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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation JUDITH AND HENRY SAUER CHARITABLE FOUNDATION		A Employer identification number 76-0425779
Number and street (or P O box number if mail is not delivered to street address) 5064 FIELDWOOD	Room/suite	B Telephone number (see instructions) 713-627-2244
City or town, state or province, country, and ZIP or foreign postal code HOUSTON TX 77056		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 671,010	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

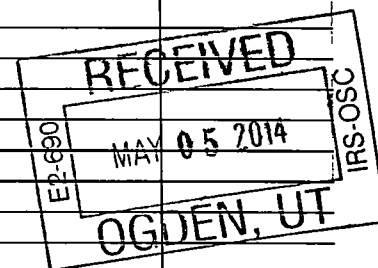
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	14,313	14,313		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	48,781			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		48,781		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	63,094	63,094			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	7,003	7,003		7,003
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,451	1,451		1,451
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	8,454	8,454		8,454
	25 Contributions, gifts, grants paid	25,000			25,000
26 Total expenses and disbursements. Add lines 24 and 25	33,454	8,454		33,454	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	29,640				
b Net investment income (if negative, enter -0-)		54,640			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

Cat No. 11289X

Form 990-PF (2013)

SCANNED MAY 20 2014



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments			30,721	23,671	23,671
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U.S. and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)			342,802	345,332	416,883
	c Investments—corporate bonds (attach schedule)			184,312	123,144	125,688
	11 Investments—land, buildings, and equipment: basis ▶					
Liabilities	Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)			41,652	41,652	41,272
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶)			6,115	75,782	63,495
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			599,487	609,581	671,010
	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)					
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
Net Assets or Fund Balances	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			599,487	609,531	
	31 Total liabilities and net assets/fund balances (see instructions)			599,487	609,531	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	599,487
2 Enter amount from Part I, line 27a	2	29,640
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	
5 Decreases not included in line 2 (itemize) ▶ <u>ADJUSTMENT TO BOOK</u>	5	<19,596>
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	609,531

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SCHEDULE ATTACHED			
b				
c	CAPITAL GAIN DISTRIBUTIONS			
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			2159
b			36,602
c			10,020
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any	
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	48,781
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	N/A

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

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

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

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

☐ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012			
2011	N/A		
2010			
2009			
2008			

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	1,093	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,093	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,093	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>TEXAS</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		✓
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	✓	
14	The books are in care of ▶ <u>HEDELL SAUER</u> Telephone no. ▶ <u>713-627-2244</u> Located at ▶ <u>5064 FLEWOOD, HOUSTON, TX</u> ZIP+4 ▶ <u>77056</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 ▶ <u>15</u>		
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 ▶	Yes	No
			✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	✓
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☒ Yes ☐ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	✓

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 ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

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
SCHEDULE ATTACHED				

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	NONE	
2		
3	All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 655,776
b	Average of monthly cash balances	1b
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 655,776
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3 655,776
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 9837
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 645,939
6	Minimum investment return. Enter 5% of line 5	6 32,297

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 32,297
2a	Tax on investment income for 2013 from Part VI, line 5	2a 1093
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 1,093
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 31,204
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 31,204
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 31,204

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a 33,454
b	Program-related investments—total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 33,454
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 33,454

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				31,204
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				29,014
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 33,454				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				
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 lines 3f, 4c, and 4e. Subtract line 5	33,454			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
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	33,454			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c		N/A			
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

JUDY SAUER, 5064 FIELDWOOD, HOUSTON TX 77056 713-627-2244

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

WRITTEN DESCRIPTION OF PROGRAM

c Any submission deadlines:

NONE

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

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year TEXAS CHILDREN'S HOSPITAL HOUSTON, TX			MEDICAL RESEARCH	25,000
Total				3a 25,000
b Approved for future payment				
Total				3b —

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | |
|---|--------------|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| (1) Cash | 1a(1) | ✓ |
| (2) Other assets | 1a(2) | ✓ |
| b Other transactions: | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | ✓ |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | ✓ |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | ✓ |
| (4) Reimbursement arrangements | 1b(4) | ✓ |
| (5) Loans or loan guarantees | 1b(5) | ✓ |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | ✓ |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | ✓ |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☐ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

5/1/14
Date

Telephone
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no

Settlement Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 30-11-622-1361300 IM JUDITH & HENRY SAUER CHAR FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									

Cash Equivalents

23,670.570	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	\$23,670.57	\$0.66	\$23,670.57	\$23,670.57 1.000	\$0.00	\$14.20	0.06%
	Total Cash Equivalents		\$23,670.57	\$0.66	\$23,670.57		\$0.00	\$14.20	0.06%

Cash/Currency Other

-6,700.960	INCOME CASH		-\$6,700.96 1.000	\$0.00	-\$6,700.96 1.000		\$0.00	\$0.00	0.00%
6,700.960	PRINCIPAL CASH		6,700.96 1.000	0.00	6,700.96 1.000		0.00	0.00	0.00
	Total Cash/Currency Other		\$0.00	\$0.00	\$0.00		\$0.00	\$0.00	0.00%

Total Cash/Currency

			\$23,670.57	\$0.66	\$23,670.57		\$0.00	\$14.20	0.06%
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Equities

(2) Industry Sector Codes	CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEQ = Other Equities	TEL = Telecommunication Services UTL = Utilities
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U.S. Large Cap

1,587.852	ASTON MONTAG & CALDWELL GROWTH FUND CL1 Ticker: MCGIX	00078H281 OEQ	\$45,015.60 28.350	\$0.00	\$41,061.84 25.860	\$3,953.76	\$374.73	0.83%
3,224.615	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES Ticker: GSFTX	19765N245 OEQ	59,107.19 18.330	0.00	41,074.41 12.738	18,032.78	1,144.74	1.93
1,611.863	MFS VALUE FUND CL1 Ticker: MEIIX	552983694 OEQ	53,771.75 33.360	0.00	40,409.40 25.070	13,362.35	897.81	1.67
2,123.758	TCW SELECT EQUITIES FUND CL1 Ticker: TGCEX	87234N302 OEQ	53,667.36 25.270	0.00	42,305.27 19.920	11,362.09	99.82	0.18

4Z0059304

Settlement Date

Portfolio Detail

Account: 30-11-622-1361300 IM JUDITH & HENRY SAUER CHAR FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
Total U.S. Large Cap			\$211,561.90	\$0.00	\$164,850.92	\$46,710.98	\$2,517.10	1.19%	
U.S. Mid Cap									
115.000	ISHARES CORE S&P MID CAP ETF Ticker: IJH	464287507 OEQ	\$15,388.15 133.810	\$0.00	\$13,016.27 113.185	\$2,371.88	\$198.72	1.29%	
1,103.208	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND Ticker: JVMLX	47803W406 OEQ	20,012.19 18.140	0.00	16,294.38 14.770	3,717.81	92.67	0.46	
471.617	PRUDENTIAL JENNISON MID-CAP GROWTH FUND INC CLZ Ticker: PEGZ X	74441C808 OEQ	19,095.77 40.490	0.00	16,294.38 34.550	2,801.39	56.12	0.29	
Total U.S. Mid Cap			\$54,496.11	\$0.00	\$45,605.03	\$8,891.08	\$347.51	0.63%	
U.S. Small Cap									
140.000	ISHARES RUSSELL 2000 ETF Ticker: IWM	464287655 OEQ	\$16,150.40 115.360	\$0.00	\$13,104.20 93.601	\$3,046.20	\$197.96	1.22%	
736.974	KALMAR GROWTH-WITH-VALUE SMALL CAP FUND Ticker: KGSA X	483438404 OEQ	16,810.38 22.810	0.00	13,035.50 17.688	3,774.88	0.00	0.00	
363.917	VICTORY SMALL CO OPPTY FUND CLI SHS Ticker: VSOIX	92646A815 OEQ	14,702.25 40.400	0.00	13,035.50 35.820	1,666.75	53.13	0.36	
Total U.S. Small Cap			\$47,663.03	\$0.00	\$39,175.20	\$8,487.83	\$251.09	0.52%	
International Developed									
629.127	ARTISAN INTERNATIONAL FUND Ticker: ARTIX	04314H204 OEQ	\$19,175.79 30.480	\$0.00	\$16,294.38 25.900	\$2,881.41	\$356.72	1.86%	
500.442	ARTISAN INTL VALUE FUND Ticker: ARTKX	04314H881 OEQ	18,401.25 36.770	0.00	16,294.38 32.560	2,106.87	461.91	2.51	
355.000	VANGUARD FTSE DEVELOPED MARKETS ETF Ticker: VEA	921943858 OEQ	14,796.40 41.680	0.00	11,868.13 33.431	2,928.27	384.47	2.59	

Settlement Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 30-11-622-1361300 IM JUDITH & HENRY SAUER CHAR FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (Cont)								
International Developed (cont)								
Total International Developed			\$52,373.44	\$0.00	\$44,456.89	\$7,916.55	\$1,203.10	2.29%
Emerging Markets								
2,518.938	COLUMBIA EMERGING MARKETS FUND CLASS Z SHARES Ticker: UMEM X	19765Y852 OEQ	\$25,693.17 10.200	\$0.00	\$26,071.01 10.350	-\$377.84	\$95.72	0.37%
610.000	VANGUARD FTSE EMERGING MKTS ETF Ticker: VWO	922042858 OEQ	25,095.40 41.140	0.00	25,172.60 41.267	-77.20	686.25	2.73
Total Emerging Markets			\$50,788.57	\$0.00	\$51,243.61	-\$455.04	\$781.97	1.54%
Total Equities			\$416,883.05	\$0.00	\$345,331.65	\$71,551.40	\$5,100.77	1.22%
Fixed Income								
Investment Grade Taxable								
4,555.809	COLUMBIA INTERMEDIATE BOND FUND CLASS Z SHARES	19765N468	\$40,774.49 8.950	\$83.48	\$40,000.00 8.780	\$774.49	\$1,111.62	2.72%
3,496.041	METRO WEST T/R BD CLI	592905509	36,883.23 10.550	55.90	37,547.48 10.740	-664.25	1,153.69	3.12
3,826.677	PIMCO TOTAL RETURN FUND INSTL	693390700	40,907.18 10.690	66.64	38,955.57 10.180	1,951.61	1,017.90	2.48
Total Investment Grade Taxable			\$118,564.90	\$206.02	\$116,503.05	\$2,061.85	\$3,283.21	2.76%
Global High Yield Taxable								
711.835	PIMCO HIGH YIELD FD INSTL CL	693390841	\$6,840.73 9.610	\$76.57	\$6,641.42 9.330	\$199.31	\$406.46	5.94%
Total Global High Yield Taxable			\$6,840.73	\$76.57	\$6,641.42	\$199.31	\$406.46	5.94%
Total Fixed Income			\$125,405.63	\$282.59	\$123,144.47	\$2,261.16	\$3,689.67	2.94%

4Z0059305

Settlement Date



Portfolio Detail

Account: 30-11-622-1361300 IM JUDITH & HENRY SAUER CHAR FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Unrealized Annual Income	Estimated Cur Yld/ YTM
Hedge Funds								
Hedge Funds Specific Strategy								
1,969.365	GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND CL I	38145N220	\$18,354.48 9.320	\$0.00	\$18,000.00 9.140	\$354.48	\$43.33	0.23%
175.507	IVY ASSET STRATEGY FUND CL I	466001864	5,665.37 32.280	0.00	4,500.00 25.640	1,165.37	34.05	0.60
1,742.682	PIMCO ALL ASSET ALL AUTH FUND INSTL CL	72200Q182	17,252.55 9.900	0.00	19,152.07 10.990	-1,899.52	1,026.44	5.94
Total Hedge Funds Specific Strategy			\$41,272.40	\$0.00	\$41,652.07	-\$379.67	\$1,103.82	2.67%
Total Hedge Funds			\$41,272.40	\$0.00	\$41,652.07	-\$379.67	\$1,103.82	2.67%
Real Estate								
Public REITs								
1,735.753	PRUDENTIAL GLOBAL REAL ESTATE FUND CL Z	744336504	\$38,221.28 22.020	\$0.00	\$39,106.51 22.530	-\$885.23	\$269.04	0.70%
Total Public REITs			\$38,221.28	\$0.00	\$39,106.51	-\$885.23	\$269.04	0.70%
Total Real Estate			\$38,221.28	\$0.00	\$39,106.51	-\$885.23	\$269.04	0.70%
Tangible Assets								
Commodities								
4,603.645	PIMCO COMMODITY REAL RETURN STRATEGY FUND	722005667	\$25,274.01 5.490	\$0.00	\$36,675.00 7.967	-\$11,400.99	\$377.50	1.49%
Total Commodities			\$25,274.01	\$0.00	\$36,675.00	-\$11,400.99	\$377.50	1.49%
Total Tangible Assets			\$25,274.01	\$0.00	\$36,675.00	-\$11,400.99	\$377.50	1.49%
Total Portfolio			\$670,726.94	\$283.25	\$609,580.27	\$61,146.67	\$10,555.00	1.57%

Settlement Date

Portfolio Detail

Account: 30-11-622-1361300 IM JUDITH & HENRY SAUER CHAR FIDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets (cont)								
Commodities (cont)								
Accrued Income				\$283.25				
Total				\$671,010.19				



Bank of America Private Wealth Management

IM JUDITH HENRY SAUER CHAR FDN

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
COLUMBIA FDS SER TR SMALL CAP	NSVA X	19765J764	846.44	03/25/04	03/19/13	\$14,177.79	\$10,064.12	\$4,113.67
COLUMBIA FDS SER TR MID CAP VA	NAMA X	19765J830	1197.07	03/25/04	03/19/13	\$19,691.83	\$14,999.31	\$4,692.52
COLUMBIA FDS SER TR MID CAP	CLSP X	19765P232	477.55	04/06/09	03/19/13	\$13,572.08	\$6,905.43	\$6,666.65
COLUMBIA FDS SER TR SMALL CA	CMSC X	19765P596	33.52	04/01/10	03/19/13	\$1,019.01	\$896.66	\$122.35
COLUMBIA FDS SER TR SMALL CA	CMSC X	19765P596	379.14	10/01/09	03/19/13	\$11,525.73	\$8,250.00	\$3,275.73
HARBOR INTERNATIONAL FUND	HAIN X	411511306	102.71	09/20/11	03/19/13	\$6,547.70	\$5,386.06	\$1,161.64
HARBOR INTERNATIONAL FUND	HAIN X	411511306	215.75	10/24/08	03/19/13	\$13,753.93	\$7,771.25	\$5,982.68
LAZARD FDS INC EMERGING MKTS	LZEM X	52106N889	471.03	10/04/10	03/19/13	\$8,987.29	\$10,000.00	\$-1,012.71
LAZARD FDS INC EMERGING MKTS	LZEM X	52106N889	509.28	02/18/11	03/19/13	\$9,717.08	\$10,700.00	\$-982.92
LAZARD FDS INC EMERGING MKTS	LZEM X	52106N889	914.6	04/01/10	03/19/13	\$17,450.63	\$17,725.00	\$-274.37
NATIXIS FDS TR IV AEW REAL EST	NRFY X	63872W409	198.01	02/18/11	03/19/13	\$3,704.67	\$3,275.00	\$429.67
PIMCO TOTAL RETURN FUND	PTTR X	693390700	1123.29	10/24/08	12/23/13	\$12,019.23	\$11,435.12	\$584.11
PIMCO HIGH YIELD FUND	PHY X	693390841	1300.36	07/10/12	12/23/13	\$12,496.42	\$12,132.32	\$364.10
Total long term gain/loss from sales:						\$214,801.80	\$178,199.65	\$36,602.15



Bank of America Private Wealth Management

2013 Tax Information Letter

Account Number 116221361300

Page 5

IM JUDITH HENRY SAUER CHAR FDN

Proceeds From Broker Transactions

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
COLUMBIA DIVIDEND INCOME CL Z	GSFT X	19765N245	1119.01	07/10/12	03/19/13	\$18,094.43	\$16,057.82	\$2,036.61
TCW GALILEO FDS INC CORE	TGCE X	87234N302	440.11	08/27/12	03/19/13	\$9,396.28	\$8,766.93	\$629.35
NATIXIS FDS TR IV AEW REAL EST	NRFY X	63872W409	1265.14	08/27/12	03/19/13	\$23,670.75	\$24,720.82	\$-1,050.07
MFS VALUE FUND	MEII X	552983694	170.67	08/27/12	03/19/13	\$4,821.51	\$4,278.77	\$542.74
Total short term gain/loss from sales:						\$55,982.97	\$53,824.34	\$2,158.63

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
COLUMBIA ACORN TR FD CL Z	ACRN X	197199409	199.87	04/01/10	03/19/13	\$6,611.70	\$5,342.52	\$1,269.18
COLUMBIA INCOME OPPORTUNITIES	CIOZ X	19763T889	665.3	02/18/11	03/19/13	\$6,739.51	\$6,500.00	\$239.51
NATIXIS FDS TR IV AEW REAL EST	NRFY X	63872W409	171.57	08/29/11	03/19/13	\$3,210.06	\$2,800.00	\$410.06
COLUMBIA INCOME OPPORTUNITIES	CIOZ X	19763T889	2023.93	02/21/12	03/19/13	\$20,502.44	\$19,450.00	\$1,052.44
COLUMBIA INCOME OPPORTUNITIES	CIOZ X	19763T889	626.48	04/01/10	03/19/13	\$6,346.23	\$5,900.00	\$446.23
COLUMBIA INCOME OPPORTUNITIES	CIOZ X	19763T889	619.61	08/29/11	03/19/13	\$6,276.67	\$5,750.00	\$526.67
COLUMBIA FDS SER TR MARSICO IN	NMOA X	19765H636	21.82	02/18/11	03/19/13	\$269.04	\$266.86	\$2.18
COLUMBIA FDS SER TR MARSICO IN	NMOA X	19765H636	219.18	04/01/10	03/19/13	\$2,702.47	\$2,400.00	\$302.47
COLUMBIA FDS SER TR MARSICO IN	NMOA X	19765H636	1417.7	10/24/08	03/19/13	\$17,480.29	\$10,250.00	\$7,230.29

JUDITH AND HENRY SAUER CHARITABLE FOUNDATION
76-0425579

PART I

Line 150 - Bank of America, Houston, TX - Investment Advisor

PART II

Line 150 a, - SCHEDULE ATTACHED

PART III

(a) Name and address (b) Title and Hours (c) Comp (d) Contrib to plans
(e) Expenses

Judy Sauer 5064 Fieldwood Houston, TX 77056	Pres, Director	0	0	0
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Henry Sauer 5064 Fieldwood Houston, Texas 77056	Sec - Treas, Director	0	0	0
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Ellen Helweg 425 Randolph .25 Seattle, WA 98122	Director	0	0	0
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Elizabeth C. Sauer 4415 51 st Ave S Seattle, WA 98118	Director	0	0	0
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Henry Sauer III 518 Wordsworth Houston, TX 77050	Director	0	0	0
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