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. Form 990-PF

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

OMB No 1545-0052

2013

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

| | | <u> </u> | ax year beginning | | , 201. | 3, and ending | | | |
|----------------------|----------|---|---|---------|--|--|-------------|--|--------------------------|
| | AN | WALTOM FO | | | | | Α | Employer identification num 74-2509618 | nber |
| 901 (| OAK | ST | r if mail is not delivered to | | ddress) | Room/suite | В | Telephone number (see the III (830) 769-200 | |
| City or tow JOURI | | • | and ZIP or foreign posta | 1 code | TX | 70026 | c | If exemption application is | nending check here |
| | | that apply | Initial return | | Initial Return of a form | 78026 | - ` | ii exemplion application is | pending, check here |
| G Che | CK all | шагарріу | Final return | ŀ | Amended return | ner public charity | D | 1 Foreign organizations, che | ck here |
| | | | Address change | , - | Name change | | | 2 Foreign organizations mee | ting the 85% test, check |
| H C | neck 1 | type of organizat | | | (c)(3) exempt private for | undation | - | here and allach computation | on . |
| ſ | Sec | ction 4947(a)(1) i | nonexempt charital | | | private foundation | Ε | If private foundation status | was terminated |
| | | ket value of all asset | is at end of year | Acc | ounting method X | Cash Accrual | | under section 507(b)(1)(A) | , check here |
| (iir ► S | om Pai | rt II. column (c), line | | | Other (specify) | | F | If the foundation is in a 60- | |
| Part | - (λ. | 3,646 nalysis of Re | | Part I, | column (d) must be on | cash basis) | | under section 507(b)(1)(B) | , check here |
| Parti | | | total of amounts in | , | (a) Revenue and expenses per books | (b) Net investme | ent | (c) Adjusted net | (d) Disbursements |
| | co | lumns (b), (c), ar | nd (d) may not nec | es- | expenses per books | income | | Income | for charitable purposes |
| | | rily equal the am ee instructions) } | nounts in column (a | " | | | | 1 | (cash basis only) |
| | -1 | <u></u> | grants, etc received (att | sch) | | | | | |
| | 2 | 1 | oundnis not req to att Sc | | | | | | |
| | 3 | Interest on, savi | ings and temporary | , | 24 274 | 24.3 | 774 | | |
| | 4 | Dividends and inte | | İ | 24,274. | 24,2 | 2/4. | | |
| | | Gross rents | | | 58,250. | 58,2 | 250. | | |
| | b | Net rental income or (loss) | 32,8 | 388. | | | | | |
| R | | | sale of assets not on line | 10 | | | | | |
| E V | Ю | Gross sales price for assets on line 6a . | | | | ļ | | | |
| E | 7 | . • | ome (from Part IV, line 2) | | | | | <u> </u> | |
| N U | 8 9 | Net short-term of Income modification | | ' | | | | | |
| Ē | - | Gross sales less returns and | | | | | | | |
| | | allowances | | | | | | | |
| | _ | Less Cost of goods sold | | | ······································ | | | | |
| | | Gross profit/(loss) | | | | | | | |
| | 11 | • | attach schedule) | | (02 205 | (02) | 005 | | <u> </u> |
| | 12 | See Line 11 St | | | 692,385. 774,909. | | | | |
| | | | icers directors, trustees, | etc | 90,244. | | | | 45,122 |
| | 14 | Other employee sa | alaries and wages | | | | | | |
| | | | employee benefits | | | | | | |
| A | | Legal fees (attach | | | | | | | |
| M | | - | illach sch). L-16b. | Stmt | 3,250. | 3,2 | 250. | | |
|) N | | Other prof fees (at Interest | tach SCN) | | | | | | |
| O I S T R A | 17 | | (see insirs) See Line 18 | 8 Stmt | 15,648. | 15, | 548 | | |
| | 19 | Depreciation (a | ittach | | | | 340. | | |
| 3 7 7 | | sch) and deplet | |)tmt | 12,647. | 12, | <u>547.</u> | RECEI | VED ! |
| D N V | 20 21 | Occupancy Travel confere | nces, and meeting | | | ļ | | - -F | |
| > | 22 | Printing and pu | | | | | | S AUG 1 | 7:14 10 |
| AUG | 23 | | s (attach schedule) |) | | | | 1 10 300 3 | |
| N | | See Line 23 St | | | 8,374. | 8,: | 374. | | - S |
| SCANNED | 24 | Total operating | g and administrat I lines 13 through 2 | ive | 130,163. | 85,0 | 7/1 | OGDEN | , U! 45, 122. |
| 2 5 | 25 | Contributions, gifts | | .5 | 195,000 | 03,1 | 741. | | 195,000. |
| 7 | | Total expense: | s and disburseme | ents. | | | | | 250,000. |
| స్ | | Add lines 24 ar | nd 25 . | | 325,163. | 85,0 | 041. | | 240,122. |
| Ō | 27 | Subtract line 26 | 3 from line 12. enue over expens | 00 | | | | | |
| | • | and disbursen | | U 5 | 449,746. | | | | |
| | t | Net Investment inc | ome (if negative, enter -(|)-) · | | 689, | 368. | | |
| | | Adjusted net incom | ne (if negative, enter -0-) | | | | | | |

Page 2

| Part | | Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only | Beginning of year | End of | |
|------------------|-------|---|-----------------------------|----------------|-----------------------|
| | | (See instructions) | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| | 1 | Cash – non-interest-bearing | 231,512. | 145,789. | 145,789. |
| | 2 | Savings and temporary cash investments | 896,227. | 1,281,181 | 1,281,181. |
| | 3 | Accounts receivable | | | |
| | | Less allowance for doubtful accounts | | İ | |
| | 4 | Pledges receivable | | | |
| | | Less allowance for doubtful accounts | | | |
| | 5 | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other | | | |
| ' | 1 | disqualified persons (attach schedule) (see instructions) | | | |
| | 7 | Other notes and loans receivable (attach sch) | | | |
| A | | Less allowance for doubtful accounts | 1,009,712. | 1,101,923. | 1,101,923 |
| Š | 8 | Inventories for sale or use | | | |
| S S E T | 9 | Prepaid expenses and deferred charges | | | |
| Ś | 10 a | Investments – U.S. and state government obligations (attach schedule) | | | |
| | b | Investments — corporate stock (attach schedule) | | | |
| | ۰ | : Investments — corporate bonds (attach schedule) | | | |
| | 11 | Investments - land, buildings, and | | | |
| | | equipment basis | | | |
| |) | (attach schedule) | 316,975. | 375,279. | 387,926. |
| | 12 | Investments – mortgage loans | | | |
| | 13 | Investments – other (attach schedule) | | | |
| | 14 | Land, buildings, and equipment basis | | | |
| | | Less accumulated depreciation (attach schedule) | 0. | _ | |
| | | Other assets (describe L-15 Stmt) | 0 | 0. | 729,709. |
| | 16 | Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I). | 2 454 426 | 2 004 172 | 2 (46 520 |
| | 17 | Accounts payable and accrued expenses | 2,454,426. | 2,904,172. | 3,646,528. |
| ĭ | ĺ | · · · · · · · · · · · · · · · · · · · | | | |
| A B | 18 | Grants payable | | | |
| ì | 19 | Deferred revenue . | | | |
| Ļ | 20 | Loans from officers, directors, trustees, & other disqualified persons | | | |
| Ť | 21 | Mortgages and other notes payable (attach schedule) | <u> </u> | | |
| Į | 22 | Other liabilities (describe | ļ | | |
| E S | 23 | Total liabilities (add lines 17 through 22) | | | |
| | | Foundations that follow SFAS 117, check here . and complete lines 24 through 26 and lines 30 and 31. | | | |
| NF | 24 | Unrestricted | | | |
| E U T N | 25 | Temporarily restricted | | | |
| D | 26 | Permanently restricted | | | |
| A S B S A | | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 | | | |
| E L T A | 27 | Capital stock, trust principal, or current funds | 2,454,426. | 2,904,172. | |
| SN | 28 | Paid-in or capital surplus, or land, building, and equipment fund | | | |
| C O E | 29 | Retained earnings, accumulated income, endowment, or other funds | | | |
| RS | 30 | Total net assets or fund balances (see instructions) | 2,454,426. | 2,904,172. | |
| | 31 | Total liabilities and net assets/fund balances | | | |
| | | (see instructions) | 2,454,426. | 2,904,172. | <u>.</u> |
| Par | t 111 | Analysis of Changes in Net Assets or Fund Balanc | es | | |
| 1 | | net assets or fund balances at beginning of year — Part II, column (of-year figure reported on prior year's return) | (a), line 30 (must agree wi | th 1 | 2,454,426. |
| 2 | Ente | r amount from Part I, line 27a | | 2 | 449,746. |
| 3 | Other | increases not included in line 2 (ilemize) | | 3 | |
| 4 | | lines 1, 2, and 3 | | 4 | 2,904,172. |
| 5 | | ases not included in line 2 (itemize) | | 5 | |
| 6 | Total | net assets or fund balances at end of year (line 4 minus line 5) - P | art II, column (b), line 30 | | 2,904,172 |
| BAA | | TEEA0302 07 | | | Form 990-PF (2013) |

| (a) List and descri | be the kind(s) of property sold (e.g., real use, or common stock, 200 shares MLC (| Company) | How acquired — Purchase — Donation | (C) Date acquired (month, day, year) | (d) Date sold (month day year) |
|--|--|---|------------------------------------|--|---|
| 1a | | | | <u> </u> | |
| b | | | | | |
| С | | | | | |
| d | | | | | |
| e | · | | | | <u> </u> |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | | (h) Gain or (e) plus (f) mi | |
| a | | | | | |
| b | | | | | |
| C | | · | | | |
| | | | | | |
| Complete only for access one | | - f | | | |
| (i) Fair Market Value as of 12/31/69 | wing gain in column (h) and owned by th (j) Adjusted basis as of 12/31/69 | (k) Excess of column (ı) over column (ı), ıf any | | l) Gains (Co) gain minus column (k than -0-) or Losses (fr |), but not less |
| a | | | | | |
| b | | | | | |
| | | | | | |
| | | | | | |
| e | | . 6 7 | | | · |
| 2 Capital gain net income or (n | | enter in Part I, line 7 er -0- in Part I, line 7 | 2 | | |
| 3 Net short-term capital gain of | r (loss) as defined in sections 1222(5) and | ! | - | | |
| | , , | ` _ | | | |
| in Part I, line 8 | ne 8, column (c) (see instructions) If (loss | s), enter -0- | 3 | | |
| Part V Qualification Un | der Section 4940(e) for Reduce | d Tax on Net Investme | nt Incom | е | |
| If 'Yes,' the foundation does not qu | ection 4942 tax on the distributable amou alify under section 4940(e) Do not comp t in each column for each year, see the ir | lete this part | | Yes | X No |
| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | | (d) Distribution Diumn (b) divided t | ratio by column (c)) |
| 2012 | 96, 991. | 3,644, | 503 | | 0.02661 |
| 2011 | 94,602. | 1,641, | | | 0.057625 |
| 2010 | 86,154 | 1,636, | | | |
| 2009 | 90,063 | | | | 0.052638 |
| 2008 | | 1,570, | 430. | | |
| 2. Total of two 4. calcon / 15 | 93,308. | 1,559, | | | 0.052638 0.057349 0.05981 |
| 2 Total of line 1, column (d) | 93,308. | | | | 0 057349 |
| 3 Average distribution ratio for | 93,308. | 1,559, | 888 | - | 0.05734 |
| Average distribution ratio for number of years the foundat | 93, 308. the 5-year base period – divide the total | 1,559, on line 2 by 5, or by the ears | 888 | | 0.057349 |
| Average distribution ratio for number of years the foundat | 93, 308. the 5-year base period — divide the total ion has been in existence if less than 5 years. | 1,559, on line 2 by 5, or by the ears | . 3 | | 0.05981 0.05981 0.254042 0.050808 |
| Average distribution ratio for number of years the foundat Enter the net value of nonch Multiply line 4 by line 3 | 93, 308. the 5-year base period — divide the total ion has been in existence if less than 5 years. | 1,559, on line 2 by 5, or by the ears | . 3 | | 0.05981 0.05981 0.25404 0.05080 3,651,456 185,523 |
| Average distribution ratio for number of years the foundat Enter the net value of nonch Multiply line 4 by line 3 | the 5-year base period — divide the total ion has been in existence if less than 5 year table-use assets for 2013 from Part X, | 1,559, on line 2 by 5, or by the ears | . 3 | | 0.05981 0.05981 0.25404; 0.050809 3,651,456 185,523 6,899 |
| Average distribution ratio for number of years the foundat Enter the net value of nonch Multiply line 4 by line 3 Enter 1% of net investment in | the 5-year base period — divide the total ion has been in existence if less than 5 year table-use assets for 2013 from Part X, income (1% of Part I, line 27b) | 1,559, on line 2 by 5, or by the ears | 888 2 3 4 5 | | 0.05981 0.05981 0.254042 0.050808 |

| | | -2509618 | | Pa | ige 4 |
|-----|---|-----------------|-----|------|-------------|
| Par | t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - s | ee instructions | 5) | | |
| 1 a | 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 instrs) | 1 1 | | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, | 1 1 | | 6,8 | 99. |
| | check here . X 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, 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 | | 6.8 | 99. |
| 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 | | 6.8 | 99. |
| 6 | Credits/Payments | | | | |
| а | 2013 eslimated tax pmts and 2012 overpayment credited to 2013 | 1 1 | | | |
| b | Exempt foreign organizations — tax withheld at source | - | | | |
| c | : Tax paid with application for extension of time to file (Form 8868) 6 c 14,000 | , | | | |
| d | Backup withholding erroneously withheld | | | | |
| 7 | Total credits and payments Add lines 6a through 6d | 7 | | 14,0 | იი |
| 8 | Enter any penalty for underpayment of estimated tax. Check here | . 8 | | | |
| 9 | Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | | | |
| 10 | Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | ▶ 10 | | 7,1 | 01. |
| 11 | Enter the amount of line 10 to be Credited to 2014 estimated tax 7, 101. Refunded . | . 11 | | | |
| Par | t VII-A Statements Regarding Activities | | | | |
| 1 a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it | | | Yes | No |
| | participate or intervene in any political campaign? | | 1 a | | Х |
| t | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? | | 1 Ь | | _X_ |
| | If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials publish or distributed by the foundation in connection with the activities | ed | | | |
| c | Did the foundation file Form 1120-POL for this year? |) | 1 c | } | Х |
| c | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year | j | | | |
| | (1) On the foundation \$ (2) On foundation managers \$ | | ĺ | | |
| е | 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? | | 2 | ĺ | Х |
| - | If 'Yes,' attach a detailed description of the activities | } | - | | |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles | | | | |
| | of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes | } | 3 | | <u>X</u> |
| | a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | } | 4 a | | _X_ |
| | olf 'Yes,' has it filed a tax return on Form 990-T for this year? | | 4 b | | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? . | j | 5 | | _X_ |
| _ | If 'Yes,' attach the statement required by General Instruction T | | | | |
| 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? | ot , | 6 | Х | |
| 7 | Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV | | 7 | Х | |
| 8 a | Enter the states to which the foundation reports or with which it is registered (see instructions) | | 1 | | |
| | TX - Texas | | - 1 | 1 | |
| ŧ | the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Altorney General (or designate) of each state as required by <i>General Instruction G? If 'No,' attach explanation</i> | | 8 b | x_ | |

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

Form 990-PF (2013)

| | 1 690-PF (2013) LILLIAN WALTOM FOUNDATION | 74-2 | 509618 | | Р | age 5 |
|-----|--|----------------------|------------|-----|------|----------|
| Par | t 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 p advisory privileges? If 'Yes,' attach statement (see instructions) | erson had | | 12 | | Х |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption applications and exemption applications and exemption applications and exemption applications are supplied to the foundation comply with the public inspection requirements for its annual returns and exemption applications are supplied to the foundation comply with the public inspection requirements for its annual returns and exemption applied to the foundation comply with the public inspection requirements for its annual returns and exemption applied to the foundation comply with the public inspection requirements for its annual returns and exemption applied to the foundation of the foundation comply with the public inspection requirements for its annual returns and exemption applied to the foundation of the f | ication? | . [| 13 | X | |
| 14 | Website address | e no - | (830) | 769 | -200 | <u>1</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 | 7 <u>8</u> 02 • 1 | | | | |
| 16 | , | ــــا | <u>3 </u> | 10 | Yes | No |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of | f the | | 16 | | X |
| Par | foreign country rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required | | | | | |
| 1 4 | File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies. | | т | | Yes | No |
| 1: | a During the year did the foundation (either directly or indirectly) | | ŀ | | 162 | 140 |
| • | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? | Yes | XNo | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | Yes | X No | | | |
| | (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? | Yes | X No No | | | <u>}</u> |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | Yes | X No | | | |
| | (6) Agree to pay money or property to a government official? (Exception. Check 'No' if the | | | | | |
| | foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) | Yes | XNo | 1 | | |
| I | 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)? | | | 1 b | | Х |
| | 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? | | | 1 c | | Х |
| 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)) | | | | | i I |
| • | a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? | Yes | ⊠No | | | |
| 1 | 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) all years listed, answer 'No' and attach statement — see instructions) | | | 2 b | | |
| 1 | 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? | Yes | X 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 | | |
| 4 | a Did the foundation invest during the year any amount in a manner that would jeopardize its chantable purposes? | | | 4 a | | Х |
| | 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 | | × |
| BA | | | | | | 2013 |

| Form 890-PF (2013) LILLIAN WALTOM FOL | | | 74-250 | 9618 | Page 6 |
|--|--|--|--|---------------|----------------|
| Part VII-B Statements Regarding Activiti | | 4720 May Be Req | uired (continued) | | |
| 5 a During the year did the foundation pay or incur a | • | | | | |
| (1) Carry on propaganda, or otherwise attempt to | o influence legislation (se | ection 4945(e))? | · · Yes X | No | |
| (2) Influence the outcome of any specific public | election (see section 495 | 5), or to carry | | | |
| on, directly or indirectly, any voter registration | | | · Yes X | | Ì |
| (3) Provide a grant to an individual for travel, stu | dy, or other similar purpo | oses? | . X Yes | No | - 1 |
| (4) Provide a grant to an organization other than in section 509(a)(1), (2), or (3), or section 49 | i a charitable, etc, organi: 40(d)(2)? (see instruction | zation described is) | . Yes X | No | |
| (5) Provide for any purpose other than religious educational purposes, or for the prevention of | , charitable, scientific, lite of cruelty to children or ar | rary, or nimals? | Yes X | No | |
| b If any answer is 'Yes' to 5a(1)-(5), did any of the described in Regulations section 53 4945 or in a (see instructions)? | transactions fail to qualif current notice regarding | y under the exceptions disaster assistance | | . 5 b | X |
| Organizations relying on a current notice regardi | ng disaster assistance ch | neck here | . • 🗍 | | - |
| c If the answer is 'Yes' to question 5a(4), does the tax because it maintained expenditure responsib | foundation claim exempt | on from the | □ | No | |
| If 'Yes,' attach the statement required by Regula | tions section 53 4945-5(c | • | | | |
| 6 a Did the foundation, during the year, receive any on a personal benefit contract? | | | Yes X | 1 1 | |
| b Did the foundation, during the year, pay premiun If 'Yes' to 6b, file Form 8870 | is, directly or indirectly, o | in a personal benefit con | ract . | 6 b | X |
| 7 a At any time during the tax year, was the foundation | on a narty to a prohibitor | tay chalter transaction? | | No | |
| b If 'Yes,' did the foundation receive any proceeds | | | 1_1 [::] | 7 b | |
| Part VIII Information About Officers, D | • | | | | |
| and Contractors | mootors, rrustees, | Todildation Manay | gers, riigiliy r ala c | .mpioyees, | |
| 1 List all officers, directors, trustees, foundation | n managers and their o | ompensation (see inst | ructions). | | |
| | (b) Title, and average | (c)Compensation | (d)Contributions to | (e) Expense a | account. |
| (a) Name and address | hours per week devoted to position | (If not paid, enter -0-) | employee benefit plans and deferred compensation | other allo | |
| W F ZUHLKE JR | | | | | |
| 901_OAK_ST | TRUSTEE | | | | |
| JOURDANTON TX 78026 | 7.00 | 36,748. | 0. | | 0. |
| GERALD ZUHLKE 901 OAK ST | TRUSTEE | | | | |
| JOURDANTON TX 78026 | 7.00 | 36,748. | 0. | | 0. |
| WANDA BORTH | | | | | |
| 1097 HWY 97 W | TRUSTEE | | | | |
| JOURDANTON TX 78026 | 1.00 | 16,748. | 0. | | 0. |
| | | | | | |
| | | 1 | | li . | |
| 2 Compensation of five highest-paid employee | s (other than these inc | luded on line 1 see u | notructions) If none or | to NONE | |
| (a) Name and address of each employee | (b) Title, and average | (c) Compensation | (d)Contributions to | (e) Expense | occount |
| paid more than \$50,000 | hours per week devoted to position | (c) compensation | employee benefit plans and deferred compensation | other allo | |
| NONE | | | - | | |
| | | | 1 | | |
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| | <u></u> | | <u> </u> | | |
| Total number of other employees paid over \$50,000 | | · · | | | None |
| ВАА | TEEA0306 0 | 7/10/13 | | Form 990- | PF (2013) |

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|--|----------------------|
| Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid and Contractors (continued) | d Employees, |
| 3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.' | |
| (a) Name and address of each person paid more than \$50,000 (b) Type of service | (c) Compensation |
| NONE | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| Total analysis of others are as a CCO 000 for a formation and | |
| Total number of others receiving over \$50,000 for professional services | . None |
| 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 | |
| | |
| | |
| 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 | |
| | |
| 2 | |
| * | |
| | |
| All other program-related investments See instructions | |
| 3 | |
| | |
| Total. Add lines 1 through 3 | |
| ВАА | Form 990-PF (2013) |

| Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes Average monthly fair market value of securities | 1 a | |
|--|-------------|--------------------|
| b Average of monthly cash balances | 1 b | 206,323. |
| C Fair market value of all other assets (see instructions) | 1 c | 3,500,739. |
| d Total (add lines 1a, b, and c) | 1 d | 3,707,062. |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c | | 3,707,002. |
| (attach detailed explanation) | | |
| 2 Acquisition indebtedness applicable to line 1 assets | 1 2 | |
| 3 Subtract line 2 from line 1d | 3 | 3,707,062. |
| 4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions). | 4 | 55,606. |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 3,651,456. |
| 6 Minimum investment return. Enter 5% of line 5 | 6 | 182,573. |
| Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating and certain foreign organizations check here ► ☐ and do not complete this part.) | founda | ations |
| 1 Minimum investment return from Part X, line 6 | 1 | 182,573. |
| 2 a Tax on investment income for 2013 from Part VI, line 5 | | |
| b Income tax for 2013 (This does not include the tax from Part VI) . 2 b |] | |
| C Add lines 2a and 2b | 2 c | 6,899. |
| 3 Distributable amount before adjustments Subtract line 2c from line 1 | 3 | 175,674. |
| 4 Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 Add lines 3 and 4 | 5 | 175,674. |
| 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 | 175,674. |
| Part XII Qualifying Distributions (see instructions) | · · · · · · | |
| Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes Expenses, contributions, gifts, etc — total from Part I, column (d), line 26 | 1 a | 240,122. |
| 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 | |
| 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 | 240,122. |
| 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 | 6,899. |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 233,223. |
| Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the forqualifies for the section 4940(e) reduction of tax in those years | oundation | |
| BAA | | Form 990-PF (2013) |

Part XIII Undistributed Income (see instructions)

| e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2013 (if an amount appears in column (a) the same amount must be shown in column (a) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5. b Prior years' undistributed income Subtract line 4. From line 2b c Enter the amount of prior years' undistribute all more provided in the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount — see instructions e Undistributed income for 2012 Subtract lines 4 from line 2b. f Undistributed income for 2013 Subtract lines 4 and 5 from line 1. This amount must be distributed in 2014. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) 8 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6 a. 10 Analysis of line 9 Excess from 2010 c Excess from 2010 c Excess from 2011 d Excess from 2012 e Excess from 2013 e Excess from 2013 f Excess from 2013 g Excess from 2013 c Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 g Excess from 2013 | | (a) Corpus | (b) Years prior to 2012 | (c) 2012 | (d) 2013 |
|---|---|---------------|----------------------------|-------------|---------------------------------------|
| 2. Undestabled reamount for 2012 only | | | | | 175 674 |
| b folder grow years 20 _20 _20 _30 _3 = Excess debitops careyees if any, to 2013 a From 2008 | | | | | 173,074. |
| b folder grow years 20 _ 20 _ 20 _ 30 _ 3 | a Enter amount for 2012 only | | | 4,997. | |
| a From 2008 | b Total for prior years 20, 20, 20 | | | | |
| b From 2009 | 3 Excess distributions carryover, if any, to 2013 | | | | |
| C From 2010 | a From 2008 0 . | | | | |
| d From 2011 | b From 2009 0 . | | | { | |
| F Total of lines 3 through e | c From 2010 0 . | | | | |
| f Total of lines 3s through e | d From 2011 0. | | | | |
| 4 Qualifying distributions for 2013 from Part XII, the 4 | e From 2012 . 0 . | | | | |
| XII, line 4 | j , | 0. | | | |
| a Applied to 2012, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions). c Treated as distributions out of corpus (Election required — see instructions). d Applied to 2013 distributeble amount | | | | ì | |
| b Applied to undistributed income of prior years (Election required – see instructions). c Treated as distributions out of corpus (Election required – see instructions). d Applied to 2013 distributable amount | · · · · . · . · . · | | | İ | |
| (Élection required – see instructions). c Treated as distributions out of corpus (Election required – see instructions). d Applied to 2013 distributable amount . Remaining amount distributed out of corpus Excess distributions carryover applied to 2013 (If an amount appears in column (al), the same amount must be shown in column (al) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f. 4c, and 4e Subtract line 5. 5 9, 451 b Prior years' undistributed income. Subtract line 4b from line 2b. C Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6 Taxable amount – see instructions. e Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distincted in 2014. 7 Amounts reated as distributions out of corpus to satisfy requirements imposed by section 1700(1)(F) or 4942(g)(3) (8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 0 Excess from 2011 0 Excess from 2011 0 Excess from 2011 0 Excess from 2011 0 Excess from 2011 0 Excess from 2011 0 Excess from 2011 0 Excess from 2011 0 Excess from 2013 5 9, 451. | a Applied to 2012, but not more than line 2a | | | 4,997. | |
| (Election required – see instructions) | b Applied to undistributed income of prior years (Election required — see instructions) | | | | |
| e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) 6 Enter the net total of each column as indicated below: a Corpus Add imes 31, 4c, and 4e Subtract line 5. b Prior years' undistributed income Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed eincome for which a notice of deficiency has been insued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2012 Subtract line 4a from line 2b Taxable amount — see instructions f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(11)(F) or 4942(g)(3) (see instructions) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover to 2014. Subtract line 9 a Excess from 2009 0 Lexcess from 2010 c Excess from 2011 d Excess from 2012 e Excess from 2013 5 9, 451. | | | | | |
| 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a)) 6 Enter the net total of each column as indicated below: a Corpus Add ines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistribute el income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 8c from line 8b Taxable amount — see instructions e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170([h](f)) or 4942(g)(3) (see instructions) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover for 2014. Subtract lines 9 a Excess from 2010 c Excess from 2010 c Excess from 2010 c Excess from 2011 d Excess from 2011 d Excess from 2013 e Excess from 2013 e Excess from 2011 d Excess from 2013 e Excess from 2013 e Excess from 2013 e Excess from 2011 d Excess from 2013 e Excess from 2013 e Excess from 2013 f Under the first first from 2014 g Excess from 2015 e Excess from 2016 e Excess from 2017 e Excess from 2011 e Excess from 2011 e Excess from 2013 f Excess from 2013 f Excess from 2013 f Excess from 2013 f Excess from 2013 f Excess from 2013 e Excess from 2013 e Excess from 2013 f Excess from 2014 e Excess from 2013 f Excess from 2014 e Excess from 2013 f Excess from 2015 e Excess from 2011 e Excess from 2011 e Excess from 2012 e Excess from 2011 e Excess from 2012 e Excess from | d Applied to 2013 distributable amount | | | | 175,674. |
| (If an amount appears in column (d), the same amount must be shown in column (a) | e Remaining amount distributed out of corpus | 59,451. | | | |
| 6 Enter the net total of each column (a)) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | | · · · · · · · · · · · · · · · · · · · |
| indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5. b Prior years' undistributed income Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6b from line 6b Taxable amount — see instructions. e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions. f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2009 0 Loc Excess from 2010 . 0 Ce Excess from 2011 . 0 Lecess from 2012 . 0 Lecess from 2013 . 59, 451. | | | | | |
| indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5. b Prior years' undistributed income Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6b from line 6b Taxable amount — see instructions. e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions. f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2009 0 Loc Excess from 2010 . 0 Ce Excess from 2011 . 0 Lecess from 2012 . 0 Lecess from 2013 . 59, 451. | | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5. b Pnor years' undistributed income Subtract line 4b from line 2b. c Enter the amount of pnor years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 f Undistributed in come for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to salisty requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2009 o b Excess from 2010 c Excess from 2011 o c Excess from 2011 o d Excess from 2013 59, 451. | - 2,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2012 Subtract lines and and 5 from line 1 This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to salisty requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 59,451. | | 50 A51 | | | |
| line 4b from line 2b | · · | 59,451 | | | |
| ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions | | | 0. | | |
| has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions | | | | | |
| d Subtract line 6c from line 6b Taxable amount — see instructions | | | | į | |
| amount — see instructions | 4942(a) tax has been previously assessed | | | | |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions | d Subtract line 6c from line 6b Taxable | | | | |
| line 2a Taxable amount — see instructions | amount – see instructions | | 0. | | · |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 | | | } | | |
| 4d and 5 from line 1 This amount must be distributed in 2014 | line 2a Taxable amount — see instructions | | | 0 | |
| 4d and 5 from line 1 This amount must be distributed in 2014 | f Undistributed income for 2013 Subtract lines | | | | |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | 4d and 5 from line 1. This amount must be | | | | 0 |
| corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | | | - | | <u> </u> |
| (see instructions) 0. 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 0. 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 59,451. 10 Analysis of line 9 0. a Excess from 2009 0. b Excess from 2010 0. c Excess from 2011 0. d Excess from 2012 0. e Excess from 2013 59,451. | corpus to satisfy requirements imposed | | | | |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a | by section 170(b)(1)(F) or 4942(g)(3) | | | | |
| applied on line 5 or line 7 (see instructions) 9 | | | | | |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 59, 451 . 10 Analysis of line 9 a Excess from 2009 | applied on line 5 or line 7 (see instructions) | 0. | | | |
| Subtract lines 7 and 8 from line 6a | 9 Excess distributions carpyover to 2014 | | | | |
| a Excess from 2009 0. b Excess from 2010 . 0. c Excess from 2011 . 0. d Excess from 2012 . 0. e Excess from 2013 . 59,451. | | 59,451. | | | |
| b Excess from 2010 . 0. c Excess from 2011 . 0. d Excess from 2012 . 0. e Excess from 2013 . 59,451. | 10 Analysis of line 9 | | | | |
| c Excess from 2011 . 0. d Excess from 2012 . 0. e Excess from 2013 . 59,451. | a Excess from 2009 0. | | | | |
| d Excess from 2012 . 0. e Excess from 2013 . 59, 451. | | | | | |
| e Excess from 2013 . 59, 451. | c Excess from 2011 . 0. | | | | |
| | | |] | | |
| | | <u> </u> | | | |

SEE ATTACHED

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

Form 890-PF (2013) LILLIAN WALTOM FOUNDATION

Part XV | Supplementary Information (continued)

3 | Grants and Contributions Paid During the Year or Approx

| 3 Grants and Contributions Pa | id During the Ye | ar or Approved for Fut | ure Payment | t | |
|---|------------------|--|----------------------|----------------------------------|--------------|
| Recipient | | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of | Purpose of grant or contribution | Amount |
| Name and address (home or | business) | substantial contributor | recipient | | |
| a Paid during the year SEE ATTACHED SCHEDULE SCHOLARSHIPS JOURDANTON TEXAS A&M UNIVERSITY | OF TX 78026 | NONE | N/A | SEE ATTACHED SCH | 77,500. |
| COLLEGE STATION TEXAS STATE UNIVERSIT | TX Y | NONE | N/A | SCHOLARSHIPS | 50,000. |
| SAN MARCOS JOURDANTON BAPTIST CH | TX URCH | NONE | N/A | SCHOLARSHIPS | 60,000. |
| JOURDANTON JOURDANTON METHODIST | TX CHURCH | NONE | N/A | GENERAL FUND | 1,500. |
| JOURDANTON ST JOHNS LUTHERAN CHU | TX RCH | NONE | N/A | GENERAL FUND | 1,500. |
| JOURDANTON ST MATTHEWS CHURCH | TX | NONE | N/A | GENERAL FUND | 1,500 |
| JOURDANTON JOURDANTON PUBLIC LIB | TX RARY | NONE | N/A | GENERAL FUND | 1,500 |
| JOURDANTON | ΤX | NONE | N/A | GENERAL FUND | 1,500. |
| | | | | | |
| Total | . , | . , | | . ▶ 3a | 195,000. |
| b Approved for future payment | | | | | 133,000. |
| Total | | <u> </u> | J | | |

| Part XVI-A Analysis of Income-Producing Activities | Part XVI-A | Analysis | of Income | -Producina | Activities |
|--|------------|----------|-----------|------------|------------|
|--|------------|----------|-----------|------------|------------|

| iter gross amounts unless otherwise indicated | Unrelated | business income | Excluded by | section 512, 513, or 514 | (e) |
|--|-------------------------|---------------------------------------|-----------------------|----------------------------|--|
| | (a) Business code | (b) Amount | (c) Exclu- sion | (d) Amount | Related or exempt function income (See instructions) |
| 1 Program service revenue | | | code | | |
| a INTEREST ON LOANS | | | 14 | 94,388. | |
| b | | | | | |
| c | | · | | | |
| d | | | | <u>-</u> | |
| f | | | | | |
| g Fees and contracts from government agencie | S . | | | | |
| Membership dues and assessments | | | | | |
| Interest on savings and temporary cash investments | | | 14 | 24,274. | |
| Dividends and interest from securities | | | | | |
| Net rental income or (loss) from real estate | | · · · · · · · · · · · · · · · · · · · | | | |
| a Debt-financed property | | | - | | |
| b Not debt-financed property | | | 1.6 | 32,888. | |
| Net rental income or (loss) from personal property | | | | 32,000. | |
| | | | ++- | | |
| Other investment income Gain or (loss) from sales of assets other than inventory | | | | | |
| Net income or (loss) from special events | · | | | | |
| Gross profit or (loss) from sales of inventory | | | | | |
| | | · | | | |
| Other revenue | | | | - | |
| a OIL ROYALTY | | | 15 | 597,997. | |
| b | | | | | |
| C | | | | | |
| d | | | | | |
| е | | | | | |
| Cubtotal Add columns (b) (d) and (a) | 1 1 | | 1 | 749,547 | |
| • | <u> </u> | | | 1.7/5-1 | |
| 3 Total. Add line 12, columns (b), (d), and (e) | <u> </u> | | | 13 | 749,54 |
| Total. Add line 12, columns (b), (d), and (e) | ılatıons) | | | | 749,54 |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calcumate. | | shment of Exer | npt Purpos | 13 | 749,54 |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | 749,54 |
| B Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities line No. Explain below how each activity for wh | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities line No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain to the foundation of the fo | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities one No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain the foundation of the found | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities one No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain the foundation of the found | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities ne No. Explain below how each activity for whaccomplishment of the foundation's exp | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
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| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities line No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain to the foundation of the fo | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities line No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain to the foundation of the fo | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities one No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain the foundation of the found | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities line No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain to the foundation of the fo | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities line No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain to the foundation of the fo | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities line No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain to the foundation of the fo | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculant XVI-B Relationship of Activities line No. Explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain below how each activity for what accomplishment of the foundation's explain to the foundation of the fo | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |
| ▼ accomplishment of the foundation's ex | to the Accompli | d in column (e) of Pa | rt XVI-A contri | es buted importantly to ti | ne |

Form 990-PF (2013) LILLIAN WALTOM FOUNDATION 74-2509618 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

| de re | scribed lating to | o political organiza |) of the Code (ot ations? | her than sectio | in 501(c)(3) org | janizations) | er organization or in section 527 | 1 | | Yes | No |
|----------|----------------------|--|---|---|---|-----------------------------------|---|---------------------------------------|---------------------------|---------|-----------------|
| a Tr | ansfers | from the reportin | g foundation to | a noncharitable | e exempt organ | ization of | | | | | |
| (1 |) Cash | 1 | | | | | | | . 1 a (1) | | Х |
| (2 |) Othe | r assets . | | | | | | | 1 a (2) | | X |
| bО | ther tra | nsactions | | | | | | | | | `` _ |
| (1 |) Sale: | s of assets to a no | oncharitable exe | mpt organization | on | | | | 1 b (1) | | Х |
| | | hases of assets fr | | _ | | | | | 1 b (2) | | X |
| | | al of facilities, equ | | | , , , , | | | · | 1 b (3) | | X |
| • | • | bursement arrang | • | | | | ., | • | 1b(3) | | |
| | | s or loan guarante | | | | | • • | | 1 b (4) | | X |
| • | • | ormance of service | | | | • | | | <u>-</u> | | X |
| • | • | of facilities, equipm | | • | _ | | | | 1 b (6) | | X |
| CO | lainig (| n raciiilles, equipi | nem, maning iist | s, uner assets | , or paid empio | iyees | | | <u>1 c</u> | | X |
| th | e aood: | s, other assets, or | services given | ov the reporting | a foundation. If | the foundat | (b) should always tion received less other assets, or | than fair market | value in | | |
| (a) Line | no | (b) Amount involved | (c) Nam | e of noncharitable | e exempt organizal | ion | (d) Description of t | ransfers, transaction | ns, and sharing arran | gement | s . |
| | | | | | | | | | | | |
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| | | | | | | | | | | | |
| d | escribe | indation directly o d in section 501(c complete the follow |) of the Code (of | ted with, or reli her than section | ated to, one or on 501(c)(3)) or | more tax-e: in section ! | xempt organizatio 527? . | ons | Yes | X | No |
| | | Name of organiza | | (b) | Type of organiz | zation | | (c) Description | of relationship | | |
| | | , tallo 0, 0, garile | | | .,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | (-/ | | | |
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| | | | described these second | and this return und | ludine a some a sun | a a a b - d - l | | o boot of our bounded | and hallof at a true | | |
| | Correct, | enaities of perjury, I dec and complete. Declarati | dare that I have examition of preparer (other | ined this return, inc than taxpayer) is be | așed on all informati | g schedules an on of which pre | d staternents, and to the parer has any knowled- | ge ge | ge and belief, it is true | | |
| Sign | | -)1 | <u></u> | _ / | / / | 1. | | | May the | | |
| Here | X | W.F | Sinke | | X 7/ 3 | 29/14 | TRUSTEE | | this retur preparer | shown b | elow |
| | Signa | ture of officer or trustee | 1 | 7 | Date | | Title | | (see inst | Yes | No I |
| | | Print/Type preparer's | | Press | // | 1/ | Date | Check | PTIN | 1.23 | |
| | | | | | | 14 | 1 | | [의" | 1500 | |
| Paid | | Richard Sh | | yu | WA WALL | 70- | [07/16/1 | | | 1209 | |
| Prepa | rer | Firm's name | Richard | | PA | | | Firm's EIN | 74-2227692 | | |
| Use C | nly | Firm's address | PO BOX 4 | | | | | | | | |
| | | <u> </u> | JOURDANT | ON | | TX | 78026-0446 | Phone no | | | |
| BAA | | | | | | | | | Form 99 | 0-PF (| 2013) |

Department of the Treasury Internal Revenue Service

(99)

Depreciation and Amortization (Including Information on Listed Property)

See separate instructions.

► Attach to your tax return.

OMB No. 1545-0172

2013

179

Attachment Sequence No Name(s) shown on return Identifying number LILLIAN WALTOM FOUNDATION 74-2509618 Business or activity to which this form relates Form 990-PF page 1 Election To Expense Certain Property Under Section 179 Part I Note. If you have any listed property, complete Part V before you complete Part I Maximum amount (see instructions) 1 Total cost of section 179 property placed in service (see instructions) . . . 2 Threshold cost of section 179 property before reduction in limitation (see instructions) 3 Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0- . . . 4 Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions 5 6 (a) Description of property (b) Cost (business use only) (c) Elected cost Listed property. Enter the amount from line 29 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7 8 Tentative deduction Enter the smaller of line 5 or line 8 9 Carryover of disallowed deduction from line 13 of your 2012 Form 4562 . 10 Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs) 11 Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11 12 Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 13 ► 13 Note. Do not use Part II or Part III below for listed property. Instead, use Part V Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions) Part II Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions) 14 Property subject to section 168(f)(1) election 15 Other depreciation (including ACRS) MACRS Depreciation (Do not include listed property) (See instructions) MACRS deductions for assets placed in service in tax years beginning before 2013 17 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System (b) Month and (C) Basis for depreciation (a) (d) (e) (f) (g) Depreciation Classification of property year placed in service (business/investment use only - see instructions) Convention Method deduction Recovery period 19 a 3-year property . . **b** 5-year property . . c 7-year property d 10-year property e 15-year property f 20-year property . S/L 25 yrs g 25-year property 362,926 27.5 yrs S/L 12,647 01/13 MM h Residential rental 27 5 yrs S/L MM property 39 yrs MM S/L i Nonresidential real MM S/L Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System 20 a Class life . . S/L S/L b 12-year . 12 yrs MM S/L c 40-year. 40 yrs

the portion of the basis attributable to section 263A costs

the appropriate lines of your return. Partnerships and S corporations — see instructions.

For assets shown above and placed in service during the current year, enter

Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on

Part IV | Summary (See instructions)

Listed property Enter amount from line 28 .

12,647.

21

22

| Pari | | TITITIM M | ALTOM FOU | INDATIO | NC | | _ | | _ | | | | 74-25 | 50961 | 8 | Page : |
|-------|---|--------------------------------------|--|-----------------|-------------------------|----------------------|--|---------------------|--------------|--------------------|---------------------|-------------------|-----------------------|--|--|----------------------------|
| | | Property (Ind | | les, certai | n other v | ehicles, | certain | comp | iters, | and p | roperty | used fo | r enterta | ınment, | | |
| | Note: Fo | r any vehicle for | r which you are | using the | standar | d mileag | ge rate c | or dedu | icting | lease | expens | se, com | plete onl | y 24a, 2 | ?4b, | |
| | | (a) through (c) o A – Deprecia | | | | | | | | for lim | its for n | assenn | er automi | ohiles \ | | |
| 24 a | Do you have eviden | | | | | 1 | Yes | | | | | | e written? | obiies) | Yes | No |
| | (a) | (b) | (c) | b) | | | (e) | | | (f) | | (g) | , | (h) | 1163 | (i) |
| | Type of property (list vehicles first) | Date placed in service | Business/ investment use percentage | Cost other t | or | (busine | or deprecia esslinvestri use only) | | Rec | overy | Me | shod/ vention | Depr | eciation luction | sec | lected tion 179 cost |
| 25 | Special deprecia | | | | | | rice duri | ng the | tax y | ear an | d | 25 | | | | |
| 26 | Property used n | | | | | <u> </u> | | | | | | 1 = 3 | 1 | | | <i>-</i> |
| | | | | | | | | | | | | | | | | |
| | | ļ | | | | | | | | | | | | | | |
| 27 | Property used 5 | 0% or less in a | nualified busine | 200 | | <u> </u> | | | | | <u> </u> | | <u> </u> | | | |
| 27 | Property used 5 | 0 70 01 1835 111 4 | qualified busine | 55 USE | | T | | T | | | Τ | | | | | |
| | | | | | | | | _ | | | _ | | | | \dashv | |
| | | | | | | | | | | | | | | | | |
| | Add amounts in | | - | | | | 1, page | 1 | | | | 28 | | | | |
| 29 | Add amounts in | column (ı), line | 26 Enter here | | | | | | | | | | | 29 | | |
| 0 - | .1.4. 45 45 | f | . d L., | Section | | | | | | _ | -11 | | ., | | | |
| to yo | plete this section ur employees, fir | for venicies use st answer the qu | ed by a sole pro Jestions in Sec | tion C to s | ariner, o see if yoi | rotner r J meet a | nore ina n excep | an 5% i ition to | owne comj | r, or r pleting | elated p this se | erson ction fo | r those v | ovided v ehicles | enicies | |
| | | | | (a | 1) | (b |) | T | (c) | | (d | | (e | | (1 | n |
| 30 | Total business/i during the year | (do not include | s driven | Vehi | | Vehic | | Ve | hicle | 3 | Vehi | | Vehi | | | icle 6 |
| 31 | commuting mile Total commuting m | • | 16 VO31 | <u> </u> | | | | | | | | | | | | |
| 32 | Total other pers | • | • | | | | | | | | | | <u> </u> | | - | |
| | miles driven | · | • | | | <u></u> | | | | | J | | ļ | | | |
| 33 | Total miles drive lines 30 through | | ar Add | | , | | , | | _, | | | | | | | , |
| | | | | Yes | No | Yes | No | Yes | 1 | No | Yes | No | Yes | No | Yes | No |
| 34 | Was the vehicle during off-duty h | | ersonal use | 1 | | l | | | | İ | | | | | | |
| 35 | Was the vehicle | used primarily | by a more | | | | | | | | | | | | | |
| 36 | Is another vehic | le available for | | | | | | | | | | | | | | |
| | <u></u> | Section | C - Question: | s for Emp | loyers \ | Nho Pro | vide Ve | hicles | for | Use b | y Their | Emplo | yees | | | |
| Answ | ver these question where or related | ns to determine | if you meet an | exception | to com | pleting S | ection E | 3 for vo | hicle | s used | d by em | ployees | who are | not mo | re than | |
| | whers of related | persons (see in | | | | | | | | | | | | - | T V | l Na |
| 37 | Do you maintain by your employe | | statement tha | t prohibits | all perso | onal use | of vehic | cles, ın | cludir | ng con | nmuting | • | | | Yes | No |
| 38 | Do you maintain employees? See | | | | | | | | | | | our | | | | |
| 39 | Do you treat all | use of vehicles | by employees a | as person | al use? | | | | | | | | | | | |
| 40 | Do you provide vehicles, and re | more than five v | ehicles to your | | | n inform | ation fro | m you | г еттр | oloyee | s about | the use | of the | | | |
| 41 | Do you meet the Note. If your an | e requirements (| concerning qua | lified auto | mobile d | lemonsti | ration us | se? (Se | ee ins | structio | ons) | | | | | |
| D | | | 39, 40, 0/ 47/3 | 763, 00 | | Diete 36 | CHOILD | or trie | COVE | 700 VC | 1110162 | | · · · · · · | | <u> </u> | |
| Par | t VI Amorti | (a) | | T | (b) | | (c) | | T | ((| d) | | (e) | Ι | (f) | |
| | Des | scription of costs | | Date an | nortization egins | ļ | Amortizat | | | | ide tion | | ortization enod or | | Amortization for this year | |
| | | | | <u></u> _ | <u> </u> | | | | <u> </u> | | | | iceurage | <u> </u> | | |
| 42 | Amortization of | costs that begin | s during your 2 | 013 tax y | ear (see | ınstructi | ons) | | , | | | | | , | | |
| | | | | ļ | | | | | | | | | | | | |
| | | | in before your ? | 0013 1000 | | ! | | | <u> </u> | | | | 142 | | | |
| 43 | A man | | | 3 1217 \ | . H-641 | | | | | | | | 43 | I | | |

Form 990-PF, Page 1, Part I, Line 11 Line 11 Stmt

| Other income | Rev/Exp Book | Net Inv Inc | Adj Net Inc |
|-------------------|--------------|-------------|-------------|
| INTEREST ON LOANS | 94,388. | 94,388. | |
| OIL ROYALTY | 597,997. | 597,997 | |

Total 692, 385. 692, 385.

Form 990-PF, Page 1, Part I, Line 18 Line 18 Stmt

| Taxes | Rev/Exp Book | Net Inv Inc | Adj Net Inc | Charity Disb |
|------------------------------|--------------|-------------|-------------|--------------|
| 990-PF TAX | | | | |
| ADVALOREM TAX-OIL | 11,194. | 11,194. | | |
| ADVALOREM TAX- REAL PROPERTY | 4,454. | 4,454. | | |

Total 15,648. 15,648.

Form 990-PF, Page 1, Part I, Line 23 Line 23 Stmt

| Other expenses | Rev/Exp Book | Net Inv Inc | Adj Net Inc | Charity Disb |
|-------------------|--------------|-------------|-------------|--------------|
| OFFICE SUPPLIES | 113. | 113. | | |
| RENT PROPERTY EXP | 8,261. | 8,261. | | |

Total _____8,374. ____8,374.

Form 990-PF, Page 1, Part I Line 16b - Accounting Fees

| Name of Provider | Type of Service Provided | Amount Paid Per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|---------------------|-----------------------------|-----------------------------|-----------------------------|---------------------------|---|
| RICHARD SHELTON CPA | FORM 990 PREPARATION | 3,250. | 3,250. | | |

Total 3,250. 3,250.

Form 990-PF, Line 19
Allocated Depreciation

| Description | Date Acquire | Cost or Basis | Prior Yr Depr | Mthd | Life | Current Depr | Net Invest Income | Adjusted Net Income |
|-------------|-----------------|------------------|------------------|------|-------|-----------------|-------------------------|---------------------------|
| TRIPLEX | 01/01/13 | 387926 | | SL_ | 27 50 | 12647 | | |

Total

Form 990-PF, Page 2, Part II, Line 15 Other Assets Stmt

| | Beginning | End of | f Year |
|-------------------------|--------------------|---------------|----------------------|
| Line 15 - Other Assets: | Year Book Value | Book Value | Fair Market Value |
| MINERAL INTEREST | 0. | 0. | 729,709. |
| Total | 0 | 0. | 729,709. |

74-2509618

2013

FORM 990 PF, PART IV, QUESTION 2(B), APPLICATION FORMS.

An application is submitted to the selection committee by the applicant stating his or her financial need and showing proof that they meet the scholastic requirements of the college of their choice. An application can be secured by writing to the Lillian Waltom Foundation at the address on page 1 of this return.

FORM 990 PF, PART IV, QUESTION 2 (d), RESTRICTIONS ON AWARDS

There are no restrictions or limitation per se on the awards except that the following guidelines are followed:

- 1. The awards will be scholarships for study at a college.
- The awards will be made to a class of individual who established financial need and that they satisfy college entrance requirements at the college of their choice.
- 3 The application process will be non-discriminatory and the scholarship will be awarded as nearly as possible in accordance with the ratio mix in Atascosa County, Texas.
- The scholarships will be grants and repayment will not be required.
- 5. The grants will be supervised by obtaining reports or transcripts from the college or university where the recipient is enrolled, and if the recipient is expelled from the school for any reason, an attempt will be made to recover a pro-rata part of the grant for the unexpired term of the semester.

FORM 990 PF, PART XV, LINE 3, GRANTS AND CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENT

| GRANTS AWARDED 2013 | AMOUNT OF GRANT OR CONTRIBUTION | PAID OR RESCENDED IN PRIOR YEARS | AMOUNT PAID IN 2013 | SCHOLAR RESCINDED IN 2013 | APPROVED FOR FUTURE PAYMENT |
|--|---------------------------------------|--|---------------------------|---------------------------------|-----------------------------------|
| SAMANTHA MIKALOWSKI 295 ZIGMOND POTEET TX | 10000 | | 1250 | | 8750 |
| ANTHONY MARTINEZ BOX 184 CHARLOTTE TX | 10000 | | 1250 | | 8750 |
| DALLAS OWENS 316 LYONS PLEASANTON TX | 10000 | | 1250 | | 8750 |
| CARLENE HAVERLAH BOX 32 POTEET TX | 10000 | | 1250 | | 8750 |
| KELLI MANN 5038 FM 472 BIG FOOT TX | 10000 | | 1250 | | 8750 |
| ENEDINO RESENDEZ 10620 N HYW 281 PLEASANTON TX | 10000 | | 1250 | | 8750 |
| JACK RIGGS 3105 W FM 140 JOURDANTON TX | 10000 | | 1250 | | 8750 |
| MICHAEL BRINKMAM JR 1338 CONTINENTAL PLEASANTON TX | 10000 | | 1250 | | 8750 |
| DAVID GARCIA 154 AVE D POTEET TX | 10000 | | 1250 | | 8750 |
| CODY A JOHNSON 207 SIMMONS JOURDANTON TX | 10000 | | 1250 | | 8750 |
| JACKIE LLAMAS 1917 LOST TRAIL PLEASANTON TX | 10000 | | 1250 | | 8750 |
| ISREAL AGUERO BOX 203 CHRISTINE TX | 10000 | | 1250 | | 8750 |
| | | | | | |

| KAYLA MUCKLEROY BOX 573 JOURDANTON TX | 10000 | 1250 | 8750 |
|---|-------|-------|------|
| KAYLA WILKINS BOX 1237 POTEET TX | 10000 | 1250 | 8750 |
| CASSANDRA LEAL BOX 926 POTEET TX | 10000 | 1250 | 8750 |
| GRANTS AWARDED 2013 | | 18750 | |
| TOTAL SCHOLARSHIP GRANTS | | 77500 | |

NONE OF THE GRANT RECIPIENTS ARE RELATED TO TRUSTEES OR CONTRIBUTORS ALL GRANTS AWARDED ARE FOR STUDY AT COLLEGE

FORM 990 PF, PART XV, LINE 3, GRANTS AND CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENT

| GRANTS AWARDED 2012 | AMOUNT OF GRANT OR CONTRIBUTION | PAID OR RESCENDED IN PRIOR YEARS | AMOUNT PAID IN 2013 | SCHOLAR RESCINDED IN 2013 | APPROVED FOR FUTURE PAYMENT |
|---|---------------------------------------|--|---------------------------|---------------------------------|-----------------------------------|
| HANNAH MARBLES 5836 NOYES RD VON ORMY TX 78072 | 7500 | | 2500 | | 3750 |
| LINZEY WEDEN 11 CR 327 PLEASANTON TX 78064 | 10000 | 1250 | 2500 | | 6250 |
| ALLISON BAKER 650 CR 303 JOURDANTON TX 78026 | 10000 | 1250 | 2500 | | |
| JAMES LUNA JR BOX 416 | 10000 | 1230 | 2300 | | 6250 |
| CHARLOTTE TX 78011 AMANTHA HONS | 10000 | 1250 | | 8750 | 0 |
| 3110 N HWY 16 JOURDANTON TX 78026 | 10000 | 1250 | 2500 | | 6250 |
| KATHRYN ORTIS 1642 CLOVER RIDGE PLEASANTON TX 78064 | 10000 | 1250 | 2500 | | 6250 |
| ALLYSON GRAYBILL 216 EAGLE NEST PLEASANTON TX 78064 | 10000 | 1250 | 2500 | | 6250 |
| SIERRA POSTON BOX 211 CHARLOTTE TX 78011 | 10000 | 1250 | 2500 | | 6250 |
| MARK REYES 1509 RENDON RD POTEET TX 78065 | 10000 | 1250 | 2500 | | 6250 |
| JEREMY HERRERA 108 TURKEY TRAIL JOURDANTON TX 78026 | 10000 | 1250 | 2500 | | 6250 |
| VICTORIA VACCA 2300 CR 300 JOURDANTON TX 78026 | 10000 | 1250 | 2500 | | 6250 |
| STEPHANIE RIVERA 540 RUTLEDGE RD | 10000 | 1230 | 2500 | | 0230 |
| POTEET TX 78065 GRANTS AWARDED 2012 | 10000 | 1250 | 2500 27500 | | 6250 66250 |
| CIVINI O MANINDED 2012 | | | 21300 | | 00230 |

FORM 990 PF, PART XV, LINE 3, GRANTS AND CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENT

| SUNG J LEE | AMOUNT OF GRANT OR CONTRIBUTION | PAID OR RESCENDED IN PRIOR YEARS | AMOUNT PAID IN 2013 | SCHOLAR RESCINDED IN 2013 | APPROVED FOR FUTURE PAYMENT |
|---|---------------------------------------|--|---------------------------|---------------------------------|-----------------------------------|
| 3039 BLUEBONNETT PLEASANTON TX 78064 | 10000 | 3750 | 2500 | | 3750 |
| CLAUDINA CIENFUGO 2020 VANESS RD POTEET TX 78065 | 10000 | 3750 | 1250 | | 5000 |
| JAQUELYN HALL BOX 661 JOURDANTON TX 78026 | 10000 | 2500 | 2500 | | 5000 |
| SHELBEE RIPPLE 1240 CR 326 JOURDANTON TX 78026 | 10000 | 3750 | 2500 | | 3750 |
| ANGELICA BARNELLAS 55 CECELIA LANE PLEASANTON TX 78064 | 10000 | 2500 | 1250 | | 6250 |
| MICHAEL CANO BOX 447 CHARLOTTE TX 78011 | 10000 | 2500 | 0 | 7500 | 0 |
| BRANDY KUENSTLER 1307 LAREDO DR PLEASANTON TX 78064 | 10000 | 1250 | 0 | 8750 | 0 |
| TOMAS CRUZ 210 NAPAL JOURDANTON TX 78026 | 10000 | 2500 | 0 | 7500 | 0 |
| ALEXANDRA MCDONALD 1365 BIG LEAF DR SAN ANTONIO TX 78266 | 10000 | 2500 | 3750 | | 3750 |
| DANIELLE MARTINEZ 300 CHRISTINE RD # 56 JOURDANTON TX 78026 | 10000 | 1250 | 0 | 8750 | 0 |
| BRIANNA GARZES 3880 W FM 476 POTEET TX 78065 | 10000 | 3750 | <u>2500</u> | | <u>3750</u> |
| GRANTS AWARDED 2011 | | | 16250 | | 31250 |

FORM 990 PF, PART XV, LINE 3, GRANTS AND CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENT

| GRANTS AWARDED 2010 | AMOUNT OF | PAID OR RESCENDED | AMOLINT | SCHOLAR | AMOUNT APPROVED |
|--|--------------------------|-------------------|-----------------|----------------------|-----------------------|
| | GRANT OR CONTRIBUTION | IN PRIOR YEARS | PAID IN 2013 | RESCINDED IN 2013 | FOR FUTURE PAYMENT |
| CELINA BARRERA BOX 333 CHARLOTTTE TX 78011 | 10000 | 6250 | 2500 | | 1250 |
| KYLE LEMERE 7527 HWY 16 POTEET TX 78065 | 10000 | 6250 | 2500 | | 1250 |
| EMILY D BURK 1440 SCHOOL DR POTEET TX 78065 | 10000 | 2500 | 0 | 7500 | 0 |
| FELICIA N MARTINEZ BOX 184 CHARLOTTE TX 78011 | 10000 | 6250 | 2500 | | 1250 |
| KATHERYN SCHUCHART 300 LA CEBIA JOURDANTON TX 78026 | 10000 | 5000 | 1250 | | 3750 |
| MARISSA MURILLO 328 CROWNHILL DR PLEASANTON TX 78064 | 10000 | 6250 | <u>2500</u> | | 1250 |
| GRANTS AWARDED 2010 | | | 11250 | | 8750 |

FORM 990 PF, PART XV, LINE 3, GRANTS AND CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENT

| | AMOUNT OF GRANT OR CONTRIBUTION | PAID OR RESCENDED IN PRIOR YEARS | AMOUNT PAID IN 2013 | SCHOLAR RESCINDED IN 2013 | AMOUNT APPROVED FOR FUTURE PAYMENT | |
|---|---------------------------------------|--|---------------------------|---------------------------------|---|--|
| MARILIE DURAN BOX 516 CHARLOTTE TX 78011 | 10000 | 8750 | 1250 | | 0 | |
| IAN MICHAEL CALANDRA 4306 FM 2146 JOURDANTON TX 78026 | 10000 | 8750 | 1250 | | 0 | |
| ALEXANDER PENNOCK 89 HIGH LAND RD POTEET TX 78065 | 10000 | 8750 | <u>1250</u> | | 0 | |
| GRANTS AWARDED 2009 | | | 3750 | | | |

LILLIAN WALTOM FOUNDATION 74-2509618 12/31/2013

PAGE 2 LINE 7(b)- OTHER NOTES RECEIVABLE

| NAME | NOTE DATED | COLLATERAL | INTEREST RATE % | 12/31/2013 BALANCE |
|---|--|---|---|--|
| RUBEN ALANIZ MICHAEL MARTINEZ MIGUEL MARTINEZ RAFAEL LUGO LINDA CASIAS CARL PAXON RICHARD WELLS DAVID ROBERTSON RICHARD WEST DON RIPPLE D CORDOVA E CARRASCO XAVIER FLORES XAVIER FLORES EDWARD MIRANDA DOMINGA OCHOA J SMOOT CORINA MARTINEZ MARTIN LLAMAS JR LAUREN VYVLECKA JAIME BENNETT TIMOTHY CHALLES ANGELITA GOMEZ DORMA HOBBS SABRINA AYALA JERRY BRADY EDWARD MIRANDA SANDRA MERIN JOE TREVINO ORLANDO CARRASI | 2011 2012 1994 2002 2006 2000 2003 2003 2004 2008 2010 2010 2010 2010 2010 2010 2010 | REAL ESTATE VEHICLE REAL ESTATE | 18 10 9 8 10 8 10 8 5 9 8 5 7 11 8 5 10 12 9 10 10 10 9 10 10 10 10 10 10 10 10 10 10 10 10 10 | 21807 2368 18571 861 34936 62406 10661 87400 7538 21921 68641 36458 63068 9435 41063 34716 40457 31456 16474 1094 113666 14994 34899 9336 82719 14365 28327 32481 11842 13675 |
| E GARCIA MANUEL VALDEZ | 2013 | REAL ESTATE REAL ESTATE | 12 8 | 13939 120349 |
| TOTAL | | | | 1101923 |