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Part III Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	1,526,056.	2,819,407.	2,819,407.
	3 Accounts receivable			
	Less: allowance for doubtful accounts	2,119.		
	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 sch)			
	Less: allowance for doubtful accounts	1,795,506.		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	23,332.	8,338.	8,338.
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) Statement 8	12,193,120.	14,704,389.	14,704,389.
	c Investments – corporate bonds (attach schedule) Statement 9	2,886,909.	2,879,095.	2,879,095.
	11 Investments – land, buildings, and equipment basis	1,251,524.		
LIABILITIES	Less: accumulated depreciation (attach schedule) See Stmt 10	999,400.	352,064.	252,124.
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) Statement 11	12,879,561.	12,501,639.	12,501,639.
	14 Land, buildings, and equipment: basis	12,718.		
	Less: accumulated depreciation (attach schedule) See Stmt 12	11,700.	1,018.	1,018.
	15 Other assets (describe See Statement 13)		350,000.	350,000.
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	31,658,667.	33,516,010.	36,208,324.
	17 Accounts payable and accrued expenses	4,890.	91,370.	
	18 Grants payable	944,333.	872,000.	
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	949,223.	963,370.	
	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	34,548,881.	34,548,881.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-3,839,437.	-1,996,241.	
	30 Total net assets or fund balances (see instructions)	30,709,444.	32,552,640.	
	31 Total liabilities and net assets/fund balances (see instructions)	31,658,667.	33,516,010.	

Part IV 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	30,709,444.
2	Enter amount from Part I, line 27a.	2	814,016.
3	Other increases not included in line 2 (itemize) See Statement 14	3	2,303,408.
4	Add lines 1, 2, and 3	4	33,826,868.
5	Decreases not included in line 2 (itemize). See Statement 15	5	1,274,228.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	32,552,640.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a Publicly-traded Securities	P	Various	Various
b Passthrough K-1 Capital Gain	P	Various	Various
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 5,403,670.		4,050,320.	1,353,350.
b 185,962.			185,962.
c			
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			1,353,350.
b			185,962.
c			
d			
e			

2 Capital gain net income or (net capital loss).

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2

1,539,312.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-
in Part I, line 8

3

0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	2,067,943.	31,347,675.	0.065968
2011	3,618,726.	31,059,107.	0.116511
2010	2,845,719.	30,580,538.	0.093057
2009	2,970,462.	30,799,661.	0.096445
2008	4,038,592.	38,284,477.	0.105489

2 Total of line 1, column (d)

2

0.477470

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

0.095494

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4

33,365,719.

5 Multiply line 4 by line 3

5

3,186,226.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

23,285.

7 Add lines 5 and 6

7

3,209,511.

8 Enter qualifying distributions from Part XII, line 4

8

1,748,652.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b		1	46,569.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	46,569.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	46,569.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	20,634.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	44,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	64,634.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	18,065.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 18,065. Refunded 0.	11		

Part VII Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a 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? <i>If 'No,' attach explanation.</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.scurlockfoundation.org</u>	13	X	
14	The books are in care of <u>Jack S. Blanton, Jr.</u> Telephone no. <u>713-236-1500</u> Located at <u>3355 West Alabama, Suite 630 Houston TX</u> ZIP + 4 <u>77098</u>			
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	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	16	Yes	No
				X

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1 b	X
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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 20 __, 20 __, 20 __, 20 __	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 __, 20 __, 20 __, 20 __		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If 'Yes,' did it have excess business holdings in 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations 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) See Statement 16

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob 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 ☒ Nob If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No N/A

5b

X

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 (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
See Statement 17		77,500.	2,109.	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

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 (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JP Morgan Chase Bank 707 Travis Street, Floor 11 Houston, TX 77002	Investment mgmt	74,653.
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 (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 instructions.	
3	
Total. Add lines 1 through 3	0.

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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	1 a	16,961,179.
b	Average of monthly cash balances	1 b	1,803,426.
c	Fair market value of all other assets (see instructions)	1 c	15,109,221.
d	Total (add lines 1a, b, and c)	1 d	33,873,826.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	33,873,826.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	508,107.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,365,719.
6	Minimum investment return. Enter 5% of line 5.	6	1,668,286.

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	1,668,286.
2a	Tax on investment income for 2013 from Part VI, line 5	2 a	46,569.
b	Income tax for 2013 (This does not include the tax from Part VI)	2 b	66,691.
c	Add lines 2a and 2b	2 c	113,260.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,555,026.
4	Recoveries of amounts treated as qualifying distributions	4	171,278.
5	Add lines 3 and 4	5	1,726,304.
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	1,726,304.

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	1 a	1,747,994.
b	Program-related investments — total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	658.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,748,652.
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	1,748,652.

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				1,726,304.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years. 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2013.				
a From 2008	2,143,452.			
b From 2009	1,441,891.			
c From 2010	1,325,574.			
d From 2011	2,102,843.			
e From 2012	315,438.			
f Total of lines 3a through e	7,329,198.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 1,748,652.				
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				1,726,304.
e Remaining amount distributed out of corpus	22,348.			
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	7,351,546.			
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 instructions.			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) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	2,143,452.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	5,208,094.			
10 Analysis of line 9:				
a Excess from 2009	1,441,891.			
b Excess from 2010	1,325,574.			
c Excess from 2011	2,102,843.			
d Excess from 2012	315,438.			
e Excess from 2013	22,348.			

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or	<input type="checkbox"/> 4942(j)(5)
--	--	-------------------------------------

(4) Gross investment income

[illegible]

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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
Arts (See attached pgs 1-2)	N/A		See attachment	198,800.
Civic (See attached pg 2-4)	N/A		See attachment	284,750.
Education (See attach. pg 4-6)	N/A		See attachment	496,500.
Health (See attached pg 6-8)	N/A		See attachment	423,850.
Religion (See attach pg 8-9)	N/A		See attachment	192,333.
Less grant to PF not treated as a qualifying distribution				-4,000.
Total			3 a	1,592,233.
<i>b Approved for future payment</i>				
See attachment	N/A		See attachment	265,000.
Total			3 b	265,000.

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) Exclu- sion code	(d) Amount	
1	Program service revenue.					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	271,811.	
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	525990	250,322.	14	1,539,312.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	Oil & Gas Royalties			15	920,738.	
b	Passsthrough K-1 Income	525990	13,656.	14	18,609.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		263,978.		2,750,470.	
13	Total. Add line 12, columns (b), (d), and (e)					13 3,014,448.

(See worksheet in line 13 instructions to verify calculations)

[illegible]

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Statement 4
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax compliance	\$ 5,800.	\$ 2,900.		\$ 2,900.
Total	<u>\$ 5,800.</u>	<u>\$ 2,900.</u>		<u>\$ 2,900.</u>

Statement 5
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management fees	\$ 74,673.	\$ 74,673.		
Other professional services	10,940.	5,470.		\$ 5,470.
Property tax consultant	1,259.	1,259.		
Strategic planning consultant	13,216.	6,608.		6,608.
Total	<u>\$ 100,088.</u>	<u>\$ 88,010.</u>		<u>\$ 12,078.</u>

Statement 6
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax	\$ 351.	\$ 351.		
Form 990-PF Tax	46,572.			
	66,691.			
Property tax	7,374.	7,374.		
Severance tax - oil & gas	55,971.	55,971.		
State tax	342.	342.		
Tax withheld by partnership investment	4,188.	4,188.		
Total	<u>\$ 181,489.</u>	<u>\$ 68,226.</u>		<u>\$ 0.</u>

Statement 7
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance	\$ 3,250.	\$ 1,625.		\$ 1,625.
K-1 expenses	28,402.	28,060.		
Office expenses	16,714.	8,357.		8,357.
Oil & Gas expenses	71,950.	71,950.		
Total	<u>\$ 120,316.</u>	<u>\$ 109,992.</u>		<u>\$ 9,982.</u>

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Statement 1

Form 990-PF, Part I, Line 6a

Net Gain (Loss) from Noninventory Sales Per Books

Assets Not Included in Part IV

Description:	751 Gain (UBI) on sale of PTPs		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	Various		
Gross Sales Price:	249,578.		
Cost or Other Basis:	0.		
Basis Method:	Cost	Gain (Loss)	249,578.
Description:	Passthrough K-1 Capital Gain - UBI		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	Various		
Gross Sales Price:	744.		
Cost or Other Basis:	0.		
Basis Method:	Cost	Gain (Loss)	744.
		Total	<u>\$ 250,322.</u>

Statement 2

Form 990-PF, Part I, Line 11

Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Oil & Gas Royalties	\$ 920,738.	\$ 920,738.	
Passthrough K-1 Income	32,265.	18,609.	
Total	<u>\$ 953,003.</u>	<u>\$ 939,347.</u>	<u>\$ 0.</u>

Statement 3

Form 990-PF, Part I, Line 16a

Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees relating to O&G invest	\$ 3,987.	\$ 3,987.		
Legal fees relating to PRIs	32,489.			\$ 32,489.
Total	<u>\$ 36,476.</u>	<u>\$ 3,987.</u>		<u>\$ 32,489.</u>

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Statement 8
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate Stock - See attachment	Mkt Val	\$ 14,704,389.	\$ 14,704,389.
	Total	<u>\$ 14,704,389.</u>	<u>\$ 14,704,389.</u>

Statement 9
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate Bonds - See attachment	Mkt Val	\$ 2,879,095.	\$ 2,879,095.
	Total	<u>\$ 2,879,095.</u>	<u>\$ 2,879,095.</u>

Statement 10
Form 990-PF, Part II, Line 11
Investments - Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Land	\$ 52,245.		\$ 52,245.	\$ 170,769.
Oil & Gas Interests	1,199,279.	\$ 999,400.	199,879.	2,773,669.
Total	<u>\$ 1,251,524.</u>	<u>\$ 999,400.</u>	<u>\$ 252,124.</u>	<u>\$ 2,944,438.</u>

Statement 11
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Apollo Ltd	Mkt Val	\$ 925,225.	\$ 925,225.
CPI Biotechnology II Private Investors	Mkt Val	52,418.	52,418.
JPM US Real Estate Income	Mkt Val	285,209.	285,209.
KKR European Fund II	Mkt Val	341,281.	341,281.
KKR 2006 Fund Private Investors	Mkt Val	379,870.	379,870.
Carlyle Asia Partners	Mkt Val	143,994.	143,994.
AP Alternative Assets LP	Mkt Val	353,125.	353,125.
PSAM Worldarb Fund Ltd	Mkt Val	771,857.	771,857.
GS Distressed Opportunities	Mkt Val	165,224.	165,224.
GS Vintage Fund	Mkt Val	148,526.	148,526.
Lowe Real Estate Income & Growth	Mkt Val	146,880.	146,880.
Commonfund Realty Investors	Mkt Val	8,050.	8,050.
DFJ Mercury Venture Partners	Mkt Val	355,175.	355,175.
Merritt Capital Partners LP	Mkt Val	768,066.	768,066.
Taconic Offshore Fund	Mkt Val	1,559,907.	1,559,907.
CCMP Capital Investors II	Mkt Val	481,125.	481,125.

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Statement 11 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Investments</u>			
Midocean III Private Investors Offshore	Mkt Val	\$ 422,284.	\$ 422,284.
Highbridge Capital Corp.	Mkt Val	617,793.	617,793.
DFJ Mercury Venture Partners II	Mkt Val	453,530.	453,530.
Highbridge Mezzanine Partners	Mkt Val	404,883.	404,883.
JPMorgan Global Access Offshore	Mkt Val	312,320.	312,320.
Och-Ziff Ozof II Private Investors	Mkt Val	753,759.	753,759.
Winton Futures Fund, Ltd. Class B	Mkt Val	655,997.	655,997.
Boardwalk Pipeline Ptnrs, LP	Mkt Val	25,520.	25,520.
JPM Blackrock Opportunistic	Mkt Val	785,365.	785,365.
AESSF II Private Investors	Mkt Val	422,000.	422,000.
Blackstone Real Estate VII	Mkt Val	285,251.	285,251.
AP VIII	Mkt Val	126,425.	126,425.
McAlister Opportunity Fund 2012 LP	Mkt Val	346,000.	346,000.
CCMP III Private Inv Offshore	Mkt Val	4,580.	4,580.
Total		<u>\$ 12,501,639.</u>	<u>\$ 12,501,639.</u>

Statement 12
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 11,401.	\$ 11,401.	\$ 0.	\$ 1,018.
Machinery and Equipment	1,317.	299.	1,018.	0.
Total	<u>\$ 12,718.</u>	<u>\$ 11,700.</u>	<u>\$ 1,018.</u>	<u>\$ 1,018.</u>

Statement 13
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Due from Lon Morris College	\$ 350,000.	\$ 350,000.
Total	<u>\$ 350,000.</u>	<u>\$ 350,000.</u>

Statement 14
Form 990-PF, Part III, Line 3
Other Increases

Unrealized appreciation in value of investments	\$ 2,303,408.
Total	<u>\$ 2,303,408.</u>

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Statement 15
Form 990-PF, Part III, Line 5
Other Decreases

Forgiveness of PRI Loan Total \$ 1,274,228.
\$ 1,274,228.

Statement 16
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility

Grantee Name: Stoney Creek Foundation
Address: 510 Bering Dr, Ste 100
Address: Houston, TX 77057
Grant Date: 11/16/2012
Grant Amount: \$ 4,000
Grant Purpose: Capital Project
Amt. Expended by Grantee: \$ 4,000
Any Diversion by Grantee: No
Dates of Reports by Grantee: 11/3/14
Date of Verification: None
Results of Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Grantee Name: Harmon Family Foundation
Address: 1806B Nantucket
Address: Houston, TX 77057
Grant Date: 2/08/2012
Grant Amount: \$ 2,000
Grant Purpose: Charitable event
Amt. Expended by Grantee: \$ 2,000
Any Diversion by Grantee: No
Dates of Reports by Grantee: 12/4/13
Date of Verification: None
Results of Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Grantee Name: Stoney Creek Foundation
Address: 510 Bering Dr, Ste 100
Address: Houston, TX 77057
Grant Date: 1/06/2013
Grant Amount: \$ 4,000
Grant Purpose: Capital Project
Amt. Expended by Grantee: \$ 4,000
Any Diversion by Grantee: No
Dates of Reports by Grantee: 11/3/2014
Date of Verification: None
Results of Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

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Statement 17

Form 990-PF, Part VIII, Line 1

List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contri- bution to EBP & DC	Expense Account/ Other
Jack Blanton, Jr 3355 West Alabama, Ste 630 Houston, TX 77098	Pres/Asst. Sec. 2.00	\$ 0.	\$ 0.	\$ 0.
Elizabeth Wareing 3355 West Alabama, Ste 630 Houston, TX 77098	VP/Secretary 2.00	0.	0.	0.
Eddy Blanton 3355 West Alabama, Ste 630 Houston, TX 77098	VP/Asst. Sec. 2.00	0.	0.	0.
Kathy Munger 3355 West Alabama, Ste 630 Houston, TX 77098	Asst. Secretary 33.00	49,500.	112.	0.
Licia Cosgrove 3355 West Alabama, Ste 630 Houston, TX 77098	Treas/Asst. Sec 8.00	28,000.	1,997.	0.
Total		\$ 77,500.	\$ 2,109.	\$ 0.

Statement 18

Form 990-PF, Part XV, Line 2a-d

Application Submission Information

Name: Kathy Munger
 Care Of: Scurlock Foundation
 Street Address: 3355 W. Alabama, Ste 630
 City, State, Zip Code: Houston, TX 77098
 Telephone: 713-236-0550

Form and Content: See www.scurlockfoundation.org for grant application requirements.
 Submission Deadlines: See www.scurlockfoundation.org
 Restrictions on Awards: See www.scurlockfoundation.org

12/31/13

2013 Federal Book Summary Depreciation Schedule

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No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus. Pct	Cur 179/ SDA	Prior 179/ SDA/ Depr.	Method	Life	Current Depr.
Form 990/990-PF										
Furniture and Fixtures										
2	Furn, equip, software	Various		12,718			11,700	S/L	5	0
	Total Furniture and Fixtures			12,718		0	11,700			0
Machinery and Equipment										
4	Software	1/01/13		268				S/L	3	89
5	Computer	1/01/13		1,049				S/L	5	210
	Total Machinery and Equipment			1,317		0	0			299
Oil & Gas Interests										
3	Mineral interests	Various		1,729,157			999,400	S/L	12	0
	Total Oil & Gas Interests			1,729,157		0	999,400			0
	Total Depreciation			1,743,192		0	1,011,100			299
	Grand Total Depreciation			1,743,192		0	1,011,100			299

Part II, Line 10b - Investments - Corporate Stock

<u># of shares</u>	<u>Description</u>	<u>Book/FMV</u>
1,000	Allianz SE	\$ 17,962
2,500	Conoco Phillips	176,625
13	Freeport McMoran	491
4,000	General Electric	112,120
2,500	General Motors	102,175
200	Hess Corporation	16,600
137	Hugoton Royalty Trust	1,028
2,000	Key Energy Services Inc	15,800
837	Kinder Morgan Inc	30,132
50,000	Lexicon Pharmaceuticals Inc	90,000
1,500	Occidental Petroleum Corp	142,650
1,250	Phillips 66 Com	96,413
8,000	Sandridge Energy Co	48,560
700	Siemens A G Sponsored ADR	96,957
1,500	Swift Energy Co	20,250
2,000	Tetra Technologies Inc	24,720
2,000	Wells Fargo & Co	90,800
1,280	Kinder Morgan warrants	5,197
19,531	Dodge & Cox International Stock Fund	840,627
104,183	JPM Growth Advantage Fd	1,451,657
215,000	JPM REN SPX 9/04/14	233,748
210,000	JPM REN MXEA 6/25/14	240,051
61,007	Neuberger Ber MU/C Opp Ins	936,451
8,820	Ishares Core S&P Midcap ETF	1,180,204
16,398	Ishares MSCI EAFE Index Fund	1,100,224
16,892	JPM Tr I Midcap Core	365,541
36,692	JPM US Large Cap Core Plus Fd	1,017,827
200,000	DB Market PLUS SX5E 3/19/14	240,172
13,966	Matthews Pacific Tiger Instl Fund	348,743
229,801	JPM Intrepid European Fd	229,801
6,491	MFS Intl Value -I	228,371
69,065	Oakmark International Fd-1	1,817,799
12,935	SPDR S&P 500 ETF Trust	2,388,965
38,820	T Rowe Price New Asia	621,506
8,219	JPM China Region Fd	174,575
9,284	JPM Emerging Mkt Equity Fund	210,749
15	Occidental Petroleum exp 1/18/14	\$ (2,700)
7	Siemens AG exp 1/18/14	(8,400)
Total		\$ 14,704,389

Part II, Line 10c - Investments - Fixed Income

<u># of shares</u>	<u>Description</u>	<u>Book/FMV</u>
16,892	JPM Strat Income Opport Fd	\$ 200,845
24,501	JPM Core Bond Fund	281,021
80,412	JPM High Yield Fund	641,686
60,824	JPM Short Duration Bond Fd	662,376
457,473	JPM Float Rate Income Fund	457,473
13,280	Dreyfus Emg Mkt Debt Loc	184,197
Total		\$ 2,427,597

Part II, Line 10c - Investments - Hard Assets

<u>Quantity</u>	<u>Description</u>	<u>Book/FMV</u>
225,000	JPM Enhanced Beta Daily Return Note	\$ 229,253
11,426	Pimco Commodity PL Strat-P	121,915
100,000	SG Lev Cont Buff Eq Wti 1/14/15	100,330
		\$ 451,497
Total		\$ 2,879,095

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation</u> <u>Status</u>	<u>Purpose</u>	<u>Amount</u>
<u>Arts</u>			
A.D. Players 2710 W. Alabama St. Houston, TX 77098	PC	General Support	\$ 5,000
Alley Theatre 615 Texas Ave Houston, Texas 77002	PC	General Support	5,250
Americans for the Arts 1000 Vermont Ave. NW FL 6 Washington, DC 20005	PC	General Support	10,000
Art League of Houston 1953 Montrose Blvd. Houston, TX 77006	PC	Rachel Hecker and Leigh & Reggie Smith	1,000
Contemporary Arts Museum Houston 5216 Montrose Blvd. Houston, Texas 77006	PC	Another Great Night 2013	750
Contemporary Arts Museum Houston 5216 Montrose Blvd. Houston, Texas 77006	PC	Collectors Circle	1,000
Contemporary Arts Museum Houston 5216 Montrose Blvd. Houston, Texas 77006	PC	Art Auction & Gala	5,000
Holocaust Museum Houston 5401 Caroline St, Houston, TX 77004	PC	March concert	2,500
Houston Arts Alliance 3201 Allen Pkwy Ste 250 Houston, TX 77019	PC	2013 Event	1,000
Houston Ballet Foundation 601 Preston St, Houston, TX 77002	PC	General Support	5,000
Houston Ballet Foundation 601 Preston St, Houston, TX 77002	PC	Capital Campaign	10,000
Houston Grand Opera 510 Preston St, Houston, TX 77002	PC	Laura Lee Blanton Studio Awards 2013	5,000
Houston Museum of African American Culture PO Box 667129, Houston, TX 77266	PC	General Support	5,000
Houston Symphony Society 615 Louisiana Suite 102 Houston, Texas 77002	PC	General Support	5,200
Menil Foundation Inc 1511 Branard St, Houston, TX 77006	PC	Halloween Party	5,000

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation</u> <u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Museum of Fine Arts Houston 1001 Bissonnet St, Houston, TX 77005	PC	2013 Auction and Benefit	5,000
Museum of Fine Arts Houston 1001 Bissonnet St, Houston, TX 77005	PC	Art Core Program Glassell	1,500
Museum of Fine Arts Houston 1001 Bissonnet St, Houston, TX 77005	PC	JSB, Jr. 2013 Directed	14,600
River Oaks Chamber Orchestra 3733-1 Westheimer Rd. 1029, Houston, TX 77027	PC	General Support	5,000
River Oaks Chamber Orchestra 3733-1 Westheimer Rd. 1029, Houston, TX 77027	PC	Gala	2,500
Stages Inc 3201 Allen Parkway, Houston, Texas 77019	PC	General Support	1,500
Texas Cultural Trust Councils 823 Congress Ave, Ste 650, Austin, TX 78701	PC	Texas Medal of Arts	12,500
Texas Cultural Trust Councils 823 Congress Ave, Ste 650, Austin, TX 78701	PC	General Support	1,000
The Orange Show Foundation 2402 Munger St, Houston, TX 77023	PC	Donation honoring Marily Oshman and chairs	500
University of Texas Foundation PO Box 250, Austin, TX 78767	PC	Blanton Endowment	83,000
Young Audiences 4550 Post Oak Place Dr Ste 230, Houston, TX 77027	PC	General Support	5,000
Subtotal - Arts			198,800
<u>Civic</u>			
Barbara Bush Foundation for Family Literacy Inc. 516 N. Adams St. Tallahassee, FL 32301	PC	2013 Event	15,000
Big Brothers Big Sisters of America 450 E. John Carpenter Fwy 100 Irving, TX 75062	PC	Gala	500
Boys and Girls Country of Houston Inc 18806 Roberts Rd. Hockley, TX 77447	PC	General Support	1,000
Boys and Girls Clubs of Greater Houston Inc. 5210A Airline Dr. Houston, TX 77009	PC	General Support	1,000

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Bravelove Inc. 2633 McKinney Ave. 130-266 Dallas, TX 75204	PC	General Support	10,000
Buffalo Bayou Partnership 1113 Vine St, Ste 200, Houston, TX 77002	PC	General Support	20,000
Camp For All Foundation 10500 Northwest Freeway Houston, TX 77092	PC	General Support	2,500
Career and Recovery Resources Inc 2525 San Jacinto Houston, Texas 77002	PC	General Support	5,000
Christian Community Service Center, Inc. 3230 Mercer St. Houston, TX 77027	PC	Emergency Services and Gethsemane Food Pantry	10,000
Community of the Streets Outreach Corporation 3401 Fannin St. Houston, TX 77004	PC	General Support	5,000
Diaper Foundation PO Box 667109, Houston, TX 77266	PC	General Support	4,000
Discovery Green Conservancy 1500 McKinney St. Houston, TX 77010	PC	Event	10,000
Dress for Success Houston 3310 Eastside St, Houston, TX 77098	PC	General Support	5,000
Dress for Success Houston 3310 Eastside St, Houston, TX 77098	PC	Capital Project	60,000
Eastside Community Connection 5810 Berkman Dr. Austin, TX 78723	PC	General Support	2,500
Girls Incorporated of Greater Houston 1235 North Loop West #118 Houston, TX 77008	PC	Fundraiser	250
Hermann Park Conservancy 6201 A Hermann Park Dr, Houston, TX 77030	PC	Capital Project	5,000
I Am Waters Foundation 3262 Westheimer Rd Box 229, Houston, TX 77098	PC	General Support	1,000
Lyndon Baines Johnson Museum of San Marcos PO Box 3 San Marcos, TX 78667	PC	General Support	25,000
Pathways for Little Feet 8 Greenway Plz Ste 1000 Houston, TX 77046	PC	Interest Free Loans for Adoption	5,000

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Prison Entrepreneurship Program 4140 Directors Row Houston, TX 77092	PC	Education and Development Programs	15,000
Salvation Army 615 Slaters Ln, Alexandria, VA 22314	PC	2013 Reflections of Style	5,000
Salvation Army 615 Slaters Ln, Alexandria, VA 22314	PC	Annual Luncheon	25,000
Salvation Army 615 Slaters Ln, Alexandria, VA 22314	PC	Oklahoma Disaster	5,000
Salvation Army 615 Slaters Ln, Alexandria, VA 22314	PC	2014 Reflections of Style	2,500
Salvation Army 615 Slaters Ln, Alexandria, VA 22314	PC	Annual Lunch Office	2,250
Star of Hope Mission 6897 Ardmore St. Houston, TX 77054	PC	Children's Critical Care	5,000
United Way of the Texas Gulf Coast 50 Waugh Dr, Houston, TX 77007	PC	2013 Alexis de Tocqueville Society	32,000
Workshop Houston PO Box 88365 Houston, TX 77288	PC	Lunch Shop	250
Zina Garrison All Court Tennis Academy 12335 Kingsride 106, Houston, Texas 77024	PC	General Support	5,000
Subtotal - Civic			284,750
<u>Education</u>			
Briarwood School 12207 Whittington Houston, Texas 77077	PC	Annual Gift	5,000
Brookwood Community 1752 FM 1489 Brookshire, Texas 77423	PC	Capital Campaign	60,000
Centenary College of Louisiana 2911 Centenary Blvd Shreveport, Louisiana 71104	PC	General Support	5,000
Citizen Schools 308 Congress St, Fl 5, Boston, MA 02210	PC	Luncheon	500

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Episcopal High School 4650 Bissonnet St, Bellaire, TX 77401	PC	Capital Campaign	15,000
Ex Students' Association of the University of Texas P.O. Box 7278 Austin, TX 78713	PC	Scholarship	1,000
Houston Community College Foundation 3100 Main Street, Suite 12B17 Houston, Texas 77002	PC	Opportunity 14	20,000
Houston Community College Foundation 3100 Main Street, Suite 12B17 Houston, Texas 77002	PC	Opportunity Ball	2,500
KIPP, Inc. 10711 Kipp Way Drive Houston, TX 77099	PC	General Support	5,000
Phi Beta Kappa Society PO Box 25283, Houston, TX 77265	PC	Scholarship Dinner	3,000
Reasoning Mind Inc. 2000 Bering Dr Ste. 300 Houston, TX 77057	PC	Honoring Cockrells Larry Faulkner	500
Rice University Jones School of Management PO Box 2932 MS-531, Houston, TX 77252	PC	Leslie and Jack Blanton Scholarship Endowment	54,500
River Oaks Baptist School 2300 Willowick Road Houston, TX 77027	PC	Endowment Campaign	50,000
St. John's School 2401 Claremont Houston, Texas 77019	PC	2013 Annual Fund	5,000
Teach for America 315 W 36th St Fl8, New York, NY 10018	PC	General Support	5,000
Texas Cultural Trust Councils 823 Congress Ave. Ste. 650 Austin, TX 78701	PC	General support	1,000
The University of Texas Foundation P.O. Box 250 Austin, Texas 78767	PC	Blanton Endowment	200,000
The University of Texas Foundation P.O. Box 250 Austin, Texas 78767	PC	Tennis Facility Improvements	25,000
The University of Texas Foundation P.O. Box 250 Austin, Texas 78767	PC	Liberal Arts Building	20,000
The University of Texas Foundation P.O. Box 250 Austin, Texas 78767	PC	Blanton Council dues	5,000

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation</u> <u>Status</u>	<u>Purpose</u>	<u>Amount</u>
University of St. Thomas 3800 Montrose Blvd. Houston, Texas 77006	PC	2013 Annual Gift	1,000
Wiley College 711 Wiley Ave, Marshall, Texas 75670	PC	2013 Annual Gift	4,000
Williams College 75 Park Street Williamstown, MA 01267	PC	Scholarship	2,500
Yellowstone Academy Inc-Foundation for Tomorrow 3000 Trulley St, Houston, TX 77004	PC	General Support	6,000
Subtotal - Education			496,500
<u>Health</u>			
Amschwand Sarcoma Cancer Foundation 2726 Bissonnet, Houston, TX 77005	PC	2013 Catwalk for a Cure	1,000
Bo's Place 10050 Buffalo Speedway Houston, TX 77054	PC	General Support	1,000
CanCare of Houston Inc 9575 Katy Fwy, Houston, TX 77024	PC	Two Year Commitment	5,000
Candlelighters Childhood Cancer Family PO Box 496, Kensington, MD, 20895	PC	General Support	5,000
Cystic Fibrosis Foundation 6931 Arlington Rd Ste 200, Bethesda, MD 20817	PC	General Support	5,000
Easter Seals 4500 Bissonnet Ste 340, Houston, TX 77401	PC	Hats Off Contribution	100
Foundation for Cancer Survivors PO Box 1064 Houton, TX 77251	PC	General Support	1,000
Golfers Aganst Cancer Inc 1700 Lake Kingwood Trail, Kingwood, TX 77339	PC	General Support	5,000
Julie Rogers Gift of Life Free Mammogram Program 2390 Dowlen Rd, Beaumont, TX 77706	PC	General Support	5,000
Legacy Community Health Services 3311 Richmond Ave Ste 230, Houston, TX 77098	PC	General Support	250
Lifhouse of Houston Inc. PO Box 27127 Houston, TX 77227	PC	General Support	10,000

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Lifehouse of Houston Inc. PO Box 27127 Houston, TX 77227	PC	Dinner	2,500
March of Dimes 1275 Mamaroneck Ave, White Plains, NY 10605	PC	2013 Best Dressed	1,000
Memorial Hermann Foundation 909 Frostwood, Houston, TX 77024	PC	Spinal Cord Research	2,000
Methodist Hospital 6565 Fannin St. GB240 Houston, TX 77030	PC	Rendezvous	25,000
Methodist Hospital 6565 Fannin St. GB240 Houston, TX 77030	PC	Gib Walton Lecture	5,000
Methodist Hospital Foundation PO Box 4384, Houston, TX 77210	PC	Eddy Jr. 2012 Individual Directed Grant	5,000
Methodist Hospital Foundation PO Box 4384, Houston, TX 77210	PC	Society of Leading Medicine	5,000
Methodist Hospital Foundation PO Box 4384, Houston, TX 77210	PC	General Support	5,000
Mexico Medical Missions 4001 County Road 114, Glenwood Springs, Colorado	PC	General Support	10,000
San Jorge Children's Foundation Inc. 253 Calle San Jorge Edit San Jorge San Juan, PR 00912	PC	General Support	5,000
Texas Children's Hospital Foundation 6621 Fannin St, Houston, TX 77030	PC	2013 Ambassadors	2,500
Texas Children's Hospital Foundation 6621 Fannin St, Houston, TX 77030	PC	Benefit for Fraser's Friends	1,000
The Food Allergy and Anaphylaxis Network 11781 Lee Jackson Hwy Ste 160, Fairfax, VA 22033	PC	2013 Walk	10,000
The University of Texas Health Science Center- Houston 7000 Fannin, Suite 1200 Houston, Texas 77030	PC	Institute on Aging	20,000
The University of Texas M.D. Anderson Cancer Center P.O. Box 4486 Houston, Texas 77210	PC	2013 Sprint for Life	15,000
The University of Texas M.D. Anderson Cancer Center P.O. Box 4486 Houston, Texas 77210	PC	Conversation with a Living Legend	20,000

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
The University of Texas M.D. Anderson Cancer Center P.O. Box 4486 Houston, Texas 77210	PC	LLB Ovarian Cancer Center	250,000
The University of Texas M.D. Anderson Cancer Center P.O. Box 4486 Houston, Texas 77210	PC	Children's Art Project	1,000
The University of Texas M.D. Anderson Cancer Center P.O. Box 4486 Houston, Texas 77210	PC	2013 Santa's Elves	500
Subtotal - Health			423,850
<u>Religion</u>			
Agape Development Ministries 6401 Calhoun Dr. Houston, TX 77021	PC	General Support	5,000
Camp For All Foundation 10500 Northwest Fwy #220 Houston, TX 77092	PC	Capital Project	20,000
Campus Crusade for Christ, Inc. 100 Lake Hart Dr, Orlando, Florida 32832	PC	Priority Associates	4,000
His Father's Heart Ministries 5715 NW Central Dr. F109 Houston, TX 77092	PC	General Support	4,000
National Christian Foundation Houston One Riverway #800 Houston, TX 77056	PC	Here's Life Inner City	5,000
Salvation Army 615 Slaters Ln, Alexandria, VA 22314	PC	General Support	45,000
Samaritan's Purse PO Box 3000 Boone, NC 28607	PC	2013 Philippines Relief	5,000
Serenity Retreat PO Box 679, Questa, NM 87556	PC	Capital Project	8,333
Serenity Retreat PO Box 679, Questa, NM 87556	PC	The Restored Souls Campaign	30,000
St. Luke's United Methodist Church 3471 Westheimer Rd, Houston, TX 77027	PC	2013 Loeffler Pledge	5,500
Stoney Creek Foundation 510 Bering Dr Ste 100, Houston, TX 77057	PF	Capital Project	4,000

Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Grantee Name and Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
The Arrow Project of Maryland 2929 FM 2920 Rd. Spring, TX 77388	PC	Freedom's Place	17,500
The Forge for Families Inc PO Box 14575, Houston, TX 77221	PC	Griff Aldrich's basketball team	4,000
The Workfaith Connection 10120 Northwest Fwy Ste. 200 Houston, TX 77092	PC	General Support	5,000
United Methodist Men of the Texas Annual Conference PO Box 368 Richmond, TX 77406	PC	Endowment for Emerging Leaders	20,000
Wycliffe Seed Company 3030 Matlock Rd Ste 104, Arlington, TX 76015	PC	General Support	5,000
Young Life Greater Houston Region 420 N Cascade Ave, Colorado Springs, CO 80903	PC	General Support	5,000
Subtotal - Religion			<hr/> 192,333
Less grant to private foundation not treated as a qualifying distribution			(4,000)
Grand Total			<hr/> \$ 1,592,233 <hr/>

Part XV, Line 3b - Grants and Contributions Approved for Future Payment

<u>Grantee Name and Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Buffalo Bayou Partnership 1113 Vine St, Ste 200, Houston, TX 77002	PC	Capital Support	\$ 75,000
LifeHouse of Houston PO Box 27127, Houston, TX 77227	PC	Operating Support	30,000
The Lyndon Baines Johnson Foundation 2313 Red River, Austin, TX 78705	PC	LBJ Library & Museum	60,000
Methodist Hospital 6565 Fannin St. GB240 Houston, TX 77030	PC	Gib Walton Lecture	10,000
Serenity Retreat PO Box 679, Questa, NM 87556	PC	The Restored Souls Campaign	90,000
Grand Total			<u><u>\$ 265,000</u></u>