

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$
b	If this application is for Forms 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**	$
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 ▷ John T. Mills Title ▷ SECRETARY AND TREASURER Date ▷ 4/18/14