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Department of the

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

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OMB No 1545-0052 2014

|                             |           | evenue                           | ▶ Information          | on about Form 990-PF ar                               | nd its instructions is a                 | at <u>ww</u> | w.irs.gov/for                                       |  | pen to Public<br>Inspection                                 |  |  |
|-----------------------------|-----------|----------------------------------|------------------------|---|--|--------------|---|--|---|--|--|
| For                         | cale      | endar year                       | 2014, or tax y         | year beginning 01-                                    | 01-2014                                  | , a          | nd ending 1   | .2-31-2014                                   |   |  |  |
|                             |           | undation<br>S FAMILY FOUND       | <b>A</b> TION          |   |  |              | A Employer id                                       | entification numb                            | er  |  |  |
|                             |           |                                  |                        |   |  |              | 46-4080656  |  |   |  |  |
|                             |           |                                  | ox number if mail is   | not delivered to street addres                        | s) Room/suite                            |              | <b>B</b> Telephone nu                               | ımber (see ınstructio                        | ns)   |  |  |
| 49                          | 89 SHA    | DYWOOD LN                        |                        |   |  |              | (214) 537-560                                       | ס  |   |  |  |
|                             |           | n, state or provinc<br>75209     | e, country, and ZIP c  | or foreign postal code                                | l  |              | C If exemption application is pending, check here ▶ |  |   |  |  |
| <b>G</b> CH                 | neck a    | ıll that apply                   | Initial return         |   | former public charit                     | v            | D 1. Foreign o                                      | rganizations, check h                        | ere <b>b</b>  |  |  |
|                             |           | ,                                | Final return           | <b>√</b> A mended return                              | •  | ,            | 2 21 1 0101911 0                                    | . 9424                                       | <br>Г   |  |  |
|                             |           |                                  | Address char           | nge Name change                                       |  |              |   | rganizations meeting<br>k here and attach co |   |  |  |
| <b>H</b> Ch                 | neck ty   | ype of organiza                  | ition <b>Z</b> Section | n 501(c)(3) exempt priv                               | ate foundation                           |              | <b>E</b> If private fo                              | undation status was i                        | terminated  |  |  |
|                             |           |                                  |                        | ble trust Other tax                                   |  | on           | under sectio  | n 507(b)(1)(A), ched                         | ck nere   |  |  |
|                             |           |                                  | assets at end          | <b>J</b> Accounting method                            | <b>√</b> Cash                            | rual         |   | ation is in a 60-mont                        |   |  |  |
|                             |           | from Part II, co.<br>•\$ 828,488 | (c),                   | Other (specify) (Part I, column (d) mus               | t he on cash hasis                       |              | under sectio  | n 507(b)(1)(B), ched                         | ck here   |  |  |
|                             |           |                                  |                        | _   | I  | <u> </u>     |   |  | 1.05.   |  |  |
| Pa                          | rt I      | total of amou                    |                        | and Expenses (The c), and (d) may not column (a) (see | (a) Revenue and<br>expenses per<br>books | (Б)          | Net investment<br>income                            | (c) Adjusted net income                      | (d) Disbursements for charitable purposes (cash basis only) |  |  |
|                             | 1         | Contributions                    | , gıfts, grants, et    | c , received (attach                                  |  |              |   |  |   |  |  |
|                             |           | schedule)                        |                        |   |  |              |   |  |   |  |  |
|                             | 2         | Check ► ✓<br>attach<br>Sch B     | ıf the foundatıon      | is <b>not</b> required to                             |  |              |   |  |   |  |  |
|                             | 3         |                                  | avings and tempo       | orary cash investments                                | 65                                       |              | 65  |  |   |  |  |
|                             | 4         |                                  | d interest from se     |   | 15,643                                   |              | 15,643  |  |   |  |  |
|                             | 5a        | Gross rents                      |                        |   |  |              |   |  |   |  |  |
| rkie                        | Ь         |                                  | come or (loss)         |   |  |              |   |  |   |  |  |
|                             | 6a        |                                  |                        | assets not on line 10                                 |  |              |   |  |   |  |  |
| Revenue                     | b         |                                  | orice for all asset    |   |  |              |   |  |   |  |  |
| $\simeq$                    | l _       | Capital gain                     |                        | Dart IV line 3)                                       |  |              | 0   |  |   |  |  |
|                             | 7<br>  8  |                                  | •                      | Part IV , line 2)                                     |  |              | 0   |  |   |  |  |
|                             | 9         |                                  | fications              |   |  |              |   |  |   |  |  |
|                             | 10a       |                                  | ess returns and        |   |  |              |   |  |   |  |  |
|                             | ь         | Less Cost of                     | fgoods sold            |   |  |              |   |  |   |  |  |
|                             | c         | Gross profit o                   | or (loss) (attach s    | chedule)  |  |              |   |  |   |  |  |
|                             | 11        |                                  | •                      | e)  | 9,098                                    |              | 9,098   |  |   |  |  |
|                             | 12        |                                  |                        |   | 24,806                                   |              | 24,806  |  |   |  |  |
|                             | 13        | •                                |                        | ctors, trustees, etc                                  |  |              |   |  |   |  |  |
| ٠.                          | 14        |                                  |                        | vages   |  |              |   |  |   |  |  |
| and Administrative Expenses | 15<br>16a | •                                |                        | fits  | 2,500                                    |              |   |  |   |  |  |
| ben                         | ь         | _                                | •                      | dule)   | 1,800                                    |              |   |  |   |  |  |
| EX                          | c         | _                                | •                      | h schedule)   | <u> </u>                                 |              |   |  |   |  |  |
| Ve                          | 17        | Interest                         |                        |   | -  |              |   |  |   |  |  |
| rati                        | 18        | Taxes (attacl                    | h schedule) (see       | instructions)   |  |              |   |  |   |  |  |
| )  St                       | 19        | Depreciation                     | (attach schedule       | ) and depletion                                       |  |              |   |  |   |  |  |
| <u>=</u>                    | 20        | Occupancy                        |                        |   |  |              |   |  |   |  |  |
| Αd                          | 21        |                                  | rences, and meet       | _   |  |              |   |  |   |  |  |
| pu                          | 22        |                                  |                        |   |  |              |   |  |   |  |  |
| ğ                           | 23        |                                  | ·                      | lule)   | 7,604                                    |              | 7,604   |  |   |  |  |
| Operating                   | 24        | -                                | ng and administra      | <u>-</u>  | 11.00                                    |              | 7.604   |  |   |  |  |
| Ser                         |           |                                  |                        |   | 11,904                                   |              | 7,604   |  | 196.050   |  |  |
| Ö                           | 25        | Contributions                    | s, gıfts, grants pa    | iu<br>  | 196,050                                  |              |   |  | 196,050   |  |  |
|                             | 26        | Total expense                    | es and disbursem       | ents. Add lines 24 and                                | 207,954                                  |              | 7,604   |  | 196,050   |  |  |
|                             | 27        | Subtract line                    | 26 from line 12        |   |  |              |   |  |   |  |  |
|                             | a         |                                  |                        | ses and disbursements                                 | -183,148                                 |              |   |  |   |  |  |
|                             | Ь         | Net investme                     | ent income (if neg     | atıve, enter -0-)                                     | Ì  | I            | 17,202  |  |   |  |  |

Adjusted net income (If negative, enter -0-)

| Pa          | rt II | Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | (a) Book Value         | (b) Book Value    | (c) Fair Market Value |
|-------------|-------|---|------------------------|-------------------|-----------------------|
| _           | 1     | Cash—non-interest-bearing   | (a) book value         | (B) Book value    | (C) Fall Market Value |
|             |       |   | 4 000 000              | 45.056            | 45.056                |
|             | 2     | Savings and temporary cash investments  | 1,000,000              | 45,956            | 45,956                |
|             | 3     | Accounts receivable   |                        |                   |                       |
|             | ١.    | Less allowance for doubtful accounts ▶  |                        |                   |                       |
|             | 4     | Pledges receivable ►  Less allowance for doubtful accounts ►  |                        |                   |                       |
|             | _     |   |                        |                   |                       |
|             | 5     | Receivables due from officers, directors, trustees, and other   |                        |                   |                       |
|             | 6     | 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   |                        |                   |                       |
| Assets      | 9     | Prepaid expenses and deferred charges   |                        |                   |                       |
| 455         | 10a   | Investments—U S and state government obligations (attach schedule)  |                        |                   |                       |
| _           | b     | Investments—corporate stock (attach schedule)   |                        |                   |                       |
|             | C     | Investments—corporate bonds (attach schedule)   |                        |                   |                       |
|             |       | · · · · · · · · · · · · · · · · · · ·   |                        |                   |                       |
|             | 11    | Investments—land, buildings, and equipment basis ▶  |                        |                   |                       |
|             |       | Less accumulated depreciation (attach schedule) ▶   |                        |                   |                       |
|             | 12    | Investments—mortgage loans  |                        |                   |                       |
|             | 13    | Investments—other (attach schedule)   |                        | 770,896           | 782,532               |
|             | 14    | Land, buildings, and equipment basis -  |                        |                   |                       |
|             |       | Less accumulated depreciation (attach schedule) ▶   |                        |                   |                       |
|             | 15    | Other assets (describe ►)   |                        |                   |                       |
|             | 16    | <b>Total assets</b> (to be completed by all filers—see the  |                        |                   |                       |
|             |       | ınstructions Also, see page 1, item I)  | 1,000,000              | 816,852           | 828,488               |
|             | 17    | Accounts payable and accrued expenses   |                        |                   |                       |
| ۰.          | 18    | Grants payable  |                        |                   |                       |
| tie         | 19    | Deferred revenue  |                        |                   |                       |
| Liabilities | 20    | Loans from officers, directors, trustees, and other disqualified persons  |                        |                   |                       |
| Lla         | 21    | Mortgages and other notes payable (attach schedule)   |                        |                   |                       |
|             | 22    | Other liabilities (describe)  |                        |                   |                       |
|             | 23    | Total liabilities (add lines 17 through 22)   |                        | 0                 |                       |
| s           |       | Foundations that follow SFAS 117, check here ▶  |                        |                   |                       |
| Balances    |       | and complete lines 24 through 26 and lines 30 and 31.   |                        |                   |                       |
| 19          | 24    | Unrestricted  |                        |                   |                       |
| 8           | 25    | Temporarily restricted  |                        |                   |                       |
| Fund        | 26    | Permanently restricted  |                        |                   |                       |
|             |       | Foundations that do not follow SFAS 117, check here 🕨 🗸   |                        |                   |                       |
| ٥           |       | and complete lines 27 through 31.   |                        |                   |                       |
| Assets      | 27    | Capital stock, trust principal, or current funds  |                        |                   |                       |
| ls s        | 28    | Paid-in or capital surplus, or land, bldg, and equipment fund   |                        | 045.050           |                       |
|             | 29    | Retained earnings, accumulated income, endowment, or other funds  | 1,000,000              | 816,852           |                       |
| Net         | 30    | Total net assets or fund balances (see instructions)  | 1,000,000              | 816,852           |                       |
| _           | 31    | Total liabilities and net assets/fund balances (see instructions)   | 1,000,000              | 816,852           |                       |
| _           | rt II |   |                        | <del></del>       |                       |
| 1           |       | Total net assets or fund balances at beginning of year—Part II, column  | • • •                  |                   |                       |
| _           |       | with end-of-year figure reported on prior year's return)  |                        | <del>- +</del>    | 1,000,000             |
| 2           |       | Enter amount from Part I, line 27a  |                        |                   | -183,148              |
| 3           |       | Other increases not included in line 2 (itemize)  |                        |                   | 046.050               |
| 4           |       | Add lines 1, 2, and 3   |                        | <del>- +</del>    | 816,852               |
| 5           |       | Decreases not included in line 2 (itemize)  | art II. calum = 75 \ 5 | 5                 | 016.053               |
| 6           |       | Total net assets or fund balances at end of year (line 4 minus line 5)—P  | aicii, column (D), ll  | ne 30 <b>.  6</b> | 816,852               |

|                          | ` <i>'</i>   | the kind(s) of property sold (e g , ouse, or common stock, 200 shs     | •                |                                       | <b>(b)</b> How acquired P—Purchase D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr )       |
|--------------------------|--|--|------------------|---------------------------------------|---|--------------------------------------|--|
| 1a                       |  |  |                  |                                       |   |                                      |  |
|                          |  |  |                  |                                       |   |                                      |  |
|                          |  |  |                  |                                       |   |                                      |  |
|                          |  |  |                  |                                       |   |                                      |  |
| (е                       | ) Gross sales price  | (f) Depreciation allow (or allowable)                                  |                  |                                       | or other basis<br>ense of sale                | ( <b>h)</b> Gain<br>(e) plus (f)     |  |
| а                        |  |  |                  |                                       |   |                                      |  |
| b                        |  |  |                  |                                       |   |                                      |  |
| С                        |  |  |                  |                                       |   |                                      |  |
| d                        |  |  |                  |                                       |   |                                      |  |
| e                        |  |  |                  |                                       |   |                                      |  |
| Со                       | mplete only for assets s   | showing gain in column (h) and ow                                      | ned by the foun  | datıon                                | on 12/31/69                                   | (I) Gains (Col                       |  |
| (i) F M V as of 12/31/69 |  | (j) Adjusted basis<br>as of 12/31/69                                   | ,                | •                                     | ss of col (1)<br>l (j), if any                | col (k), but not l<br>Losses (fr     | ess than -0-) <b>or</b><br>om col (h)) |
| a                        |  |  |                  |                                       |   |                                      |  |
| b                        |  |  |                  |                                       |   |                                      |  |
| С                        |  |  |                  |                                       |   |                                      |  |
| d                        |  |  |                  |                                       |   |                                      |  |
| е                        |  |  |                  |                                       |   |                                      |  |
| 2                        | Capital gain net inco  | me or (net capital loss)   |                  |                                       | n Part I, line 7<br>n Part I, line 7          | 2                                    |  |
| 3                        | Net short-term capit   | al gain or (loss) as defined in sect                                   | ions 1222(5) a   | nd (6)                                | ·   |                                      |  |
|                          |  | Part I, line 8, column (c) (see inst                                   | ructions) If (lo | ss), en                               | ter -0 -                                      | 3                                    |  |
| Part                     | V Qualification l  | Jnder Section 4940(e) for  | Reduced Ta       | x on                                  | Net Investme                                  | nt Income                            |  |
| or opt                   | ional use by domestic r  | private foundations subject to the                                     | section 4940(a   | a) tax o                              | n net investment                              | ıncome )                             |  |
| ·                        |  | -  |                  | ,                                     |   | ,                                    |  |
| fsection                 | on 4940(d)(2) applies,   | leave this part blank  |                  |                                       |   |                                      |  |
|                          |  | e section 4942 tax on the distribi<br>ot qualify under section 4940(e) |                  |                                       |   | eriod?                               | — <sub>Yes</sub>                       |
|                          | ter the appropriate amo  | unt in each column for each year,                                      | caa instruction  |                                       |   |                                      |  |
| <b>1</b> Ent             |  |  | see mstruction   | s befor                               | e makıng any enti                             | nes                                  |  |
| Base                     | (a) period years Calendar  | ( <b>b)</b> Adjusted qualifying distributions                          |                  | (c)                                   | e making any enti                             | <b>(d)</b><br>Distribution           |  |
| Base                     | period years Calendar<br>or tax year beginning in)   | (b)  |                  | (c)                                   |   | (d)                                  |  |
| Base                     | period years Calendar<br>or tax year beginning in)<br>2013   | (b)  |                  | (c)                                   |   | <b>(d)</b><br>Distribution           |  |
| Base                     | period years Calendar<br>or tax year beginning in)<br>2013<br>2012   | (b)  |                  | (c)                                   |   | <b>(d)</b><br>Distribution           |  |
| Base                     | period years Calendar<br>or tax year beginning in)<br>2013   | (b)  |                  | (c)                                   |   | <b>(d)</b><br>Distribution           |  |
| Base                     | period years Calendar or tax year beginning in) 2013 2012 2011   | (b)  |                  | (c)                                   |   | <b>(d)</b><br>Distribution           |  |
| Base                     | period years Calendar<br>or tax year beginning in)<br>2013<br>2012<br>2011<br>2010<br>2009   | (b)  | Net value of r   | (c)                                   |   | <b>(d)</b><br>Distribution           |  |
| Base<br>year (           | period years Calendar or tax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, colum A verage distribution  | (b) Adjusted qualifying distributions  in (d)                          | Net value of r   | (c) nonchant                          | able-use assets                               | (d) Distribution (col (b) divided    |  |
| Base<br>year (d          | period years Calendar or tax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, colum A verage distribution the number of years to   | (b) Adjusted qualifying distributions  In (d)                          | Net value of r   | (c) noncharit                         | able-use assets                               | (d) Distribution (col (b) divided    | by col (c))                            |
| Base year (d             | period years Calendar or tax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, colum A verage distribution the number of years if Enter the net value o   | (b) Adjusted qualifying distributions  In (d)                          | Net value of r   | (c) noncharit                         | able-use assets                               | (d) Distribution (col (b) divided    | by col (c))                            |
| Base year (d             | period years Calendar or tax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, column A verage distribution the number of years in Enter the net value of Multiply line 4 by line in the number of years in Enter the net value of Multiply line 4 by line in the number of years in Enter the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line 4 by line in the net value of Multiply line i | (b) Adjusted qualifying distributions  In (d)                          | Net value of r   | (c) nonchant  on line 5 years line 5. | able-use assets                               | (d) Distribution (col (b) divided    | 804,599                                |
| Base year (d)            | period years Calendar pritax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, column A verage distribution the number of years of Enter the net value of Multiply line 4 by line in the second of the line in the second of the line in the second of the line in the li | (b) Adjusted qualifying distributions  In (d)                          | Net value of r   | (c) nonchant  on line 5 years line 5. | able-use assets                               | (d) Distribution (col (b) divided    | 804,599                                |
| Base year (d             | period years Calendar pritax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, column A verage distribution the number of years of Enter the net value of Multiply line 4 by line in the second of  | (b) Adjusted qualifying distributions  In (d)                          | Net value of r   | (c) nonchant  on line 5 years line 5. | able-use assets                               | (d) Distribution (col (b) divided    |  |
| Base year (d)            | period years Calendar pritax year beginning in)  2013  2012  2011  2010  2009  Total of line 1, column A verage distribution the number of years of Enter the net value of Multiply line 4 by line with the second of the second o | (b) Adjusted qualifying distributions  In (d)                          | Net value of r   | (c) nonchant  on line 5 years line 5. | able-use assets                               | (d) Distribution (col (b) divided    | 804,599                                |

|           | 990-PF (2014)   |         |       | age <b>4</b> |
|-----------|---|---------|-------|--------------|
|           | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instance | ructio  | ns)   |              |
| 1a        | Exempt operating foundations described in section 4940(d)(2), check here Tand enter "N/A" on line 1   |         |       |              |
|           | Date of ruling or determination letter(attach copy of letter if necessary-see   |         |       |              |
|           | instructions)   |         |       |              |
| b         | Domestic foundations that meet the section 4940(e) requirements in Part V, check  |         |       | 172          |
|           | here ▶ 🔽 and enter 1% of Part I, line 27b   |         |       |              |
| С         | 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   |         |       | 0            |
| 3         | enter - 0 - ) Add lines 1 and 2   |         |       | 172          |
| 4         | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others   |         |       |              |
| -         | enter -0-)  |         |       |              |
| 5         | Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0   |         |       | 172          |
| 6         | Credits/Payments  |         |       |              |
| а         | 2014 estimated tax payments and 2013 overpayment credited to 2014 6a  |         |       |              |
| b         | Exempt foreign organizations—tax withheld at source 6b  |         |       |              |
| С         | Tax paid with application for extension of time to file (Form 8868) 6c 490  |         |       |              |
| d         | Backup withholding erroneously withheld 6d  |         |       |              |
| 7         | Total credits and payments Add lines 6a through 6d  |         |       | 490          |
| 8         | Enter any <b>penalty</b> for underpayment of estimated tax. Check here if Form 2220 is attached.  |         |       |              |
| 9         | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed   |         |       |              |
| 10        | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid   10  |         |       | 318          |
| 11<br>Par | Enter the amount of line 10 to be Credited to 2015 estimated tax ► 318 Refunded ► 11  t VII-A Statements Regarding Activities   |         |       |              |
| 1a        | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did   |         | Yes   | No           |
|           | It participate or intervene in any political campaign?  | 1a      |       | No           |
| b         | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions   |         |       |              |
|           | for definition)?  | 1b      |       | No           |
|           | If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials  |         |       |              |
|           | published or distributed by the foundation in connection with the activities  |         |       |              |
| c         | Did the foundation file Form 1120-POL for this year?  | 1c      |       | No           |
| 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 ▶ \$  |         |       |              |
| е         | 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?   | 2       |       | No           |
|           | If "Yes," attach a detailed description of the activities   |         |       |              |
| 3         | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles  | _       |       |              |
| _         | of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes   | 3       |       | 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<br>5 |       | Na.          |
| 5         | Was there a liquidation, termination, dissolution, or substantial contraction during the year?  | -       |       | No           |
| 6         | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  |         |       |              |
| Ü         | By language in the governing instrument, or   |         | <br>  |              |
|           | 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? If "Yes," complete Part II, col (c),  |         |       |              |
|           | and Part XV   | 7       | Yes   |              |
| 8a        | Enter the states to which the foundation reports or with which it is registered (see instructions)  |         |       |              |
|           | ▶™  |         |       |              |
| b         | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney  |         |       |              |
|           | General (or designate) of each state as required by General Instruction G? If "No," attach explanation .  | 8b      | 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)?   |         |       |              |
|           | If "Yes," complete Part XIV   | 9       |       | No           |
| 10        | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names  |         | V = - |              |
|           | and addresses   | 10      | Yes   |              |

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

Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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?

No

3b 4a

| Pa         | rt VIII-B Statements Reg                                  | ardir          | ng Activities for  | Wh    | ich Form 4720              | May Be R     | equired <i>(con</i>                              | tinue      | e <b>d</b> )     |                       |  |
|------------|---|----------------|--|-------|----------------------------|--------------|--|------------|------------------|-----------------------|--|
| 5a         | During the year did the foundation                        |                | •  |       |                            |              |  |            |                  |                       |  |
|            | (1) Carry on propaganda, or oth                           |                | ·  | _     | •                          |              | ☐ Yes  | ✓ No       |                  | ļ                     |  |
|            | (2) Influence the outcome of an                           |                |  |       | * *                        | carry        |  |            |                  |                       |  |
|            | on, directly or indirectly, any                           | vote           | r registration drive?.                                     | •     |                            |              | · · · Tyes                                       | 5 <b>~</b> | 1 1              | ı                     |  |
|            | (3) Provide a grant to an individ                         | ual for        | travel, study, or oth                                      | ners  | ımılar purposes?           |              | ⊤ Yes  | ✓ No       |                  | 1                     |  |
|            | (4) Provide a grant to an organiz                         | zation         | other than a charita                                       | ble,  | etc , organization de:     | scribed      | ,  |            | İİ               | j                     |  |
|            | in section 4945(d)(4)(A)? (                               | see in:        | structions)  |       |                            |              | · · ·   Yes                                      | s 🗸        |                  |                       |  |
|            |   |                |  |       |                            |              | No   |            | 1 1              | 1                     |  |
|            | (5) Provide for any purpose other                         |                |  |       |                            |              | _  |            |                  |                       |  |
|            | educational purposes, or for                              | the pr         | evention of cruelty t                                      | o ch  | ildren or animals?.        |              | · · · Tyes                                       | 5 <b>~</b> | 1 1              | ı                     |  |
| b          | If any answer is "Yes" to 5a(1)-                          | ·(5). d        | ıd <b>anv</b> of the transac                               | tion  | s fail to qualify under    | r the excen  |  | n          | 1 1              | 1                     |  |
| J          | Regulations section 53 4945 or instructions)?             |                |  |       |                            |              | described.                                       |            | 5b               |                       |  |
|            | Organizations relying on a curre                          | nt not         | ice regarding disast                                       | eras  | sistance check here        | <u>.</u>     |  |            |                  |                       |  |
| С          | If the answer is "Yes" to question                        | on 5a(         | 4), does the foundat                                       | ion c | laım exemptıon from        | the          |  | 1          | 1 1              | 1                     |  |
|            | tax because it maintained exper                           | ndıture        | responsibility for th                                      | ne gr | ant?                       |              | <b>┌</b> Yes                                     | s [        |                  |                       |  |
|            |   |                |  |       |                            |              | No   | •          |                  |                       |  |
|            | If "Yes," attach the statement req                        |                |  |       | , ,                        |              |  |            |                  |                       |  |
| <b>6</b> a | Did the foundation, during the ye                         |                | ,  |       |                            | premiums     | on   |            |                  |                       |  |
|            | a personal benefit contract?                              |                |  |       |                            |              | · Tyes   | • •        |                  | ļ                     |  |
| b          | Did the foundation, during the ye                         | ear, pa        | y premiums, directly                                       | yorı  | ndırectly, on a perso      | nal benefit  | contract?  |            | 6b               | No                    |  |
| _          | If "Yes" to 6b, file Form 8870                            |                |  |       |                            |              |  | _          |                  |                       |  |
| 7a         | At any time during the tax year,                          |                |  |       | ·                          |              | 1 .03  | •          | 1 1              | l<br>I                |  |
| ь          | If yes, did the foundation receiv                         |                | ,  |       |                            |              |  |            | 7b               | •                     |  |
| Pai        | Information About and Contractors                         | it Of          | ricers, Directors  | 5, 11 | ustees, Founda             | ition Man    | agers, Highly                                    | у Рак      | a Emp            | ioyees,               |  |
| 1          | List all officers, directors, truste                      | es, foi        | undation managers a  | ınd t | heir compensation (s       | see instruct | ions).   |            |                  |                       |  |
|            |   | (b)            | Title, and average   |       | c) Compensation            |              | ntributions to                                   | (e)        | Expens           | e account,            |  |
|            | (a) Name and address                                      | l de           | hours per week<br>evoted to position                       | (     | If not paid, enter<br>-0-) |              | e benefit plans<br>ed compensatior               | 1 ` ^      | other allowances |                       |  |
| JAME       | S R WALES   |                | SIDENT   | 0     |                            | 0            |  | 0          |                  |                       |  |
|            | 9 SHADYWOOD LN  | 0              |  |       |                            |              |  |            |                  |                       |  |
|            | LAS,TX 75209<br>TTAM WALES                                | 05.0           | DET A DV   |       |                            |              |  |            |                  |                       |  |
|            | 9 SHADYWOOD LN  | $\int_0^{SEC}$ | RETARY   |       | 0                          |              | '  | 0          |                  | 0                     |  |
|            | LAS,TX 75209  |                |  |       |                            |              |  |            |                  |                       |  |
| GREG       | MATTLAGE  | DIR            | ECTOR  |       | 0                          |              | 1  | 0          |                  | 0                     |  |
|            | 2 MCKINNEY AVE STE 230                                    | 0              |  |       |                            |              |  |            |                  |                       |  |
|            | LAS,TX 75204  Compensation of five highest-pa             | id emr         | Novees (other than   | thos  | included on line 1—        | eee instruc  | tions) If none                                   | nter"      | NONE "           |                       |  |
|            | compensation of five highest-pa                           | iu eiii        |  |       | included on line 1—        |              | Contributions to                                 |            | HONE.            |                       |  |
| (a)        | Name and address of each emplo<br>paid more than \$50,000 | oyee           | (b) Title, and aver<br>hours per week<br>devoted to positi | _     | (c) Compensatio            | n em         | ployee benefit<br>ns and deferred<br>ompensation | 1          |                  | e account,<br>owances |  |
| NON        | IE  |                |  |       |                            | _            | <b>F</b>   |            |                  |                       |  |
|            |   |                |  |       |                            |              |  |            |                  |                       |  |
|            |   |                |  |       |                            |              |  |            |                  |                       |  |
|            |   |                | 1  |       |                            |              |  |            |                  |                       |  |
|            |   |                |  |       |                            |              |  |            |                  |                       |  |
|            |   |                | 1  |       |                            |              |  |            |                  |                       |  |
|            |   |                |  |       |                            |              |  |            |                  |                       |  |
|            |   |                |  |       |                            |              |  |            |                  |                       |  |
|            |   |                |  |       |                            |              |  |            |                  |                       |  |
|            |   |                |  |       |                            |              |  |            |                  |                       |  |
| Tota       | I number of other employees paid                          | over           | \$50,000   |       |                            |              | •  |            |                  | 0                     |  |
|            |   |                |  |       |                            |              |  |            |                  |                       |  |

| Part VIII Information About Officers, Directors, Tru and Contractors (continued)   | stees, Foundation Managers, Highly            | Paid Employees,  |
|--|---|------------------|
| 3 Five highest-paid independent contractors for professional service   | es (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   |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
| <b>T</b>   |   |                  |
| <b>Total</b> number of others receiving over \$50,000 for professional service 0   | ······································        | •                |
| Part IX-A Summary of Direct Charitable Activities  |   |                  |
| List the foundation's four largest direct chantable activities during the tax year. Include organizations and other beneficiaries served, conferences convened, research papers p  |   | Expenses         |
| 11   |   |                  |
| 2  |   |                  |
| 3  |   |                  |
| 4  |   |                  |
| Part IX-B Summary of Program-Related Investment  Describe the two largest program-related investments made by the foundation during the summary of Program-Related investments and the summary of Program-Related Investment.  |   | Amount           |
| 1  | ng the tax year on miles I and 2              | Amount           |
|  |   | 1                |
|  |   |                  |
| 2  |   |                  |
|  |   |                  |
| All other many models of many through the Commission of the Commis |   |                  |
| All other program-related investments See instructions  3  |   |                  |
| <u>-</u>   |   | 1                |
| -  |   | 1                |
| Total. Add lines 1 through 3   |   |                  |

| Pa         | rt X Minimum Investment Return (All domestic foundations must complete this part. Fo see instructions.)  | reign fo  | undations,    |
|------------|--|-----------|---------------|
| 1          | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,  |           |               |
|            | purposes   |           |               |
| а          | A verage monthly fair market value of securities   | 1a        | 0             |
| b          | A verage of monthly cash balances  | 1b        | 66,852        |
| c          | Fair market value of all other assets (see instructions)   | 1c        | 750,000       |
| d          | <b>Total</b> (add lines 1a, b, and c)  | 1d        | 816,852       |
| e          | Reduction claimed for blockage or other factors reported on lines 1a and   |           |               |
|            | 1c (attach detailed explanation)   |           |               |
| 2          | Acquisition indebtedness applicable to line 1 assets   | 2         |               |
|            |  |           |               |
| 3          | Subtract line 2 from line 1d   | 3         | 816,852       |
| 4          | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see   |           |               |
|            | instructions)  | 4         | 12,253        |
| 5          | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4  | 5         | 804,599       |
| 6          | Minimum investment return. Enter 5% of line 5  | 6         | 40,230        |
| Par        | <b>Distributable Amount</b> (see instructions) (Section 4942(j)(3) and (j)(5) private opercertain foreign organizations check here ► ☐ and do not complete this part.) | ating for | indations and |
| 1          | Minimum investment return from Part X, line 6  | 1         | 40,230        |
|            |  |           |               |
| <b>2</b> a | Tax on investment income for 2014 from Part VI, line 5   |           |               |
| b          | Income tax for 2014 (This does not include the tax from Part VI) <b>2b</b>   |           |               |
| c          | Add lines 2a and 2b  | 2c        | 172           |
| 3          | Distributable amount before adjustments Subtract line 2c from line 1   | 3         | 40,058        |
| 4          | Recoveries of amounts treated as qualifying distributions  | 4         |               |
| 5          | Add lines 3 and 4  | 5         | 40,058        |
| 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         | 40,058        |
| Par        | <b>Qualifying Distributions</b> (see instructions)   |           |               |
| 1          | A mounts paid (including administrative expenses) to accomplish charitable, etc., purposes   |           |               |
| а          | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26  | 1a        | 196,050       |
| b          | Program-related investments—total from Part IX-B   | 1b        |               |
| 2          | A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc ,  |           |               |
|            | purposes   | 2         |               |
| 3          | A mounts set aside for specific charitable projects that satisfy the   |           |               |
| а          | 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         | 196,050       |
| 5          | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment   |           |               |
|            | ıncome Enter 1% of Part I, line 27b (see instructions)   | 5         | 172           |
| 6          | Adjusted qualifying distributions. Subtract line 5 from line 4   | 6         | 195,878       |

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

| ŀ  | art XIII Undistributed Income (see instr  | uctions)      |                            |             |             |
|----|---|---------------|----------------------------|-------------|-------------|
|    |   | (a)<br>Corpus | (b)<br>Years prior to 2013 | (c)<br>2013 | (d)<br>2014 |
| 1  | Distributable amount for 2014 from Part XI, line 7                                  |               | round prior to 2010        | 2010        | 40,058      |
|    | Undistributed income, if any, as of the end of 2014                                 |               |                            |             | 1.7.22      |
|    | Enter amount for 2013 only  |               |                            |             |             |
| L  |   |               |                            |             |             |
| 2  | Total for prior years 20, 20, 20  |               |                            |             |             |
| 3  | , , , , , , , , , , , , , , , , , , ,   |               |                            |             |             |
|    | From 2010   | 1             |                            |             |             |
|    | From 2011   | -             |                            |             |             |
|    | From 2011   | 1             |                            |             |             |
|    | From 2013   |               |                            |             |             |
|    | Total of lines 3a through e   | 1             |                            |             |             |
|    | 2   |               |                            |             |             |
| 4  | Qualifying distributions for 2014 from Part XII, line 4 \( \brace \) \$ 196,050     |               |                            |             |             |
| _  | XII, line 4 ▶ \$ 196,050<br>Applied to 2013, but not more than line 2a              |               |                            |             |             |
|    |   |               |                            |             |             |
|    | Applied to undistributed income of prior years (Election required—see instructions) |               |                            |             |             |
|    | Treated as distributions out of corpus (Election required—see                       |               |                            |             |             |
|    | tructions)  |               |                            |             | 40.050      |
|    | Applied to 2014 distributable amount  |               |                            |             | 40,058      |
|    | Remaining amount distributed out of corpus  | 155,992       |                            |             |             |
| 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<br>indicated below:                           |               |                            |             |             |
| а  | Corpus Add lines 3f, 4c, and 4e Subtract line 5                                     | 155,992       |                            |             |             |
| b  | Prior years' undistributed income Subtract<br>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  |               |                            |             |             |
|    | Subtract line 6c from line 6b Taxable amount —see instructions                      |               |                            |             |             |
| е  | Undistributed income for 2013 Subtract line   |               |                            |             |             |
|    | 4a from line 2a Taxable amount—see  |               |                            |             |             |
| f  | Instructions  |               |                            |             |             |
| •  | lines 4d and 5 from line 1 This amount must be distributed in 2015                  |               |                            |             | 0           |
| 7  | A mounts 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.   | 155,992       |                            |             |             |
| 40 | Subtract lines 7 and 8 from line 6a   |               |                            |             |             |
|    | Analysis of line 9 Excess from 2010   |               |                            |             |             |
|    | Excess from 2011  | 1             |                            |             |             |
|    | Excess from 2011  | 1             |                            |             |             |
|    | Excess from 2012  | 1             |                            |             |             |
|    | Excess from 2013  | +             |                            |             |             |
| е  | : LACE33 HUIII 2014   133,992   | <u> </u>      |                            |             | I           |

|    | Part XIV Private Operating Fou   | i <b>ndations</b> (see in | <u>structions and Pa</u> | art VII-A, questio    | n 9)                  |            |
|----|--|---------------------------|--------------------------|-----------------------|-----------------------|------------|
| 1a | If the foundation has received a ruling or   | determination letter      | that it is a private     | operating             |                       |            |
|    | foundation, and the ruling is effective for 2                                      | 2014, enter the date      | of the ruling            | ∟                     |                       |            |
|    |  |                           |                          |                       |                       |            |
| b  | Check box to indicate whether the organiz  | zation is a private oj    | perating foundation      | described in sectio   | n                     | or         |
|    | Enter the lesser of the adjusted net   | Tax year                  |                          | Prior 3 years         |                       |            |
|    | income from Part I or the minimum  |                           | (h) 2012                 | (c) 2012              | (4) 2011              | (e) Total  |
|    | investment return from Part X for each   | (a) 2014                  | <b>(b)</b> 2013          | (6) 2012              | (d) 2011              |            |
|    | year listed  |                           |                          |                       |                       |            |
|    | 85% of line 2a   |                           |                          |                       |                       |            |
| С  | Qualifying distributions from Part XII,  |                           |                          |                       |                       |            |
|    | line 4 for each year listed  |                           |                          |                       |                       |            |
| a  | 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   |                           |                          |                       |                       |            |
| а  | "Assets" alternative test—enter  |                           |                          |                       |                       |            |
|    | (1) Value of all assets  |                           |                          |                       |                       |            |
|    | (2) Value of assets qualifying   |                           |                          |                       |                       |            |
|    | under section 4942(j)(3)(B)(i)   |                           |                          |                       |                       |            |
| b  | "Endowment" alternative test— enter 2/3 of minimum investment return shown in      |                           |                          |                       |                       |            |
|    | Part X, line 6 for each year listed  |                           |                          |                       |                       |            |
| c  | "Support" alternative test—enter   |                           |                          |                       |                       |            |
| _  | (1) Total support other than gross   |                           |                          |                       |                       |            |
|    | investment income (interest,   |                           |                          |                       |                       |            |
|    | dividends, rents, payments   |                           |                          |                       |                       |            |
|    | on securities loans (section   |                           |                          |                       |                       |            |
|    | 512(a)(5)), or royalties)  |                           |                          |                       |                       |            |
|    | (2) Support from general public and 5 or more exempt                               |                           |                          |                       |                       |            |
|    | organizations as provided in   |                           |                          |                       |                       |            |
|    | section 4942(j)(3)(B)(III)   |                           |                          |                       |                       |            |
|    | (3) Largest amount of support  |                           |                          |                       |                       |            |
|    | from an exempt organization  |                           |                          |                       |                       |            |
|    | (4) Gross investment income  |                           |                          |                       |                       |            |
| Ρā | rt XV Supplementary Informati  | on (Complete ti           | nis part only if         | the organization      | on had \$5,000 o      | or more in |
|    | assets at any time during  |                           | instructions.)           |                       |                       |            |
| 1_ | Information Regarding Foundation Manag   | •                         | rathan 20/ afthat        | atal contributions re | accured by the four   | dation     |
| a  | List any managers of the foundation who hefore the close of any tax year (but only |                           |                          |                       |                       | uation     |
|    | before the close of any tax year (suc only   | mency nave contino        | acca more chan \$5,      | 000) (000 00000       | 307 (d)(L) /          |            |
|    | See Additional Data Table  |                           |                          |                       |                       |            |
| ь  | List any managers of the foundation who d  | wn 10% or more of         | the stock of a corpo     | oration (or an equal  | ly large portion of t | he         |
| _  | ownership of a partnership or other entity   |                           |                          |                       | .,g. p                |            |
|    |  |                           |                          |                       |                       |            |
|    |  |                           |                          |                       |                       |            |
| 2  | Information Regarding Contribution, Gran   | nt, Gift, Loan, Schola    | ırship, etc., Progran    | ns:                   |                       |            |
|    | Check here ▶ 🔽 if the foundation only ma   | akes contributions to     | preselected chari        | table organizations   | and does not accep    | pt         |
|    | unsolicited requests for funds If the foun   |                           | •                        | -                     |                       |            |
|    | other conditions, complete items 2a, b, c,   | and d                     |                          |                       |                       |            |
|    |  |                           |                          |                       |                       |            |
| a  | The name, address, and telephone number  | er or email address o     | of the person to who     | om applications sho   | uld be addressed      |            |
|    | , , ,  |                           | •                        |                       |                       |            |
|    |  |                           |                          |                       |                       |            |
| _  |  |                           |                          |                       |                       |            |
| Ŀ  | The form in which applications should be   | submitted and infor       | mation and materia       | is they should inclu  | de                    |            |
|    |  |                           |                          |                       |                       |            |
| _  |  |                           |                          |                       |                       |            |
| c  | : Any submission deadlines   |                           |                          |                       |                       |            |
|    |  |                           |                          |                       |                       |            |
|    |  |                           |                          |                       |                       |            |
| _  | Any restrictions or limitations on awards  | such as by geogram        | nhical areas ichariti    | able fields kinds of  | institutions or oth   | er         |
| Č  | factors  | , sach as by geograf      | micai aicas, ciidille    | abie nerus, kilius Ol | maticuciona, or oth   | C1         |
|    |  |                           |                          |                       |                       |            |

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| Form 990-PF (2014)  |  |                                      |                                  | Page <b>1</b> |
|---|--|--------------------------------------|----------------------------------|---------------|
| Part XV Supplementary Inform<br>3 Grants and Contributions Paid | nation (continued)                                 | around for E                         | utura Daymant                    |               |
|   | If recipient is an individual,                     |                                      | ture Payment                     |               |
| Recipient  Name and address (home or business)                  | show any relationship to<br>any foundation manager | Foundation<br>status of<br>recipient | Purpose of grant or contribution | A mount       |
|   | or substantial contributor                         | recipient                            |                                  |               |
| a Paid during the year See Additional Data Table                | of substantial contributor                         |                                      | 34                               | 196,05        |
| <b>Total b</b> Approved for future payment                      | · · · · · · · · · · · ·                            | <del></del>                          |                                  | 196,05        |
|   |  |                                      |                                  |               |
| Total   |  |                                      |                                  |               |

| Form 990-PF (2  | 2014) Analysis of Income-Produci   | na Activitio            | <u> </u>       |                       |                    | Page <b>12</b>  |
|---|--|-------------------------|----------------|-----------------------|--------------------|---|
| Enter gross amounts unless otherwise indicated                            |  |                         | usiness income | Excluded by section   | n 512, 513, or 514 | (e)   |
| <b>1</b> Program ser  | vice revenue   | (a)<br>Business<br>code | (b)<br>A mount | (c)<br>Exclusion code | (d)<br>A mount     | Related or exempt<br>function income<br>(See<br>instructions) |
| b   |  |                         |                |                       |                    |   |
| d<br>e  |  |                         |                |                       |                    |   |
| <ul><li>g Fees and o</li><li>2 Membership</li><li>3 Interest on</li></ul> | contracts from government agencies odues and assessments   |                         |                | 14                    | 65                 |   |
| 4 Dividends a 5 Net rental in   | 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate  a Debt-financed property      |                         |                | 14                    | 15,643             |   |
| <b>b</b> Not debt-f<br><b>6</b> Net rental II                             | inanced property   |                         |                |                       |                    |   |
| 8 Gain or (los  | tment income s) from sales of assets other than  |                         |                |                       |                    |   |
| 10 Gross profit   | or (loss) from special events<br>or (loss) from sales of inventory   |                         |                |                       |                    |   |
|   | nue <b>a</b> Other investment<br>income  |                         |                | 18                    | 9,098              |   |
| c<br>d  |  |                         |                |                       |                    |   |
| 12 Subtotal Ac<br>13 Total. Add I   | dd columns (b), (d), and (e)   |                         |                | 1                     | 24,806<br>.3_      |   |
| Part XVI-B  | heet in line 13 instructions to verify ca<br>Relationship of Activities to<br>xplain below how each activity for whice | the Accom               |                |                       |                    | ntly to   |
| Line No. th   | e accomplishment of the foundation's istructions   |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |
|   |  |                         |                |                       |                    |   |

| Form 99            | 0-PF             | (2014)  |                                |                               |                                    |                      |  |                                      |                 | Рa        | ge <b>13</b> |
|--------------------|------------------|---|--------------------------------|-------------------------------|------------------------------------|----------------------|--|--------------------------------------|-----------------|-----------|--------------|
|                    |                  | Information Re<br>Noncharitable   |                                |                               |                                    | sactio               | ns and Relations                               | hips With                            |                 |           |              |
|                    |                  | ganization directly or i  |                                |                               |                                    |                      |  |                                      |                 | Yes       | No           |
| orga               | nızatı           | ons?  |                                |                               |                                    |                      |  |                                      |                 |           |              |
| <b>a</b> Tran      | sfers            | from the reporting four   | ndation to a n                 | oncharitable e                | exempt organiz                     | atıon of             |  |                                      |                 |           |              |
| (1)                | Cash.            |   |                                |                               |                                    |                      |  |                                      | 1a(1)           |           | No           |
| (2)                | Other            | assets  |                                |                               |                                    |                      |  |                                      | 1a(2)           |           | No           |
| <b>b</b> Othe      | r tran           | sactions  |                                |                               |                                    |                      |  |                                      |                 |           |              |
| (1)<br>            |                  | of assets to a noncha   | •                              | -                             |                                    |                      |  |                                      | 1b(1)           |           | No           |
|                    |                  | ases of assets from a   |                                |                               | nızatıon                           |                      |  |                                      | 1b(2)           |           | No           |
|                    | Renta            | of facilities, equipme  | nt, or other as                | ssets                         |                                    |                      |  |                                      | 1b(3)           |           | No           |
| (4)                |                  | oursement arrangemer  |                                |                               |                                    |                      |  |                                      | 1b(4)           |           | No           |
|                    |                  | or loan guarantees.   |                                |                               |                                    |                      |  |                                      | 1b(5)           |           | No           |
|                    |                  | mance of services or n  |                                |                               |                                    |                      |  |                                      | 1b(6)           |           | No           |
|                    |                  | facilities, equipment,  |                                | -                             |                                    |                      |  |                                      | 1c              |           | No           |
|                    | -                | ver to any of the above   |                                |                               |                                    |                      |  | show the fair ma                     |                 | luo       |              |
| of the             | e good<br>y trar | ds, other assets, or se<br>isaction or sharing arr<br>(b) Amount involved                   | rvices given l<br>angement, sh | by the reporting ow in column | ng foundation I<br>(d) the value o | f the fo<br>f the go | undation received les<br>ods, other assets, or | s than fair mark<br>services receive | et value<br>ed  | !         | ate.         |
| (a) Line I         | 10               | (b) Amount involved   | (C) Name of the                | опспаптаріе ехе               | mpt organization                   | (u)                  | Description of transfers, 1                    | itansacuons, and sn                  | alling arra     | ngemei    | ILS          |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
| -                  |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
| desc<br><b>√</b> N | rıbed<br>o       | ndation directly or indication 501(c) of the omplete the following (a) Name of organization | he Code (othe                  | r than section                | •                                  | ın sect              | ion 527?                                       |                                      | onship          | es        |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |
| Sign               | the b            | er penalties of perjury,<br>best of my knowledge a<br>mation of which prepar                | and belief, it is              | true, correct                 | , and complete                     |                      |  | ner than taxpaye                     |                 | sed on    | all          |
| Here               |                  | · # * * * * *   |                                |                               | 2017-11-02                         | <b>.</b>             | ~ ~ <b>~ ~</b> ~ ~                             | return<br>with the                   | preparei        | shown     |              |
|                    | 7 -              | Signature of officer or t   | rustee                         |                               | Date                               | — <b>y</b>           | Title  | below                                | , рторато.      | 5.10 11.1 |              |
|                    | 3                | signature of officer of t   | iustee                         |                               | Date                               |                      | ritie  | (see ins                             | tr)? ᢏ <b>\</b> | ∕es [ l   | No           |
|                    |                  | Print/Type preparer's<br>PETE MILLER  | s name                         | Preparer's S                  | ignature                           |                      | Date<br>2017-11-02                             | Check if self-<br>employed ▶ ✓       | PTIN            |           |              |
| Paid<br>Prepa      | rer              | Firm's name ▶ PETE MILLER CPA   |                                |                               |                                    |                      |  | Firm's EIN ▶                         | •               |           |              |
| Use 0              |                  | Fırm's address ▶  |                                |                               |                                    |                      |  | Phone no (97)                        | 2)462-          |           |              |
| 030 0              | <del>y</del>     | 598 S DENTON TAP<br>750194004   | PRD STE 101                    | . COPPELL,                    | ТХ                                 |                      |  | 9373                                 |                 |           |              |
|                    |                  |   |                                |                               |                                    |                      |  |                                      |                 |           |              |

Form 990PF Part XV Line 1a - 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)

LORETTA M WALES

contributed more than \$5,000).

JAMES R WALES

## 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 | Foundation status of | Purpose of grant or contribution | A mount |
|--|---|----------------------|----------------------------------|---------|
| Name and address (home or business)  | any foundation manager<br>or substantial contributor    | recipient            |                                  |         |
| a Paid during the year   |   |                      |                                  |         |
| URSULINE ACADEMY 4900<br>WALNUT HILL LN<br>DALLAS,TX 75229                           |   | PC                   | CHARITABLE GIFT                  | 100,000 |
| BOYS & GIRLS CLUB OF ARLINGTON<br>608 N ELM ST<br>ARLINGTON,TX 76011                 |   | PC                   | CHARITABLE GIFT                  | 1,000   |
| RONALD MCDONALD HOUSE OF<br>DALLAS 4707 BENGAL ST<br>DALLAS,TX 75235                 |   | PC                   | CHARITABLE GIFT                  | 8,000   |
| SAALESMANSHIP CLUB OF DALLAS<br>106 E 10TH ST 200<br>DALLAS,TX 75203                 |   | PC                   | CHARITABLE GIFT                  | 1,800   |
| GENESIS WOMEN'S SHELTER 4411<br>LEMMON AVE STE 201<br>DALLAS,TX 75219                |   | PC                   | CHARITABLE GIFT                  | 5,000   |
| BIG BROTHERS BIG SISTERS LONE<br>STAR 101 S COIT RD STE 115<br>RICHARDSON,TX 75080   |   | PC                   | CHARITABLE GIFT                  | 31,750  |
| KID NEW GROOVE 2906 SOUTH<br>FIRST ST STE 306<br>AUSTIN,TX 78704                     |   | PC                   | CHARITABLE GIFT                  | 500     |
| TEACH FOR AMERICA 25<br>BROADWAY 12TH FLOOR<br>NEW YORK,NY 10004                     |   | PC                   | CHARITABLE GIFT                  | 500     |
| JUNEVILLE DIABETES 9400 N<br>CENTRAL EXPY 1201<br>DALLAS,TX 75231                    |   | PC                   | CHARITABLE GIFT                  | 3,000   |
| UNIVERSITY PLACE PRESBYERIAN<br>CHURCH 8101 27TH STREET<br>UNIVERSITY PLACE,WA 98466 |   | PC                   | CHARITABLE GIFT                  | 1,000   |
| CHRIST THE KING CHURCH 8017<br>PRESTON RD<br>DALLAS,TX 75225                         |   | PC                   | CHARITABLE GIFT                  | 500     |
| ADAMS ENERGY (TOYS FOR TOTS)<br>PO BOX 802511<br>DALLAS,TX 75380                     |   | PC                   | CHARITABLE GIFT                  | 1,000   |
| ONE SOCIETY DALLAS 1935<br>MEDICAL DISTRICT DR<br>DALLAS,TX 75235                    |   | PC                   | CHARITABLE GIFT                  | 5,000   |
| BISHOP DUNNE HIGH SCHOOL<br>3900 RUGGED DR<br>DALLAS,TX 75224                        |   | PC                   | CHARITABLE GIFT                  | 20,000  |
| CATHOLIC FOUNDATION 5310<br>HARVEST HILL RD 248<br>DALLAS,TX 75230                   |   | PC                   | CHARITABLE GIFT                  | 4,000   |
| Total  |   |                      |                                  | 196,050 |

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 | Foundation status of | Purpose of grant or contribution | A mount |  |
|---|---|----------------------|----------------------------------|---------|--|
| Name and address (home or business)                             | any foundation manager<br>or substantial contributor    | recipient            |                                  |         |  |
| a Paid during the year  |   |                      |                                  |         |  |
| FEED THE NEEDY 2220 15TH<br>STREET<br>GULFPORT,MS 39501         |   | PC                   | CHARITABLE GIFT                  | 1,000   |  |
| CORNERSTONE UNKNOWN<br>DALLAS,TX 75201                          |   | PC                   | CHARITABLE GIFT                  | 2,000   |  |
| TOYS FOR TOTS 18251 QUANTICO<br>GATEWAY DR<br>TRAINGLE,VA 22172 |   | PC                   | CHARITABLE GIFT                  | 10,000  |  |
| Total   |   |                      |                                  | 196,050 |  |

| TY 2014 Accounting Fees Schedule |  |
|----------------------------------|--|

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -

Name: THE WALES FAMILY FOUNDATION

**EIN:** 46-4080656

Category Amount Net Investment Income Disbursements for Charitable Purposes

PETE MILLER TAX RETURN

Adjusted Net Income Charitable Purposes

| efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491306008177 |
|--------------------------------------|-----------------|---------------------|
| TY 2014 Investments - Other S        | Schedule        |                     |

Name: THE WALES FAMILY FOUNDATION

**ETN:** 46-4080656

| <b>2111</b> 40 40000                            |                       |            |                                  |
|---|-----------------------|------------|----------------------------------|
| Category/ Item                                  | Listed at Cost or FMV | Book Value | End of Year Fair<br>Market Value |
| INVESTMENT IN CATAMOUNT ABS STRATERGIES         |                       | 251,071    | 253,277                          |
| INVESTMENT IN CATAMOUNT ABSOLUTE RETURN FUND LP |                       | 261,736    | 271,166                          |
| INVESTMENT IN ROYAL CLI LP                      |                       | 258,089    | 258,089                          |

| TY 2014 Legal Fees Schedule |  |  |
|-----------------------------|--|--|

Name: THE WALES FAMILY FOUNDATION

**EIN:** 46-4080656

| Category          | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-------------------|--------|--------------------------|------------------------|---|
| GREG TURNER LEGAL | 2,500  |                          |                        |   |

Name: THE WALES FAMILY FOUNDATION

|      | 1112 11/1220 1/11121 1 00/13/111011 |
|------|-------------------------------------|
| EIN: | 46-4080656                          |

| Description        | Revenue and Expenses per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|--------------------|--------------------------------|--------------------------|---------------------|--|
| Portfolio expenses | 7,604                          | 7,604                    |                     |  |

# Name: THE WALES FAMILY FOUNDATION

FIN: 46-4080656

| 10 100000                |                                   |                          |                     |
|--------------------------|-----------------------------------|--------------------------|---------------------|
| Description              | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
| O ther investment income | 9,098                             | 9,098                    |                     |

#### THE WALES FAMILY FOUNDATION

46-4080656 Explanation of Changes to Original Return 2014

#### **Explanation of Changes to Original Return**

#### Form 990-PF, Page 1, Lines 4 & 11

Other investment income from pass-through entities is reported separate from dividends and interest.

#### Form 990-PF, Page 8, Part X, Minimum Investment Return

2014 was first year foundation had income and minimum investment return was inadvertently not included with 2014 return.

#### Form 990-PF, Page 8, Part XI, Distributable Amount

Recalculated due to minimum investment return.

### Form 990-PF, Page 9, Part XIII

Lines that changed in amended return

- **>** 1
- 4d
- ✓ 4e
- **~** 6a
- **-** 9
- **~** 10e

#### Form 990-PF, Page 12, Part XVI-A, Analysis of Income-Producing Activities

Analysis of income producing activities was modified to report exclusion codes by type of income in columns c and d.