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Return of Private Foundation

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

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning _____, and ending _____

Name of foundation: **THE LLEE FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address): **3355 WEST ALABAMA**

Room/suite: **900**

City or town, state or province, country, and ZIP or foreign postal code: **HOUSTON, TX 77098**

A Employer identification number: **20-1968243**

B Telephone number: **7139615544**

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 518,292.**

J Accounting method: Cash Accrual
 Other (specify) _____

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

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		145.	145.		
4 Dividends and interest from securities		11,003.	11,003.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		13,517.			
b Gross sales price for all assets on line 6a		63,965.			
7 Capital gain net income (from Part IV, line 2)			13,517.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		24,665.	24,665.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		4,469.	2,234.		2,235.
c Other professional fees					
17 Interest					
18 Taxes		810.	10.		800.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		6,105.	6,069.		36.
24 Total operating and administrative expenses. Add lines 13 through 23		11,384.	8,313.		3,071.
25 Contributions, gifts, grants paid		26,000.			26,000.
26 Total expenses and disbursements. Add lines 24 and 25		37,384.	8,313.		29,071.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-12,719.			
b Net investment income (if negative, enter -0-)			16,352.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED JUL 29 2014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	31,881.	540.	540.
	2	Savings and temporary cash investments	11,229.	15,394.	15,394.
	3	Accounts receivable ▶ 535.			
		Less: allowance for doubtful accounts ▶	241.	535.	535.
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	359,282.	373,445.	501,823.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	402,633.	389,914.	518,292.	
Liabilities	17	Accounts payable and accrued expenses			0
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	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	402,633.	389,914.		
30	Total net assets or fund balances	402,633.	389,914.		
31	Total liabilities and net assets/fund balances	402,633.	389,914.		

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	402,633.
2	Enter amount from Part I, line 27a	2	-12,719.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	389,914.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	389,914.

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 COMPASS BANK	P		
b CAPITAL GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 63,111.		50,448.	12,663.
b 854.			854.
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			12,663.
b			854.
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	13,517.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	107,818.	456,665.	.236099
2011	127,358.	404,073.	.315186
2010	131,692.	368,093.	.357768
2009	16,759.	327,349.	.051196
2008	101,014.	369,713.	.273223

2 Total of line 1, column (d)	2	1.233472
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	.246694
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	474,037.
5 Multiply line 4 by line 3	5	116,942.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	164.
7 Add lines 5 and 6	7	117,106.
8 Enter qualifying distributions from Part XII, line 4	8	29,071.

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 VII 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
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-)
3 Add lines 1 and 2
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

Table with 2 columns: Line number, Amount. Rows 1-11 showing tax calculations and totals.

- 6 Credits/Payments:
a 2013 estimated tax payments and 2012 overpayment credited to 2013
b Exempt foreign organizations - tax withheld at source
c Tax paid with application for extension of time to file (Form 8868)
d Backup withholding erroneously withheld
7 Total credits and payments. Add lines 6a through 6d
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax

Table with 2 columns: Line number, Amount. Rows 6a-6d showing credit and payment amounts.

Part VII-A Statements Regarding Activities

- 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?
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
c Did the foundation file Form 1120-POL for this year?
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
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?
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?
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
4b If "Yes," has it filed a tax return on Form 990-T for this year?
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
7 Did the foundation have at least \$5,000 in assets at any time during the year?
8a Enter the states to which the foundation reports or with which it is registered (see instructions)
8b 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?
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)?
10 Did any persons become substantial contributors during the tax year?

Table with 3 columns: Line number, Yes, No. Rows 1a-10 showing activity status.

Part VII(A) Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of WERLEIN & HARRIS, P.C. Telephone no. 713-961-5544
Located at 3355 WEST ALABAMA, SUITE 900, HOUSTON, TX ZIP+4 77098
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 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? 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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
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?
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? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
 b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		
6b		X
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.

(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
LANNA L LEE 2121 KIRBY, #15 HOUSTON, TX 77019	TRUSTEE	0.00	0.	0.

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 0.	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	462,493.
b	Average of monthly cash balances	1b	18,763.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	481,256.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	481,256.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,219.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	474,037.
6	Minimum investment return. Enter 5% of line 5	6	23,702.

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	23,702.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	327.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	327.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,375.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	23,375.
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	23,375.

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	29,071.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	29,071.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	29,071.

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				23,375.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	82,538.			
b From 2009	395.			
c From 2010	113,295.			
d From 2011	107,480.			
e From 2012	85,393.			
f Total of lines 3a through e	389,101.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	29,071.			
a Applied to 2012, 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 2013 distributable amount				23,375.
e Remaining amount distributed out of corpus	5,696.			
5 Excess distributions carryover applied to 2013 (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	394,797.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	82,538.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	312,259.			
10 Analysis of line 9:				
a Excess from 2009	395.			
b Excess from 2010	113,295.			
c Excess from 2011	107,480.			
d Excess from 2012	85,393.			
e Excess from 2013	5,696.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(i)(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(i)(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).)

LANNA L LEE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
TEXAS CHILDREN'S HOSPITAL 6621 FANNIN STREET HOUSTON, TX 77030	N/A	PUBLIC	GENERAL SUPPORT	20,000.
ALZHEIMER'S FOUNDATION OF AMERICA 322 EIGHTH AVENUE, 7TH FLOOR NEW YORK, NY 10001	N/A	PUBLIC	GENERAL SUPPORT	5,000.
HOUSTON FOOD BANK 535 PORTWALL STREET HOUSTON, TX 77029	N/A	PUBLIC	GENERAL SUPPORT	1,000.
Total				26,000.
b Approved for future payment				
NONE				
Total				0.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
COMPASS BANK	145.	145.	
TOTAL TO PART I, LINE 3	145.	145.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
COMPASS BANK	11,857.	854.	11,003.	11,003.	
TO PART I, LINE 4	11,857.	854.	11,003.	11,003.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,469.	2,234.		2,235.
TO FORM 990-PF, PG 1, LN 16B	4,469.	2,234.		2,235.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	10.	10.		0.
FEDERAL TAXES	800.	0.		800.
TO FORM 990-PF, PG 1, LN 18	810.	10.		800.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	72.	36.		36.
INVESTMENT MANAGEMENT FEES	5,818.	5,818.		0.
INVESTMENT EXPENSES	215.	215.		0.
TO FORM 990-PF, PG 1, LN 23	6,105.	6,069.		36.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK	373,445.	501,823.
TOTAL TO FORM 990-PF, PART II, LINE 10B	373,445.	501,823.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 7

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LANNA L LEE
2121 KIRBY, #15
HOUSTON, TX 77019

TELEPHONE NUMBER

713-533-9536

FORM AND CONTENT OF APPLICATIONS

WRITTEN APPLICATION IN THE APPLICANT'S OWN WORDS SPECIFYING THE AMOUNT
REQUESTED AND HOW THE FUNDS WOULD BE USED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Asset Detail

Market Value and Activity

January 1, 2013 - December 31, 2013

Asset Detail

Description	Shares/Par Value Current Price	Market Value	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
<i>Domestic Equities</i>				
Agilent Technologies Inc	27.00	\$1,544.13	\$1,004.54	\$14.26
TICKER: A	\$57.19		\$539.59	0.92%
Allergan Inc	11.00	\$1,221.88	\$1,100.50	\$2.20
TICKER: AGN	\$111.08		\$121.38	0.18%
Allstate Corporation	35.00	\$1,908.90	\$1,188.54	\$35.00
TICKER: ALL	\$54.54		\$720.36	1.83%
Amazon Com Inc	6.00	\$2,392.74	\$1,180.83	\$0.00
TICKER: AMZN	\$398.79		\$1,211.91	0.00%
American Express	36.00	\$3,266.28	\$1,992.99	\$33.12
TICKER: AXP	\$90.73		\$1,273.29	1.01%
American International Group, Inc	41.00	\$2,093.05	\$1,872.27	\$16.40
TICKER: AIG	\$51.05		\$220.78	0.78%
Ameriprise Financial Inc	16.00	\$1,840.80	\$1,386.48	\$33.28
TICKER: AMP	\$115.05		\$454.32	1.81%
Amerisourcebergen	44.00	\$3,093.64	\$1,020.90	\$41.36
TICKER: ABC	\$70.31		\$2,072.74	1.34%
Anadarko Petroleum Corporation	17.00	\$1,348.44	\$1,267.87	\$12.24
TICKER: APC	\$79.32		\$80.57	0.91%
Analog Devices, Inc.	51.00	\$2,597.43	\$2,059.43	\$69.36
TICKER: ADI	\$50.93		\$538.00	2.67%
Apache Corp	15.00	\$1,289.10	\$867.53	\$12.00
TICKER: APA	\$85.94		\$421.57	0.93%
Apple Inc.	16.00	\$8,976.32	\$3,785.35	\$195.20
TICKER: AAPL	\$561.02		\$5,190.97	2.17%
AT&T Inc	66.00	\$2,320.56	\$1,810.99	\$121.44
TICKER: T	\$35.16		\$509.57	5.23%
Bank of New York Mellon Corp	52.00	\$1,816.88	\$1,239.26	\$31.20
TICKER: BK	\$34.94		\$577.62	1.72%
Baxter International Inc	28.00	\$1,947.40	\$1,649.08	\$54.88
TICKER: BAX	\$69.55		\$298.32	2.82%
Beam Inc	19.00	\$1,293.14	\$1,158.96	\$17.10
TICKER: BEAM	\$68.06		\$134.18	1.32%
BlackRock Inc	5.00	\$1,582.35	\$1,178.58	\$33.60
TICKER: BLK	\$316.47		\$403.77	2.12%

Asset Detail (continued)**Market Value and Activity**

January 1, 2013 - December 31, 2013

Description	Shares/Par Value Current Price	Market Value	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Borgwarner Inc	86.00	\$4,808.26	\$3,054.92	\$43.00
TICKER: BWA	\$55.91		\$1,753.34	0.89%
Cameron International Corp	31.00	\$1,845.43	\$1,626.32	\$0.00
TICKER: CAM	\$59.53		\$219.11	0.00%
CBS Corp-B	39.00	\$2,485.86	\$1,387.04	\$18.72
TICKER: CBS	\$63.74		\$1,098.82	0.75%
Celgene Corp	20.00	\$3,379.36	\$1,353.99	\$0.00
TICKER: CELG	\$168.97		\$2,025.37	0.00%
Cerner Corporation	34.00	\$1,895.16	\$377.44	\$0.00
TICKER: CERN	\$55.74		\$1,517.72	0.00%
Chevron Corp	37.00	\$4,621.67	\$2,760.44	\$148.00
TICKER: CVX	\$124.91		\$1,861.23	3.20%
CISCO Systems Incorporated	49.00	\$1,099.07	\$1,275.21	\$33.32
TICKER: CSCO	\$22.43		-\$176.14	3.03%
ConocoPhillips	19.00	\$1,342.35	\$884.73	\$52.44
TICKER: COP	\$70.65		\$457.62	3.91%
Danaher Corp	31.00	\$2,393.20	\$1,875.36	\$3.10
TICKER: DHR	\$77.20		\$517.84	0.13%
Deere & Company	48.00	\$4,383.84	\$4,051.92	\$97.92
TICKER: DE	\$91.33		\$331.92	2.23%
Dollar General Corp	41.00	\$2,473.12	\$2,027.23	\$0.00
TICKER: DG	\$60.32		\$445.89	0.00%
Dover Corporation	27.00	\$2,606.58	\$1,912.56	\$40.50
TICKER: DOV	\$96.54		\$694.02	1.55%
eBay Inc	86.00	\$4,718.39	\$2,683.25	\$0.00
TICKER: EBAY	\$54.87		\$2,035.14	0.00%
EMC Corporation	122.00	\$3,068.30	\$2,752.26	\$48.80
TICKER: EMC	\$25.15		\$316.04	1.59%
Equinix Inc	18.00	\$3,194.10	\$2,776.41	\$0.00
TICKER: EQIX	\$177.45		\$417.69	0.00%
Estee Lauder Companies - Class A	17.00	\$1,280.44	\$843.83	\$13.60
TICKER: EL	\$75.32		\$436.61	1.06%
Express Scripts Holding Inc	49.00	\$3,441.76	\$2,470.14	\$0.00
TICKER: ESRX	\$70.24		\$971.62	0.00%
Flowserve Corp	39.00	\$3,074.37	\$1,606.62	\$21.84
TICKER: FLS	\$78.83		\$1,467.75	0.71%
Fluor Corporation	22.00	\$1,766.38	\$1,271.22	\$14.08
TICKER: FLR	\$80.29		\$495.16	0.80%
Freeport-Mcmoran Copper & Gold Inc.	50.00	\$1,887.00	\$1,352.85	\$62.50
TICKER: FCX	\$37.74		\$534.15	3.31%
General Electric Company	152.00	\$4,260.56	\$2,548.25	\$133.76
TICKER: GE	\$28.03		\$1,712.31	3.14%
Goldman Sachs Group Inc	19.00	\$3,367.94	\$2,692.68	\$41.80
TICKER: GS	\$177.26		\$675.26	1.24%
Google Inc Cl-A	6.00	\$6,724.26	\$4,181.75	\$0.00
TICKER: GOOG	\$1,120.71		\$2,542.51	0.00%

Asset Detail (continued)**Market Value and Activity**

January 1, 2013 - December 31, 2013

Description	Shares/Par Value Current Price	Market Value	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Hain Celestial Group Inc TICKER: HAIN	15.00 \$90.78	\$1,361.70	\$1,034.63 \$327.07	\$0.00 0.00%
Halliburton Company TICKER: HAL	29.00 \$50.75	\$1,471.75	\$1,134.04 \$337.71	\$17.40 1.18%
Henry Schein Inc TICKER: HSIC	27.00 \$114.26	\$3,085.02	\$2,026.69 \$1,058.33	\$0.00 0.00%
Hess Corp TICKER: HES	46.00 \$83.00	\$3,818.00	\$2,769.17 \$1,048.83	\$46.00 1.20%
Honeywell International Inc TICKER: HON	16.00 \$91.37	\$1,461.92	\$625.20 \$836.72	\$28.80 1.97%
Intel Corporation TICKER: INTC	70.00 \$25.96	\$1,816.85	\$1,722.73 \$94.12	\$63.00 3.47%
International Business Machines Corp TICKER: IBM	13.00 \$187.57	\$2,438.41	\$1,366.23 \$1,072.18	\$49.40 2.03%
iShares Russell Midcap ETF TICKER: IWR	309.00 \$149.98	\$46,343.82	\$20,163.22 \$26,180.60	\$609.04 1.31%
iShares Russell 2000 ETF TICKER: IWM	394.00 \$115.36	\$45,451.84	\$29,446.92 \$16,004.92	\$557.12 1.23%
JPMorgan Chase & Co TICKER: JPM	55.00 \$58.48	\$3,216.40	\$2,135.53 \$1,080.87	\$83.60 2.60%
Kohls Corporation TICKER: KSS	20.00 \$56.75	\$1,135.00	\$1,031.50 \$103.50	\$28.00 2.47%
Laboratory Corp of America Hldgs TICKER: LH	13.00 \$91.37	\$1,187.81	\$1,116.31 \$71.50	\$0.00 0.00%
Lululemon Athletica, Inc. TICKER: LULU	19.00 \$59.03	\$1,121.57	\$1,204.86 -\$83.29	\$0.00 0.00%
Microsoft Corporation TICKER: MSFT	42.00 \$37.41	\$1,571.22	\$1,192.59 \$378.63	\$47.04 2.99%
Monsanto Co TICKER: MON	25.00 \$116.55	\$2,913.75	\$2,331.77 \$581.98	\$43.00 1.48%
NextEra Energy, Inc. TICKER: NEE	31.00 \$85.62	\$2,654.22	\$1,878.85 \$775.37	\$81.84 3.08%
Occidental Petroleum Corporation TICKER: OXY	25.00 \$95.10	\$2,377.50	\$2,111.13 \$266.37	\$64.00 2.69%
Ocwen Financial Corp TICKER: OCN	50.00 \$55.45	\$2,772.50	\$2,068.29 \$704.21	\$0.00 0.00%
Oracle Corporation TICKER: ORCL	47.00 \$38.26	\$1,798.22	\$1,361.30 \$436.92	\$22.56 1.25%
Philip Morris International, Inc. TICKER: PM	16.00 \$87.13	\$1,394.08	\$1,134.40 \$259.68	\$60.16 4.32%
Pioneer Natural Resources Company TICKER: PXD	15.00 \$184.07	\$2,761.05	\$1,363.88 \$1,397.17	\$1.20 0.04%



Asset Detail (continued)**Market Value and Activity**

January 1, 2013 - December 31, 2013

Description	Shares/Par Value Current Price	Market Value	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Precision Castparts Corp	7.00	\$1,885.10	\$1,166.10	\$0.84
TICKER: PCP	\$269.30		\$719.00	0.04%
Priceline.Com Inc	2.00	\$2,324.80	\$1,303.53	\$0.00
TICKER: PCLN	\$1,162.40		\$1,021.27	0.00%
Procter & Gamble Company	32.00	\$2,605.12	\$2,117.82	\$76.99
TICKER: PG	\$81.41		\$487.30	2.96%
Public Service Enterprise Group Inc	44.00	\$1,409.76	\$1,329.62	\$63.36
TICKER: PEG	\$32.04		\$80.14	4.49%
Qualcomm Inc	58.00	\$4,306.50	\$3,618.33	\$81.20
TICKER: QCOM	\$74.25		\$688.17	1.89%
Ralph Lauren Corp	10.00	\$1,765.70	\$1,212.65	\$18.00
TICKER: RL	\$176.57		\$553.05	1.02%
Rockwell Automation, Inc. Common Stk	11.00	\$1,299.76	\$770.94	\$25.52
TICKER: ROK	\$118.16		\$528.82	1.96%
Sandisk Corp	17.00	\$1,199.18	\$804.00	\$15.30
TICKER: SNDK	\$70.54		\$395.18	1.28%
Schlumberger Limited	32.00	\$2,883.52	\$2,249.42	\$40.00
TICKER: SLB	\$90.11		\$634.10	1.39%
SPDR S&P Dividend ETF	1,017.00	\$73,854.54	\$54,934.49	\$1,667.88
TICKER: SDY	\$72.62		\$18,920.05	2.26%
Starbucks Corp	16.00	\$1,254.24	\$1,021.52	\$16.64
TICKER: SBUX	\$78.39		\$232.72	1.33%
Starwood Hotels & Resorts	16.00	\$1,271.20	\$1,077.68	\$21.60
TICKER: HOT	\$79.45		\$193.52	1.70%
The Mosaic Company	20.00	\$945.40	\$1,233.70	\$20.00
TICKER: MOS	\$47.27		-\$288.30	2.12%
The Walt Disney Company	16.00	\$1,222.40	\$1,060.56	\$13.76
TICKER: DIS	\$76.40		\$161.84	1.13%
Thermo Fischer Scientific Inc	30.00	\$3,340.50	\$1,446.19	\$18.00
TICKER: TMO	\$111.35		\$1,894.31	0.54%
Time Warner Cable Inc.	16.00	\$2,168.00	\$1,324.29	\$41.60
TICKER: TWC	\$135.50		\$843.71	1.92%
Trimble Navigation LTD	68.00	\$2,359.60	\$2,063.98	\$0.00
TICKER: TRMB	\$34.70		\$295.62	0.00%
U.S. Bancorp	28.00	\$1,131.20	\$953.52	\$25.76
TICKER: USB	\$40.40		\$177.68	2.28%
Union Pacific Corporation	22.00	\$3,696.00	\$1,172.58	\$69.52
TICKER: UNP	\$168.00		\$2,523.42	1.88%
United Rentals Inc	19.00	\$1,481.05	\$1,085.54	\$0.00
TICKER: URI	\$77.95		\$395.51	0.00%
United Technologies Corporation	42.00	\$4,779.60	\$2,969.63	\$99.12
TICKER: UTX	\$113.80		\$1,809.97	2.07%
Urban Outfitters Inc	49.00	\$1,817.90	\$2,010.50	\$0.00
TICKER: URBN	\$37.10		-\$192.60	0.00%

Asset Detail (continued)**Market Value and Activity**

January 1, 2013 - December 31, 2013

Description	Shares/Par Value Current Price	Market Value	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
V F Corporation	32.00	\$1,994.88	\$1,221.80	\$33.60
TICKER: VFC	\$62.34		\$773.08	1.68%
Wal-Mart Stores	46.00	\$3,619.74	\$3,226.81	\$86.48
TICKER: WMT	\$78.69		\$392.93	2.39%
Walgreen Company	36.00	\$2,067.84	\$1,257.65	\$45.36
TICKER: WAG	\$57.44		\$810.19	2.19%
Wells Fargo Company	101.00	\$4,585.40	\$2,771.38	\$121.20
TICKER: WFC	\$45.40		\$1,814.02	2.64%
Williams Sonoma Inc	18.00	\$1,049.04	\$984.87	\$22.32
TICKER: WSM	\$58.28		\$64.17	2.13%
Total Domestic Equities		\$375,121.04	\$249,138.86 \$125,982.18	\$5,922.23
International Equities				
Accenture PLC	27.00	\$2,219.94	\$1,841.02	\$50.22
TICKER: ACN	\$82.22		\$378.92	2.26%
Actavis PLC	16.00	\$2,688.00	\$1,957.19	\$0.00
TICKER: ACT	\$168.00		\$730.81	0.00%
Anheuser Busch Inbev NV ADR	13.00	\$1,383.98	\$1,196.33	\$32.55
TICKER: BUD	\$106.46		\$187.65	2.35%
Arm Holdings PLC-Spons ADR	60.00	\$3,283.86	\$2,011.61	\$12.12
TICKER: ARMH	\$54.73		\$1,272.25	0.37%
Diageo PLC	27.00	\$3,575.34	\$2,399.97	\$80.95
TICKER: DEO	\$132.42		\$1,175.37	2.26%
Michael Kors Holdings Limited (Eur)	30.00	\$2,435.70	\$1,275.39	\$0.00
TICKER: KORS	\$81.19		\$1,160.31	0.00%
Valeant Pharmaceuticals Intl	17.00	\$1,995.80	\$1,113.93	\$0.00
TICKER: VRX	\$117.40		\$881.87	0.00%
Total International Equities		\$17,582.62	\$11,795.44 \$5,787.18	\$175.84
Fixed Income - Taxable				
Federated Total Return Bd-In #328	4,854.88	\$52,869.63	\$56,205.55	\$1,810.87
TICKER: FTRBX	\$10.89		-\$3,335.92	3.43%
Managers Bond Fund	1,523.79	\$41,645.10	\$42,562.91	\$1,359.22
TICKER: MGFIX	\$27.33		-\$917.81	3.26%



Asset Detail (continued)

Market Value and Activity

January 1, 2013 - December 31, 2013

Description	Shares/Par Value Current Price	Market Value	Tax Cost Unrealized G/L	Est. Ann. Income Current Yield
Wells Fargo ADV HI Inc - Ins TICKER: SHYYX	1,754.63 \$7.45	\$13,072.02	\$13,742.20 -\$670.18	\$796.60 6.09%
Total Fixed Income - Taxable		\$107,586.75	\$112,510.66 -\$4,923.91	\$3,966.69

GRAND TOTAL

\$373,445

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

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

Type or print	Name of exempt organization or other filer, see instructions. THE LLEE FOUNDATION	Enter filer's identifying number Employer identification number (EIN) or 20-1968243
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. 3355 WEST ALABAMA, NO. 900	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HOUSTON, TX 77098	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (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

WERLEIN & HARRIS, P.C.

- The books are in the care of ▶ **3355 WEST ALABAMA, SUITE 900 - HOUSTON, TX 77098**
Telephone No. ▶ **713-961-5544** Fax No. ▶ **713-961-5444**
- 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 **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2013** or
▶ tax year beginning _____, and ending _____.

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	\$	453.
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	\$	453.
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	\$	0.

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.