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Form 990-PF

## Return of Private Foundation

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

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2014

Open to Public  
Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation Meyer and Ida Gordon Foundation 2		A Employer identification number 26-0307538
Number and street (or P O box number if mail is not delivered to street address) 109 N Post Oak Lane		B Telephone number (see instructions) (713) 785-1700
City or town, state or province, country, and ZIP or foreign postal code Houston, TX 77024		
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>C</b> If exemption application is pending, check here ► <input type="checkbox"/> <b>D</b> 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,812,521	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	200	200		
	4 Dividends and interest from securities.	78,384	78,384		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	15,421			
	b Gross sales price for all assets on line 6a 778,701				
	7 Capital gain net income (from Part IV, line 2)		15,421		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,599	-2,599		
	<b>12 Total.</b> Add lines 1 through 11	91,406	91,406		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,813	1,406	1,407	
	c Other professional fees (attach schedule)	5,576	5,576		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	624	43		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	6,448	5,250	1,198	
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23	15,461	12,275	2,605	
	25 Contributions, gifts, grants paid	139,182		139,182	
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	154,643	12,275	141,787	
	<b>27</b> Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-63,237			
	b <b>Net investment income</b> (if negative, enter -0-)		79,131		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

	Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing . . . . .				
	2 Savings and temporary cash investments . . . . .		1,280,595	1,097,111	1,097,111
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable . . . . .				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use . . . . .				
	9 Prepaid expenses and deferred charges . . . . .				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule) . . . . .		747,927	1,110,855	1,094,813
	c Investments—corporate bonds (attach schedule) . . . . .		412,521	105,689	105,406
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans . . . . .				
	13 Investments—other (attach schedule) . . . . .		480,826	547,977	515,191
	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)		2,921,869	2,861,632	2,812,521
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 (attach schedule) . . . . .				
	22 Other liabilities (describe ►) . . . . .				
	23 Total liabilities (add lines 17 through 22) . . . . .			0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ►</b>				
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24 Unrestricted . . . . .				
	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here ►</b>				
	<b>and complete lines 27 through 31.</b>				
	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		2,921,869	2,861,632	
	30 Total net assets or fund balances (see instructions) . . . . .		2,921,869	2,861,632	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .		2,921,869	2,861,632	

**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	2,921,869
2	Enter amount from Part I, line 27a . . . . .	2	-63,237
3	Other increases not included in line 2 (itemize) ►	3	3,000
4	Add lines 1, 2, and 3 . . . . .	4	2,861,632
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	2,861,632

**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


(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)	$\begin{cases} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{cases}$	2	15,421
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	

**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 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	149,267	2,844,359	0 05248
2012	151,932	3,026,749	0 05020
2011	137,011	3,093,838	0 04429
2010	132,436	3,057,153	0 04332
2009	126,552	3,195,323	0 03961
2 Total of line 1, column (d).			2 0 22988
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 04598
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 2,789,512
5 Multiply line 4 by line 3.			5 128,253
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 791
7 Add lines 5 and 6.			7 129,044
8 Enter qualifying distributions from Part XII, line 4.			8 141,787

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>		1	791
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	791
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	791
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	589
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	589
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	202
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input checked="" type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

		<b>Yes</b>	<b>No</b>
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	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .	1b	No
<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 <b>Form 1120-POL</b> for this year? . . . . .	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
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>	2	No
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>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4b	No
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>	5	No
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	Yes
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>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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? <i>If "No," attach explanation.</i>	8b	Yes
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>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

**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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► Daniel Gordon Located at ► 109 N Post Oak Lane Ste 300 Houston TX	Telephone no ► (713) 785-1700 ZIP +4 ► 77024		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
<b>1a</b>	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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>1b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ►		No
<b>1c</b>	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? . . . . .		No
<b>2</b>	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))		
<b>a</b>	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? . . . . . If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
<b>3a</b>	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>b</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). . . . .		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
<b>b</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? . . . . .		

**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 <b>any</b> 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	No
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ►			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
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	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			
	<i>If "Yes" to 6b, file Form 8870.</i>			
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		7b	No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			

**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 <b>(If not paid, enter -0-)</b>	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Daniel Gordon 109 N Post Oak Lane Ste 300 Houston, TX 77024	Pres/Treas/Dir 1 00	0		
Annette Gordon 109 N Post Oak Lane Ste 300 Houston, TX 77024	VP/Director 1 00	0		
James Gordon 109 N Post Oak Lane Ste 300 Houston, TX 77024	Asst VP/Dir 1 00	0		
W Lowrey Barfield 109 N Post Oak Lane Ste 300 Houston, TX 77024	Secretary/Dir 1 00	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				
<b>Total number of other employees paid over \$50,000.</b> . . . . .				►

**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		

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

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

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

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

All other program-related investments See instructions

**3** \_\_\_\_\_  
\_\_\_\_\_  
**Total.** Add lines 1 through 3

**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	1,426,228
b	Average of monthly cash balances. . . . .	1b	989,843
c	Fair market value of all other assets (see instructions). . . . .	1c	415,921
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	2,831,992
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	
3	Subtract line 2 from line 1d. . . . .	3	2,831,992
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	42,480
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,789,512
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	139,476

**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	139,476
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	791
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	791
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	138,685
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	3,000
5	Add lines 3 and 4. . . . .	5	141,685
6	Deduction from distributable amount (see instructions). . . . .	6	
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	141,685

**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	141,787
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	141,787
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	791
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	140,996
	<b>Note:</b> 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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				141,685
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only. . . . .			138,288	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009. . . . .				
<b>b</b> From 2010. . . . .				
<b>c</b> From 2011. . . . .				
<b>d</b> From 2012. . . . .				
<b>e</b> From 2013. . . . .				
<b>f Total of lines 3a through e. . . . .</b>				
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 141,787				
<b>a</b> Applied to 2013, but not more than line 2a			138,288	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2014 distributable amount. . . . .				3,499
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015. . . . .				138,186
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . . .				
<b>b</b> Excess from 2011. . . . .				
<b>c</b> Excess from 2012. . . . .				
<b>d</b> Excess from 2013. . . . .				
<b>e</b> Excess from 2014. . . . .				

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

<b>1a</b> 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. <input type="text"/>
<b>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed. <input type="text"/>
<b>b</b> 85% of line 2a. <input type="text"/>
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed. <input type="text"/>
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities. <input type="text"/>
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c. <input type="text"/>
<b>3</b> Complete 3a, b, or c for the alternative test relied upon
<b>a</b> "Assets" alternative test—enter
(1) Value of all assets. <input type="text"/>
(2) Value of assets qualifying under section 4942(j)(3)(B)(i). <input type="text"/>
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. <input type="text"/>
<b>c</b> "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). <input type="text"/>
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III). <input type="text"/>
(3) Largest amount of support from an exempt organization <input type="text"/>
(4) Gross investment income <input type="text"/>

**Part XV Supplementary Information (Complete this part only if the organization 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) )

**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

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

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

**a** The name, address, and telephone number or email 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	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)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	139,182
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 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	
<b>1</b> Program service revenue						
a						
b						
c						
d						
e						
f						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments.	.. .					
<b>3</b> Interest on savings and temporary cash investments	.. . . . .					
<b>4</b> Dividends and interest from securities.	.. . .			14	200	
<b>5</b> Net rental income or (loss) from real estate				14	78,384	
a Debt-financed property.	.. . . .					
b Not debt-financed property.	.. . . .					
<b>6</b> Net rental income or (loss) from personal property	.. . . . .					
<b>7</b> Other investment income.	.. . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory	.. . . . .			18	15,421	
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory.	.. .					
<b>11</b> Other revenue a <u>Annuity income/loss</u>				14	-2,599	
b						
c						
d						
e						
<b>12</b> Subtotal Add columns (b), (d), and (e).	.. .				91,406	
<b>13</b> Total Add line 12, columns (b), (d), and (e).	.. . . . .			13	91,406	

**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**

	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)	No
(2) Other assets. . . . .	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization. . . . .	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization. . . . .	1b(2)	No
(3) Rental of facilities, equipment, or other assets. . . . .	1b(3)	No
(4) Reimbursement arrangements. . . . .	1b(4)	No
(5) Loans or loan guarantees. . . . .	1b(5)	No
(6) Performance of services or membership or fundraising solicitations. . . . .	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	1c	No

**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

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.

\* \* \* \* \*

2015-05-12

\* \* \* \* \*

**Signature of officer or trustee**

Date

### Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name Jody Blazek	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00072674
	Firm's name ► Blazek & Vetterling			Firm's EIN ►	
	Firm's address ► 2900 Weslayan Suite 200 Houston, TX 770275132			Phone no (713) 439-5739	

**Form 990PF Part XV Line 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)				
<b>a Paid during the year</b>				
Holocaust Museum of Houston 5401 Caroline St Houston, TX 77004	N/A	PC	General Support	4,200
Young Texans Against Cancer PO Box 22915 Houston, TX 77227	N/A	PC	General Support	2,500
Jewish Federation of Greater Houston 5603 S Braeswood Blvd Houston, TX 77096	N/A	PC	General Support/2015 Israel Emergency Fund	35,000
UT MD Anderson Cancer Center 1515 Holcombe Blvd 423 Houston, TX 77030	N/A	PC	Mucinous Ovarian Carcinoma Res Prog	65,000
Congregation Beth Israel 5600 North Braeswood Blvd Houston, TX 77096	N/A	PC	General Support	8,522
Covenant House Texas 1111 Lovett Blvd Houston, TX 77006	N/A	PC	General Support	5,000
100 Club Houston 5555 San Felipe Houston, TX 77056	N/A	PC	General Support	100
National Multiple Sclerosis Society 1800 M St NW Ste 750S Washington, DC 20036	N/A	PC	General Support	350
Be An Angel Fund Inc 2003 Aldine Bender Rd Houston, TX 77032	N/A	PC	Christmas gifts for disabled children	300
Star of Hope Mission 6897 Ardmore Houston, TX 77054	N/A	PC	General Support	100
Wounded Warrior Project 4899 Belfort Rd Ste 300 Jacksonville, FL 32256	N/A	PC	General Support	5,000
Second Baptist School 6410 Woodway Houston, TX 77057	N/A	PC	General support	1,250
Washington Lee University 204 W Washington Lexington, VA 24450	N/A	PC	General Support	5,000
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	General support	2,000
St Jude Children's Research Hospital 262 Danny Thomas Place Memphis, TN 38105	N/A	PC	General support	10
<b>Total . . . . .</b>			<b>► 3a</b>	<b>139,182</b>

**Form 990PF Part XV Line 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)				
<b>a Paid during the year</b>				
Lakewood Church 3700 Southwest Fwy Houston, TX 77027	N/A	PC	General support	100
Kids Meals 205 W Crosstimbers St Houston, TX 77018	N/A	PC	General support	4,500
Little Traverse Historical Museum 100 Depot St Petoskey, MI 49770	N/A	PC	General support	250
<b>Total.</b>			► 3a	139,182

## TY 2014 Accounting Fees Schedule

**Name:** Meyer and Ida Gordon Foundation 2

**EIN:** 26-0307538

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax compliance	2,813	1,406	0	1,407

## TY 2014 Investments Corporate Bonds Schedule

**Name:** Meyer and Ida Gordon Foundation 2

**EIN:** 26-0307538

**Software ID:** 14000265

**Software Version:** 2014v5.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Corporate Bonds (see attachment)	105,689	105,406

## TY 2014 Investments Corporate Stock Schedule

**Name:** Meyer and Ida Gordon Foundation 2

**EIN:** 26-0307538

**Software ID:** 14000265

**Software Version:** 2014v5.0

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
Preferred Stock (see attachment pgs 1-2)	565,255	551,750
Mutual Funds (see attachment pgs 2-4)	462,896	450,942
Equities (see attachment pgs 5-9)	82,704	92,121

## TY 2014 Investments - Other Schedule

**Name:** Meyer and Ida Gordon Foundation 2**EIN:** 26-0307538**Software ID:** 14000265**Software Version:** 2014v5.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Lincoln Variable Annuity	AT COST	447,977	415,921
Carlson Double Black	AT COST	100,000	99,270

## TY 2014 Other Expenses Schedule

**Name:** Meyer and Ida Gordon Foundation 2

**EIN:** 26-0307538

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Annuity rider fees	5,250	5,250		
Director liability insurance	1,198			1,198

## TY 2014 Other Income Schedule

**Name:** Meyer and Ida Gordon Foundation 2

**EIN:** 26-0307538

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Annuity income/loss	-2,599	-2,599	

## TY 2014 Other Increases Schedule

**Name:** Meyer and Ida Gordon Foundation 2

**EIN:** 26-0307538

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description	Amount
Returned grant	3,000

## TY 2014 Other Professional Fees Schedule

**Name:** Meyer and Ida Gordon Foundation 2

**EIN:** 26-0307538

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment fees	5,576	5,576	0	0

## TY 2014 Taxes Schedule

**Name:** Meyer and Ida Gordon Foundation 2**EIN:** 26-0307538**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax	581			
Foreign Tax	43	43		



Gordon FDN 2 MLPA

YOUR EMA ASSETS

November 29, 2014 - December 31, 2014

PREFERRED STOCKS		Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Estimated Current Yield%
GENERAL ELECTRIC CAPITAL CORP SENIOR NOTES 1.70% DUE MAY 16 2053		05/09/13	4000	100 000.00	23.6300	94,520.00	(5 480.00)		4,701	4.97
MOODY'S A1 S&P AA+ CUSIP 369822A94										
ORIGINAL UNIT/TOTAL COST 25 000.00 100 000.00										
HSBC HOLDINGS PLC SUB CAP SEC'S 8.125% PFD STK		03/21/11	500	13 555.00	26.4800	13,240.00	(315.00)		1,016	7.66
MOODY'S BAA2 S&P BBB CUSIP 404280703										

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Gordon FDN 2 MLPA

**24-Hour Assistance: (800) MERRILL**

**YOUR EMA ASSETS**

November 29, 2014 December 31, 2014

PREFERRED STOCKS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
JP MORGAN CHASE & CO NON CUM PFD STOCK 6 7/8% SERIES T PLRPLTUNI MOODY'S BA1 S&P BBB CUSIP 48127A161	01/23/14	4 000	100 000.00	26.4200	105,680.00	5,680.00		6,701	6.33
JP MORGAN CHASE & CO NON CUM PFD STK SERIES P 05 450% PERPETUAL MOODY'S BA1 S&P BBB CUSIP 46637G124	01/29/13	100	2 500.00	23.0000	2,370.00	(130.00)		137	5.74
JP MORGAN CHASE & CO Subtotal	01/30/13	4 000 4,100	99 000.00 101,500.00	23.7000	94,800.00 97,170.00	(4,200.00) (4,330.00)		5,448 5,585	5.74
NORTHERN TRUST CORP NON CUM SLHLS C 05 85% PERPETUAL PFD STK MOODY'S BAA2 S&P BBB CUSIP 065859872	07/29/14	4 000	100 000.00	25.0400	100,160.00	160.00		5,849	5.83
U.S. BANCORP SERIALS II NON CUM 5 15% PFD STK PERPETUAL MOODY'S BAA1 S&P BBB CUSIP 902973791	04/29/13	2 000	50 000.00	23.4300	46,860.00	(3,140.00)		2,575	5.49
WELLS FARGO & CO NON-CUM PERP CLASS A SERIES P 5 25% MOODY'S BAA3 S&P BBB CUSIP 949746655	03/27/13	4 000	100 200.00	23.5300	94,120.00	(6,080.00)		5,249	5.57
<b>TOTAL</b>		22 600	565,255.00		<b>551,750.00</b>	(13,505.00)		<b>31,676</b>	<b>5.74</b>

**PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS**

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Income	Current Yield%
ISHARES U.S. PREFERRED STOCK FII SYMBOL PFI Initial Purchase 11/30/10 Fixed Income 100%	2 500	98,074.50	39.4400	98,600.00	525.50	98,074	525	6,228	6.31

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Gordon FDN 2 MLPA

**YOUR EMA ASSETS**

		November 29, 2014						December 31, 2014		
MUTUAL FUNDS/CLOSED END FUNDS/UIT		(continued)	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Estimated Current Yield%
Description	Quantity									
LORD ABBETT SHORT DURATION INCOME FUND	13 241	Initial Purchase 01/21/11	60 821.36	4.4500	58,922.45	(1 898.91)	60,595	(1,673)	2,264	3.84
Fixed Income 100%										
1880 Fractional Share			0.86	4.4500	84	(0.02)			1	3.84
OPPENHEIMER LIMITED TERM BOND FUND CL Y	10 000	Initial Purchase 05/05/14	94 000.00	9.2700	92,700.00	(1 300.00)	94 000	(1,300)	2,920	3.14
Fixed Income 100%										
OPPENHEIMER SENIOR FLOATING RATE FD CL Y	5,980	Initial Purchase 06/07/13	49 992.80	8.0900	48,378.20	(1 614.60)	49 992	(1,614)	2,273	4.69
Fixed Income 100%										
8610 Fractional Share			7.20	8.0900	6.97	(0.23)			1	4.69
PRINCIPAL HIGH YIELD FUND CL P	3 820	Initial Purchase 05/08/12	29 994.06	7.3900	28,229.80	(1 764.26)	29 994	(1,764)	1,826	6.46
Fixed Income 100%										
7690 Fractional Share			5.94	7.3900	5.68	(0.26)			1	6.46
RS FLOATING RATE FUND CL Y	7,267	Initial Purchase 12/03/13	74 995.44	9.8300	71,434.61	(3 560.83)	74 995	(3,560)	3,212	4.49
Fixed Income 100%										
4420 Fractional Share			4.56	9.8300	4.34	(0.22)			1	4.49
TEMPLETON GLBL BOND FD ADV CL	3 058		39 998.64	12.4100	37,949.78	(2 048.86)	39 998	(2,048)	1,294	3.40

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Gordon FDN 2 MLPA

**24-Hour Assistance. (800) MERRILL**

**YOUR EMA ASSETS**

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	November 29, 2014	December 31, 2014
							Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
SYMBOL TGBAX Initial Purchase 03/28/12 Fixed Income 100% 1040 Fractional Share	136	12,110.00	12.29	(0.07)				1 3.40
WELLS FARGO ADV SHORT TRM HI YIELD BD INSTL CL SYMBOL SYIX Initial Purchase 03/27/12 Fixed Income 100% 3120 Fractional Share	1,829	14,997.44	8,040.00	14,705.16	(292.28)	14,997	(292)	525 3.56
<b>Subtotal (Fixed Income)</b>				450,941.63				
<b>TOTAL</b>		462,896.72		<b>450,941.63</b>	(11,955.09)		(11,726)	20,548 4.56

Gordon FDN 2 FAYEZ

24-Hour Assistance: (800) MERRILL

MERRILL LYNCH UNIFIED MANAGED ACCOUNT

November 29, 2014 - December 31, 2014

### YOUR EMA ASSETS

EQUITIES		Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Estimated Current Yield%
ABBOTT LABS			ABT	01/31/14	34	36.7900	1,250.86	45.0200	1,530.68	279.82	33	2.13
ABBVIE INC SHS			ABBV	01/31/14	27	49.5574	1,338.05	65.4400	1,766.88	428.83	53	2.99
ACE LIMITED			ACE	01/31/14	9	94.0644	846.58	114.8800	1,033.92	187.34	24	2.26
AIR PRODUCTS&CHEM			APD	01/31/14	7	105.5600	738.92	144.2300	1,009.61	270.69	22	2.13

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Gordon FDN 2 FAYEZ

YOUR EMA ASSETS

November 29, 2014 December 31, 2014

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
ALTRIA GROUP INC	MO	01/31/14	46	35.3882	1,627.86	49.2700	<b>2,266.42</b>	638.56	<b>96</b> 4.22
AMER EXPRESS COMPANY	AXP	01/31/14	10	85.4410	854.41	93.0400	<b>930.40</b>	75.99	<b>11</b> 1.11
ANHEJSER BUSCH INBEV ADR	BUD	06/11/14 06/12/14	4 5	112.6850 112.1320	450.74 560.66	112.3200 112.3200	449.28 561.60	(1.46) 94	<b>11</b> 2.37 <b>14</b> 2.37
Subtotal			9		1,011.40		<b>1,010.88</b>	(0.52)	<b>25</b> 2.37
APPLE INC	AAPL	01/31/14	34	714.47	2,430.14	110.3800	<b>3,752.92</b>	1,322.78	<b>64</b> 1.70
ASML HLDG NV NY REG SHS	ASML	01/31/14	5	84.9400	424.70	107.8300	<b>539.15</b>	114.45	<b>4</b> .66
AUTOMATIC DATA PROC	ADP	01/31/14	12	67.1333	805.60	83.3700	<b>1,000.44</b>	194.84	<b>24</b> 2.35
BLACKROCK INC	BLK	01/31/14	5	302.8100	1,514.05	357.5600	<b>1,787.80</b>	273.75	<b>39</b> 2.15
CALIFORNIA RESOURCES CORP SHS	CRC	01/31/14	9	7.6566	68.91	5.5100	<b>49.59</b>	(19.32)	
CANADIAN PACIFIC RAILWAY LTD	CP	01/31/14	5	152.0780	760.39	192.6900	<b>963.45</b>	203.06	<b>6</b> .62
CATERPILLAR INC DE	CAT	01/31/14	9	94.0800	846.72	91.6300	<b>823.77</b>	(22.95)	<b>26</b> 3.05
CDK GLOBAL INC SHS	CDK	01/31/14 01/31/14	3 1	29.1400 29.1400	87.42 29.14	40.7600 40.7600	<b>122.28</b> <b>40.76</b>	34.86 11.62	<b>2</b> 1.17 <b>1</b> 1.17
Subtotal			4		116.56		<b>163.04</b>	46.48	<b>3</b> 1.17
CELGENE CORP COM	CELG	10/20/14	10	92.2730	922.73	111.8600	<b>1,118.60</b>	195.87	
CHEVRON CORP	CVX	01/31/14	27	111.8951	3,021.17	112.1800	<b>3,028.86</b>	7.69	<b>116</b> 3.81
COCA COLA COM	KO	01/31/14	106	37.9765	4,025.51	42.2200	<b>4,475.32</b>	449.81	<b>130</b> 2.88
COMCAST CORP NEW CL A	CMCSA	01/31/14	18	54.5200	981.36	58.0100	<b>1,044.18</b>	62.82	<b>17</b> 1.55
CONOCOPHILLIPS	COP	01/31/14	28	65.1700	1,824.76	69.0600	<b>1,933.68</b>	108.92	<b>82</b> 4.22
DIAGEO PLC PSD ADR NEW	DEO	01/31/14	8	119.9400	959.52	114.0900	<b>912.72</b>	(46.80)	<b>27</b> 2.95
DISNEY (WALT) CO COM STK	DIS	01/31/14	11	73.0100	803.11	94.1900	<b>1,036.09</b>	232.98	<b>13</b> 1.22
EOG RESOURCES INC	EOG	01/31/14	4	82.9550	331.82	92.0700	<b>368.28</b>	36.46	<b>3</b> .72

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**24-Hour Assistance. (800) MERRILL**

**YOUR EMA ASSETS**

							November 29, 2014	December 31, 2014				
EQUITIES (continued)		Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
EXXON MOBIL CORP	COM	XOM 01/31/14		46	92 5173	4 255 80	92 4500	4,252.70	(3 10)	127	2 98	
FRANKLIN RES INC		BEN 01/31/14		25	52 0040	1 300 10	55 3700	1,384.25	84 15	15	1 08	
GENERAL ELECTRIC		GE 01/31/14		38	25 2057	957 82	25 2700	960.26	2 44	35	3 64	
GILEAD SCIENCES INC	COM	GILD 02/12/14		11	81 9254	901 18	94 2600	1,036.86	135 68			
INTEL CORP		INTC 01/31/14		28	24 5289	686 81	36 2900	1,016.12	329 31	26	2 48	
INTL BUSINESS MACHINES CORP	IBM	IBM 01/31/14		15	176 9993	2 654 99	160 4400	2,406.60	(248 39)	66	2 74	
JOHNSON AND JOHNSON	COM	JNJ 01/31/14		26	88 5373	2 301 97	104 5700	2,718.82	416 85	73	2 67	
JPMORGAN CHASE & CO		JPM 01/31/14		41	65 7365	2 285 20	62 5800	2,565.78	280 58	66	2 55	
KRAFT FOODS GROUP INC		KRF 01/31/14		6	52 3500	314 10	62 6600	375.96	61 86	14	3 51	
SHS												
LAUDER ESTEE COS INC	A	EL 01/31/14		19	68 8600	1 308 34	76 2000	1,447.80	139 46	19	1 25	
MCDONALDS CORP	COM	MCD 01/31/14		20	94 2000	1 884 00	93 7000	1,874.00	(10 00)	68	3 62	
MERCK AND CO INC	SHS	MRK 01/31/14		17	53 0958	902 63	56 7900	965.43	62 80	31	3 16	
MONDELEZ INTERNATIONAL INC		MDLZ 01/31/14		16	32 8900	526 24	36 3250	581.20	54 96	10	1 65	
NESTLE S A REP RG SH ADR		NSRGY 01/31/14		35	72 7000	2 544 50	72 9500	2,553.25	8 75	71	2 77	
NEW NEWSCORP LLC	SHS CL A	NWSA 01/31/14		13	16 0200	208 26	15 6900	203.97	(4 29)			
NOVARTIS ADR		NVS 01/31/14		11	79 2509	871 76	92 6600	1,019.26	147 50	26	2 52	
NOVO NORDISK A S ADR		NVO 01/31/14		31	39 6900	1 230 39	42 3200	1,311.92	81 53	19	1 43	
OCCIDENTAL PETE CORP	CAL	OXY 01/31/14		24	84 8170	2 035 61	80 6100	1,934.64	(100 97)	70	3 57	
ORACLE CORP \$0.01 DEL		ORCL 01/31/14		24	37 0366	888 88	44 9700	1,079.28	190 40	12	1 06	
PEPSICO INC		PEP 01/31/14		18	80 5266	1 449 48	94 5600	1,702.08	252 60	48	2 77	

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**YOUR EMA ASSETS**

November 29, 2014 December 31, 2014

<b>EQUITIES (continued)</b>		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
PHILIP MORRIS INTL INC		PM	01/31/14	57	78 5768	4 478 88	81 4500	4,642.65	163.77	<b>228</b>	4.91
↑ PHILLIPS 66 SHS		PSX	01/31/14	6	73 4850	440.91	71 7000	430.20	(10.71)	<b>12</b>	2.78
PRAXAIR INC		PX	01/31/14	11	125 0900	1 375.99	129 5600	1,425.16	49.17	<b>29</b>	2.00
PROCTER & GAMBLE CO		PG	01/31/14	33	76 9463	2 539.23	91 0900	3,005.97	466.74	<b>85</b>	2.82
QUALCOMM INC		QCOM	01/31/14	16	74 1200	1 185.92	74 3300	1,189.28	3.36	<b>27</b>	2.26
ROCHE HLDG LTD SPN ADR		RHHBY	01/31/14	39	34 4000	1 341.60	33 9900	1,325.61	(15.99)	<b>36</b>	2.69
ROYAL DUTCH SHELL PLC SPONS ADR A		RDSA	01/31/14	15	69 4100	1 041.15	66 9500	1,004.25	(36.90)	<b>48</b>	4.77
SABMILLER PLC SPON ADR		SBMRY	01/31/14	8	45 3200	362.56	51 5600	412.48	49.92	<b>8</b>	1.93
			04/08/14	9	52 6400	473.76	51 5600	464.04	(9.72)	<b>9</b>	1.93
Subtotal				17		836.32		<b>876.52</b>	40.20	<b>17</b>	1.93
STATE STREET CORP		STT	01/31/14	7	67 2757	470.93	78 5000	549.50	78.57	<b>9</b>	1.52
TARGET CORP COM		TGT	01/31/14	16	56 9100	910.56	75 9100	1,214.56	304.00	<b>34</b>	2.74
TEXAS INSTRUMENTS		TXN	01/31/14	30	42 3693	1 271.08	53 4650	1,603.95	332.87	<b>41</b>	2.54
TIME WARNER CABLE INC SHS		TWC	01/31/14	3	133 8100	401.43	152 0600	456.18	54.75	<b>9</b>	1.97
TOTAL S A SP ADR		TOT	01/31/14	28	57 2385	1 602.68	51 2000	1,433.60	(169.08)	<b>75</b>	5.20
TWENTY FIRST CENTURY FOX INC CLASS A		FOXA	01/31/14	24	31 9954	767.89	38 4050	921.72	153.83	<b>6</b>	6.65
			04/07/14	18	32 0255	576.46	38 4050	691.29	114.83	<b>5</b>	6.65
Subtotal				42		1,344.35		<b>1,613.01</b>	268.66	<b>11</b>	6.65
UNION PACIFIC CORP		UNP	02/03/14	10	87 0570	870.57	119 1300	1,191.30	320.73	<b>20</b>	1.67
UNITED TECHS CORP COM		UTX	01/31/14	17	114 4100	1 944.97	115 0000	1,955.00	10.03	<b>41</b>	2.05
WAL-MART STORES INC		WMT	01/31/14	22	75 01/2	1 650.38	85 8800	1,889.36	238.98	<b>43</b>	2.23
WALGREENS BOOTS ALLIANCE INC		WBA	N/A	13	N/A	745.81	76 2000	<b>990.60</b>	N/A	<b>18</b>	1.77

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Gordon FDN 2 FAYEZ

Account Number 582 03809

24-Hour Assistance: (800) MERRILL

### YOUR EMA ASSETS

November 29 2014 December 31 2014

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
WELLS FARGO & CO NEW DEL		WFC	01/31/14	19	45.5468	865.39	54.8200	1,041.58	176.19	27	2.55
XILINX INC		XLNX	01/31/14	8	46.5387	372.31	43.2900	346.32	(25.99)	10	2.67
<b>TOTAL</b>						<b>82.704</b>		<b>92,121.46</b>	<b>9,173.02</b>	<b>2,434</b>	<b>2.64</b>



Gordon FDN 2 MLPA

**YOUR EMA ASSETS**

November 29, 2014 - December 31, 2014

<b>CORPORATE BONDS</b> Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Estimated Current Yield%
△ FORTUNE BRANDS INC 06 375% JAN 15 2016 MOODY'S BAA2 S&P BBB CUSIP 349631NL5 ORIGINAL UNIT/TOTAL COST 107 150/26 928 75	02/25/14	25,000	25 070 67	104 5530	<b>26,138.25</b>	67 58	619 62	<b>1,344</b>	5.14
△ PITNEY BOWES INC SER MTN 01 750% JAN 15 2016 MOODY'S BAA2 S&P BBB CUSIP 12417XAS ORIGINAL UNIT/TOTAL COST 106 6280/26 657 00	02/25/14	25 000	25 919 68	103 4120	<b>25,853.00</b>	(66 68)	547 57	<b>1,188</b>	4.59
△ TENNESSEE GAS PIPELINE COMPANY GUARNT GLB 08 060% FLB 01 2016 MOODY'S BAA3 S&P BBB CUSIP 880451AY5 ORIGINAL UNIT/TOTAL COST 112 9510/28 238 50	02/25/14	25 000	26 830 99	106 5810	<b>26,645.25</b>	(185 74)	833 33	<b>2,000</b>	7.50
△ XEROX CORPORATION SER MTN 07 200% APR 01 2016 MOODY'S BAA2 S&P BBB CUSIP 98412JBA1 ORIGINAL UNIT/TOTAL COST 111 8690/27 957 25	03/31/14	25 000	26 867 15	107 0780	<b>26,769.50</b>	(97 66)	450 00	<b>1,800</b>	6.72
<b>TOTAL</b>		100 000	105 088 50		<b>105,406.00</b>	(282 50)	2 450 52	<b>6,332</b>	6.01

**Part VII-B, Question 5c – Expenditure Responsibility Grant**

Pursuant to IRC Regulation §53 4945-5(d)(2), the Foundation provides the following information

(i) Grantee	Education7 PO Box 533 Fresno, TX 77545
(ii) Amount of Grant	October 7, 2013      \$ 150
(iii) Purpose of grant	Charitable event
(iv) & (vi) Report	Education 7 submitted a full and complete report of its expenditures pursuant to the grant on April 22, 2014
(v) Diversions	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made
(vii) Verification	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee, therefore, no independent verification of the report was made