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

Open to Public Inspection

For calendar year 2013 or tax year beginning NOV 1, 2013 , and ending OCT 31, 2014

Name of foundation: KIRK EDWARDS FOUNDATION

A Employer identification number: 75-6054922

Number and street (or P O box number if mail is not delivered to street address): 4201 BLUFF VIEW DR | Room/suite:

B Telephone number: (972)215-9629

City or town, state or province, country, and ZIP or foreign postal code: GRANBURY, TX 76048

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 3,444,994.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis)*

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	76,040.	76,040.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	168,719.			
	b Gross sales price for all assets on line 6a 723,535.				
	7 Capital gain net income (from Part IV, line 2)		168,719.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	918.	918.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	245,677.	245,677.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,000.	4,500.		4,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	9,315.	4,658.		4,657.
	c Other professional fees STMT 4	34,107.	34,107.		0.
	17 Interest				
	18 Taxes STMT 5	4,350.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	56,772.	43,265.		9,157.
	25 Contributions, gifts, grants paid	174,500.			174,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	231,272.	43,265.		183,657.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	14,405.			
	b **Net investment income** (if negative, enter -0-)		202,412.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED FEB 0 9 2015 OGDEN, UT IRS-OSC

SCANNED FEB 1 0 2015

3

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	108,206.	60,342.	60,342.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,750.	4,350.	4,350.
	10a Investments - U.S. and state government obligations STMT 6	16,134.	11,328.	12,252.
	b Investments - corporate stock STMT 7	1,579,244.	1,647,743.	2,468,254.
	c Investments - corporate bonds STMT 8	839,403.	680,379.	702,320.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	0.	155,000.	193,206.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ PRODUCING ROYALTIES)	4,270.	4,270.	4,270.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,549,007.	2,563,412.	3,444,994.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,549,007.	2,563,412.	
	30 **Total net assets or fund balances**	2,549,007.	2,563,412.	
	31 **Total liabilities and net assets/fund balances**	2,549,007.	2,563,412.	

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	2,549,007.
2	Enter amount from Part I, line 27a	2	14,405.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,563,412.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,563,412.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SCHEDULE 3	P	VARIOUS	VARIOUS
b	SCHEDULE 3	P	VARIOUS	VARIOUS
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	105,209.		85,537.	19,672.
b	618,326.		469,279.	149,047.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				19,672.
b				149,047.
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	168,719.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	161,484.	3,202,008.	.050432
2011	156,184.	3,023,733.	.051653
2010	152,298.	3,042,591.	.050055
2009	133,040.	2,911,064.	.045702
2008	163,079.	2,656,200.	.061396

2 **Total** of line 1, column (d)	2	.259238
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	.051848
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,479,417.
5 Multiply line 4 by line 3	5	180,401.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,024.
7 Add lines 5 and 6	7	182,425.
8 Enter qualifying distributions from Part XII, line 4	8	183,657.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	2,024.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,024.
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	2,024.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 3,264.		
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	3,264.
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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	1,240.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 1,240. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
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
4a 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? N/A	4b		
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, col. (c), and Part XV*	7	X	
8a 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)	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 ▶ DAVID J. WALCH, CPA Telephone no. ▶ (972)215-9629

Located at ▶ 4201 BLUFF VIEW DR., GRANBURY, TX ZIP+4 ▶ 76048

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

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

			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
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	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?		1c		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 ▶ ______, ______, ______, ______				
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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		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?		4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ 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)?	N/A	5b	
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)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SCHEDULE 4 SCHEDULE 4 SCHEDULE 4	SCHEDULE 4 5.00	0.	0.	0.
A. B. KIRK EDWARDS (DEC'D 7-28-84)	0.00	0.	0.	0.

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

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

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

323551
10-10-13

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

323561
10-10-13

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	3,416,343.
b	Average of monthly cash balances			1b	107,984.
c	Fair market value of all other assets			1c	8,076.
d	**Total** (add lines 1a, b, and c)			1d	3,532,403.
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	3,532,403.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	52,986.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	3,479,417.
6	***Minimum investment return.*** Enter 5% of line 5			6	173,971.

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	173,971.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,024.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,024.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	171,947.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	171,947.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	171,947.

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	183,657.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	183,657.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,024.
6	***Adjusted qualifying distributions.*** Subtract line 5 from line 4	6	181,633.

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				171,947.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			120,772.	
b Total for prior years: ____, ____, ____		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: ▶ $ 183,657.				
a Applied to 2012, but not more than line 2a			120,772.	
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				62,885.
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				109,062.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	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 (a) 2013	Prior 3 years (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).)

A. B. KIRK EDWARDS (DEC'D 7-28-84)

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 address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
SCHEDULE 6	NONE			174,500.
Total			▶ 3a	174,500.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

323611
10-10-13

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	76,040.	
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			14	918.	
8 Gain or (loss) from sales of assets other than inventory			18	168,719.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		245,677.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 245,677.

(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).

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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	

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

b If "Yes," complete the following schedule.

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

Carolyn F. Sullivan | 2/3/15 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DAVID J. WALCH, CPA	David J. Walch, CPA	1-25-14		P00767277
Firm's name ▶ DAVID J. WALCH, CPA			Firm's EIN ▶	
Firm's address ▶ 4201 BLUFF VIEW DR. GRANBURY, TX 76048			Phone no. (972) 215-9629	

323622
10-10-13

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
SCHEDULE 1	76,040.	0.	76,040.	76,040.	
TO PART I, LINE 4	76,040.	0.	76,040.	76,040.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	918.	918.	
TOTAL TO FORM 990-PF, PART I, LINE 11	918.	918.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,315.	4,658.		4,657.
TO FORM 990-PF, PG 1, LN 16B	9,315.	4,658.		4,657.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL FEES	34,107.	34,107.		0.
TO FORM 990-PF, PG 1, LN 16C	34,107.	34,107.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE	4,350.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,350.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCH. 5 - US GOVT. OBLIGATIONS	X		11,328.	12,252.
TOTAL U.S. GOVERNMENT OBLIGATIONS			11,328.	12,252.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			11,328.	12,252.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCH. 5 - CORPORATE STOCKS	1,647,743.	2,468,254.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,647,743.	2,468,254.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCH. 5 - CORPORATE BONDS	680,379.	702,320.
TOTAL TO FORM 990-PF, PART II, LINE 10C	680,379.	702,320.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SCH. 5 - LIMITED PARTNERSHIP	COST	155,000.	193,206.
TOTAL TO FORM 990-PF, PART II, LINE 13		155,000.	193,206.

Schedule 1
REVENUE AND EXPENSES
KIRK EDWARDS FOUNDATION - TIN 75-6054922
YEAR ENDED OCTOBER 31, 2014

REVENUE

Dividends & interest from securities - Sch. 2	$ 76,040.20
Capital gain net income (loss) - Sch. 3	168,718.84
Other Income:	
Miscellaneous Income	917.76
Total income	$ 245,676.80

EXPENSES

Director & trustee fees - Sch. 4	$ 9,000.00
Accounting fees - Sch. 4	9,315.00
Custodial fees	34,106.54
Taxes:	
Excise	4,349.60
Contributions - Sch. 6	174,500.00
Total expenses	$ 231,271.14
Excess of revenue over expense	$ 14,405.66

Schedule 2
DIVIDENDS AND INTEREST FROM SECURITIES
KIRK EDWARDS FOUNDATION - TIN 75-6054922
YEAR ENDED OCTOBER 31, 2014

	Totals	Ordinary Income	Long Term Capital Gain
DIVIDENDS:			
Abbvie	$ 2,009.00	$ 2,009.00	
AFLAC	1,269.10	1,269.10	
American Airlines	102.50	102.50	
Amgen	966.00	966.00	
Apache Corp	469.50	469.50	
Apple Computer	1,171.70	1,171.70	
CF Industries	790.00	790.00	
Chevron Corp	1,656.00	1,656.00	
Cisco Systems	1,502.95	1,502.95	
E M C Corp	617.05	617.05	
Energen Corp	224.77	224.77	
Exxon Mobile	1,320.00	1,320.00	
Freeport Copper & Gold	1,356.20	1,356.20	
General Electric	1,962.40	1,962.40	
General Motors	540.00	540.00	
Goldman Sachs Group	770.00	770.00	
Goldman Sachs Prime Obl	11.50	11.50	
Greenbrier Companies	82.35	82.35	
Harris Corp	1,055.30	1,055.30	
IBM	1,599.00	1,599.00	
JPMorgan Chase	1,396.20	1,396.20	
Medtronic Inc	1,168.28	1,168.28	
National Oil Well Varco	806.40	806.40	
Noble Corp	2,750.00	2,750.00	
Oracle Corp	676.80	676.80	
Pfizer	1,910.10	1,910.10	
Philip Morris	2,120.10	2,120.10	
Plum Creek	1,306.80	1,306.80	
Target	1,400.85	1,400.85	
Valero Energy	715.98	715.98	
Verizon	2,153.92	2,153.92	
VISA Inc	104.00	104.00	
Walmart	1,567.80	1,567.80	

	Totals	Ordinary Income	Long Term Capital Gain
Mutual Funds:			
Alerian Energy Infrastructure	158.74	158.74	
Goldman Sachs Strategic Income Fund	1,709.06	1,709.06	
Vanguard FTSE Allworld EX-US	7,365.95	7,365.95	
Vanguard Small Cap	1,730.10	1,730.10	
Totals - Dividends	$48,516.40	$48,516.40	
INTEREST:			
Capital One Finl	$ 3,332.50	$ 3,332.50	
Diamond Offshore	7,343.74	7,343.74	
Devon Energy	6,960.00	6,960.00	
Freddie Mac Pool	662.56	662.56	
GCB Goldman Sachs	5,350.00	5,350.00	
Murphy Oil Corp	3,875.00	3,875.00	
Totals - Interest	$27,523.80	$27,523.80	
Totals - Combined	$76,040.20	$76,040.20	

Schedule 3
SALE OF ASSETS
KIRK EDWARDS FOUNDATION - TIN 75-6054922
YEAR ENDED OCTOBER 31, 2014

	Shares/ Par Value	Date Acquired	Date Sold	Sales Price	Basis	Gain Loss
Short Term:						
American Airlines Group	360	Various	2/10/14	$ 12,095 82	$ 5,944.18	$ 6,151.64
Apache Corp	150	3/19/13	1/30/14	12,185.26	11,343.32	841.94
Forestar Group	215	3/7/14	10/22/14	3,592 78	4,183.38	(590.60)
General Motors	900	Various	8/19/14	30,464.42	32,150.94	(1,686.52)
Generic Holdings	210	5/7/13	1/22/14	10,638.07	8,008.94	2,629 13
Generic Holdings	100	5/7/13	4/16/14	5,595.52	3,470.28	2,125.24
Genworth Financial	415	5/3/13	2/10/14	6,234.31	4,167 64	2,066 67
Greenbrier Companies	275	9/13/13	2/7/14	9,393.62	6,826 82	2,566.80
Greenbrier Companies	100	9/13/13	8/12/14	6,149.52	2,482.48	3,667.04
Kodiac Oil & Gas	360	5/20/13	1/22/14	3,959.97	3,010.50	949.47
Now Inc	139	6/5/14	7/10/14	4,865 01	3,921.18	943.83
Now Inc	1	6/5/14	6/25/14	34.56	27.57	6.99
Total - Short-term gain (loss)				$ 105,208 86	$ 85,537.23	$ 19,671.63
Long Term:						
Capital gain distr - Sch 2						
AFLAC Inc	240	8/12/12	2/7/14	$ 14,686.38	$ 10,491.17	$ 4,195.21
AFLAC Inc	65	8/12/12	10/20/14	3,578.72	2,841.36	737 36
Actavis PLC Europe	125	Various	3/12/14	26,341.53	17,069.92	9,271 61
Apple Computer	10	7/27/09	12/5/13	5,512.01	1,570.46	3,941.55
Capital One Financial	$155,000	2/8/13	10/7/14	156,137.10	155,828 13	308 97
CF Industries Hldgs	35	Various	4/16/14	8,340.63	6,490.10	1,850.53
Cisco Sys Inc	205	Various	2/3/14	4,452.52	3,701 32	751.20
Cisco Sys Inc	80	Various	4/16/14	1,793 60	1,444.42	349.18
Directtv	466	Various	10/22/14	40,075.76	22,594.56	17,481.20
Directtv	130	Various	2/10/14	8,859.36	5,683.85	3,175.51
Directtv	229	Various	7/30/14	19,756.47	10,012.31	9,744.16
Directtv	85	Various	12/5/13	5,683 00	3,716.36	1,966.64
Energen Corp	155	Various	2/3/14	10,935.06	8,026.78	2,908.28
Forestar Group	1,355	Various	12/5/13	22,642.91	29,470.84	(6,827.93)
Berkshire Hathaway Cl B	60	Various	12/5/13	6,934.80	2,863 22	4,071.58
Freddie Mac Pool (5/1/23)		Various	Various	4,523 06	4,544.35	(21.29)
Generic Holdings	570	Various	7/15/14	25,604.11	24,192.17	1,411.94
General Electric	645	Various	10/20/14	15,332.53	6,831.71	8,500.82
General Electric	115	Various	12/5/13	3,061 25	1,218.06	1,843.19
Genworth Financial Inc	135	5/3/13	8/12/14	1,722.13	1,355.74	366.39
Google Inc Cl A	5	2/11/10	12/5/13	5,268.31	2,687.09	2,581.22
Greenbrier Companies	165	9/13/13	10/7/14	10,634 01	4,096.09	6,537.92
Harris Corp	610	10/15/11	10/1/14	40,984.93	21,969 76	19,015.17
JPMorgan Chase	375	Various	12/5/13	21,439 23	15,211.58	6,227.65
Laboratory Corp Amer	70	Various	11/22/13	7,290.88	4,281.90	3,008 98
Laboratory Corp Amer	40	Various	1/30/14	3,597.95	2,446 80	1,151.15
Laboratory Corp Amer	60	Various	2/7/14	5,258 92	3,588.85	1,670 07

	Shares/ Par Value	Date Acquired	Date Sold	Sales Price	Basis	Gain Loss
Medtronic Inc	185	Various	4/16/14	10,969.28	5,300.25	5,669.03
National Oilwell Varco	55	Various	12/5/13	4,496 01	4,017 71	478.30
Paragon Offshore PLC	0.67	Various	8/25/14	6.24	1.37	4.87
Pfizer Inc	75	Various	12/5/13	2,384.96	1,296.44	1,088.52
Philip Morris	165	Various	12/5/13	14,058 61	8,027 86	6,030.75
Plum Creek Timber	255	Various	12/5/13	11,154 81	9,821.86	1,332.95
Plum Creek Timber	905	Various	7/15/14	39,891.70	34,984.58	4,907 12
Priceline Com Inc	5	9/5/12	12/5/13	5,915.17	3,025.14	2,890.03
Priceline.Com Inc	5	9/5/12	1/30/14	5,761.98	3,025 15	2,736.83
Priceline.Com Inc	5	9/5/12	4/16/14	5,772.07	3,025.14	2,746 93
Target Corp	185	Various	12/5/13	11,632.15	7,699 70	3,932.45
United Rentals Inc	55	4/15/13	8/12/14	5,871.16	2,997.75	2,873 41
Valero Energy Corp	160	Various	1/22/13	8,131.60	3,340 98	4,790.62
Walmart	50	Various	12/5/13	4,058 74	2,737.48	1,321.26
Walmart	105	Various	1/30/14	7,774.59	5,748 71	2,025.88
Total - Long-term gain (loss)				$ 618,326 23	$ 469,279.02	$ 149,047 21
Totals - Combined				$ 723,535 09	$ 554,816.25	$ 168,718 84

Schedule 4
OFFICERS AND TRUSTEES
KIRK EDWARDS FOUNDATION - TIN 75-6054922
YEAR ENDED OCTOBER 31, 2014

Name and Address	Title	Compensation
Carolyn Sullivan 2136 Pelham Houston, TX 77019	President & Trustee	$ 6,000.00
George Slagle 212 Pioneer Tr. Henrietta, TX 76365	Vice President & Trustee	0
Elizabeth Young 9300 Waterview Road Dallas, TX 75218	Secretary & Trustee	3,000.00
David J. Walch 4201 Bluff View Dr Granbury, TX 76048	Treasurer & Trustee	9,315.00
Henry Medaris 5408 Meadow Crest Dr Dallas, TX 75229	Trustee	0
Wilson Scaling 450 Raht Rd Henrietta, TX 76365	Trustee	0
Edwin Taegel 510 Fall River Houston, TX 77024	Trustee	0
		$ 18,315.00

Schedule 5
BALANCE SHEET
KIRK EDWARDS FOUNDATION - TIN 75-6054922
YEAR ENDED OCTOBER 31, 2014

	Number of Shares/ Par Value	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
ASSETS				
Cash - Non-interest bearing				
Savings and temporary cash investments:				
Goldman Sachs Prime Obligation Fund		$ 108,206.13	$ 60,342.15	$ 60,342.15
Prepaid expenses & deferred charges		1,749.60	4,350.00	4,350.00
U.S. Government obligations:				
Freddie Mac Pool:				
$16,056.57; 05-01-23	11,278	16,134.45	11,327.93	12,251.92
Mutual Funds:				
Alerian Energy Infrastr RE ETF	980		29,654.80	28,753.20
Goldman Sachs Strategic Income	14,312		151,454.37	149,994.49
Vanguard FTSE Allworld Ex-US	3950/4440	154,406.29	178,941.03	219,069.60
Vanguard Small Cap	1209	104,693.50	104,693.50	139,796.67
Stocks:				
Abbvie Inc	1225	25,265.83	25,265.83	77,738.50
Actvis PLC Europe	261/136	35,020.38	17,950.46	33,012.64
Aflac Inc	950/820	43,262.11	40,888.25	48,978.60
AMC Networks Inc	495	31,366.49	31,366.49	30,021.75
Amgen Inc	420	13,671.00	13,671.00	68,115.60
American Airlines Group	1025		17,160.74	42,383.75
Apache Corp	455	45,751.38	34,408.06	35,126.00
Apple Computer Inc	100/630	15,704.63	14,134.17	68,040.00
Atwood Oceanics Inc	568		31,687.34	23,089.20
Berkshire Hathaway Cl B	675/615	44,424.86	41,561.64	86,198.40
CF Industries Holdings Inc	160	36,890.58	30,400.48	41,600.00
Chevron/Texaco	400	15,673.57	15,673.57	47,980.00
Cisco Systems	2230/1945	40,263.10	35,117.36	47,594.15
Delphi Automotive	405		25,281.84	27,936.90
Directtv Cl A	1140/910	42,007.08		
EMC Corp	1435		34,155.44	41,227.55
Energen Corp	495/340	24,578.59	16,551.81	23,018.00
Exxon Mobil	500	18,025.00	18,025.00	48,355.00
Forestar Group Inc	1355	29,470.84		
Freeport Copper & Gold	1085	41,609.24	41,609.24	30,922.50
Generac Holdings	880	33,858.66		
General Electric	2345/1585	31,204.76	23,154.99	40,908.85
Genworth Financial Inc	2455/1905	24,654.33	19,130.95	26,650.95
Goldman Sachs Group	350	38,371.75	38,371.75	66,496.50
Google Inc	60/110	32,245.03	29,557.94	61,982.25
Greenbrier Companies Inc	824/284	20,455.64	7,050.25	17,761.36
Harris Corp	610	21,969.76		
Helen of Troy Ltd	350		20,538.11	21,647.50
IBM	390	33,698.20	33,698.20	64,116.00
JP Morgan & Chase	1270/895	47,547.12	32,335.54	54,129.60

	Number of Shares/ Par Value	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
Kodiac Oil & Gas Corp	3045/2685	25,463.80	22,453.30	28,971.15
Lab Corp Amer Hldgs	656/486	42,625.69	32,308.14	53,114.94
Medtronics	1095/910	37,598.39	32,298.14	62,025.60
National Oilwell Varco Inc	615/560	44,280.17	36,313.71	40,678.40
Nexstar Production	395		16,157.79	17,822.40
Noble Corporation	2000	10,998.74	9,624.30	41,840.00
Oracle	1410	33,631.24	33,631.24	55,060.50
Paragon Offshore PLC	666		1,373.07	3,243.42
Pfizer	1930/1855	37,918.92	36,622.48	55,557.25
Philip Morris	720/555	38,060.75	30,032.89	49,400.55
Plum Creek Timber Co	1430/1160	44,806.44		
Priceline Inc	40/25	24,265.26	15,189.83	30,155.25
Target	915/730	43,973.67	36,273.97	45,128.60
US Airways Group	1385	23,104.92		
United Rentals Inc	425/370	23,253.54	20,255.79	40,722.20
Valero Energy	840/680	21,424.91	18,083.93	34,061.20
Verizon	971/1481	28,570.80	53,800.20	74,420.25
VISA Inc	260		55,143.11	62,771.80
Walmart Stores	950/795	53,177.01	44,690.82	60,634.65
Corporate Bonds:				
Capital One Finl 3/23/15	155,000	157,461.03		
Devon Energy 07/15/16	290,000	299,391.65	296,965.69	297,357.30
Diamond Offshore Drlg 05/01/2019	125,000	127,125.00	127,125.00	141,947.50
Goldman Sachs 01-17-16	100,000	98,466.36	99,746.36	105,335.00
Murphy Oil Corp 12/01/17	155,000	156,958.57	156,542.44	157,679.95
Limited Partnership:				
Devonshire	13,596		155,000.00	193,206.12
Other assets:				
Producing Royalties		4,270.00	4,270.00	4,270.00
Total assets		$ 2,549,006.76	$2,563,412.43	$ 3,444,993.61

LIABILITIES AND NET WORTH

Net worth	$ 2,549,006.76	$2,563,412.43	

Schedule 6
CONTRIBUTIONS
KIRK EDWARDS FOUNDATION - TIN 75-6054922
YEAR ENDED OCTOBER 31, 2014

	Purpose	Amount
Boys & Girls Country of Houston 18806 Roberts Rd Hockley, TX 77447-9327	Operating Budget	$10,000.00
Boy Scouts of Henrietta PO Box 152079 Irving, TX 75038-7503	Henrietta, TX Capital Improvements	20,000.00
Clay County Historical Society Box 483 Henrietta, TX 76365	Operating Budget	2,000.00
Discalced Carmelit Nuns 600 Flowers Ave Dallas, TX 75211	Operating Budget	10,000.00
Discalced Carmelit Nuns 600 Flowers Ave Dallas, TX 75211	Capital Improvements	5,000.00
Ed Walker Middle School 12532 Nuestra Dr Dallas, TX 75230	Educational	5,000.00
Edwards Public Library Fdn. 210 W Gilbert Street Henrietta, TX 76365	Operating Budget	7,000.00
The Forge for Families 3435 Divie Drive Houston, TX 77021	Operating Budget	10,000.00
Henrietta Volunteer Fire Dept 114 N Graham St Henrietta, TX 76365	Operating Budget	10,000.00
Loving His Lambs Ministries 3135 Wellspring Lake Dr Fulshear, TX 77441	Operating Budget	2,000.00
Midwestern State University 3410 Taft Blvd Wichita Falls, TX 76308	Scholarship Fund	40,000.00

	Purpose	Amount
North Texas Rehab Center 1005 Midwestern Pkwy Wichita Falls, TX 76302	Operating Budget	20,000.00
Pathways For Little Feet 8 Greenway Plaza, Suite 1000 Houston, TX 77046	Operating Budget	1,500.00
Ronald McDonald House 1907 Holcombe Blvd Houston, TX 77002	Operating Budget	10,000.00
Senior Citizens Center, Henrietta 216 N Hancock Henrietta, TX 76365	Operating Budget	5,000.00
Silent Friends Chapel 1707 San Jacinto Pl. Dallas, TX 75201	Operating Budget	15,000.00
Texas Childrens Hospital 6621 Fannin Street Houston, TX 77030	Operating Budget	2,000.00
Total		$ 174,500.00