Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

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

Harvey R. Houck, Jr. and Patricia W.
Houck Foundation, Inc.
8811 Westheimer #208
Houston, TX 77063

A Employer Identification number
76-0435413

B Telephone number (see the instructions)
713-334-6777

C If exemption application is pending, check here ► ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 13,156,512.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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 (att sch)	500,000.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	13,860.	13,860.	N/A	
	4 Dividends and interest from securities	131,069.	131,069.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	129,447.			
	b Gross sales price for all assets on line 6a 2,352,465.				
	7 Capital gain net income (from Part IV, line 2)		129,447.		
	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/(loss) (att sch)				
	11 Other income (attach schedule) See Statement 1	48,281.	48,281.		
	12 **Total.** Add lines 1 through 11	822,657.	322,657.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 2	1,500.	750.		750.
	c Other prof fees (attach sch) See St 3	41,615.	41,615.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stm 4	6,836.	6,836.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 5	70,917.	69,330.		1,587.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	120,868.	118,531.		2,337.
	25 Contributions, gifts, grants paid Part XV	435,000.			435,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	555,868.	118,531.		437,337.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	266,789.			
	b **Net investment income** (if negative, enter -0-)		204,126.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	414,563.	517,462.	517,462.
	2	Savings and temporary cash investments	442,931.	171,354.	171,354.
	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 sch) ►			
		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)	204,544.		
	b	Investments – corporate stock (attach schedule) Statement 6	5,941,617.	5,544,055.	6,446,817.
	c	Investments – corporate bonds (attach schedule) Statement 7	334,341.	33,718.	33,907.
	11	Investments – land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) Statement 8	3,992,739.	5,330,935.	5,986,972.
	14	Land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I).	11,330,735.	11,597,524.	13,156,512.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	11,330,735.	11,597,524.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	11,330,735.	11,597,524.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,330,735.	11,597,524.	

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	11,330,735.
2	Enter amount from Part I, line 27a	2	266,789.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	11,597,524.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	11,597,524.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	Publicly - traded securities	P	Various	Various
b	Passthrough K-1 Capital Gain	P		
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,277,345.		2,223,018.	54,327.
b	75,120.			75,120.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				54,327.
b				75,120.
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	129,447.
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	75,120.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	398,228.	8,388,852.	0.047471
2011	286,783.	6,926,533.	0.041404
2010	47,632.	1,134,334.	0.041991
2009	39,325.	951,239.	0.041341
2008	7,262.	1,070,167.	0.006786

2	**Total** of line 1, column (d)	2	0.178993
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.035799
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	12,231,664.
5	Multiply line 4 by line 3	5	437,881.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,041.
7	Add lines 5 and 6	7	439,922.
8	Enter qualifying distributions from Part XII, line 4	8	437,337.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary — see instrs)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	4,083.
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	4,083.
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	4,083.
6	Credits/Payments:			
a	2013 estimated tax pmts and 2012 overpayment credited to 2013	6a 5,533.		
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	5,533.
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	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	1,450.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ► 1,450.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions) See St.9	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► None

14 The books are in care of ► Gordon Rose Telephone no ► 713-334-6777

Located at ► 8811 Westheimer, Ste 208 Houston TX ZIP + 4 ► 77063

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)?		1 b	N/A	
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ 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.)		2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4 b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X (No)

If 'Yes' to 6b, file Form 8870.

7 a 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? N/A 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
Liza Houck Moore 8811 Westheimer #208 Houston, TX 77063	VP/AsstSec 1.00	0.	0.	0.
Patricia West Houck 8811 Westheimer #208 Houston, TX 77063	Pres/AsstSec 1.00	0.	0.	0.
Gordon B. Rose 8811 Westheimer #208 Houston, TX 77063	VP / Treas 1.00	0.	0.	0.
Dunham F. Jewett 8811 Westheimer #208 Houston, TX 77063	Secretary 1.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
None		
Total number of others receiving over $50,000 for professional services . . . . . . ►		0

Part IX-A Summary of Direct Charitable Activities

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

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

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

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	6,955,649.
b	Average of monthly cash balances	1b	231,442.
c	Fair market value of all other assets (see instructions)	1c	5,230,842.
d	**Total** (add lines 1a, b, and c)	1d	12,417,933.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets.	2	0.
3	Subtract line 2 from line 1d	3	12,417,933.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	186,269.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,231,664.
6	**Minimum investment return.** Enter 5% of line 5	6	611,583.

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	611,583.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,083.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,083.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	607,500.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	607,500.
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	607,500.

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	437,337.
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	437,337.
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	437,337.

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				607,500.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			76,074.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► $ 437,337.				
a Applied to 2012, but not more than line 2a			76,074.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2013 distributable amount				361,263.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				246,237.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
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) N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See attached list	None	PC		435,000.
Total			► **3a**	435,000.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	13,860.	
4 Dividends and interest from securities			14	131,069.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	129,447.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Partnership pass through			18	43,652.	
b PFIC distribution			18	4,629.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				322,657.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 322,657.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2 a 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
N/A		

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 — Date 11-13-2014 — Title VP/Treas/Dir

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
Jody Blazek	CPA	11·12·14		P00072674
Firm's name ► Blazek & Vetterling			Firm's EIN ► 76-0269860	
Firm's address ► 2900 Weslayan, Suite 200, Houston, TX 77027-5132			Phone no. (713) 439-5739	

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**
► **Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at** ***www.irs.gov/form990.***

OMB No 1545-0047

2013

Name of the organization	Employer identification number
Harvey R. Houck, Jr. and Patricia W. Houck Foundation, Inc.	76-0435413

Organization type (check one):

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

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year . . ► $ ____________

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
Harvey R. Houck, Jr. and Patricia W.	76-0435413

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Houck Management Trust 8811 Westheimer Rd., Ste 200 Houston, TX 77063	$ 500,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization: Harvey R. Houck, Jr. and Patricia W.

Employer identification number: 76-0435413

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	$	
		$	
		$	
		$	
		$	
		$	

TEEA0703L 12/27/13

Name of organization: Harvey R. Houck, Jr. and Patricia W.

Employer identification number: 76-0435413

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8) or (10) organizations that total more than $1,000 for the year.** Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once See instructions) ► $ N/A

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Partnership pass through	$ 43,652.	$ 43,652.	
PFIC distribution	4,629.	4,629.	
Total	$ 48,281.	$ 48,281.	$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax compliance	$ 1,500.	$ 750.		$ 750.
Total	$ 1,500.	$ 750.		$ 750.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management	$ 41,615.	$ 41,615.		
Total	$ 41,615.	$ 41,615.		$ 0.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign taxes paid	$ 5,185.	$ 5,185.		
Foreign taxes paid partnership pass thru	1,651.	1,651.		
Total	$ 6,836.	$ 6,836.		$ 0.

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Dues / membership fees	$ 725.			$ 725.
Insurance	750.			750.
Other administrative expenses	112.			112.
Passthrough K-1 expenses	69,330.	$ 69,330.		
Total	$ 70,917.	$ 69,330.		$ 1,587.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Merrill Lynch Acct 2252 pg 4-12	Cost	$ 76,644.	$ 87,548.
Merrill Lynch Acct 2810 pg 14-24	Cost	192,397.	308,811.
Merrill Lynch Acct 2841pg 26-36	Cost	92,041.	187,047.
TD Ameritrade Acct 7634 pg 38-40	Cost	3,233,295.	3,179,524.
US Capital Advisors pg 41-50	Cost	1,949,678.	2,683,887.
	Total	$ 5,544,055.	$ 6,446,817.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
US Capital Advisors pg 41-50	Cost	$ 30,048.	$ 30,045.
Merrill Lynch Acct 2252 pg 4-12	Cost	3,670.	3,862.
	Total	$ 33,718.	$ 33,907.

Statement 8
Form 990-PF, Part II, Line 13
Investments - Other

Other Securities	Valuation Method	Book Value	Fair Market Value
Alliance Bernstein European Opp Series	Cost	$ 984,074.	$ 1,022,162.
Hawkins Investment Partnership LP	Cost	2,024,873.	2,155,692.
MS Blackstone Real Estate Debt Strat	Cost	321,988.	320,752.
Tiger ACC Fund, LP	Cost	2,000,000.	2,488,366.
	Total	$ 5,330,935.	$ 5,986,972.

Statement 9
Form 990-PF, Part VII-A, Line 12
Explanation of Distribution to Donor Advised Fund

During the tax year, a distribution was made to a donor advised fund over which a disqualified person has advisory privileges. The Foundation treated these distributions as qualifying distributions since they were or will be used to accomplish purposes pursuant to Internal Revenue Code Section 170(c)(2)(B). The disqualified person regularly provides advice that distributions be made from the donors advised fund for religious, charitable, scientific, literary or education purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals.

STATEMENT - SUPPORTING DETAIL FOR PART II, LINE 10

COST BASIS FOR PART II BALANCE SHEET

	ML MACKAY #2252	ML FAYEZ #2810	ML ATANTA #2841	TD AMERITRADE #7634	US CAPITAL ADVISORS #4839	TOTAL Part II	
	COST BASIS	COST BASIS	COST BASIS	COST BASIS	COST BASIS	COST BASIS	
Investments- US & State Government						**0**	Part II line 10a col(b)
Investments- Corporate Stock	76,645	192,397	92,041	3,233,295	1,949,678	**5,544,055**	Part II line 10b col(b)
Investments- Corporate Bonds	3,670				30,049	**33,718**	Part II line 10c col(b)

FMV FOR PART II BALANCE SHEET

	ML MACKAY #2351	ML FAYEZ #2353	ML ATANTA #2354	TD AMERITRADE #7634	US CAPITAL ADVISORS #4839	TOTAL Part II	
	FMV	FMV	FMV		FMV	FMV	
Investments- US & State Government						**0**	Part II line 10a col(c)
Investments- Corporate Stock	87,548	308,811	187,047	3,179,524	2,683,887	**6,446,817**	Part II line 10b col(c)
Investments- Corporate Bonds	3,862				30,046	**33,907**	Part II line 10c col(c)

Merrill Lynch
Wealth Management
Bank of America Corporation

Online at: www.mymerrill.com

Account Number. 02252

THE HARVEY R HOUCK AND
PATRICIA W HOUCK FOUNDATION
8811 WESTHEIMER RD STE 208
HOUSTON TX 77063-3617

Net Portfolio Value: $95,472.59

Your Financial Advisor:
RG/NICKEL GROUP
1221 MCKINNEY SUITE 3900
HOUSTON TX 77010
1-800-456-9712

Your Consults* Investment Manager is MACKAY SHIELDS CONVERTS

November 30, 2013 December 31, 2013

ASSETS

ASSETS	December 31	November 29
Cash/Money Accounts	3,774.26	11 67
Fixed Income	3,861.89	3,853.13
Equities	87,547.50	89,720 49
Mutual Funds	-	-
Options	-	-
Other	-	
Subtotal (Long Portfolio)	95,183.65	93,585 29
Estimated Accrued Interest	288.94	425 98
TOTAL ASSETS	$95,472.59	$94,011 27

LIABILITIES

LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
TOTAL LIABILITIES	-	-
NET PORTFOLIO VALUE	$95,472.59	$94,011 27

CASH FLOW

CASH FLOW	This Statement	Year to Date
Opening Cash/Money Accounts	$11.67	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	
Other Credits	18.07	1 607 82
Subtotal	18.07	1,607.82
DEBITS		
Electronic Transfers	-	
Margin Interest Charged	-	-
Other Debits	-	(11 111.47)
Visa Purchases *(debits)*	-	-
ATM/Cash Advances	-	-
Checks Written/Bill Payment	-	-
Subtotal	-	(11,111.47)
Net Cash Flow	$18.07	($9 503.65)
Dividends/Interest Income	306.53	2,495.55
Security Purchases/Debits	(2,484.35)	(48,364 62)
Security Sales/Credits	5,922.34	50,590 77
Closing Cash/Money Accounts	$3,774.26	
Securities You Transferred In/Out	-	

MacKay Converts Account Number 02252

MERRILL LYNCH CONSULTS SERVICE

November 30, 2013 - December 31, 2013

YOUR INVESTMENT MANAGER - MACKAY SHIELDS CONVERTS

We encourage you to contact your Financial Advisor whenever there are changes in your particular situation or objectives These changes can then be discussed directly with your Investment Manager We also encourage you to discuss your portfolio at least annually with your Investment Manager Your Financial Advisor would be pleased to arrange such discussion

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N.A.	11	1,982	05	0.09	3,774
TOTAL ML Bank Deposit Program	11			0 09	3,774

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0.26	0 26		.26		
+ML BANK DEPOSIT PROGRAM +FDIC INSURED NOT SIPC COVERED	3 774 00	3 774.00	1.0000	3,774.00	2	05
TOTAL		3 774 26		3,774.26	2	05

CORPORATE BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
EMC CORP ² CONV SER B 01 750% DEC 01 2013 MOODY'S *** S&P *** CUSIP, 268648AM4 EST MKT PRICE AS OF 12/11/13	10/13/10	1 000	1 390 00	148 3230	1,483.23	93 23			

+

007 7521

Merrill Lynch
Wealth Management
Bank of America Corporation

MacKay Converts   Account Number. 02252

YOUR EMA ASSETS

November 30, 2013 December 31 2013

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
GILEAD SCIENCES INC ²	11/07/13	1,000	2,957 50	332 3750	3,323.75	366.25	1.67	10	30
CONV 144A 01.000% MAY 01 2014									
MOODY'S. *** S&P: A- CUSIP. 375558AN3									
INTERNATIONAL GAME TECHN ²	02/10/11	1,000	1,176 50	106 0000	1,060.00	(116.50)	5.42	33	3 06
3 25% CNVT SR NOTES DUE MAY 1, 2014									
MOODY'S: BAA2 S&P: BBB CUSIP. 459902AQ5									
Δ ALLEGHENY TECH INC ²	06/08/09	1,000	1,015.08	103 3750	1,033.75	18 67	3.54	43	4 11
4 25% CONV SENIOR NOTES DUE JUNE 1, 2014									
MOODY'S: *** S&P. BBB- CUSIP: 01741RAD4									
ORIGINAL UNIT/TOTAL COST: 117 7410/1,177 41									
COVANTA HOLDING CORP ²	11/10/10	1,000	1,157 50	117 1880	1,171.88	14.38	2 71	33	2 77
CONV 03.250% JUN 01 2014									
MOODY'S. BA3 S&P. B CUSIP. 22282EAC6									
STEEL DYNAMICS, INC. ²	04/15/10	1,000	1,257 50	117.6880	1,176.88	(80 62)	2 28	52	4 35
5.125% CNVT SR NOTES DUE JUNE 15, 2014									
MOODY'S: *** S&P. BB+ CUSIP. 858119AP5									
NEWMONT MINING CORP ²	10/28/10	1,000	1 407 50	99 9380	999.38	(408.12)	5 76	13	1 25
CONV COMP GUARNT SER A 01.250% JUL 15 2014									
MOODY'S: *** S&P: BBB CUSIP. 651639AH9									
SBA COMMUNICATIONS CORPO ²	05/01/12	1,000	1,885 00	296 0000	2,960.00	1,075 00	10.00	40	1 35
CONV 04.000% OCT 01 2014									
MOODY'S: *** S&P: *** CUSIP: 78388JAM8									
CONTINENTAL AIRLINES INC ²	04/02/13	1,000	1,696.75	204 3750	2,043.75	347.00	20.75	45	2.20
CONV 04 500% JAN 15 2015									
MOODY'S: B2 S&P. B CUSIP: 210795PU8									

MacKay Converts Account Number. -02252

YOUR EMA ASSETS

November 30, 2013 - December 31 2013

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ MGM RESORTS INTL ²	04/21/11	1 000	1 025 92	137 5000	1,375.00	349 08	8 97	43	3 09
XPN PLG PARENT#A6M25 04 250% APR 15 2015									
MOODY'S B3 S&P B+ CUSIP 55303QAE0									
ORIGINAL UNIT/TOTAL COST 107.7500/1,077 50									
TTM TECHNOLOGIES ²	09/23/10	1 000	940 50	103.0000	1,030 00	89.50	4 15	33	3 15
CONV 03 250% MAY 15 2015									
MOODY'S *** S&P BB CUSIP. 87305RAC3									
TTM TECHNOLOGIES ²	01/16/13	1,000	994 00	103 0000	1 030 00	36 00	4 15	33	3 15
Subtotal		2,000	1,934 50		2,060.00	125.50	8.30	66	3 15
IXIA ²	09/16/13	1 000	1 133 00	107.7500	1,077.50	(55 50)	1 33	30	2 78
CONV SENIOR NOTES 03 000% DEC 15 2015									
MOODY'S *** S&P *** CUSIP 45071RAB5									
Δ ARES CAPITAL CORP ²	04/23/13	1 000	1 071 17	107.6880	1,076.88	5.71	23.96	58	5 33
CONV 05 750% FEB 01 2016									
MOODY'S: *** S&P. BBB CUSIP: 04010LAB9									
ORIGINAL UNIT/TOTAL COST 109 3750/1,093 75									
FORD MOTOR COMPANY ²	03/22/13	1,000	1 619 50	184 5000	1,845.00	225.50	5.43	43	2 30
CONV 04 250% NOV 15 2016									
MOODY'S BAA3 S&P. BBB- CUSIP 345370CN8									
MEDICINES CO ²	11/14/13	1,000	1.479 90	150 3750	1,503.75	23.85	1.15	14	91
CONV 01 375% JUN 01 2017									
MOODY'S *** S&P *** CUSIP. 584688AC9									
CIENA CORP ²	10/16/12	1,000	863 75	102 2500	1,022.50	158.75	39	9	85
CONV 00 875% JUN 15 2017									
MOODY'S *** S&P B CUSIP 171779AE1									
XILINX INC ²	09/27/12	1 000	1 322 40	159.5000	1,595.00	272 60	1.17	27	1 64
CONV BOND 02 625% JUN 15 2017									
MOODY'S *** S&P A- CUSIP 983919AF8									

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Bank of America Corporation

MacKay Converts   Account Number: 02252

YOUR EMA ASSETS

November 30, 2013 December 31, 2013

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ TELEFEX INCORPORATED [2] 3 875% CONV SR SBRDNTD DUE AUGUST 1 2017 MOODY'S, B2 S&P: BB- CUSIP: 879369AA4 ORIGINAL UNIT/TOTAL COST 101 2500/1,012 50	08/11/10	1,000	1,006.84	157.7500	1,577 50	570 66	16 15	39	2 45
Δ TELEFEX INCORPORATED [2] ORIGINAL UNIT/TOTAL COST· 108 0000/1,080 00	11/10/10	1,000	1,044.43	157.7500	1,577 50	533 07	16 15	39	2 45
Subtotal		2,000	2,051.27		3,155.00	1,103 73	32 30	78	2 45
Δ NEWPARK RESOURCES, INC [2] 4 00% CONVERTIBLE SR NOT DUE OCTOBER 01, 2017 MOODY'S· *** S&P B+ CUSIP· 651718AC2 ORIGINAL UNIT/TOTAL COST. 107.4380/1,074 38	10/21/10	1,000	1,042.02	134 2500	1,342.50	300 48	10 00	40	2 97
Δ XPO LOGISTICS INC [2] CONV 04 500% OCT 01 2017 MOODY'S. *** S&P· *** CUSIP: 983793AA8 ORIGINAL UNIT/TOTAL COST: 100.8750/1,008.75	10/04/12	1,000	1,006.77	167 3130	1,673.13	666.36	11.25	45	2.68
BOTTOMLINE TECHNOLOGIES [2] CONV 01 500% DEC 01 2017 MOODY'S: *** S&P: *** CUSIP 101388AA4	08/23/13	2,000	2,329 80	134 0000	2,680.00	350 20	2 50	30	1 11
Δ VOLCANO CORP [2] CONV 01 750% DEC 01 2017 MOODY'S. *** S&P: *** CUSIP. 928645AB6 ORIGINAL UNIT/TOTAL COST. 105 6250/2,112.50	02/15/13	2,000	2,092.45	98.1250	1,962.50	(129 95)	2 92	35	1 78
PRICELINE.COM INC [2] SR NT CONV PRNT ML FDTS5 01 000% MAR 15 2018 MOODY'S *** S&P: BBB CUSIP. 741503AQ9	08/22/13	1,000	1,256 25	137 8750	1,378.75	122.50	2.94	10	72
WABASH NATIONAL CORP [2] CONV 03.375% MAY 01 2018 MOODY'S. *** S&P *** CUSIP. 929566AH0	02/15/13	1,000	1,235 50	130 0630	1,300.63	65 13	5 63	34	2 59

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MacKay Converts Account Number ·02252

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
LAM RESEARCH CORP ² CONV 01 250% MAY 15 2018 MOODY'S. BAA1< S&P. BBB CUSIP: 512807AL2	04/18/13	2,000	2,188 40	121.6250	2,432.50	244.10	3 19	25	1 02
CHART INDUSTRIES INC ² CONV SR SUBORDINATED 02 000% AUG 01 2018 MOODY'S *** S&P B+ CUSIP 16115QAC4	02/15/13	1,000	1,250 00	154.4380	1,544.38	294.38	8 33	20	1.29
JARDEN CORPORATION ² CONV BOND 01.875% SEP 15 2018 MOODY'S· B1< S&P· BB- CUSIP 471109AH1	12/18/13	1 000	1 364 00	141 2500	1,412.50	48.50	5.52	19	1 32
BIOMARIN PHARMACEUTICAL ² 75% SR. NT CONV DUE 10/15/2018 MOODY'S *** S&P· *** CUSIP 09061GAE1	10/15/13	2 000	2,132 50	105 9380	2,118.76	(13 74)	3 17	15	70
SALIX PHARMACEUTICALS LT CONV SENIOR NOTES 01 500% MAR 15 2019 MOODY'S· *** S&P *** CUSIP. 795435AE6	08/12/13	1,000	1,249 60	149.0630	1,490.63	241.03	4 42	15	1.00
RYLAND GROUP ² CONV COMPANY GUARNT 00 250% JUN 01 2019 MOODY'S B1 S&P. BB CUSIP 783764AS2	07/11/13	1,000	932.50	93.3130	933.13	.63	.21	3	26
HORNBECK OFFSHORE SERVIC CONV COMPANY GUARNT 01 500% SEP 01 2019 MOODY'S *** S&P: BB- CUSIP· 440543AN6	11/20/13	2,000	2,420.00	118 5630	2,371.26	(48.74)	10.00	30	1 26
Δ RTI INTERNATIONAL METALS ² CONV COMPANY GUARNT 01 625% OCT 15 2019 MOODY'S· *** S&P: *** CUSIP· 74973WAB3 ORIGINAL UNIT/TOTAL COST 104 8800/1,048.80	08/08/13	1 000	1 045 84	105 0630	1,050.63	4.79	3.43	17	1 54

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Bank of America Corporation

MacKay Converts

Account Number: -02252

YOUR EMA ASSETS

November 30, 2013 - December 31 2013

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ RPM INTL INC [2]	12/10/13	1 000	1,114 20	110 6880	**1,106.88**	(7 32)	1.38	**23**	2 03
2 25% SR CONV NT 12/15/2020									
MOODY'S. BAA3 S&P: BBB- CUSIP. 749685AT0									
ORIGINAL UNIT/TOTAL COST: 111.5000/1,115.00									
^ OMNICARE INC [2]	03/30/12	1 000	1 514 89	229 7500	**2,297.50**	782 61	1.67	**38**	1.63
CONV COMPANY GUARNT 03 750% DEC 15 2025									
MOODY'S: BA3 S&P· BB CUSIP: 681904AN8									
ORIGINAL UNIT/TOTAL COST. 145.9500/1,459 50									
TEVA PHARM FINANCE LLC [2]	11/02/11	1,000	1,052 50	106 1880	**1,061.88**	9.38	1.04	**3**	23
CONV SENIOR DEBENTURES DUE FEBRUARY 01 2026									
MOODY'S. A3 S&P: A< CUSIP: 88163VAE9									
PAR CALL DATE: 02/01/08 PAR CALL PRICE: 100 00									
Δ ON SEMICONDUCTOR CORP [2]	09/27/12	2,000	2,080.88	109 9380	**2,198.76**	117.88	2 33	**53**	2 38
CONV COMP GUARNT SER B 02.625% DEC 15 2026									
MOODY'S· *** S&P: BB+ CUSIP: 682189AH8									
PAR CALL DATE. 12/20/16 PAR CALL PRICE: 100 00									
ORIGINAL UNIT/TOTAL COST: 104.3750/2,087 50									
Δ COMTECH TELECOMMUNICATIO [2]	03/18/13	1,000	1,025 96	105 1250	**1,051.25**	25 29	5 00	**30**	2 85
CONV 03 000% MAY 01 2029									
MOODY'S: *** S&P· *** CUSIP· 205826AF7									
PAR CALL DATE 05/05/14 PAR CALL PRICE: 100 00									
ORIGINAL UNIT/TOTAL COST 102.7000/1,027 00									
^ WESCO INTERNATIONAL INC [2]	04/15/10	1,000	1,937 48	323 8750	**3,238.75**	1,301.27	17 67	**60**	1 85
CONV COMP GUARNT GLB 06 000% SEP 15 2029									
MOODY'S *** S&P B+ CUSIP. 95082PAH8									
PAR CALL DATE: 09/15/16 PAR CALL PRICE: 100.00									
ORIGINAL UNIT/TOTAL COST. 157 7500/1,577 50									

MacKay Converts   Account Number 02252

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ NUANCE COMMUNICATION [2] XPN PLG PRNT ML#A6NH8 02 750% NOV 01 2031 MOODY'S *** S&P. BB- CUSIP 67020YAF7 PAR CALL DATE: 11/06/17 PAR CALL PRICE. 100 00 ORIGINAL UNIT/TOTAL COST: 103 2000/2,064 00	07/24/13	2,000	2,062 83	97 6880	**1,953.76**	(109 07)	9.17	55	2 81
^ HELIX ENERGY SOLUTIONS [2] CONV 03 250% MAR 15 2032 MOODY'S *** S&P *** CUSIP. 42330PAG2 PAR CALL DATE: 03/20/18 PAR CALL PRICE 100 00 ORIGINAL UNIT/TOTAL COST 135 1000/1 351 00	09/06/13	1,000	1 362 57	119 6880	**1,196.88**	(165.69)	9.57	33	2.71
^ INTEL CORP [2] CONV JR SUBORDINATED 02 950% DEC 15 2035 MOODY'S *** S&P A- CUSIP 458140AD2 ORIGINAL UNIT/TOTAL COST· 111 9900/1,119 90	06/07/12	1,000	1,204 80	112 0000	**1,120.00**	(84.80)	1.31	30	2.63
^ MICROCHIP TECHNOLOGY INC [2] CONV JR SUBORDINATED 02 125% DEC 15 2037 MOODY'S. *** S&P *** CUSIP. 595017AB0 ORIGINAL UNIT/TOTAL COST: 128 5750/1,285.75	01/15/13	1,000	1 392 69	173 5630	**1,735.63**	342 94	94	22	1 22
^ INTEL CORP [2] CONV JR SUBORDINATED 03.250% AUG 01 2039 MOODY'S A2 S&P A- CUSIP 458140AF7 ORIGINAL UNIT/TOTAL COST. 121 7500/1,217 50	01/15/13	1,000	1,265.31	135 9380	**1,359.38**	94.07	13 54	33	2 39
^ NOVELLUS SYS INC [2] CONV COMPANY GUARNT 02 625% MAY 15 2041 MOODY'S *** S&P BBB CUSIP. 670008AD3 ORIGINAL UNIT/TOTAL COST: 154 9000/1,549 00	07/10/13	1,000	1 576 62	167.1250	**1,671.25**	94.63	3.35	27	1.57
^ HOLOGIC INC [2] CONV SER 2012 STEP% MAR 01 2042 MOODY'S. *** S&P: B+ CUSIP: 436440AC5	05/31/12	2,000	2 008.94	102 1250	**2,042.50**	33.56	13.33	40	1.95

MacKay Converts Account Number: 02252

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
ORIGINAL UNIT/TOTAL COST· 91 1500/1,823 00									
*Total Convertible Securities (included in Equities asset allocation)		52,000	63,920 44		71,827.08	7,906 64	274 52	1,377	1 92
TOTAL		3 000	3,669 60		3,861.89	192 29	14 42	45	1 17

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
^ AMG CAPITAL TRUST I	AMGZO	04/14/10	24	52.8750	1,269 00	72 4380	1,738.51	469 51	62	3 52
XXX% CONV TR PFD SEC		03/07/13	23	61.4960	1,414 41	72.4380	1,666.07	251 66	59	3 52
CONV PFD										
ORIGINAL UNIT/TOTAL COST. 46 2500/1,110.00										
Subtotal			47		2,683.41		3,404.58	721 17	121	3 52
CLIFFS NATURAL RESOU INC	CLV	02/15/13	42	24 9000	1,045 80	22 9600	964.32	(81.48)	74	7 62
DEPOSITORY SHARES										
7% MAND CNVT PFD										
Δ DANAHER CORP		08/09/06	1,000	96.7900	967 90	224 4380	2,244.38	1 276.48		
CONV										
VAR%JAN 22 2021										
ORIGINAL UNIT/TOTAL COST· 93 9600/939 60										
ENERGY XXI	EXIXF	05/31/12	3	338 5000	1 015.50	293 2810	879.84	(135.66)	43	4 79
CONB PFD STK										
05 625%										

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MacKay Converts Account Number 02252

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
GOODYEAR TIRE	GTPPP	05/10/11	4	61.3225	245 29	66.8500	267.40	22 11	12	4.39
SER		05/10/11	4	62 9825	251 93✦	66 8500	267 40	15.47	12	4 39
PFD STK										
		05/11/11	5	59 0980	295 49	66 8500	334.25	38 76	15	4.39
		05/12/11	10	59.7600	597.60	66 8500	668.50	70 90	30	4 39
Subtotal			23		1,390 31		1,537.55	147.24	69	4.39
METLIFE INC	MLU	05/29/12	11	20.4863	225 35	31 5400	346.94	121.59	28	7.92
COMMON EQUITY UNITS		05/31/12	16	19.5587	312 94	31 5400	504.64	191.70	40	7.92
		12/14/12	11	21 7518	239 27	31 5400	346 94	107 67	28	7 92
Subtotal			38		777 56		1,198.52	420 96	96	7.92
STANLEY BLK & DECKER,INC	SWU	11/04/10	3	105 8500	317 55	124.1300	372.39	54.84	15	3 82
CORP UNIT		11/05/10	1	105 7500	105 75	124 1300	124 13	18.38	5	3.82
		06/30/11	5	121 3320	606 66	124 1300	620 65	13 99	24	3.82
		07/06/11	4	123 9625	495 85	124 1300	496.52	67	19	3 82
		05/09/13	7	132.5871	928.11	124 1300	868.91	(59.20)	34	3.82
Subtotal			20		2 453 92		2,482.60	28 68	97	3 82
UNITED TECHNOLOGIES CORP	UTXPRA	06/14/12	14	51 3500	718 90	65 4700	916.58	197.68	53	5 72
CORPORATE UNITS		09/12/12	15	56 0600	840 90	65 4700	982 05	141.15	57	5.72
Subtotal			29		1,559 80		1,898.63	338 83	110	5 72
WELLS FARGO & CO NEW	WFCPRL	08/11/09	1	830 0000	830.00	1 110 0000	1,110.00	280.00	75	6.75
7 5% PERP CONV										
PFD STK										
TOTAL					12,724.20		15,720.42	2,996.22	685	5.08

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	84 088.50	95,183.65	11 095 15	288 94	2,108	2.27

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Online at. www.mymerrill.com   Account Number. 02810

THE HARVEY R HOUCK AND
PATRICIA W HOUCK FOUNDATION
8811 WESTHEIMER RD STE 208
HOUSTON TX 77063-3617

Net Portfolio Value: $309,726.12

Your Financial Advisor:
RG/NICKEL GROUP
1221 MCKINNEY SUITE 3900
HOUSTON TX 77010
1-800-456-9712

Fayez Sarofim LCG

Your Consults* Investment Manager is FAYEZ SAROFIM LCC

November 30, 2013 - December 31, 2013

ASSETS	December 31	November 29
Cash/Money Accounts	915.49	30.25
Fixed Income	-	-
Equities	308,810.63	302,194 24
Mutual Funds	-	-
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	309,726.12	302,224 49
TOTAL ASSETS	$309,726.12	$302,224.49

LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
TOTAL LIABILITIES	-	-
NET PORTFOLIO VALUE	$309,726.12	$302,224 49

CASH FLOW	This Statement	Year to Date
Opening Cash/Money Accounts	$30.25	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	-	724.10
Subtotal	-	724 10
DEBITS		
Electronic Transfers	-	-
Margin Interest Charged	-	-
Other Debits	(13.73)	(16,276 12)
Visa Purchases *(debits)*	-	-
ATM/Cash Advances	-	-
Checks Written/Bill Payment	-	-
Subtotal	(13.73)	(16,276.12)
Net Cash Flow	($13.73)	($15 552 02)
Dividends/Interest Income	898.97	7 829 25
Security Purchases/Debits	-	(28,092 20)
Security Sales/Credits	-	27,996 83
Closing Cash/Money Accounts	$915.49	
Securities You Transferred In/Out	-	-

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Fayez Sarofim LCG   Account Number: 02810

MERRILL LYNCH CONSULTS SERVICE

November 30 2013 December 31, 2013

YOUR INVESTMENT MANAGER - FAYEZ SAROFIM LCC

We encourage you to contact your Financial Advisor whenever there are changes in your particular situation or objectives These changes can then be discussed directly with your Investment Manager We also encourage you to discuss your portfolio at least annually with your Investment Manager. Your Financial Advisor would be pleased to arrange such discussion

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N A	29	534	.05	0.02	915
TOTAL ML Bank Deposit Program	29			0 02	915

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0 49	0 49		.49		
+ML BANK DEPOSIT PROGRAM	915 00	915 00	1 0000	915.00		.05
+FDIC INSURED NOT SIPC COVERED						
TOTAL		915 49		915.49		05

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABBOTT LABS	ABT	06/25/02	89	17 5237	1,559.61	38 3300	3 411.37	1,851.76	79	2.29
		06/07/13	29	37 3368	1 082 77	38 3300	1,111.57	28.80	26	2 29
Subtotal			118		2,642.38		4,522.94	1,880.56	105	2.29

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Merrill Lynch
Wealth Management
Bank of America Corporation

Fayez Sarofim LCG

Account Number:' -02810

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABBVIE INC SHS	ABBV	06/25/02	89	19 0030	1,691.27	52 8100	4,700 09	3,008 82	143	3 02
		06/07/13	12	43.7266	524 72	52 8100	633 72	109 00	20	3 02
Subtotal			101		2,215.99		**5,333.81**	3,117.82	**163**	3.02
ACE LIMITED	ACE	07/10/13	16	91.4675	1,463.48	103 5300	1,656.48	193 00	41	2.43
		11/22/13	14	102.5692	1,435.97	103 5300	1,449.42	13 45	36	2 43
Subtotal			30		2,899.45		**3,105.90**	206.45	**77**	2 43
AIR PRODUCTS&CHEM	APD	10/27/10	15	84 5040	1,267.56	111.7800	1,676.70	409.14	43	2 54
		05/26/11	10	92.5820	925 82	111.7800	1,117.80	191.98	29	2 54
		05/27/11	3	93.5366	280 61	111.7800	335.34	54 73	9	2 54
Subtotal			28		2,473.99		**3,129.84**	655.85	**81**	2 54
ALTRIA GROUP INC	MO	06/25/02	48	10.8593	521.25	38.3900	1,842 72	1 321.47	93	5 00
		12/04/02	60	9 2580	555 48	38.3900	2,303.40	1,747 92	116	5.00
		09/12/07	5	20 5900	102 95	38 3900	191 95	89 00	10	5 00
		05/27/08	29	22.3989	649 57	38.3900	1,113.31	463 74	56	5 00
		06/04/09	38	16 9657	644 70	38 3900	1,458.82	814 12	73	5 00
Subtotal			180		2,473.95		**6,910.20**	4,436.25	**348**	5.00
AMER EXPRESS COMPANY	AXP	06/25/02	17	32 4911	552.35	90.7300	1,542.41	990 06	16	1.01
		01/14/04	8	42.2450	337 96	90 7300	725 84	387 88	8	1 01
		11/07/12	18	55 6827	1,002 29	90 7300	1,633.14	630.85	17	1 01
Subtotal			43		1,892 60		**3,901.39**	2,008.79	**41**	1.01
APPLE INC	AAPL	02/07/08	5	121 4980	607 49	561.0200	2,805.10	2,197.61	61	2.17
		10/27/08	6	95 9666	575 80	561 0200	3,366 12	2,790 32	74	2 17
		06/03/09	4	139.4225	557 69	561 0200	2,244.08	1 686.39	49	2 17
		05/26/11	4	334.7700	1,339.08	561.0200	2,244.08	905.00	49	2.17
		09/01/11	3	381 7533	1,145.26	561.0200	1,683.06	537 80	37	2 17
		02/01/12	1	456.7400	456 74	561.0200	561.02	104 28	13	2.17
Subtotal			23		4,682.06		**12,903.46**	8,221 40	**283**	2.17
ASML HLDG NV NY REG SHS	ASML	11/22/13	17	91.3117	1,552.30	93.7000	**1,592.90**	40 60	**10**	62

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Fayez Sarofim LCG   Account Number -02810

YOUR EMA ASSETS

November 30, 2013 - December 31 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AUTOMATIC DATA PROC	ADP	10/21/05	24	38 5458	925 10	80.7990	1,939 18	1,014 08	47	2.37
		10/20/06	15	42 7820	641 73	80 7990	1,211.99	570 26	29	2.37
		09/12/07	5	44 6500	223 25	80 7990	404.00	180 75	10	2.37
Subtotal			*44*		*1,790 08*		***3,555.17***	*1,765 09*	***86***	2.37
BLACKROCK INC	BLK	09/01/11	3	163.0666	489 20	316.4700	949 41	460 21	21	2.12
		09/02/11	4	159 3125	637 25	316.4700	1,265.88	628.63	27	2.12
		02/01/12	7	183.7228	1,286 06	316 4700	2 215.29	929.23	48	2.12
		07/10/13	3	264 2566	792.77	316.4700	949.41	156.64	21	2.12
Subtotal			*17*		*3,205.28*		***5,379.99***	*2,174 71*	***117***	2.12
CANADIAN PACIFIC RAILWAY LTD	CP	02/21/13	6	116 9416	701 65	151 3200	907.92	206.27	8	87
		02/21/13	2	117.0950	234.19	151.3200	302 64	68.45	3	.87
		02/22/13	4	117 5925	470 37	151 3200	605.28	134 91	6	.87
		02/27/13	5	121.7860	608 93	151.3200	756 60	147 67	7	.87
		07/10/13	7	122 7757	859 43	151 3200	1,059 24	199.81	10	87
Subtotal			*24*		*2,874 57*		***3,631.68***	*757.11*	***34***	.87
CATERPILLAR INC DEL	CAT	05/07/09	10	38 1070	381 07	90 8100	908 10	527.03	24	2 64
		05/24/11	27	101.9800	2 753 46	90 8100	2 451 87	(301.59)	65	2 64
Subtotal			*37*		*3,134.53*		***3,359.97***	*225.44*	***89***	2 64
CHEVRON CORP	CVX	06/25/02	56	43.7851	2,451.97	124 9100	6,994 96	4,542.99	224	3 20
		10/26/04	25	53 7768	1,344 42	124 9100	3,122 75	1 778.33	100	3 20
		05/26/11	6	102.8600	617.16	124.9100	749 46	132 30	24	3.20
Subtotal			*87*		*4,413 55*		***10,867.17***	*6,453.62*	***348***	3.20
COCA COLA COM	KO	06/25/02	178	28 2061	5,020.69	41.3100	7,353 18	2,332.49	200	2 71
		09/20/05	10	21.4790	214 79	41 3100	413.10	198.31	12	2.71
		09/12/07	40	28.1430	1,125.72	41.3100	1,652.40	526 68	45	2.71
		06/03/09	64	24 5914	1,573 85	41 3100	2,643 84	1,069.99	72	2.71
		02/01/12	40	34 0907	1,363 63	41.3100	1,652 40	288 77	45	2 71
Subtotal			*332*		*9,298.68*		***13,714.92***	*4,416.24*	***374***	2.71

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YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
COMCAST CORP NEW CL A	CMCSA 02/19/13	51	41.4749	2,115.22	51.9650	2,650.22	535 00	40	1 50
	07/10/13	17	42.6829	725.61	51.9650	883.41	157 80	14	1 50
Subtotal		68		2,840.83		3,533.63	692 80	54	1.50
CONOCOPHILLIPS	COP 08/31/04	31	28.3354	878.40	70.6500	2,190 15	1,311 75	86	3 90
	10/26/04	14	33 1864	464 61	70.6500	989 10	524 49	39	3 90
	12/21/04	10	33.9680	339 68	70 6500	706 50	366 82	28	3 90
	12/22/04	18	33.4216	601.59	70 6500	1,271.70	670.11	50	3 90
	09/01/05	11	53.6927	590 62	70.6500	777 15	186 53	31	3 90
	05/07/09	18	34 2127	615 83	70.6500	1,271.70	655 87	50	3 90
Subtotal		102		3,490 73		7,206.30	3,715.57	284	3.90
DIAGEO PLC SPSD ADR NEW	DEO 11/07/12	13	115 9676	1,507 58	132 4200	1,721.46	213.88	39	2 26
	11/08/12	10	114 6870	1,146 87	132 4200	1,324 20	177 33	30	2 26
Subtotal		23		2,654 45		3,045.66	391 21	69	2 26
DISNEY (WALT) CO COM STK	DIS 03/12/10	44	33.6450	1,480.38	76 4000	3,361 60	1,881.22	38	1.12
	03/02/11	7	43 3957	303 77	76 4000	534 80	231 03	7	1.12
Subtotal		51		1,784.15		3,896.40	2,112 25	45	1.12
EOG RESOURCES INC	EOG 07/10/13	10	142 8240	1,428 24	167.8400	1,678.40	250.16	8	44
EXXON MOBIL CORP COM	XOM 06/25/02	75	40 2501	3,018 76	101.2000	7,590 00	4,571 24	189	2 49
	12/17/02	33	35.7266	1,178.98	101.2000	3,339 60	2,160.62	84	2.49
	02/05/04	13	40 3284	524 27	101.2000	1,315 60	791.33	33	2.49
	08/04/09	19	70 3831	1,337 28	101 2000	1,922 80	585.52	48	2 49
	02/22/10	17	65 6105	1,115 38	101.2000	1,720 40	605 02	43	2 49
Subtotal		157		7,174 67		15,888.40	8,713.73	397	2 49
FRANKLIN RES INC	BEN 05/30/08	51	33 9421	1,731 05	57.7300	2,944 23	1,213.18	25	83
	01/25/11	12	39.7066	476 48	57.7300	692 76	216.28	6	83
	07/10/13	33	45.8909	1,514 40	57.7300	1,905 09	390 69	16	83
Subtotal		96		3,721 93		5,542.08	1,820.15	47	83

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YOUR EMA ASSETS

November 30. 2013 - December 31. 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
FREEPRT-MCMRAN CPR & GLD	FCX	11/27/09	6	41 8283	250.97	37 7400	226 44	(24.53)	8	3.31
		02/28/11	21	52 3814	1,100 01	37 7400	792 54	(307 47)	27	3 31
		05/26/11	13	50 1015	651.32	37 7400	490 62	(160.70)	17	3 31
		01/10/13	55	35 5672	1,956 20	37.7400	2 075.70	119.50	69	3 31
Subtotal			95		3,958.50		***3,585.30***	*(373 20)*	***121***	3.31
GENERAL ELECTRIC	GE	01/22/01	164	46 6605	7,652 33	28 0300	4,596 92	(3,055 41)	145	3 13
		01/10/03	2	25 9000	51 80	28 0300	56 06	4 26	2	3 13
		07/28/05	15	34 8900	523 35	28 0300	420 45	(102 90)	14	3 13
		09/20/05	13	33.8400	439.92	28 0300	364.39	(75 53)	12	3 13
Subtotal			*194*		*8,667.40*		***5,437.82***	*(3,229.58)*	***173***	3.13
HSBC HLDG PLC SP ADR	HSBC	09/24/04	4	79.6800	318.72	55.1300	220.52	(98 20)	10	4 35
		09/27/04	9	79 1455	712 31	55 1300	496 17	(216.14)	22	4.35
		09/28/04	13	79 3400	1,031 42	55 1300	716.69	(314 73)	32	4.35
		12/21/04	3	84 8266	254 48	55 1300	165.39	(89 09)	8	4 35
		12/22/04	6	85.0650	510 39	55 1300	330.78	(179.61)	15	4.35
		12/23/04	4	85 1975	340.79	55 1300	220 52	(120 27)	10	4 35
		07/28/05	6	81 5000	489.00	55 1300	330 78	(158 22)	15	4.35
		04/08/09	18	18 4872	332.77	55 1300	992 34	659 57	44	4 35
Subtotal			63		3,989.88		***3,473.19***	*(516.69)*	***156***	4.35
INTEL CORP	INTC	10/13/00	117	40 0480	4 685 62	25 9550	3,036.74	(1,648 88)	106	3 46
		09/12/07	11	25 6000	281 60	25 9550	285 51	3 91	10	3 46
Subtotal			128		4,967 22		***3,322.25***	*(1,644 97)*	***116***	3 46
INTL BUSINESS MACHINES *CORP IBM*	IBM	01/15/10	20	131 4190	2 628.38	187.5700	3,751.40	1,123 02	76	2.02
		03/12/10	7	127.7028	893 92	187 5700	1,312.99	419.07	27	2 02
		09/10/12	14	201.5342	2,821.48	187.5700	2,625.98	(195.50)	54	2.02
Subtotal			*41*		*6,343.78*		***7,690.37***	*1,346.59*	***157***	2.02
INTUITIVE SURGICAL INC *NEW*	ISRG	04/02/09	4	97.9675	391 87	384 0800	1,536.32	1,144 45		
		03/08/11	2	332.2750	664 55	384.0800	768.16	103.61		
Subtotal			6		*1,056 42*		***2,304.48***	*1,248.06*		

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YOUR EMA ASSETS

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
JOHNSON AND JOHNSON COM	JNJ	06/25/02	3	54.6600	163.98	91.5900	274 77	110 79	8	2 88
		03/04/04	56	53.0694	2,971 89	91 5900	5,129.04	2,157.15	148	2 88
		09/20/05	8	64 4600	515 68	91.5900	732.72	217 04	22	2 88
		09/12/07	11	62 5600	688 16	91.5900	1,007.49	319.33	30	2 88
		06/04/09	16	55.7481	891.97	91.5900	1,465 44	573.47	43	2.88
Subtotal			94		5,231.68		8,609.46	3,377.78	251	2.88
JPMORGAN CHASE & CO	JPM	06/25/02	61	33.4900	2,042 89	58 4800	3,567.28	1 524.39	93	2 59
		01/13/09	32	25 2915	809.33	58.4800	1,871 36	1,062 03	49	2.59
		06/02/09	17	34.8629	592 67	58 4800	994 16	401 49	26	2.59
		01/24/11	30	44.9933	1,349 80	58 4800	1,754 40	404 60	46	2 59
Subtotal			140		4,794.69		8,187.20	3,392 51	214	2.59
KRAFT FOODS GROUP INC SHS	KRFT	10/22/10	5	33.5480	167 74	53.9100	269 55	101 81	11	3.89
		10/25/10	17	33 9717	577.52	53.9100	916 47	338 95	36	3.89
Subtotal			22		745 26		1,186.02	440.76	47	3 89
LAUDER ESTEE COS INC A	EL	06/25/02	30	18 1653	544.96	75.3200	2,259.60	1,714.64	24	1.06
		09/12/07	16	20 2550	324 08	75.3200	1,205 12	881.04	13	1 06
		01/10/13	19	63 5378	1,207 22	75.3200	1,431.08	223 86	16	1 06
Subtotal			65		2,076 26		4,895.80	2,819 54	53	1 06
MCDONALDS CORP COM	MCD	06/25/02	32	29 0003	928 01	97.0300	3,104 96	2,176 95	104	3 33
		06/03/09	20	60.7940	1,215 88	97 0300	1,940 60	724 72	65	3 33
		11/24/09	28	64 1039	1,794.91	97 0300	2,716.84	921 93	91	3 33
Subtotal			80		3,938.80		7,762.40	3,823 60	260	3 33
MERCK AND CO INC SHS	MRK	06/25/02	38	47 1965	1,793 47	50.0500	1,901 90	108 43	67	3 51
		06/05/09	13	26 2246	340 92	50.0500	650.65	309 73	23	3.51
		07/01/09	15	28 1306	421 98	50 0500	750 75	328 79	27	3 51
Subtotal			66		2,556.35		3,303.30	746.95	117	3.51

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YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
MONDELEZ INTERNATIONAL	MDLZ	10/22/10	14	20 6864	289 61	35 3000	494 20	204 59	8	1 58
INC		10/25/10	52	20 9469	1,089 24	35 3000	1,835 60	746 36	30	1.58
Subtotal			66		1,378 85		2,329.80	950 95	38	1.58
NESTLE S A REP RG SH ADR	NSRGY	06/25/02	103	23 3000	2,399 90	73.5900	7,579 77	5,179.87	187	2.46
		11/27/09	16	48 0287	768.46	73.5900	1,177.44	408.98	30	2 46
Subtotal			119		3,168 36		8,757.21	5,588.85	217	2.46
NEW NEWSCORP LLC SHS	NWSA	06/25/02	24	4.7241	113 38	18.0200	432 48	319.10		
CL A		07/06/05	4	7 3700	29 48	18.0200	72 08	42.60		
		07/28/05	3	7 0900	21 27	18 0200	54 06	32.79		
		09/20/05	3	7 2200	21 66	18.0200	54 06	32.40		
Subtotal			34		185 79		612.68	426 89		
NOVARTIS ADR	NVS	06/07/13	11	71.8509	790 36	80 3800	884.18	93.82	23	2.55
		06/10/13	9	71 9700	647 73	80.3800	723.42	75 69	19	2 55
		06/10/13	21	72.5504	1,523.56	80 3800	1,687 98	164.42	44	2 55
Subtotal			41		2,961.65		3,295.58	333.93	86	2 55
NOVO NORDISK A S ADR	NVO	05/06/08	3	68 3233	204 97	184.7600	554 28	349 31	7	1.22
		05/07/08	12	66.8416	802 10	184 7600	2,217 12	1,415 02	28	1 22
		05/08/08	2	67 0600	134.12	184.7600	369 52	235.40	5	1 22
		05/09/08	2	67.3950	134.79	184 7600	369.52	234.73	5	1.22
		05/12/08	3	67 7400	203 22	184 7600	554.28	351.06	7	1.22
		05/26/11	6	123 7350	742 41	184.7600	1,108.56	366.15	14	1.22
Subtotal			28		2,221 61		5,173.28	2,951.67	66	1 22
OCCIDENTAL PETE CORP CAL	OXY	10/20/04	15	28 5133	427 70	95 1000	1,426 50	998.80	39	2.69
		10/21/04	14	28.7507	402 51	95 1000	1 331 40	928 89	36	2 69
		12/21/04	20	29.4750	589.50	95.1000	1,902.00	1,312 50	52	2.69
		05/26/11	10	103.8080	1 038 08	95.1000	951 00	(87.08)	26	2 69
		09/01/11	8	86 1262	689.01	95 1000	760 80	71.79	21	2.69
		01/10/13	16	82 8006	1,324.81	95.1000	1 521 60	196 79	41	2.69
Subtotal			83		4,471 61		7,893.30	3,421.69	215	2 69

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Merrill Lynch Wealth Management
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YOUR EMA ASSETS

November 30, 2013 December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ORACLE CORP $0.01 DEL	ORCL	05/15/12	70	27 2177	1,905 24	38 2600	2,678 20	772 96	34	1.25
		07/10/13	23	31.1865	717.29	38.2600	879 98	162.69	12	1.25
Subtotal			93		2,622.53		3,558.18	935.65	46	1.25
PEPSICO INC	PEP	06/25/02	56	50.0901	2 805 05	82 9400	4 644 64	1,839 59	128	2.73
		09/12/07	5	69.9500	349 75	82 9400	414 70	64 95	12	2 73
Subtotal			61		3,154 80		5,059.34	1,904.54	140	2.73
PHILIP MORRIS INTL INC	PM	06/25/02	21	24 7452	519 65	87 1300	1,829.73	1,310 08	79	4 31
		12/04/02	60	21 0961	1,265.77	87 1300	5,227.80	3 962.03	226	4 31
		09/12/07	5	46.9180	234 59	87 1300	435 65	201 06	19	4 31
		05/27/08	30	51 5900	1,547.70	87.1300	2,613.90	1,066.20	113	4 31
		01/13/09	25	42.4608	1,061 52	87 1300	2,178 25	1,116.73	94	4 31
		03/31/09	12	35 7666	429 20	87 1300	1,045.56	616.36	46	4 31
Subtotal			153		5,058.43		13,330.89	8,272.46	577	4.31
PHILLIPS 66 SHS	PSX	12/22/04	7	19 8642	139.05	77.1300	539 91	400 86	11	2.02
		09/01/05	6	30.6566	183 94	77 1300	462 78	278 84	10	2 02
		05/07/09	9	20.3344	183 01	77 1300	694.17	511.16	15	2 02
Subtotal			22		506 00		1,696.86	1,190.86	36	2 02
PRAXAIR INC	PX	03/09/05	5	48.1500	240 75	130 0300	650 15	409 40	12	1.84
		03/10/05	10	47.8800	478 80	130 0300	1,300 30	821.50	24	1.84
		03/24/06	9	55.6577	500 92	130.0300	1 170.27	669 35	22	1.84
		05/16/06	12	55 7108	668.53	130.0300	1,560.36	891.83	29	1.84
Subtotal			36		1,889.00		4,681.08	2,792.08	87	1 84
PROCTER & GAMBLE CO	PG	06/25/02	31	46.2254	1,432.99	81.4100	2,523.71	1,090 72	75	2.95
		01/14/04	64	50 1600	3 210 24	81.4100	5,210.24	2,000.00	154	2 95
		09/12/07	5	67.3400	336 70	81 4100	407 05	70.35	13	2 95
Subtotal			100		4,979.93		8,141.00	3,161.07	242	2.95

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November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
QUALCOMM INC	QCOM	11/30/06	32	36 5109	1,168 35	74.2500	2 376 00	1,207 65	45	1.88
		05/23/08	25	47.3052	1,182 63	74 2500	1 856 25	673 62	35	1.88
Subtotal			57		2,350 98		**4,232.25**	1,881.27	**80**	1 88
ROCHE HLDG LTD SPN ADR	RHHBY	01/19/10	21	45.0485	946 02	70.2000	1,474 20	528.18	35	2.31
		01/22/10	26	44 4738	1,156 32	70 2000	1,825.20	668.88	43	2.31
		01/26/10	6	43 9750	263.85	70 2000	421 20	157.35	10	2 31
		01/27/10	20	43 6865	873 73	70 2000	1 404 00	530 27	33	2 31
Subtotal			73		3,239.92		**5,124.60**	1,884 68	**121**	2.31
ROYAL DUTCH SHELL PLC SPONS ADR A	RDSA	09/12/02	25	42 9824	1,074.56	71.2700	1,781 75	707.19	77	4 29
		06/27/05	10	64 5580	645 58	71.2700	712 70	67.12	31	4 29
		10/27/08	31	46 2083	1,432 46	71.2700	2,209 37	776 91	95	4 29
		02/22/10	11	55.6954	612 65	71.2700	783 97	171.32	34	4.29
		03/25/11	1	69.8000	69.80	71.2700	71.27	1.47	4	4 29
		05/26/11	7	70 0585	490 41	71.2700	498.89	8.48	22	4.29
		09/26/13	1	76 5000	76.50	71 2700	71.27	(5.23)	4	4.29
Subtotal			86		4,401.96		**6,129.22**	1,727.26	**267**	4.29
SABMILLER PLC SPON ADR	SBMRY	03/22/12	19	40 8015	775 23	51.2800	974.32	199 09	19	1.93
		03/23/12	14	40 5871	568.22	51.2800	717 92	149.70	14	1.93
Subtotal			33		1,343 45		**1,692.24**	348.79	**33**	1.93
STATE STREET CORP	STT	11/22/13	21	72 7157	1,527.03	73 3900	**1,541.19**	14 16	**22**	1.41
TARGET CORP COM	TGT	06/25/02	61	37.9500	2,314 95	63 2700	3,859.47	1 544.52	105	2.71
		03/01/11	30	52.7176	1 581 53	63.2700	1 898 10	316 57	52	2.71
Subtotal			91		3,896.48		**5,757.57**	1,861.09	**157**	2.71
TEXAS INSTRUMENTS	TXN	11/30/06	27	29.6751	801.23	43 9100	1,185.57	384.34	33	2.73
		09/05/07	37	35 3121	1,306 55	43 9100	1,624.67	318.12	45	2.73
		10/25/07	31	31.1903	966 90	43 9100	1,361.21	394.31	38	2 73
		10/25/10	16	28 9337	462 94	43 9100	702 56	239 62	20	2.73
Subtotal			111		3.537 62		**4,874.01**	1,336 39	**136**	2.73

Merrill Lynch
Wealth Management
Bank of America Corporation

Fayez Sarofim LCG   Account Number: -02810

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
TIME WARNER CABLE INC	TWC 09/01/11	5	65 5040	327 52	135 5000	677 50	349 98	13	1.91
SHS	09/02/11	11	64 2490	706 74	135.5000	1,490.50	783 76	29	1.91
Subtotal		16		1,034.26		2,168.00	1,133 74	42	1 91
TOTAL S A SP ADR	TOT 03/01/05	13	58 3969	759 16	61 2700	796 51	37 35	35	4 28
	03/01/05	1	60.7000	60.70✦	61.2700	61 27	57	3	4 28
	03/10/05	18	59 2222	1,066 00	61 2700	1,102.86	36 86	48	4 28
	07/06/05	10	59 1250	591 25	61 2700	612 70	21.45	27	4 28
	10/10/05	19	59 9294	1,138 66	61.2700	1,164.13	25.47	50	4 28
	12/02/05	1	126.8100	126.81	61 2700	61.27	(65.54)	3	4 28
	10/27/08	17	45.8611	779.64	61.2700	1,041 59	261.95	45	4 28
	03/01/11	23	59 6639	1,372 27	61.2700	1 409.21	36 94	61	4 28
	06/01/11	4	56 4875	225 95	61 2700	245.08	19 13	11	4 28
	09/01/11	7	48.7371	341 16	61.2700	428 89	87.73	19	4 28
Subtotal		113		6,461 60		6,923.51	461.91	302	4.28
TWENTY-FIRST CENTURY	FOXA 06/25/02	59	9 1338	538 90	35.1700	2,075.03	1 536 13	15	71
FOX INC CLASS A	07/06/05	17	14 2494	242 24	35 1700	597.89	355 65	5	71
	07/28/05	10	14.6630	146.63	35 1700	351.70	205.07	3	71
	09/20/05	12	13.9641	167.57	35.1700	422 04	254 47	3	71
Subtotal		98		1,095.34		3,446.66	2,351.32	26	71
UNITED TECHS CORP COM	UTX 05/16/06	21	65.1576	1,368.31	113.8000	2,389 80	1,021.49	50	2 07
	10/25/07	21	75 7266	1,590 26	113.8000	2,389.80	799.54	50	2 07
	05/24/11	16	85 7787	1,372 46	113.8000	1,820 80	448.34	38	2.07
Subtotal		58		4,331.03		6,600.40	2,269 37	138	2 07
WAL-MART STORES INC	WMT 06/25/02	4	56 5800	226 32	78 6900	314 76	88 44	8	2 38
	07/06/05	48	49.4606	2 374 11	78 6900	3,777.12	1,403.01	91	2 38
	09/12/07	5	42.7400	213 70	78 6900	393 45	179 75	10	2.38
	05/14/09	9	49 4855	445 37	78 6900	708 21	262 84	17	2 38
Subtotal		66		3,259 50		5,193.54	1,934 04	126	2 38

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Fayez Sarofim LCG   Account Number -02810

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
WALGREEN CO	WAG	06/25/02	28	38.1203	1,067.37	57.4400	1,608.32	540.95	36	2.19
		03/04/04	5	34.9580	174.79	57.4400	287 20	112.41	7	2 19
		09/20/05	15	43 3400	650.10	57.4400	861.60	211.50	19	2.19
		09/12/07	8	45.1200	360.96	57.4400	459.52	98.56	11	2.19
		06/03/09	8	31.2637	250.11	57.4400	459 52	209.41	11	2.19
Subtotal			64		2,503 33		3,676.16	1,172.83	84	2.19
WELLS FARGO & CO NEW DEL	WFC	07/10/13	69	41 8543	2 887 95	45.4000	3,132.60	244.65	83	2 64
XILINX INC	XLNX	05/14/12	29	32.9965	956 90	45 9200	1,331.68	374.78	29	2.17
TOTAL					192 396 56		308,810.63	116 414.07	8,121	2 63

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	193 312.05	309,726.12	116,414 07		8,121	2 62

Notes

♦Cost basis has been adjusted by the deferred loss amount from a previous 'Wash Sale' and the acquisition date has been adjusted to include the holding period of the lot closed by that previous 'Wash Sale'.

Merrill Lynch
Wealth Management
Bank of America Corporation

Online at: www.mymerrill.com   Account Number. 02841

THE HARVEY R HOUCK AND
PATRICIA W HOUCK FOUNDATION
8811 WESTHEIMER RD STE 208
HOUSTON TX 77063-3617

Net Portfolio Value: $188,184.18

Your Financial Advisor:
RG/NICKEL GROUP
1221 MCKINNEY SUITE 3900
HOUSTON TX 77010
1-800-456-9712

Attachment to Part II, Line 10

Atlanta Capital SMID

Your Consults® Investment Manager is ATLANTA CAPITAL SMID CORE

November 30, 2013 - December 31, 2013

ASSETS	December 31	November 29
Cash/Money Accounts	1,136.84	20 30
Fixed Income	-	-
Equities	187,047.34	182,543.30
Mutual Funds	-	-
Options	-	-
Other	-	
Subtotal (Long Portfolio)	*188,184.18*	*182,563.60*
TOTAL ASSETS	**$188,184.18**	**$182,563 60**

LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
TOTAL LIABILITIES	-	-
NET PORTFOLIO VALUE	**$188,184.18**	**$182,563 60**

CASH FLOW	This Statement	Year to Date
Opening Cash/Money Accounts	**$20.30**	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	-	74 17
Subtotal	-	*74 17*
DEBITS		
Electronic Transfers	-	-
Margin Interest Charged	-	-
Other Debits	-	(21,617 20)
Visa Purchases *(debits)*	-	-
ATM/Cash Advances	-	-
Checks Written/Bill Payment	-	-
Subtotal	-	*(21,617 20)*
Net Cash Flow	-	($21,543.03)
Dividends/Interest Income	131.84	1,457 11
Security Purchases/Debits	-	(10,738 56)
Security Sales/Credits	984.70	26 203 41
Closing Cash/Money Accounts	**$1,136.84**	
Securities You Transferred In/Out	-	-

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Atlanta Capital SMID　　Account Number 02841

MERRILL LYNCH CONSULTS SERVICE

November 30, 2013 - December 31, 2013

YOUR INVESTMENT MANAGER - ATLANTA CAPITAL SMID CORE

We encourage you to contact your Financial Advisor whenever there are changes in your particular situation or objectives These changes can then be discussed directly with your Investment Manager. We also encourage you to discuss your portfolio at least annually with your Investment Manager. Your Financial Advisor would be pleased to arrange such discussions.

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N A.	14	641	05	0.03	1,136
TOTAL ML Bank Deposit Program	14			0.03	1,136

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0 84	0.84		.84		
+ML BANK DEPOSIT PROGRAM	1 136 00	1 136 00	1 0000	1,136.00	1	.05
+FDIC INSURED NOT SIPC COVERED						
TOTAL		1 136 84		1,136.84	1	.05

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
A N S Y S INC COM	ANSS	04/27/07	3	25 8133	77 44	87 2000	261.60	184 16		
		04/30/07	10	25 9870	259.87	87 2000	872 00	612 13		
		05/01/07	8	25 3900	203 12	87 2000	697.60	494.48		
		10/10/08	15	26 3253	394 88	87.2000	1,308.00	913 12		
		10/14/08	5	32 8660	164 33	87.2000	436.00	271.67		

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Merrill Lynch
Wealth Management
Bank of America Corporation

Atlanta Capital SMID   Account Number. 02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
A N S Y S INC COM	ANSS	03/19/09	10	24 2800	242 80	87 2000	872 00	629.20		
		05/12/10	1	45 1600	45.16	87.2000	87.20	42.04		
		05/13/10	1	45.9800	45 98	87 2000	87.20	41.22		
Subtotal			53		1,433 58		4,621.60	3,188 02		
AARON'S INC SHS A	AAN	12/20/07	8	12 4637	99 71	29.4000	235.20	135.49	1	28
		01/03/08	22	12 4386	273.65	29.4000	646.80	373.15	2	28
		02/05/08	25	11 5280	288 20	29 4000	735 00	446 80	3	28
		06/18/10	25	19 9216	498 04	29 4000	735 00	236 96	3	28
Subtotal			80		1,159 60		2,352.00	1,192 40	9	.28
ACUITY BRANDS INC	AYI	03/03/10	17	41 0347	697.59	109 3200	1 858 44	1,160 85	9	.47
		07/12/10	23	38 8239	892 95	109 3200	2,514 36	1,621 41	12	47
		05/02/11	3	58 5566	175 67	109 3200	327 96	152 29	2	47
		07/30/13	5	87 2380	436 19	109.3200	546.60	110.41	3	47
Subtotal			48		2,202.40		5,247.36	3,044 96	26	.47
AFFILIATED MANAGERS GRP	AMG	11/24/08	36	22.5975	813.51	216.8800	7,807.68	6,994.17		
AIRGAS INC COM	ARG	08/20/12	17	83 8194	1,424 93	111.8500	1,901.45	476.52	33	1 71
		08/21/12	1	84 0400	84 04	111 8500	111 85	27.81	2	1 71
		10/18/13	3	111.3333	334.00	111.8500	335 55	1.55	6	1 71
Subtotal			21		1,842.97		2,348.85	505 88	41	1.71
AMETEK INC NEW	AME	08/15/08	7	21.5314	150.72	52 6700	368 69	217 97	2	45
		10/10/08	45	14.3504	645.77	52.6700	2,370.15	1,724.38	11	45
Subtotal			52		796 49		2,738.84	1,942 35	13	45
APTARGROUP INC	ATR	04/24/07	5	37 4800	187 40	67 8100	339 05	151 65	5	1 47
		04/26/07	6	37.9316	227.59	67.8100	406 86	179 27	6	1 47
		04/27/07	6	38.0233	228.14	67.8100	406 86	178.72	6	1 47
		04/30/07	4	37.7000	150 80	67 8100	271 24	120 44	4	1 47
		05/01/07	4	36 7900	147 16	67.8100	271 24	124.08	4	1 47

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Atlanta Capital SMID   Account Number: 02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
APTARGROUP INC	ATR	05/04/07	10	37 3690	373 69	67.8100	678 10	304.41	10	1 47
		01/23/08	10	34 7700	347 70	67 8100	678 10	330 40	10	1 47
		08/22/08	10	40 0290	400 29	67.8100	678.10	277.81	10	1 47
Subtotal			55		*2,062 77*		***3,729.55***	*1,666.78*	**55**	*1.47*
BIO RAD LABS CL A	BIO	01/17/08	3	96 4800	289 44	123 6100	370 83	81.39		
		01/18/08	4	95.3725	381.49	123 6100	494 44	112.95		
		03/07/08	1	88.7000	88.70	123.6100	123.61	34 91		
		03/10/08	2	88 4750	176 95	123 6100	247.22	70.27		
		03/10/08	3	88 5766	265 73	123.6100	370.83	105.10		
		03/11/08	4	89.5425	358.17	123.6100	494.44	136.27		
		04/10/08	5	85 9820	429 91	123.6100	618 05	188.14		
		12/18/08	3	68 3966	205 19	123.6100	370 83	165.64		
		12/19/08	2	69 8050	139.61	123 6100	247.22	107.61		
		08/16/11	3	101.3000	303 90	123 6100	370 83	66.93		
		07/26/12	8	92 5850	740 68	123 6100	988 88	248.20		
Subtotal			38		*3,379 77*		***4,697.18***	*1,317.41*		
BLACKBAUD INC	BLKB	08/05/08	1	19.1400	19 14	37.6500	37.65	18 51	1	1 27
		10/07/08	40	15 8425	633 70	37 6500	1,506.00	872.30	20	1 27
		03/09/09	15	9 1466	137 20	37 6500	564 75	427 55	8	1 27
		03/11/09	15	10 0406	150 61	37.6500	564 75	414.14	8	1 27
		05/03/10	33	23.7706	784 43	37 6500	1,242 45	458 02	16	1 27
Subtotal			*104*		*1,725.08*		***3,915.60***	*2,190.52*	**53**	*1 27*
CARLISLE COS INC	CSL	08/12/09	2	32 5850	65 17	79 4000	158 80	93 63	2	1 10
		08/13/09	14	32 9892	461 85	79.4000	1,111.60	649 75	13	1.10
		09/24/09	18	33 7788	608 02	79 4000	1 429 20	821.18	16	1.10
		10/20/09	10	33 4170	334 17	79 4000	794 00	459 83	9	1.10
		04/29/10	7	38 9757	272 83	79 4000	555.80	282 97	7	1.10
		08/16/11	10	37.5340	375 34	79.4000	794 00	418 66	9	1.10
Subtotal			61		*2,117.38*		***4,843.40***	*2,726.02*	**56**	*1.10*

Merrill Lynch
Wealth Management
Bank of America Corporation

Atlanta Capital SMID Account Number: -02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CARMAX INC	KMX	11/26/08	5	7.4880	37 44	47.0200	235 10	197.66		
		12/17/08	18	7.8772	141 79	47.0200	846 36	704 57		
		12/18/08	17	8 1870	139 18	47 0200	799 34	660 16		
		06/18/10	17	21.0400	357.68	47.0200	799 34	441.66		
Subtotal			57		676 09		2,680.14	2,004.05		
CHURCH&DWIGHT CO INC	CHD	09/16/08	5	31.4880	157 44	66.2800	331.40	173.96	6	1.68
		03/12/09	10	23 8710	238 71	66 2800	662 80	424 09	12	1 68
		06/11/09	20	25 6185	512 37	66 2800	1,325 60	813 23	23	1.68
		03/01/11	12	37.3866	448.64	66.2800	795.36	346 72	14	1 68
Subtotal			47		1,357 16		3,115.16	1,758.00	55	1 68
CITY NATIONAL CORP	CYN	01/23/08	2	58 4300	116 86	79.2200	158 44	41 58	2	1 26
		04/18/08	10	45 9830	459 83	79 2200	792.20	332 37	10	1.26
		03/09/09	10	23 6680	236 68	79 2200	792 20	555 52	10	1 26
		03/23/09	10	32 7610	327.61	79 2200	792.20	464.59	10	1 26
		06/09/09	10	37 1940	371.94	79.2200	792.20	420.26	10	1 26
		08/04/11	7	51 1585	358.11	79 2200	554.54	196.43	7	1 26
Subtotal			49		1,871 03		3,881.78	2,010.75	49	1 26
CLARCOR INC	CLC	08/17/11	7	43 0314	301 22	64 3500	450 45	149 23	5	1 05
		08/18/11	16	40 8818	654 11	64.3500	1 029 60	375 49	11	1.05
		08/19/11	5	40 7760	203 88	64.3500	321.75	117 87	4	1 05
		03/30/12	5	49 2180	246 09	64 3500	321.75	75 66	4	1 05
		04/02/12	13	49.0730	637 95	64 3500	836.55	198 60	9	1.05
		05/21/12	9	48 4888	436.40	64.3500	579.15	142 75	7	1.05
		05/22/12	4	49.3825	197.53	64.3500	257 40	59.87	3	1 05
Subtotal			59		2,677.18		3,796.65	1,119.47	43	1 05
COLUMBIA SPORTSWEAR CO	COLM	08/26/09	7	38 3542	268 48	78.7500	551 25	282.77	7	1.26
		08/27/09	9	38 6122	347 51	78 7500	708.75	361.24	9	1 26
		01/20/10	7	41 9042	293 33	78 7500	551 25	257 92	7	1 26
Subtotal			23		909.32		1,811.25	901 93	23	1.26

Atlanta Capital SMID   Account Number. ·02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
COPART INC COM	CPRT	05/01/07	6	14 5066	87 04	36 6500	219 90	132 86		
		11/24/08	20	13 2740	265 48	36 6500	733 00	467 52		
		12/11/08	20	13 0395	260 79	36 6500	733 00	472.21		
		12/30/08	10	13 0740	130 74	36 6500	366 50	235 76		
		10/18/13	14	32 6378	456 93	36 6500	513 10	56 17		
Subtotal			70		1,200 98		2,565.50	1,364 52		
CULLEN FRST BKRS PV$0 01	CFR	04/29/10	20	59 5815	1,191 63	74.4300	1,488 60	296 97	40	2.68
		04/30/10	3	59 9833	179 95	74 4300	223 29	43 34	6	2 68
Subtotal			23		1,371.58		1,711.89	340.31	46	2.68
DENTSPLY INTL INC	XRAY	04/24/07	25	33 1168	827 92	48 4800	1,212.00	384.08	7	.51
		04/26/07	10	33 2930	332 93	48 4800	484 80	151 87	3	51
		04/27/07	7	33.5414	234 79	48 4800	339 36	104 57	2	.51
		04/30/07	8	33.4637	267 71	48.4800	387.84	120.13	2	.51
		05/01/07	5	34.7320	173 66	48 4800	242 40	68 74	2	51
		04/10/08	10	37.3700	373 70	48.4800	484 80	111.10	3	51
		03/05/09	20	22.6600	453 20	48.4800	969 60	516 40	5	51
		06/18/10	16	31.6137	505.82	48 4800	775.68	269.86	4	.51
		10/21/10	15	32.4300	486.45	48.4800	727.20	240 75	4	51
Subtotal			116		3,656 18		5,623.68	1,967 50	32	51
DONALDSON CO INC	DCI	05/13/13	16	37.6818	602 91	43 4600	695 36	92 45	9	1 28
		05/14/13	31	38 2012	1,184 24	43.4600	1 347.26	163.02	18	1.28
		10/18/13	10	40.5510	405 51	43 4600	434.60	29.09	6	1.28
Subtotal			57		2,192 66		2,477.22	284.56	33	1.28
DRIL QUIP	DRQ	04/29/10	18	64 4033	1,159 26	109 9300	1,978.74	819.48		
EQUIFAX INC	EFX	03/05/10	8	33.0687	264 55	69 0900	552 72	288 17	8	1.27
		05/25/10	13	29 5669	384.37	69.0900	898 17	513 80	12	1.27
		12/06/10	21	35.2690	740 65	69.0900	1,450 89	710.24	19	1.27
		03/01/11	15	35 6033	534 05	69 0900	1,036 35	502 30	14	1.27
		08/16/11	9	30 4877	274 39	69 0900	621 81	347 42	8	1.27
Subtotal			66		2,198 01		4,559.94	2,361.93	61	1.27

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Merrill Lynch
Wealth Management
Bank of America Corporation

Atlanta Capital SMID   Account Number.   '-02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
FACTSET RESH SYS INC	FDS	12/19/07	6	57.2333	343 40	108 5800	651 48	308 08	9	1 28
		01/03/08	10	55 2410	552.41	108 5800	1,085 80	533 39	14	1 28
		09/16/08	5	53.1680	265 84	108 5800	542 90	277 06	7	1.28
Subtotal			*21*		*1,161.65*		***2,280.18***	*1,118.53*	*30*	*1 28*
FAIR ISAAC CORPORATION	FICO	01/16/08	19	24 2647	461.03	62 8400	1 193.96	732 93	2	12
		02/27/08	10	24 4530	244 53	62.8400	628.40	383.87	1	12
		02/29/08	5	23.5480	117.74	62.8400	314 20	196.46	1	12
		04/02/08	15	23 2073	348 11	62 8400	942 60	594.49	2	12
		06/20/08	30	22 7350	682.05	62 8400	1,885.20	1,203.15	3	.12
Subtotal			*79*		*1,853.46*		***4,964.36***	*3,110.90*	*9*	*12*
FLIR SYSTEMS INC	FLIR	09/16/10	10	27.2220	272.22	30.1000	301.00	28 78	4	1 19
		07/28/11	27	27.5122	742.83	30.1000	812 70	69.87	10	1 19
		05/21/12	33	20 8718	688 77	30.1000	993 30	304.53	12	1 19
Subtotal			*70*		*1,703 82*		***2,107.00***	*403 18*	*26*	*1.19*
FOREST CITY ENTRPRS CL A	FCEA	05/07/09	12	7 5466	90 56	19.1000	229 20	138.64		
		05/13/09	34	7 5038	255.13	19 1000	649 40	394 27		
		05/14/09	12	6 3000	75.60	19.1000	229 20	153 60		
		05/15/09	35	6 2908	220 18	19 1000	668 50	448 32		
		08/12/09	18	7 7511	139.52	19.1000	343 80	204 28		
		08/13/09	41	7 7739	318 73	19.1000	783 10	464.37		
Subtotal			*152*		*1,099 72*		***2,903.20***	*1,803.48*		
GARTNER INC	IT	04/30/13	13	57 6407	749 33	71 0500	923 65	174.32		
		05/01/13	17	57 8517	983 48	71 0500	1,207 85	224 37		
		05/06/13	9	56 3311	506 98	71 0500	639 45	132 47		
Subtotal			*39*		*2,239 79*		***2,770.95***	*531 16*		

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Atlanta Capital SMID

Account Number· 02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
GENTEX CORP	GNTX	07/28/11	3	29 3333	88 00	32 9800	98 94	10 94	2	1.69
		08/16/11	18	25 0161	450 29	32 9800	593 64	143.35	11	1.69
		04/20/12	39	21.6553	844 56	32 9800	1,286 22	441.66	22	1 69
		07/26/12	48	15.0162	720 78	32 9800	1,583 04	862.26	27	1.69
Subtotal			108		2,103 63		3,561.84	1,458 21	62	1.69
GRACO INC	GGG	07/01/02	22	16 8750	371 25	78 1200	1 718.64	1,347 39	25	1.40
		01/23/08	10	32 7870	327 87	78 1200	781 20	453 33	11	1.40
		05/12/10	5	35 3800	176 90	78 1200	390 60	213 70	6	1.40
		05/13/10	1	35.4200	35 42	78 1200	78 12	42 70	2	1.40
Subtotal			38		911 44		2,968.56	2,057.12	44	1.40
HCC INS HOLDING INC	HCC	08/13/07	5	28 4920	142 46	46 1400	230 70	88 24	5	1 95
		01/15/08	10	28.3010	283 01	46 1400	461 40	178 39	9	1 95
		02/26/08	10	24 9130	249 13	46 1400	461 40	212.27	9	1.95
		03/25/08	20	23.3505	467.01	46 1400	922 80	455.79	18	1.95
		09/24/09	16	27 6750	442 80	46 1400	738 24	295.44	15	1.95
		12/15/09	26	26.8269	697.50	46 1400	1,199 64	502.14	24	1.95
		05/02/11	15	32 5000	487 50	46 1400	692 10	204.60	14	1 95
		05/03/11	25	32 4300	810 75	46 1400	1,153 50	342.75	23	1 95
		08/16/11	9	28 0922	252 83	46 1400	415 26	162.43	9	1.95
Subtotal			136		3,832.99		6,275.04	2,442.05	126	1.95
HUNT J B TRANS SVCS INC	JBHT	12/13/10	36	39.9163	1,436.99	77.3000	2,782 80	1,345.81	22	.77
		05/02/11	5	47.6220	238 11	77 3000	386 50	148 39	3	77
Subtotal			41		1,675.10		3,169.30	1,494.20	25	.77
IDEX CORP DELAWARE COM	IEX	12/03/07	5	35.5060	177.53	73 8500	369 25	191 72	5	1.24
		12/03/07	3	35 5233	106 57	73 8500	221 55	114 98	3	1.24
		12/04/07	10	35.2360	352 36	73 8500	738.50	386.14	10	1 24
		01/03/08	10	36.0080	360 08	73.8500	738.50	378.42	10	1.24
		01/15/08	15	31 0000	465 00	73 8500	1 107 75	642.75	14	1 24
		10/10/08	25	23 0052	575 13	73 8500	1,846 25	1 271 12	23	1 24
Subtotal			68		2,036 67		5,021.80	2,985.13	65	1.24

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Merrill Lynch
Wealth Management
Bank of America Corporation

Atlanta Capital SMID

Account Number 02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
IDEXX LAB INC DEL $0 10	IDXX	04/24/13	6	84 3700	506 22	106 3700	638 22	132 00		
		04/25/13	13	85 6569	1,113 54	106 3700	1,382.81	269 27		
		10/18/13	3	106 3500	319.05	106.3700	319 11	.06		
Subtotal			22		1,938 81		2,340.14	401 33		
JACK HENRY & ASSOC INC	JKHY	07/13/06	10	18 2710	182.71	59 2100	592 10	409 39	8	1 35
		07/31/06	44	18 7134	823 39	59 2100	2,605 24	1,781 85	36	1.35
Subtotal			54		1,006 10		3,197.34	2,191.24	44	1 35
JACOBS ENGN GRP INC DELA	JEC	03/09/09	3	33 2600	99 78	62 9900	188 97	89 19		
		06/11/09	5	44.4080	222 04	62 9900	314 95	92 91		
		08/13/09	11	44 5263	489 79	62 9900	692.89	203.10		
		06/18/10	12	41.5591	498 71	62 9900	755 88	257 17		
Subtotal			31		1,310.32		1,952.69	642.37		
KIRBY CORP COM	KEX	10/14/08	10	37 5220	375 22	99.2500	992 50	617 28		
		12/09/08	15	25 5206	382 81	99 2500	1,488 75	1,105 94		
		06/18/10	12	41 0283	492 34	99 2500	1,191.00	698 66		
		06/20/12	18	51 6261	929 27	99 2500	1,786 50	857 23		
		07/30/13	5	84 1320	420 66	99 2500	496.25	75.59		
Subtotal			60		2,600 30		5,955.00	3,354 70		
LKQ CORP	LKQ	06/28/07	5	6 2800	31 40	32 9000	164 50	133 10		
		07/21/08	30	8 7166	261 50	32 9000	987 00	725 50		
		11/24/08	80	5 0052	400.42	32 9000	2,632 00	2,231 58		
		05/25/10	46	9 0939	418 32	32 9000	1,513 40	1,095 08		
		05/26/10	38	9 1797	348 83	32 9000	1,250 20	901 37		
		08/16/11	32	11.8193	378 22	32 9000	1,052.80	674 58		
Subtotal			231		1,838 69		7,599.90	5,761 21		

Atlanta Capital SMID   Account Number 02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
MARKEL CORP COM	MKL	06/20/07	1	480.6100	480.61	580.3500	580.35	99 74		
		05/21/08	2	402 7000	805 40	580.3500	1 160.70	355.30		
		12/11/08	2	302.1050	604.21	580.3500	1,160.70	556 49		
		03/03/09	1	249.9000	249.90	580.3500	580 35	330.45		
		03/19/09	3	244 5300	733.59	580.3500	1,741.05	1,007 46		
		06/18/10	1	354.0700	354 07	580 3500	580.35	226 28		
		12/28/10	2	378 2000	756 40	580 3500	1.160 70	404 30		
		01/19/12	2	409 8250	819 65	580 3500	1 160 70	341 05		
		01/23/13	2	466 7850	933 57	580 3500	1 160 70	227 13		
Subtotal			16		5,737 40		**9,285.60**	3,548.20		
METTLER-TOLEDO INTL INC	MTD	03/19/09	10	49 4080	494 08	242 5900	**2,425.90**	1 931 82		
MORNINGSTAR INC	MORN	06/13/07	4	47 2425	188.97	78.0900	312.36	123 39	3	87
		01/23/08	5	61 0380	305 19	78 0900	390 45	85 26	4	87
		10/31/08	4	33 3975	133 59	78 0900	312 36	178 77	3	.87
		11/06/08	11	33 8545	372 40	78.0900	858.99	486 59	8	87
		12/17/08	3	31.4966	94.49	78 0900	234.27	139.78	3	.87
		12/19/08	3	33 1766	99 53	78 0900	234 27	134 74	3	87
		12/30/08	10	33 9420	339 42	78 0900	780 90	441.48	7	87
		02/20/09	15	27 9620	419 43	78.0900	1,171 35	751 92	11	.87
		05/04/10	24	47 5362	1.140.87	78 0900	1.874 16	733.29	17	87
		07/30/13	3	76.6466	229 94	78 0900	234 27	4.33	3	.87
		07/31/13	3	76 8900	230.67	78.0900	234.27	3 60	3	87
		08/01/13	1	77 2200	77.22	78.0900	78 09	.87	1	.87
		08/02/13	2	77.3950	154 79	78 0900	156 18	1.39	2	.87
Subtotal			88		3,786.51		**6,871.92**	3,085.41	68	.87
O'REILLY AUTOMOTIVE INC	ORLY	01/14/10	8	38.6975	309 58	128.7100	1,029 68	720.10		
		02/18/10	7	38.1000	266.70	128.7100	900 97	634.27		
Subtotal			15		576 28		**1,930.65**	1,354 37		

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Merrill Lynch
Wealth Management
Bank of America Corporation

Atlanta Capital SMID   Account Number -02841

YOUR EMA ASSETS

November 30, 2013 - December 31 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
OCEANEERING INTL INC	OII	12/10/08	16	12.7250	203 60	78.8800	1,262 08	1,058 48	15	1 11
		06/18/10	18	23.8088	428 56	78 8800	1,419 84	991 28	16	1 11
Subtotal			34		632 16		2,681.92	2,049 76	31	1 11
PALL CORP PV $0 10	PLL	08/30/11	25	51 0080	1,275 20	85.3500	2,133.75	858.55	28	1.28
SALLY BEAUTY HLDGS INC	SBH	04/30/07	31	9.8019	303.86	30 2300	937.13	633 27		
		05/01/07	32	9 7287	311 32	30.2300	967.36	656 04		
		10/21/10	31	12.2851	380.84	30.2300	937 13	556 29		
		07/28/11	29	17.2975	501.63	30.2300	876.67	375.04		
		06/20/12	6	27.9000	167.40	30.2300	181.38	13.98		
		10/19/12	46	23.5147	1,081 68	30.2300	1,390.58	308 90		
Subtotal			175		2,746.73		5,290.25	2,543.52		
SCHEIN (HENRY) INC COM	HSIC	04/30/07	4	52 4575	209.83	114 2600	457 04	247.21		
		05/01/07	3	52 4233	157.27	114.2600	342.78	185 51		
		04/30/08	5	55 6100	278.05	114.2600	571 30	293 25		
		05/09/08	5	54.9920	274.96	114.2600	571 30	296.34		
		12/18/08	20	35 1505	703 01	114.2600	2,285.20	1,582.19		
		12/15/09	11	51 1272	562 40	114 2600	1,256.86	694 46		
Subtotal			48		2,185 52		5,484.48	3,298 96		
SEI INVT CO PA PV $0 01	SEIC	08/10/07	8	24.8250	198 60	34 7300	277 84	79 24	4	1 26
		03/25/08	15	26 0640	390.96	34 7300	520.95	129 99	7	1.26
		09/22/08	11	20 8227	229 05	34.7300	382 03	152 98	5	1 26
		09/23/08	19	20.8110	395.41	34 7300	659.87	264 46	9	1 26
		09/29/08	8	18 6850	149 48	34 7300	277 84	128 36	4	1 26
		03/19/09	50	11 6050	580 25	34 7300	1,736.50	1,156 25	22	1 26
		07/30/13	4	31 6850	126.74	34 7300	138.92	12.18	2	1.26
Subtotal			115		2,070 49		3,993.95	1,923.46	53	1.26
SOLERA HOLDINGS INC	SLH	08/04/11	23	54 0313	1,242 72	70 7600	1,627.48	384 76	16	96
		01/26/12	14	48 2721	675 81	70 7600	990 64	314 83	10	96
Subtotal			37		1,918 53		2,618.12	699.59	26	96

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Atlanta Capital SMID

Account Number: -02841

YOUR EMA ASSETS

November 30, 2013 - December 31, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
TRANSDIGM GROUP INC	TDG	02/13/12	12	117.8166	1,413.80	161.0200	1,932.24	518.44		
		10/18/13	4	141.1050	564.42	161.0200	644.08	79.66		
Subtotal			16		1,978.22		2,576.32	598.10		
UMPQUA HLDGS CORP ORE	UMPQ	05/12/10	71	13.9180	988.18	19.1400	1,358.94	370.76	43	3.13
		05/13/10	18	13.9688	251.44	19.1400	344.52	93.08	11	3.13
		07/12/10	27	12.1514	328.09	19.1400	516.78	188.69	17	3.13
		10/21/10	35	11.4400	400.40	19.1400	669.90	269 50	21	3.13
		10/22/10	19	11.3715	216.06	19.1400	363.66	147.60	12	3.13
		07/30/13	19	16.7263	317.80	19.1400	363.66	45.86	12	3.13
Subtotal			189		2,501.97		3,617.46	1,115.49	116	3 13
VARIAN MEDICAL SYS INC	VAR	04/17/09	14	34.3171	480.44	77.6900	1,087.66	607.22		
		06/11/09	5	37.8480	189.24	77.6900	388 45	199.21		
		08/13/09	13	37.2684	484.49	77.6900	1,009 97	525 48		
Subtotal			32		1,154 17		2,486.08	1,331 91		
WEX INC	WEX	08/08/11	8	41 9475	335 58	99 0300	792 24	456 66		
		08/09/11	13	40.9553	532.42	99 0300	1,287 39	754 97		
Subtotal			21		868 00		2,079.63	1,211.63		
TOTAL					92 040 75		187,047.34	95.006 59	1,348	.72

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	93,177.59	188,184.18	95.006.59		1,348	.72

TD Ameritrade

800-669-3900
TD AMERITRADE
DIVISION OF TD AMERITRADE INC
PO BOX 2209
OMAHA, NE 68103-2209
TD Ameritrade Clearing, Inc., Member SIPC

Statement Reporting Period:
12/01/13 - 12/31/13

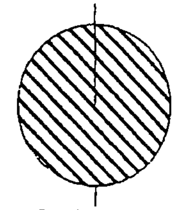
Statement for Account # ·707634
HARVEY R HOUCK JR & PATRICIA W
HOUCK FOUNDATION INC ATTN: GORDON
B ROSE
8811 WESTHEIMER RD STE 208
HOUSTON, TX 77063-3617

Announcements:
TD AMERITRADE WAS NAMED BEST BROKER FOR ETFS IN KIPLINGER'S PERSONAL FINANCE, DECEMBER 2013 EDITION, "THE BEST ISSUE." LOG IN AND GO TO RESEARCH AND IDEAS, THEN ETFS, TO SEE OUR RANGE OF ETF RESOURCES.

Portfolio Summary

Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield
Cash	$ -	$ -	$ -	-	$ -	-
Insrd Dep Acct	7,340.02	37.99	7,302.03	>9999%	-	0.01%
Money Market	-	-	-	-	-	-
Short Balance	-	-	-	-	-	-
Stocks	3,179,524.00	3,020,146.00	159,378.00	5.3%	65,180.00	2.0%
Short Stocks	-	-	-	-	-	-
Fixed Income	-	-	-	-	-	-
Options	-	-	-	-	-	-
Short Options	-	-	-	-	-	-
Mutual Funds	-	-	-	-	-	-
Other	-	-	-	-	-	-
Total	$3,186,864.02	$3,020,183.99	$166,680.03	5.5%	$65,180.00	2.0%

Portfolio Allocation



Cash Activity Summary

	Current	YTD
Opening Balance	$ 0.00	$ -
Securities Purchased	-	(830,061.30)
Securities Sold	42.00	1,377,613.25
Funds Deposited	-	-
Funds Disbursed	-	(937,000.00)
Income	7,260.00	67,705.52
Expense	-	(2,621.71)
Other	(7,302 00)	324,364.24
Closing Balance	$ 0.00	$0.00

Income & Expense Summary

	Reportable	Non Reportable	YTD
Income			
Dividends	$7,260.00	$ -	$67,705.52
Interest	-	-	-
Other	-	-	-
Expense			
Interest	-	-	-
Fees	-	-	-
Other	-	-	(2,621.71)
Net	$7,260.00	$0.00	$65,083.81

Performance Summary

Cost Basis As Of - 12/31/13	$3,233,295.46
Unrealized Gains	557,075 96
Unrealized Losses	(610,847.42)
Funds Deposited/(Disbursed)YTD	(937,000.00)
Income/(Expense)YTD	65,083 81
Securities Received/(Delivered)YTD	0.00

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Statement for Account # -707634
12/01/13 - 12/31/13

Income Summary Detail*

Description	Current	Year to Date
Ordinary Dividends	$ 0.00	$ 1,856.15
Foreign Dividend Tax Withheld	0.00	(2,621.71)
Qualified Dividends	7,260.00	65,849.37
IDA Interest	0.03	38.42

*This section displays current and year to date taxation values for this account. The current totals may not equate to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year.

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Estimated Yield
Stocks - Cash										
ALCOA INC COM	AA	4,000	$ 10.63	$ 42,520.00	01/18/13	$ 35,729.19	$ 8.93	$ 6,790.81	$ 480.00	1.1%
APPLE INC COM	AAPL	200	561.02	112,204 00	01/24/13	84,368.46	421.84	27,835.54	2,440.00	2.2%
CATERPILLAR INC COM	CAT	2,000	90.81	181,620.00	07/30/12	170,114.19	85.06	11,505.81	4,800.00	2.6%
CLIFFS NATURAL RESOURCES INC COM	CLF	4,500	26.21	117,945 00	03/11/11	276,397.73	61.42	(158,452.73)	2,700.00	2.3%
CUMMINS INC COM	CMI	1,000	140.97	140,970.00	07/30/12	91,615.30	91.62	49,354 70	2,500.00	1.8%
DEERE & CO COM	DE	2,500	91.33	228,325 00	05/25/11	209,359.74	83.74	18,965.26	5,100.00	2.2%
DOW CHEMICAL COM	DOW	4,000	44.40	177,600.00	08/06/12	120,686.90	30.17	56,913.10	5,120.00	2.9%

Statement for Account # 707634
12/01/13 - 12/31/13

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
DU PONT E I DE NEMOURS & CO COM	DD	2,000	64.97	129,940.00	01/18/13	93,469 87	46.73	36,470.13	3,600.00	2.8%
FEDEX CORPORATION COM	FDX	1,500	143.77	215,655.00	09/21/10	124,611.65	83.07	91,043.35	900.00	0.4%
FINISAR CORPORATION COM	FNSR	5,000	23 92	119,600.00	04/06/11	128,463 00	25.69	(8,863.00)	-	-
FREEPORT MCMORAN COPPER & GOLD COM	FCX	4,500	37.74	169,830.00	03/10/11	191,306 99	42.51	(21,476.99)	5,625.00	3 3%
HARTFORD FINANCIAL SERVICES COM	HIG	5,000	36.23	181,150.00	03/02/10	130,392 00	26.08	50,758.00	3,000.00	1.7%
JOHNSON CTLS INC COM	JCI	4,000	51.30	205,200.00	08/06/12	98,965.30	24.74	106,234 70	3,520.00	1.7%
JOY GLOBAL INC COM	JOY	2,000	58.49	116,980.00	06/06/11	187,090 00	93.55	(70,110.00)	1,400.00	1.2%
KINDER MORGAN INC COM	KMI	2,000	36 00	72,000.00	09/11/13	71,729.94	35.87	270.06	3,280.00	4.6%
MCDERMOTT INTL INC COM	MDR	10,000	9.16	91,600.00	11/08/11	120,924 50	12.09	(29,324.50)	-	-
NATIONAL-OILWELL VARCO INC COM	NOV	2,000	79.53	159,060 00	02/11/13	137,406.12	68.70	21,653.88	2,080 00	1 3%
QUALCOMM INC COM	QCOM	2,000	74.25	148,500.00	02/01/11	110,370.00	55.19	38,130.00	2,800.00	1.9%
ROYAL DUTCH SHELL PLC ADS CLASS B	RDS B	3,000	75.11	225,330.00	11/12/12	206,249.98	68.75	19,080.02	10,800 00	4 8%
SCHLUMBERGER LTD COM	SLB	1,500	90.11	135,165.00	12/07/11	113,094.40	75.40	22,070.60	1,875.00	1.4%
THE MOSAIC CO COM	MOS	3,000	47.27	141,810.00	01/19/11	236,194.50	78.73	(94,384.50)	3,000.00	2.1%

[redacted]

Statement for Account # -707634
12/01/13 - 12/31/13

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
WALTER ENERGY INC COM	WLT	4,000	16.63	66,520.00	07/22/11	294,755.70	73.69	(228,235.70)	160.00	0.2%
Total Stocks				$3,179,524.00		$3,233,295.46		$(53,771.46)	$65,180.00	2.0%
Total Cash Account				$3,179,524.00		$3,233,295.46		$(53,771.46)	$65,180.00	2.0%

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: I-004839

US. Capital Advisors

Holdings

NFS-provided cost basis, realized gain (loss) and holding period information may not reflect all adjustments necessary for tax purposes Please refer to Footnotes and Cost Basis Information at the end of this statement for more information

CASH AND CASH EQUIVALENTS - 5.34% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income
Money Markets					
TREASURY FUND - CAPITAL RESERVES CL 7 DAY YIELD 01% Dividend Option Reinvest Capital Gain Option Reinvest	FSRXX CASH	152,993 82	$1 00	$152,993 82	
Total Cash and Cash Equivalents				$152,993 82	

HOLDINGS > EQUITIES - 93.04% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
Equity							
ABBOTT LABORATORIES Estimated Yield 2.29% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 02/15/14	ABT CASH	1,400	$38 33	$53,662 00	$1,232 00	$34,912.68	$18,749 32
ABBVIE INC COM USD0 01 Estimated Yield 3 03% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 02/14/14	ABBV CASH	1,400	$52 81	$73,934 00	$2,240 00	$37,859 82	$36,074 18
ALPHA NAT RES INC Dividend Option Cash Capital Gain Option Cash	ANR CASH	500	$7 14	$3,570 00		$13 137 63	($9,567 63)

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: -004839

U.S. Capital Advisors

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
ALTRIA GROUP INC Estimated Yield 5.00% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/10/14	MO CASH	700	$38 39	$26,873 00	$1,344.00	$17,219 51	$9,653 49
AMGEN INC Estimated Yield 2.13% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 03/07/14	AMGN CASH	49	$114 08	$5,589 92	$119 56	$2,703 13	$2,886 79
APACHE CORP Estimated Yield 0.93% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 02/21/14	APA CASH	400	$85.94	$34,376 00	$320.00	$37,356.60	($2,980 60)
APPLE INC Estimated Yield 2.17% Dividend Option Cash Capital Gain Option Cash	AAPL CASH	30	$561 02	$16,830 60	$366.00	$11,475.10	$5,355.50
BERKSHIRE HATHAWAY INC DEL CL B NEW Dividend Option Cash Capital Gain Option Cash	BRKB CASH	1,200	$118 56	$142,272 00		$90,980.00	$51,292.00
BP PLC ADR (CNV INTO 6 ORD USD0.25 SHS) Estimated Yield 4 50% Dividend Option Cash Capital Gain Option Cash	BP CASH	300	$48.61	$14,583.00	$657.00	$13,023.00	$1,560.00
BROOKFIELD ASSET MANAGEMENT INC LTD VTG SHS NPV CL A ISIN #CA1125851040 SEDOL #2092599 Estimated Yield 2 06% Dividend Option Cash Capital Gain Option Cash	BAM CASH	500	$38.83	$19,415.00	$400 00	$14,031.00	$5,384 00
CHEVRON CORP NEW Estimated Yield 3.20% Dividend Option Cash Capital Gain Option Cash	CVX CASH	200	$124.91	$24,982.00	$800 00	$17,590.00	$7,392.00

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: 004839

US.Capital Advisors

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
CISCO SYS INC Estimated Yield 3 03% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/22/14	CSCO CASH	2,000	$22 43	$44,860.00	$1,360 00	$33,762.90	$11,097 10
CITIGROUP INC COM NEW Estimated Yield 0.07% Dividend Option Cash Capital Gain Option Cash	C CASH	2,500	$52 11	$130,275.00	$100.00	$84,589 05	$45,685.95
COMPAGNIE FINANCIERE RICHEMONT SA SPON ADR EACH REPR 0.1 ORD Estimated Yield 0 61%	CFRUY CASH	3,000	$9.985	$29,955.00	$183 84	$22,772.00	$7,183 00
CORNING INC Estimated Yield 2.24% Dividend Option Cash Capital Gain Option Cash	GLW CASH	1,000	$17 82	$17,820 00	$400 00	$13,036 65	$4,783.35
DOW CHEMICAL CO Estimated Yield 2 88% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/30/14	DOW CASH	400	$44 40	$17,760 00	$512.00	$13,834 32	$3,925 68
E M C CORP MASS Estimated Yield 1 59% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/23/14	EMC CASH	1,400	$25 15	$35,210.00	$560 00	$35,318 50	($108 50)
EL PASO ENERGY CAP TR I PFD 4.75% CONTINUOUSLY CALLABLE FROM 03/17/2002 CALLABLE ON 01/31/2014 @ 50 0000 Estimated Yield 4 23%	EPPRC CASH	1,000	$56 13	$56,130 00	$2,375 00	$44,450 00	$11,680.00
ENDO PHARMACEUTICALS HLDGS INC COM Dividend Option Cash Capital Gain Option Cash	ENDP CASH	200	$67 46	$13,492 00		$6,620 00	$6,872.00

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: 004839

U.S. Capital Advisors

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
FIRSTENERGY CORP Estimated Yield 6 67% Dividend Option Cash Capital Gain Option Cash	FE CASH	200	$32.98	$6,596.00	$440.00	$8,421 50	($1,825.50)
FREEPORT MCMORAN COPPER & GOLD INC. Estimated Yield 3.31% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 02/03/14	FCX CASH	500	$37.74	$18,870 00	$625.00	$15,863.15	$3,006 85
GENERAL ELECTRIC CO Estimated Yield 3 13% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/27/14	GE CASH	4,500	$28 03	$126,135.00	$3,960 00	$80,168 54	$45,968 46
GENERAL MOTORS CO COM USD0.01 ISIN #US37045V1008 SEDOL #B3SMT78 Dividend Option Cash Capital Gain Option Cash	GM CASH	1,373	$40 87	$56,114 51		$46,311 95	$9,802.56
GOLDCORP INC COM NPV ISIN #CA3809564097 SEDOL #2676302 Estimated Yield 2.76% Dividend Option Cash Capital Gain Option Cash	GG CASH	500	$21 67	$10,835.00	$300 00	$12,015.00	($1,180 00)
GOOGLE INC CL A Dividend Option Cash Capital Gain Option Cash	GOOG CASH	160	$1,120 71	$179,313 60		$88,133 50	$91,180 10
GREENLIGHT CAPITAL RE LTD COM STK USD0 10 CLASS A Dividend Option Cash Capital Gain Option Cash	GLRE CASH	2,000	$33.71	$67,420 00		$49,940 00	$17,480 00
HALLIBURTON CO HOLDING CO FRMLY HALLIBURTON CO Estimated Yield 1.18% Dividend Option Cash Capital Gain Option Cash	HAL CASH	600	$50.75	$30,450 00	$360 00	$20,736 54	$9,713 46

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: -004839

US Capital Advisors

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
INTEL CORP Estimated Yield 3 46% Dividend Option Cash Capital Gain Option Cash	INTC CASH	3,000	$25 955	$77,865.00	$2,700 00	$64 600.15	$13,264 85
JAPAN EQUITY FUND INC Estimated Yield 2.12% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/17/14	JEQ CASH	4,000	$6 99	$27,960.00	$594 40	$25,480 00	$2,480 00
JOHNSON & JOHNSON Estimated Yield 2.88% Dividend Option Cash Capital Gain Option Cash	JNJ CASH	1,000	$91 59	$91,590 00	$2,640 00	$65,677.50	$25,912.50
JPMORGAN CHASE & CO Estimated Yield 2 59% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/31/14	JPM CASH	1,000	$58 48	$58,480.00	$1,520 00	$33,287.84	$25,192.16
KAYNE ANDERSON MIDSTREAM ENERGY FD COM USD0 001 Estimated Yield 5.31% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/10/14	KMF CASH	300	$34 41	$10,323 00	$549 00	$6,759 60	$3,563 40
KINDER MORGAN INC DELAWARE COM USD0.01 Estimated Yield 4 55% Dividend Option Cash Capital Gain Option Cash	KMI CASH	211	$36 00	$7,596 00	$346.04	$7,026 30	$569 70
LEUCADIA NATL CORP Estimated Yield 0 88% Dividend Option Cash Capital Gain Option Cash	LUK CASH	1,300	$28 34	$36,842 00	$325.00	$29,581 65	$7,260 35

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
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US.Capital Advisors

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
MARKET VECTORS ETF TR AGRIBUSINESS ETF Estimated Yield 1 70% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/03/14	MOO CASH	800	$54 49	$43,592.00	$744 00	$41,049 50	$2,542 50
MEDTRONIC INC Estimated Yield 1 95% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/24/14	MDT CASH	500	$57 39	$28,695.00	$560 00	$18,868 50	$9,826 50
MICROSOFT CORP Estimated Yield 2.99% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 03/13/14	MSFT CASH	3,400	$37 41	$127,194 00	$3,808 00	$91,674.35	$35,519 65
NESTLE SA SPON ADR EACH REPR 1 COM CHF0 10 Estimated Yield 2 94%	NSRGY CASH	400	$73 424	$29,369 60	$865.42	$23,163.20	$6,206.40
NORTHROP GRUMMAN CORP HOLDING CO Estimated Yield 2.12% Dividend Option Cash Capital Gain Option Cash	NOC CASH	200	$114 61	$22,922 00	$488 00	$10,308 80	$12,613.20
PEPSICO INC Estimated Yield 2.73% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/02/14	PEP CASH	400	$82 94	$33,176 00	$908 00	$25,752.75	$7,423 25
PFIZER INC Estimated Yield 3.39% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 03/04/14	PFE CASH	2,638	$30 63	$80,801 94	$2,743 52	$50,893.92	$29,908 02
QUALCOMM INC Estimated Yield 1.88% Dividend Option Cash Capital Gain Option Cash	QCOM CASH	500	$74.25	$37,125.00	$700 00	$31,877 02	$5,247 98

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: -004839

US Capital Advisors

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
QUANTUM CORP DLT & STORAGE Dividend Option Cash Capital Gain Option Cash	QTM CASH	10,200	$1 20	$12,240 00		$20,734 00	($8,494 00)
ROYAL DUTCH SHELL ADR EA REP 2 CL A EUR0.07 Estimated Yield 5.05% Dividend Option Cash Capital Gain Option Cash	RDSA CASH	900	$71 27	$64,143 00	$3,240 00	$60,060.65	$4,082 35
SANOFI SPONSORED ADR Estimated Yield 3.34% Dividend Option Cash Capital Gain Option Cash	SNY CASH	1,400	$53 63	$75,082 00	$2,509 50	$51,664 74	$23,417 26
STRYKER CORP Estimated Yield 1 62% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/31/14	SYK CASH	1,500	$75 14	$112,710 00	$1,830.00	$77,445.90	$35,264 10
SYSCO CORP Estimated Yield 3.21% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/24/14	SYY CASH	700	$36 10	$25,270 00	$812 00	$22,103 39	$3,166 61
TELEFONICA SA ADR EA REPR 1 ORD NPV Estimated Yield 5.77% Dividend Option Cash Capital Gain Option Cash	TEF CASH	2,052	$16 34	$33,529 68	$1,934 54	$44,467.21	($10,937 53)
THERMO FISHER SCIENTIFIC INC Estimated Yield 0 53% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/15/14	TMO CASH	300	$111 35	$33,405 00	$180 00	$15,488 10	$17,916 90
TIME WARNER INC NEW COM NEW Estimated Yield 1 64% Dividend Option Cash Capital Gain Option Cash	TWX CASH	1,700	$69 72	$118,524 00	$1,955.00	$56,994 47	$61 529 53

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: 004839

U.S. Capital Advisors

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
TRANSOCEAN LIMITED COM CHF15 Estimated Yield 4.53% Dividend Option Cash Capital Gain Option Cash	RIG CASH	800	$49.42	$39,536.00	$1,792.00	$47,539.06	($8,003.06)
VEOLIA ENVIRONNEMENT ADR EACH REP ONE ORD EUR13.5(SPON) Estimated Yield 5.70% Dividend Option Cash Capital Gain Option Cash	VE CASH	2,000	$16.36	$32,720.00	$1,865.50	$37,295.60	($4,575.60)
WALMART STORES INC Estimated Yield 2.38% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/02/14	WMT CASH	1,400	$78.69	$110,166.00	$2,632.00	$75,247.64	$34,918.36
WISDOMTREE TR MANAGED FUTURES STRATEGY FD Dividend Option Cash Capital Gain Option Cash	WDTI CASH	300	$41.491	$12,447.30		$14,614.76	($2,167.46)
ZOETIS INC COM USD0.01 CL A Estimated Yield 0.88% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 03/04/14	ZTS CASH	358	$32.69	$11,703.02	$103.10	$7,268.53	$4,434.49
3M COMPANY Estimated Yield 2.43% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 03/12/14	MMM CASH	100	$140.25	$14,025.00	$342.00	$8,122.93	$5,902.07
KINDER MORGAN INC DEL WT EXP PUR CL P COM EXP 05/25/2017	KMIWS CASH	320	$4.06	$1,299.20			
Total Equity				$2,667,855.37	$57,341.42	$1,931,310.13	$735,046.04
Total Equities				$2,667,655.37	$57,341.42	$1,931,310.13	$735,046.04

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: -004839

U.S. Capital Advisors

HOLDINGS > FIXED INCOME - 1.05% of Total Account Value

ALERT: **You have a fixed income position due to mature within the next 90 days.**

For an explanation of fixed income pricing, please see the last page. Redemption schedule(s), bond rating(s), and other information are provided where available. If information does not appear regarding a particular investment, it is not available. "Ratings information from Standard & Poor's ("S&P") may not be reproduced. S&P credit ratings are statements of opinion and are not statements of fact or recommendations to purchase, hold, or sell securities, nor do they address the suitability of securities for investment purposes, and should not be relied on as investment advice. S&P does not guarantee the accuracy, completeness, timeliness or availability of any information, including ratings, and is not responsible for errors or omissions (negligent or otherwise). S&P gives no express or implied warranties, including but not limited to any warranties of merchantability or fitness for a particular purpose or use. S&P shall not be liable for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including lost income or profits and opportunity costs) in connection with any use of ratings."

Accrued Interest - Represents interest accumulated since the last coupon date on certain fixed income securities which may not yet have been paid by the issuer or received by NFS. There is no guarantee that the accrued interest will be paid by the issuer.

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
Corporate Bonds							
GOLDMAN SACHS GROUP INC 5.15000% 01/15/2014 SR NT MOODY'S Baa1 /S&P A- CPN PMT SEMI-ANNUAL ON JUL 15, JAN 15 Next Interest Payable 01/15/14 Accrued Interest $712.42	38143UAB7 CASH	30,000	$100 152	$30,045.60	$1,545.00	$30,375 00	
Adjusted Cost Basis						$30,048 62 D	($3 02)
YTD Amortized Premium	$326.38 E						
Total Fixed Income		30,000		$30,045.60	$1,545.00	$30,048.62	($3 02)
Total Securities				$2,697,700.97	$58,886.42	$1,961,358.75	$735,043.02

HOLDINGS > OTHER SECURITIES - 0.57% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
COLONY FINL INC COM Estimated Yield 6 90% Next Dividend Payable. 01/15/14	CLNY CASH	800	$20 29	$16,232.00	$1,120 00	$18,367.92	($2,135.92)
Total Other Securities				$16,232.00	$1,120.00	$18,367.92	($2,135.92)

Statement for the Period December 1, 2013 to December 31, 2013

HARVEY R HOUCK JR AND PATRICIA W HOUCK FOUNDATION - Corporation
Account Number: 004839

U.S. Capital Advisors

HOLDINGS *continued*

	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
TOTAL PORTFOLIO VALUE			$2,866,926.79	$80,008.42	$1,979,726.67	$732,907.10

Part XV - Grants and Contributions Paid During the Year

Name of Organization	Type	Purpose	Amount
American Red Cross PO Box 96454 Washington, DC 20090-6454	PC	General Support	2,500
Astraea Lesbian Foundation for Justice 116 East 16th St, 7th Floor New York, NY 10003	PC	General Support	5,000
CitySquare 511 N Akard St, Ste 302 Dallas, TX 75201	PC	General Support	3,000
Cristo Rey Jesuit 6700 Mount Carmel St Houston, TX 77087	PC	General Support	5,000
Dallas Women's Foundation 8150 North Central Expressway, Ste 110 Dallas, TX 75206	PC	General Support	15,000
Fidelity Charitable Gift Fund 200 Seaport Blvd Boston, MA 02210	PC	General Support	17,000
First Unitarian Church of Dallas 4015 Normandy Dallas, TX 75205	PC	Jericho Road Dallas	7,500
Genesys Works 14400 Memorial Dr Ste 200 Houston, TX 77079	PC	General Support	15,000
Goodwill Industries 1140 West Loop North Houston, TX 77055	PC	Capital campaign	55,000
Hope & Healing Center at St. Martin's Episcopal Church Houston 717 Sage Rd Houston, TX 77056	PC	General Support	50,000

Part XV - Grants and Contributions Paid During the Year

Name of Organization	Type	Purpose	Amount
Houston Parks Board 300 N Post Oak Ln Houston, TX 77024	PC	Bayou Greenways Project	15,000
Ignite Texas PO Box 333 Austin, TX 78767	PC	General Support	5,000
Islamorada First Baptist Church 81201 Overseas Hwy Islamorada, FL 33036	PC	General Support	50,500
Match Midtown Arts & Theater Center Houston 3333 W Alabama St, Ste 110 Houston, TX 77090-1728	PC	General Support	15,000
Meadville Theological School of Lombard College 610 S. Michigan Ave Chicago, IL 60605	PC	General Support	5,000
Mental Health America of Greater Houston, Inc 2211 Norfolk, Ste 810 Houston, TX 77098	PC	Support for Veterans and General Support	5,000
National Multiple Sclerosis Society 8111 N. Stadium Dr, Ste 100 Houston, TX 77054-1844	PC	General Support	500
North Dallas Shared Ministries 2875 Merrell Rd Dallas, TX 75229	PC	General Support	50,000
North Texas Food Bank 4500 S Cockrell Hill Rd Dallas, TX 75236	PC	General Support	1,500
Resolana 300 Midwat Dr E Euless, TX 76039	PC	General Support	5,000
St Edward's University 3001 South Congress Ave Austin, TX 78704-6489	PC	Scholarships for Houston area students	2,500

Part XV - Grants and Contributions Paid During the Year

Name of Organization	Type	Purpose	Amount
Salt Ministries PO Box 64 Jenison, MI 49429	PC	Up & Out Ministry	24,500
Stable Strides Farms, Inc. 6913 Riverchase Trail Denton, TX 76210	PC	General Support	25,000
Texas Heart Institute PO Box 20345 Houston, TX 77225-0345	PC	Cardiovascular experimental imaging and therapeutics - Dr. Brian Walton's lab	5,000
Texas Organizing Project Education Fund PO Box 120296 San Antonio, TX 78212	PC	General Support	20,000
Unitarian Universalist Service Committee 689 Massachusetts Ave Cambridge, MA 02139	PC	General Support	10,000
U.S. Fund for Unicef 125 Maiden Lane New York, NY 10038	PC	General Support	500
Vickery Meadow Campus (VMLC) 6329 Ridgecrest Dallas, TX 75231	PC	General Support	20,000
Total Grants & Contributions			**$ 435,000**