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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
PROMETHEUS CHARITABLE TRUST

A Employer identification number
20-1074874

Number and street (or P O box number if mail is not delivered to street address) Room/suite
5535 MEMORIAL DR STE F
ROOM/SUITE 560

B Telephone number (see instructions)
(713) 705-6445

City or town, state or province, country, and ZIP or foreign postal code
HOUSTON, TX 77007

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)*▶$ 3,912,669

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)	300,116			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	5,414	14		
4	Dividends and interest from securities	58,485	58,485		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-9,736			
b	Gross sales price for all assets on line 6a 1,725,559				
7	Capital gain net income (from Part IV, line 2)		17,992		
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	354,279	76,491		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	27,300	6,825		20,475
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	3,361	1,681		1,680
c	Other professional fees (attach schedule)	28,650	28,650		
17	Interest				
18	Taxes (attach schedule) (see instructions)	3,316	1,564		1,752
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	13,329	3,332		9,997
24	**Total operating and administrative expenses.** Add lines 13 through 23	75,956	42,052		33,904
25	Contributions, gifts, grants paid	205,000			205,000
26	**Total expenses and disbursements.** Add lines 24 and 25	280,956	42,052		238,904
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	73,323			
b	**Net investment income** (if negative, enter -0-)		34,439		
c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	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		242,681	239,038	239,038
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)		103,198	103,198	3,125
	b	Investments—corporate stock (attach schedule)		2,176,817	3,238,374	3,670,506
	c	Investments—corporate bonds (attach schedule)		984,591		
	11	Investments—land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)		3,507,287	3,580,610	3,912,669
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	
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				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		3,507,287	3,580,610	
	30	**Total net assets or fund balances** (see page 17 of the instructions)		3,507,287	3,580,610	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)		3,507,287	3,580,610	

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	3,507,287
2	Enter amount from Part I, line 27a	2	73,323
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,580,610
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	3,580,610

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				

	(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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
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	17,992
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	

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 page 18 of 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))
2012	141,158	1,621,144	0 087073
2011	55,460	21,721	2 553289
2010	28,151	44,548	0 631925
2009	43,749	70,904	0 617017
2008	137,998	221,375	0 623368

2	**Total** of line 1, column (d).	2	4 512672
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 902534
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	3,613,871
5	Multiply line 4 by line 3.	5	3,261,641
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	344
7	Add lines 5 and 6.	7	3,261,985
8	Enter qualifying distributions from Part XII, line 4.	8	238,904

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 page 18 of the 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	689
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	689
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	689
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	2
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	691
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 2014 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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	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		
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
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	Yes	
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶BLAINE ADAMS Telephone no ▶(713) 522-5643

Located at ▶5535 MEMORIAL DR STE F 560 5535 MEMORIAL DR STE F 560 HOUSTON TX ZIP+4 ▶77007

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 |

		Line	Yes	No
16	At any time during calendar year 2013, 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		No
	See 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.	Line	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 page 20 of the instructions)?	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 2013?	1c		
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ 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		
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 2013 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 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2013?	4b		No

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

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
ELLEN BLAINE ADAMS 5535 MEMORIAL DR STE F 560 HOUSTON,TX 77007	TRUSTEE 20 00	27,300	0	0
LISE M LIDDELL 5535 MEMORIAL DR STE F 560 HOUSTON,TX 77007	TRUSTEE 0 00	0	0	0
FRANK A LIDDELL III 5535 MEMORIAL DR STE F 560 HOUSTON,TX 77007	TRUSTEE 0 00	0	0	0
ROBERT B LIDDELL 5535 MEMORIAL DR STE F 560 HOUSTON,TX 77007	TRUSTEE 0 00	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 THIS FOUNDATION ONLY MAKES GRANTS	
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 N/A	
2	
All other program-related investments See page 24 of the 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	3,445,948
b	Average of monthly cash balances	1b	222,957
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,668,905
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	3,668,905
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	55,034
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,613,871
6	**Minimum investment return.** Enter 5% of line 5	6	180,694

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	180,694
2a	Tax on investment income for 2013 from Part VI, line 5	2a	689		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	689
3	Distributable amount before adjustments Subtract line 2c from line 1			3	180,005
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	180,005
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	180,005

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	238,904
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	238,904
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	238,904

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					180,005
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2013					
a From 2008.	126,929				
b From 2009.	40,204				
c From 2010.	25,924				
d From 2011.	54,374				
e From 2012.	60,198				
f **Total** of lines 3a through e.		307,629			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 238,904					
a Applied to 2012, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2013 distributable amount.					180,005
e Remaining amount distributed out of corpus		58,899			
5 Excess distributions carryover applied to 2013 *(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		366,528			
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 2012 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		126,929			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		239,599			
10 Analysis of line 9					
a Excess from 2009. . . .	40,204				
b Excess from 2010. . . .	25,924				
c Excess from 2011. . . .	54,374				
d Excess from 2012. . . .	60,198				
e Excess from 2013. . . .	58,899				

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 2013, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
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 organization 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))

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

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 address of the person to whom applications should be addressed

BLAINE ADAMS
5535 MEMORIAL DR STE F 560
HOUSTON,TX 77007
(713) 522-5643

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

WRITTEN REQUEST TO INCLUDE 501(C)(3) EXEMPTION LETTER

c Any submission deadlines

NONE

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

NONE

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*				
See Additional Data Table				
Total . . . . ▶ **3a**				205,000
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					5,414
4 Dividends and interest from securities. . . .			14	58,485	
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					-9,736
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). .				58,485	-4,322

13 **Total.** Add line 12, columns (b), (d), and (e). 13 54,163

(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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-05-22 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
PATRICK A FALCON		2014-05-22		P01207458
Firm's name ▶ PATRICK A FALCON PC			Firm's EIN ▶	
Firm's address ▶ 2211 NORFOLK ST STE 516 HOUSTON, TX 770984054			Phone no (713) 522-3308	

Form 990PF Part XV Line 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*				
DOMINIC WALSH DANCE THEATER DOMINIC WALSH DANCE THEATER 2311 DUNLAVY ST 210 2311 DUNLAVY ST 210 HOUSTON,TX 77006	NONE	PUBLIC	GENERAL SUPPORT	19,000
MEMORIAL PARK CONSERVANCY MEMORIAL PARK CONSERVANCY INC 6501 MEMORIAL DRIVE 6501 MEMORIAL DRIVE HOUSTON,TX 77007	NONE	PUBLIC	GENERAL SUPPORT	5,000
SHANTI BHAVAN CHILDREN'S PROJ SHANTI BHAVAN CHILDREN'S PROJ 121 HAWKINS PL PBM 192 121 HAWKINS PL PBM 192 BOONTON,NJ 07005	NONE	PUBLIC	GENERAL SUPPORT	20,000
THE REFUGE A HEALING PL FOUNDA THE REFUGE A HEALING PL FOUNDA 14835 SE 85TH STREET 14835 SE 85TH STREET OCKLAWAHA,FL 32179	NONE	PUBLIC	GENERAL SUPPORT	5,000
UNIVERSITY OF COLORADO HOSPITA UNIVERSITY OF COLORADO HOSPITA 12401 E 17TH AVE MS F485 12401 E 17TH AVE MS F485 AURORA,CO 80045	NONE	PUBLIC	GENERAL SUPPORT	27,500
UNIVERSITY OF HOUSTON UNIVERSITY OF HOUSTON 402 AGNES ARNOLD HALL 648 402 AGNES ARNOLD HALL 648 HOUSTON,TX 77204	NONE	PUBLIC	GENERAL SUPPORT	20,000
KIPP ACADEMY NASHVILLE KIPP ACADEMY NASHVILLE PO BX 78126 PO BX 78126 NASHVILLE,TN 37207	NONE	PUBLIC	GENERAL SUPPORT	8,500
UNITED NEIGHBORHOOD HEALTH SER UNITED NEIGHBORHOOD HEALTH SER 617 SOUTH 8TH STREET 617 SOUTH 8TH STREET NASHVILLE,TN 37206	NONE	PUBLIC	GENERAL PURPOSE	7,000
JUNG CENTER OF HOUSTON JUNG CENTER OF HOUSTON 5200 MONTROSE BOULEVARD 5200 MONTROSE BOULEVARD HOUSTON,TX 77006	NONE	PUBLIC	GENERAL PURPOSE	5,000
CATASTROPHIC THEATER CATASTROPHIC THEATER 1119 EAST FREEWAY 1119 EAST FREEWAY HOUSTON,TX 77002	NONE	PUBLIC	GENERAL PURPOSE	9,000
ITALIAN GREYHOUND RESCUE FOUNDATION ITALIAN GREYHOUND RESCUE FOUNDATION 7 DAMON STREET 7 DAMON STREET NORTH READING,MA 018642210	NONE	PUBLIC	GENERAL PURPOSE	1,000
HALO HOUSE FOUNDATION HALO HOUSE FOUNDATION 4010 BLUE BONNET BOULEVAR 4010 BLUE BONNET BOULEVAR HOUSTON,TX 77025	NONE	PUBLIC	GENERAL PURPOSE	500
THE INDEPENDENCE FUND THE INDEPENDENCE FUND 290 CALLAWAY AVENUE 290 CALLAWAY AVENUE PENSACOLA,FL 32505	NONE	PUBLIC	GENERAL PURPOSE	5,000
THE HOUSTON AUDUBON SOCIETY THE HOUSTON AUDUBON SOCIETY 440 WILCHESTER BOULEVARD 440 WILCHESTER BOULEVARD HOUSTON,TX 77079	NONE	PUBLIC	GENERAL PURPOSE	2,500
RICE DESING ALLIANCE RICE UNIVERSITY RDA - 51 PO BOX 1892 PO BOX 1892 HOUSTON,TX 772511892	NONE	PUBLIC	GENERAL PURPOSE	5,000
Total . . . . ▶ 3a				205,000

Form 990PF Part XV Line 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*				
ORANGE SHOW CENTER FOR VISIONARY AR ORANGE SHOW CENTER FOR VISIONARY ART 2402 MUNGER STREET 2402 MUNGER STREET HOUSTON,TX 77023	NONE	PUBLIC	GENERAL PURPOSE	500
ANNUNCIATION ORTHODOX SCHOOL ANNUNCIATION ORTHODOX SCHOOL 3511 YOAKUM BOULEVARD 3511 YOAKUM BOULEVARD HOUSTON,TX 77006	NONE	PUBLIC	GENERAL PURPOSE	1,000
MUSIC HEALTH ALLIANCE MUSIC HEALTH ALLIANCE 1113 MURFREESBORO RD 106 1113 MURFREESBORO RD 106 FRANKLIN,TN 370641308	NONE	PUBLIC	GENERAL PURPOSE	10,500
YELLOWSTONE ACADEMY YELLOWSTONE ACADEMY 3000 TRULLY STREET 3000 TRULLY STREET HOUSTON,TX 77004	NONE	PUBLIC	GENERAL PURPOSE	4,000
HEALTHCARE FOR THE HOMELESS HEALTHCARE FOR THE HOMELESS PO BOX 66690 PO BOX 66690 HOUSTON,TX 77266	NONE	PUBLIC	GENERAL PURPOSE	6,000
CHILDREN'S ASSESSMENT CENTER CHILDREN'S ASSESSMENT CENTER 2500 BOLSOVER 2500 BOLSOVER HOUSTON,TX 77005	NONE	PUBLIC	GENERAL PURPOSE	2,000
BIG SKY COMMUNITY CORPORATION BIG SKY COMMUNITY CORPORATION PO BOX 161404 PO BOX 161404 BIG SKY,MT 59716	NONE	PUBLIC	GENERAL PURPOSE	2,000
BLUE WATER TASK FORCE BLUE WATER TASK FORCE PO BOX 160513 PO BOX 160513 BIG SKY,MT 59716	NONE	PUBLIC	GENERAL PURPOSE	1,000
HOUSTON BARC FOUNDATION HOUSTON BARC FOUNDATION PO BOX 22568 PO BOX 22568 HOUSTON,TX 77227	NONE	PUBLIC	GENERAL PURPOSE	5,000
PACIFICA RADIO FOUNDATION PACIFICA RADIO FOUNDATION 1925 MARTIN LUTHER KING 1925 MARTIN LUTHER KING BERKELEY,CA 947041037	NONE	PUBLIC	GENERAL PURPOSE	2,000
HOUSTON AREA WOMEN'S CENTER HOUSTON AREA WOMEN'S CENTER 1010 WAUGH DRIVE 1010 WAUGH DRIVE HOUSTON,TX 770193902	NONE	PUBLIC	GENERAL PURPOSE	7,000
ACM LIFTING LIVES ACADEMY OF COUNTRY MUSIC CHARITABLE FOUNDATION INC 5500 BALBOA BOULEVARD 5500 BALBOA BOULEVARD ENCINO,CA 91316	NONE	PUBLIC	GENERAL PURPOSE	9,000
I HAVE A DREAM FOUNDATION I HAVE A DREAM FOUNDATION 330 SEVENTH AVENUE 20TH F 330 SEVENTH AVE 20TH FL NEW YORK,NY 10001	NONE	PUBLIC	GENERAL PURPOSE	5,500
MUSICARES MUSICARES 1904 WEDGEWOOD AVENUE 1904 WEDGEWOOD AVENUE NASHVILLE,TN 37212	NONE	PUBLIC	GENERAL PURPOSE	9,500
Total . . . . ▶ **3a**				205,000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 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
PROMETHEUS CHARITABLE TRUST

Employer identification number
20-1074874

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for 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 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 990PF, 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	Employer identification number
PROMETHEUS CHARITABLE TRUST	20-1074874

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	ESTATE OF FRANK A LIDDELL JR 5535 MEMORIAL DR STE F 560 HOUSTON, TX77007	$ 300,116	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
PROMETHEUS CHARITABLE TRUST

Employer identification number
20-1074874

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
		$	

(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
		$	

Name of organization
PROMETHEUS CHARITABLE TRUST

Employer identification number
20-1074874

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule

Name: PROMETHEUS CHARITABLE TRUST

EIN: 20-1074874

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	2,800	1,400		1,400
PR ACCTG	561	281		280

TY 2013 Compensation Explanation

Name: PROMETHEUS CHARITABLE TRUST

EIN: 20-1074874

Person Name	Explanation
ELLEN BLAINE ADAMS	
LISE M LIDDELL	
FRANK A LIDDELL III	
ROBERT B LIDDELL	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: PROMETHEUS CHARITABLE TRUST

EIN: 20-1074874

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
6,685 501 GOLDMAN SACHS COMM STRATEG	2012-12	PURCHASE	2013-12		37,293	38,423			-1,130	
100 ISHARES TR COHEN & STEERS REALTY	2012-10	PURCHASE	2013-06		8,196	7,739			457	
94 ISHARES TR COHEN & STEERS REALTY	2012-10	PURCHASE	2013-06		7,704	7,261			443	
200 ISHARES TR COHEN & STEERS REALTY	2012-12	PURCHASE	2013-06		16,391	15,511			880	
367 ISHARES TR COHEN & STEERS REALTY	2012-12	PURCHASE	2013-06		30,078	28,464			1,614	
425 ISHARES TR COHEN & STEERS REALTY	2012-12	PURCHASE	2013-06		34,831	32,972			1,859	
842 ISHARES TR MSCI EAFE INDEX FD	2012-10	PURCHASE	2013-06		51,392	45,008			6,384	
155 ISHARES TR MSCI EAFE INDEX FD	2012-12	PURCHASE	2013-06		9,461	8,725			736	
3907 ISHARES TR MSCI EAFE INDEX FD	2012-12	PURCHASE	2013-06		238,467	219,921			18,546	
3502 597 PIMCO COMMODITIES PLUS STRA	2012-12	PURCHASE	2013-12		37,150	38,215			-1,065	
45248 998 PIMCO TOTAL RETURN INSTL	2012-12	PURCHASE	2013-12		485,961	505,946			-19,985	
39305 924 RIDGEWORTH TOTAL RETURN BD	2012-12	PURCHASE	2013-12		408,769	428,217			-19,448	
409 VANGUARD INDEX FDS VANGUARD REIT	2013-06	PURCHASE	2013-12		26,339	27,188			-849	
1041 VANGUARD INDEX FDS VANGUARD REI	2013-06	PURCHASE	2013-12		67,024	69,201			-2,177	
361 VANGUARD INTL EQUITY INDEX FDS S	2012-10	PURCHASE	2013-06		14,398	15,021			-623	
100 VANGUARD INTL EQUITY INDEX FDS M	2012-12	PURCHASE	2013-06		3,988	4,362			-374	
1654 VANGUARD INTL EQUITY INDEX FDS	2012-12	PURCHASE	2013-06		65,966	71,899			-5,933	
1313 485 GOLDMAN SACHS COMM STRATEGY	2012-10	PURCHASE	2013-12		7,327	7,549			-222	
699 627 PIMCO COMMODITIES PLUS STRAT	2012-10	PURCHASE	2013-12		7,421	7,633			-212	
6920 415 PIMCO TOTAL RETURN INSTL	2012-10	PURCHASE	2013-12		74,323	77,380			-3,057	
7220 217 RIDGEWORTH TOTAL RETURN BD	2012-10	PURCHASE	2013-12		75,088	78,660			-3,572	

TY 2013 Investments Corporate Bonds Schedule

Name: PROMETHEUS CHARITABLE TRUST

EIN: 20-1074874

Name of Bond	End of Year Book Value	End of Year Fair Market Value
43592.828 PIMCO TOTAL RT INSTL		
45118.478 RIDGEWORTH TOT RT BD FD I		

TY 2013 Investments Corporate Stock Schedule

Name: PROMETHEUS CHARITABLE TRUST

EIN: 20-1074874

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3262 ISHARES CORE S&P 500 ETF	460,310	605,590
4904 ISHARES TR MSCI EAFE INDEX FD		
1186 ISHARES TR COHEN & STEERS REALT		
2234 ISHARES TR RUSSELL 2000 INDEX	183,496	257,714
2115 VANGD INTL EQ INDEX MSCE EMERG		
12142.335 CALAMOS MKT NEUTRAL INC A	153,467	157,365
7979.224 CALDWEL & ORKIN MKT OPPORTU	169,445	172,032
7998.986 GOLD SACHS COMM STRA INSTL		
4042.360 HARTFORD CAP APPREC A	136,913	188,657
6119.802 OPPEN GLOBAL OPPOR INSTL	176,361	251,830
4202.224 PIMCO COMM PL STRAT INSTL		
3254.133 THIRD AVE VALUE INSTL	160,750	186,364
12976 SHS BANK OF RIVER OAKS	187,373	187,373
2756 BARCLAYS BK PLC IPATH INDEX	89,229	89,760
5728 ISHARES TRUST CORE MSCI EAFE EF	298,847	348,091
1893 ISHARES INC CORE MSCI EMERGING	84,727	94,290
20630 SCHWAB STRATEGIC TR US AGGREGA	1,044,099	1,037,483
3106 SCHWAB STRATEGIC TR US REIT ETF	93,357	93,957

TY 2013 Investments Government Obligations Schedule

Name:	PROMETHEUS CHARITABLE TRUST
EIN:	20-1074874
US Government Securities - End of Year Book Value:	
US Government Securities - End of Year Fair Market Value:	
State & Local Government Securities - End of Year Book Value:	103,198
State & Local Government Securities - End of Year Fair Market Value:	3,125

TY 2013 Other Expenses Schedule

Name: PROMETHEUS CHARITABLE TRUST

EIN: 20-1074874

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE	13,329	3,332		9,997

TY 2013 Other Professional Fees Schedule

Name: PROMETHEUS CHARITABLE TRUST

EIN: 20-1074874

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUST/ADVISORY FEES	28,650	28,650		

TY 2013 Taxes Schedule

Name: PROMETHEUS CHARITABLE TRUST

EIN: 20-1074874

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	97			97
FOREIGN TAXES	1,012	1,012		
PAYROLL TAXES	2,207	552		1,655

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TY 2013 IRS Payment

Name:	PROMETHEUS CHARITABLE TRUST
EIN:	20-1074874
Routing Transit Number:	114000093
Bank Account Number:	0534010426
Type of Account:	Checking
Payment Amount in Dollars and Cents:	694
Requested Payment Date:	2014-05-22
Taxpayer's Daytime Phone Number:	(713) 705-6445