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Return of Private Foundation

Department of the Treasury
Internal Revenue Service

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation STERLING FAMILY FOUNDATION		A Employer identification number 04-6995246																																																																																																																																																																																									
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1837		B Telephone number (see instructions) (713) 659-6551																																																																																																																																																																																									
City or town, state or province, country, and ZIP or foreign postal code BELLAIRE, TX 77402-1837		C If exemption application is pending, check here ► <input type="checkbox"/>																																																																																																																																																																																									
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	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	251,800.	1,248,871.	1,248,871.
2	Savings and temporary cash investments			
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges	1,754.		
10a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) ATCH 8	4,741,899.	5,018,201.	5,027,452.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ► 892,401.			
	Less accumulated depreciation ►	1,491,408.	892,401.	946,350.
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
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)	6,486,861.	7,159,473.	7,222,673.
Liabilities				
17	Accounts payable and accrued expenses	9,600.		
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ► ATCH 9)		7,116.	
23	Total liabilities (add lines 17 through 22)	9,600.	7,116.	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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, ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	6,477,261.	7,152,357.	
30	Total net assets or fund balances (see instructions)	6,477,261.	7,152,357.	
31	Total liabilities and net assets/fund balances (see instructions)	6,486,861.	7,159,473.	

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	6,477,261.
2	Enter amount from Part I, line 27a	2	675,096.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	7,152,357.
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	7,152,357.

Form 990-PF (2014)

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 SEE PART IV SCHEDULE					
b					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	1,098,206.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))		
2013	421,500.	7,295,236.	0.057777		
2012	405,933.	6,877,983.	0.059019		
2011	391,288.	6,582,700.	0.059442		
2010	356,728.	4,987,866.	0.071519		
2009	344,564.	4,597,056.	0.074953		
2 Total of line 1, column (d)			2	0.322710	
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	0.064542	
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4	7,497,333.	
5 Multiply line 4 by line 3			5	483,893.	
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	11,870.	
7 Add lines 5 and 6			7	495,763.	
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8	500,000.	

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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	(attach copy of letter if necessary - see instructions)	1	11,870.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		2	
3	Add lines 1 and 2 . . .		3	11,870.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		4	
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0- . . .		5	11,870.
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014 . . .	6a		4,754.
b	Exempt foreign organizations - tax withheld at source . . .	6b		
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c		8,000.
d	Backup withholding erroneously withheld . . .	6d		
7	Total credits and payments Add lines 6a through 6d . . .		7	12,754.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .		8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed . . .		9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .		10	884.
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ►	884.	Refunded	11

Part VII-A Statements Regarding Activities

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? . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .	X	
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		
1c	Did the foundation file Form 1120-POL for this year? . . .	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . <i>If "Yes," attach a detailed description of the activities</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . .	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . .	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>TX</u> ,		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> . . .	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . .	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	X
14	The books are in care of ► JAY EPSTEIN Located at ► 333 CLAY STREET, SUITE 4700 HOUSTON, TX	Telephone no ► 713-659-6551 ZIP+4 ► 77002-4180	
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		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ►	16	Yes No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e Part XIII) for tax year(s) beginning before 2014?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2014 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 2014)	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 2014?	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			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
ATCH 10		18,940.	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. ►

Form 990-PF (2014)

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		0

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	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	NONE	
2		
All other program-related investments. See instructions		
3	NONE	
Total. Add lines 1 through 3		►

Form 990-PF (2014)

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 4,867,666.
b Average of monthly cash balances	1b 653,919.
c Fair market value of all other assets (see instructions)	1c 2,089,921.
d Total (add lines 1a, b, and c)	1d 7,611,506.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2 Acquisition indebtedness applicable to line 1 assets	2
3 Subtract line 2 from line 1d	3 7,611,506.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 114,173.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 7,497,333.
6 Minimum investment return Enter 5% of line 5	6 374,867.

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	1 374,867.
2a Tax on investment income for 2014 from Part VI, line 5	2a 11,870.
b Income tax for 2014 (This does not include the tax from Part VI)	2b
c Add lines 2a and 2b	2c 11,870.
3 Distributable amount before adjustments Subtract line 2c from line 1	3 362,997.
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5 362,997.
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	7 362,997.

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 500,000.
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	4 500,000.
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 11,870.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 488,130.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				362,997.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 12 ,20 11 ,20 10 .				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011	7,154.			
d From 2012	66,768.			
e From 2013	61,392.			
f Total of lines 3a through e	135,314.			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 500,000.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				362,997.
e Remaining amount distributed out of corpus	137,003.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	272,317.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	272,317.			
10 Analysis of line 9				
a Excess from 2010	7,154.			
b Excess from 2011	66,768.			
c Excess from 2012	61,392.			
d Excess from 2013	137,003.			
e Excess from 2014				

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

NOT APPLICABLE

a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, 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)	
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	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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)(ii)					
(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

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under

other conditions, complete items 2a, b, c, and d

me, address

ATCH 11

ATCH 12

NONIE

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

NONE

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

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i>				
ATCH 13				
Total			► 3a	500,000.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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					
4 Dividends and interest from securities			14	149,516.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	21,474.	
6 Net rental income or (loss) from personal property .					
7 Other investment income			15	478.	
8 Gain or (loss) from sales of assets other than inventory			18	1,098,206.	
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)				1,269,674.	
13 Total Add line 12, columns (b), (d), and (e)			13		1,269,674.
(See worksheet in line 13 instructions to verify calculations)					

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

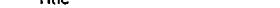
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	1a(1)	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		

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

b If "Yes," complete the following schedule

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

Sign Here	<p>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 information of which preparer has any knowledge.</p> <p> ✓ </p>		
	Signature of officer or trustee	Date	Title
	8/6/15		
	<p>May the IRS discuss this return with the preparer shown below (see instructions)?</p> <p><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>		

Paid Preparer Use Only	Print/Type preparer's name LAURA SYKES, CPA	Preparer's signature 	Date 8/4/15	Check <input type="checkbox"/> if self-employed	PTIN P00188050
	Firm's name ► BDO USA, LLP	Firm's EIN ► 13-5381590			
	Firm's address ► 333 CLAY STREET, STE 4700 HOUSTON, TX	77002-4180	Phone no	713-659-6551	

Form 990-PF (2014)

JSA

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FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis			
		TOTAL CAPITAL GAIN DISTRIBUTIONS					133,744.	
1,600,000.		LAND - I 45 NORTH HOUSTON, TX PROPERTY TYPE: REAL ESTATE 755,703.				D 12/31/2003	10/28/2014	
138,858.		10,705 SH RUSSELL US STRATEGIC EQUITY FU PROPERTY TYPE: SECURITIES 110,990				P 08/15/2012	VAR 2014	
2,830.		277 SH RUSSELL MULTI-STRATEGIC GY ALT F PROPERTY TYPE: SECURITIES 2,788.				P 08/15/2012	09/08/2014	
16,306.		1,372 SH RUSSELL GLOBAL EQUITY PROPERTY TYPE: SECURITIES 11,812.				P 12/28/2010	09/08/2014	
44,841.		2,234 SH RUSSELL EMERGING MKTS FUND PROPERTY TYPE: SECURITIES 38,967.				P 12/28/2010	05/09/2014	
13,836.		1,362 SH RUSSELL GLOBAL OPPORT CREDIT FU PROPERTY TYPE: SECURITIES 13,708.				P 10/12/2010	09/08/2014	
22,540.		1,769 SH RUSSELL GLOBAL INFRASTR FUND PROPERTY TYPE: SECURITIES 18,106.				P 12/28/2010	05/09/2014	
20,291.		1,523 SH RUSSELL GLOBAL INFRAST FUND PROPERTY TYPE: SECURITIES 15,590.				P 12/28/2010	09/08/2014	
22,031.		2,651 SH RUSSELL COMMODITY STRAT FUND PROPERTY TYPE: SECURITIES 28,523.				P 12/28/2010	01/13/2014	
11,903.		1,345 SH RUSSELL COMMODITY STRAT FUND PROPERTY TYPE: SECURITIES 14,470.				P 12/28/2010	05/09/2014	
374,755.		34,162 SH RUSSELL STRAT BOND FUND PROPERTY TYPE: SECURITIES 364,867.				P 12/28/2010	01/13/2014	
		6,572 SH RUSSELL STRAT BOND FUND				P 12/28/2010	04/07/2014	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis			
72,621.		PROPERTY TYPE: SECURITIES 70,193.					2,428.	
217,303.		5,927 SH RUSSELL DEV MKTS FUND PROPERTY TYPE: SECURITIES 160,947.				P	12/28/2010	01/13/2014
4,408.		118 SH RUSSELL DEV MKTS FUND PROPERTY TYPE: SECURITIES 3,200.				P	12/28/2010	05/09/2014
2,399.		64 SH RUSSELL DEV MKTS FUND PROPERTY TYPE: SECURITIES 1,742.				P	12/29/2010	05/09/2014
12,136.		324 HS RUSSELL DEV MKTS FUND PROPERTY TYPE: SECURITIES 8,799				P	12/29/2010	09/08/2014
10,356.		332 SH RUSSELL US SMALL CAP FUND PROPERTY TYPE: SECURITIES 6,443.				P	12/28/2010	09/08/2014
625.		16 SH RUSSELL GLOBAL REAL ESTATE FUND PROPERTY TYPE: SECURITIES 485.				P	12/28/2010	05/09/2014
11,913.		292 SH RUSSELL GLOBAL REAL ESTATE FUND PROPERTY TYPE: SECURITIES 8,855.				P	12/28/2010	09/08/2014
13,275.		727 SH RUSSELL EMERGING MKTS FUND PROPERTY TYPE: SECURITIES 12,679.				P	12/28/2010	05/09/2014
102.		SECURITY LITIGATION FUND RECOVERY PROPERTY TYPE: SECURITIES				P	VARIOUS	01/12/2014
TOTAL GAIN(LOSS)							<u>1,098,206.</u>	

RENT AND ROYALTY INCOME

RENT AND ROYALTY SUMMARY

<u>PROPERTY</u>	<u>TOTAL INCOME</u>	<u>DEPLETION/ DEPRECIATION</u>	<u>OTHER EXPENSES</u>	<u>ALLOWABLE NET INCOME</u>
BILLBOARDS/BLDG	92,964.			92,964.
TOTALS	<u>92,964.</u>			<u>92,964.</u>

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

CLEAR CHANNEL OUTDOOR	65,792.
GLOBAL SIGNAL ACQS II LLC	12,696.
OUTFRONT MEDIA	9,451.
THE LAMAR COMPANY, LLC	3,075.
OTHER RENTALS	1,950.
	<u>92,964.</u>

FEDERAL FOOTNOTES

FORM 990PF - NET RENTAL INCOME (BILLBOARDS/BLDG)

RENTAL INCOME \$ 92,964

EXPENSES :

PROPERTY TAXES	\$44,608
LAND MAINTENANCE/MOWING	13,602
RENTAL REFUND	9,600
INSURANCE	2,796
UTILITY - WATER TAX	734
LICENSES	150
	71,490

NET RENTAL INCOME \$ 21,474
=====

FEDERAL FOOTNOTES

FORM 990PF - BALANCE SHEET - LINE 10B (MARKETABLE SECURITIES)

	SHARE PRICE	UNITS	MARKET VALUE
RUSSELL GLOBAL EQUITY FUND	11.21	46,953.411	526,348
RUSSELL STRATEGIC EQUITY FUND	12.54	83,338.143	1,045,060
RUSSELL MULTI-STRATEGY FUND	9.78	15,281.678	149,455
RUSSELL EMERGING MARKETS FUND	16.97	21,728.151	368,727
RUSSELL GLOBAL REAL ESTATE FD	38.38	3,945.119	151,414
RUSSELL GLOBAL OPPORTUN. FUND	9.44	20,638.418	194,827
RUSSELL GLOBAL INFRASTR. FUND	11.91	21,181.946	252,277
RUSSELL COMMODITY STRAT. FUND	6.81	19,660.144	133,885
RUSSELL STRATEGIC BOND FUND	11.09	117,914.973	1,307,677
RUSSELL INTL DEVEL MKTS FUND	34.27	15,201.010	520,939
RUSSELL SMALL CAP EQUITY FUND	29.88	12,611.906	376,843
TOTAL			5,027,452

FEDERAL FOOTNOTES

FORM 990PF - BALANCE SHEET - LINE 11 (LAND)

	COST BASIS	ACCUM DEPREC	BOOK VALUE	FAIR MARKET VALUE
COLLINGSWORTH	313,139	-0-	313,139	276,000
ELDER	75,000	-0-	75,000	99,180
EUNICE	78,802	-0-	78,802	66,770
FLETCHER	60,000	-0-	60,000	322,000
SUL ROSS	81,750	-0-	81,750	36,900
MAJESTIC	75,000	-0-	75,000	28,800
CAGE	6,750	-0-	6,750	3,900
DWINNELL	75,000	-0-	75,000	18,525
EAST FREEWAY	35,710	-0-	35,710	58,600
FOREMAN	66,250	-0-	66,250	16,365
WILLIS	25,000	-0-	25,000	19,310
TOTALS	892,401	-0-	892,401	946,350

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES <u>PER BOOKS</u>	NET INVESTMENT <u>INCOME</u>
PERSHING LLC	149,516.	149,516.
TOTAL	<u>149,516.</u>	<u>149,516.</u>

19204G 701W

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ATTACHMENT 1

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	REVENUE AND EXPENSES <u>PER BOOKS</u>	NET INVESTMENT <u>INCOME</u>
ROYALTY INCOME - SOUTHERN MGMT	478.	478.
TOTALS	<u>478.</u>	<u>478.</u>

ATTACHMENT 2

19204G 701W

V 14-4 6F

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES <u>PER BOOKS</u>	NET INVESTMENT <u>INCOME</u>	ADJUSTED NET <u>INCOME</u>	CHARITABLE <u>PURPOSES</u>
LEGAL FEES	863.	863.		
TOTALS	<u>863.</u>	<u>863.</u>		

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES <u>PER BOOKS</u>	NET INVESTMENT <u>INCOME</u>	ADJUSTED NET <u>INCOME</u>	CHARITABLE <u>PURPOSES</u>
BDO USA, LLP	21,396.	21,396		
TOTALS	<u>21,396</u>	<u>21,396.</u>		

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEES	34,434.	34,434.
PROPERTY TAX CONSULTANT	1,711.	1,711.
TOTALS	36,145.	36,145.

19204G 701W

V 14-4 6F

ATTACHMENT 5

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PROPERTY TAXES	44,608.	44,608.
DRAINAGE UTILITY TAXES	734.	734.
FOREIGN TAXES WITHHELD ON DIV	2,816	2,816.
PRODUCTION TAXES - ROYALTIES	15.	15.
FEDERAL EXCISE TAX (2014)	11,870	
TOTALS	<u>60,043.</u>	<u>48,173.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
LAND MAINTENANCE/REPAIRS	13,602	13,602.
RENTAL REFUND	9,600	9,600.
LIABILITY INSURANCE	4,579	4,579.
HIGHWAY DEPT LICENSES	150	150.
BANK CHARGES	490	490.
OFFICE EXPENSES	186.	186
POSTAL BOX	74.	74.
TOTALS	<u>28,681.</u>	<u>28,681.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
RUSSELL MUTUAL FUNDS (SCH ATT)	5,018,201	5,027,452.
TOTALS	<u>5,018,201.</u>	<u>5,027,452.</u>

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
FEDERAL EXCISE TAX PAYABLE	7,116.
TOTALS	<u>7,116.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DANIEL DOMINGUEZ 1200 SMITH ST 16TH FLR HOUSTON, TX 77002	TRUSTEE 1 00	18,940	0	0
JAY A EPSTEIN P O BOX 2708 BELLAIRE, TX 77402	TRUSTEE 1 00	0	0	0
	GRAND TOTALS	18,940	0	0

19204G 701W

V 14-4 6F

ATTACHMENT 10

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

DANIEL DOMINGUEZ AND JAY EPSTEIN
P.O. BOX 1837
BELLAIRE, TX 77402-1837
713-659-6551

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LETTER REQUESTING FUNDS OR ORAL PRESENTATION. INFORMATION SHOULD BE SUPPLIED CONCERNING THE ORGANIZATION'S PURPOSE AND USE OF THE REQUESTED FUNDS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

<u>RECIPIENT NAME AND ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CENTRO FAMILIAR CRISTIANO 11000 DAIRY ASHFORD SUGARLAND, TX 77487	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	200,000
JEWISH FAMILY SERVICE P O BOX 20528 HOUSTON TX 77225	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	210,000
SEVEN ACRES JEWISH SENIOR CARE SERVICES 6200 N BRAESWOOD HOUSTON TX 77074	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	30,000
CONGREGATION ANSHAI TORAH 5501 WEST PARKER ROAD PLANO, TX 75093	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	30,000
FOUNDATION FOR THE RETARDED 3550 WEST DALLAS HOUSTON TX 77019	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,000
DR. MARNIE ROSE FOUNDATION INC 5300 N BRAESWOOD BLVD #4-350 HOUSTON TX 77096	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2,500

ATTACHMENT 13

19204G 701W

V 14-4 6P

FORM 990PF, PART XV GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

<u>RECIPIENT NAME AND ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TEXAS EQUUSEARCH P O BOX 395 DICKINSON, TX 77539	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2 000
ANIXTER CENTER 6610 NORTH CLARK ST CHICAGO IL 60626	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1 000
ST JUDE S CHILDREN'S HOSPITAL P O BOX 50 MEMPHIS, TN 38101	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2 000
MAKE A-WISH FOUNDATION OF AMERICA 3550 NORTH CENTRAL AVE STE 300 PHOENIX AZ 85012	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1 500
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE MD 20850	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2,000
AISHAL HOUSE 1955 UNIVERSITY BLVD HOUSTON TX 77030	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1 000

ATTACHMENT 13

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

<u>RECIPIENT NAME AND ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
JEWISH COMMUNITY CENTER 5601 SOUTH BRAESWOOD BLVD HOUSTON, TX 77096	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	600
HOLOCAUST MUSEUM HOUSTON 5401 CAROLINE ST HOUSTON TX 77004	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	5 000
TRUEFACED 1820 W NORTHERN AVE STE 130 PHOENIX, AZ 85021	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,500
THEATER UNDER THE STARS 800 BAGBY STE 200 HOUSTON TX 77002	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2 500
HOPE MINISTRIES P O BOX 18120 ATLANTA GA 30316	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,500
HIS MANSION MINISTRIES P O BOX 40 HILLSBOROUGH NH 03244	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,200

ATTACHMENT 13

FORM 990DP, PART XV, GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

<u>RECIPIENT NAME AND ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HILLEL AT TEXAS A&M UNIVERSITY 800 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1 200
OPEN DOOR MISSION 5803 HARRISBURG BLVD HOUSTON, TX 77011	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2 000
HOUSTON LIVESTOCK SHOW P O BOX 20070 HOUSTON, TX 77225-0070	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,500

TOTAL CONTRIBUTIONS PAID

500,000

ATTACHMENT 13

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ►
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	STERLING FAMILY FOUNDATION	04-6995246
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	P.O. BOX 1837	
City, town or post office, state, and ZIP code. For a foreign address, see instructions		
BELLAIRE, TX 77402-1837		

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► JAY EPSTEIN, 333 CLAY STREET, SUITE 4700 HOUSTON, TX 77002-4180

Telephone No ► 713 659-6551 FAX No ► 713 659-3238

- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for

► calendar year 2014 or

► tax year beginning , 20 , and ending , 20

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return

Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$ 12,754 .
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$ 4,754 .
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$ 8,000 .

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see instructions

Form 8868 (Rev 1-2014)

JSA

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