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EXTENDED TO NOVEMBER 16, 2015

Return of Private Foundation

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

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OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

, and ending

Name of foundation ALBERT & ETHEL HERZSTEIN CHARITABLE FOUNDATION		A Employer identification number 74-6070484
Number and street (or P.O. box number if mail is not delivered to street address) 6131 WESTVIEW	Room/suite	B Telephone number 713-681-7868
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77055		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 97,673,216. (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		3,526,321.	3,617,762.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,058,223.			
b Gross sales price for all assets on line 6a 8,987,585.					
7 Capital gain net income (from Part IV, line 2)			1,058,223.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,116,706.	843,946.		STATEMENT 2
12 Total. Add lines 1 through 11		5,701,250.	5,519,931.		
13 Compensation of officers, directors, trustees, etc		292,911.	117,164.		175,747.
14 Other employee salaries and wages		194,082.	70,133.		123,948.
15 Pension plans, employee benefits		64,059.	26,233.		37,826.
16a Legal fees STMT 3		23,102.	5,776.		17,326.
b Accounting fees STMT 4		43,000.	10,750.		32,250.
c Other professional fees STMT 5		404,497.	75,567.		18,192.
17 Interest		181.	181.		0.
18 Taxes STMT 6		16,433.	16,433.		0.
19 Depreciation and depletion		1,201,990.	343,377.		
20 Occupancy		10,843.	0.		10,843.
21 Travel, conferences, and meetings		33,956.	18,583.		15,373.
22 Printing and publications		21,044.	5,261.		15,783.
23 Other expenses STMT 7		1,271,264.	60,819.		79,873.
24 Total operating and administrative expenses. Add lines 13 through 23		3,577,362.	750,277.		527,161.
25 Contributions, gifts, grants paid		4,677,146.			4,677,146.
26 Total expenses and disbursements. Add lines 24 and 25		8,254,508.	750,277.		5,204,307.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<2,553,258.>			
b Net investment income (if negative, enter -0-)			4,769,654.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	430,218.	234,874.	234,874.	
	2 Savings and temporary cash investments	5,073,161.	1,612,220.	1,612,220.	
	3 Accounts receivable ▶ 1,639,708.				
	Less: allowance for doubtful accounts ▶	706,754.	1,639,708.	1,639,708.	
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges	91,703.	79,703.	79,703.	
	10a Investments - U.S. and state government obligations STMT 8	20,000.	20,081.	20,081.	
	b Investments - corporate stock STMT 9	29,229,741.	31,452,501.	31,452,501.	
	c Investments - corporate bonds STMT 10	574,104.	335,807.	335,807.	
	11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment basis ▶ 103,525.					
Less: accumulated depreciation ▶ 86,004.	16,528.	17,521.	17,521.		
15 Other assets (describe ▶ STATEMENT 11)	65,780,340.	62,280,801.	62,280,801.		
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	101,922,549.	97,673,216.	97,673,216.		
Liabilities	17 Accounts payable and accrued expenses	18,751.	14,833.		
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	18,751.	14,833.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	101,903,798.	97,658,383.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	101,903,798.	97,658,383.			
31 Total liabilities and net assets/fund balances	101,922,549.	97,673,216.			

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	101,903,798.
2 Enter amount from Part I, line 27a	2	<2,553,258.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	99,350,540.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSSES ON ASSETS	5	1,692,157.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	97,658,383.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,987,585.		7,929,362.	1,058,223.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,058,223.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,058,223.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	4,582,496.	99,541,600.	.046036
2012	4,462,077.	92,276,573.	.048355
2011	3,422,180.	89,001,043.	.038451
2010	3,977,027.	81,336,681.	.048896
2009	3,392,779.	78,672,658.	.043125

2 Total of line 1, column (d)	2	.224863
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.044973
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	100,268,267.
5 Multiply line 4 by line 3	5	4,509,365.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	47,697.
7 Add lines 5 and 6	7	4,557,062.
8 Enter qualifying distributions from Part XII, line 4	8	5,204,307.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	47,697.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	47,697.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	47,697.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	103,911.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	103,911.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	56,214.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	<input checked="" type="checkbox"/>	
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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Part VII-A Statements Regarding Activities (continued)

<p>11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) STATEMENT 12 STMT 13</p> <p>12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)</p> <p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.HERZSTEINFUNDATION.ORG</u></p> <p>14 The books are in care of ► <u>L. MICHAEL HAJTMAN</u> Telephone no. ► <u>713-681-7868</u> Located at ► <u>6131 WESTVIEW, HOUSTON, TX</u> ZIP+4 ► <u>77055</u></p> <p>15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A</p> <p>16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No 16 X</p> <p>See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►</p>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr><td style="width:10%;">11</td><td style="width:10%;">X</td><td style="width:10%;"></td></tr> <tr><td>12</td><td></td><td>X</td></tr> <tr><td>13</td><td>X</td><td></td></tr> </table>	11	X		12		X	13	X	
11	X									
12		X								
13	X									

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

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

		Yes	No
<p>1a During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
<p>b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/></p>	1b		X
<p>c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?</p>	1c		X
<p>2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):</p> <p>a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____ , _____ , _____</p> <p>b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. N/A ► _____ , _____ , _____</p>			
<p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) N/A</p>	3b		
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	4a		X
<p>b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?</p>	4b		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		292,911.	24,000.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NO DIRECT CHARITABLE ACTIVITIES; CHARITABLE ACTIVITIES CONSISTED OF CONTRIBUTIONS TO PUBLICLY SUPPORTED 501(C)(3) ORGANIZATIONS AND GOVERNMENTAL ENTITIES.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	31,918,896.
b Average of monthly cash balances	1b	3,153,425.
c Fair market value of all other assets	1c	66,722,874.
d Total (add lines 1a, b, and c)	1d	101,795,195.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	101,795,195.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,526,928.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	100,268,267.
6 Minimum investment return. Enter 5% of line 5	6	5,013,413.

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6		1	5,013,413.
2a Tax on investment income for 2014 from Part VI, line 5	2a	47,697.	
b Income tax for 2014. (This does not include the tax from Part VI.)	2b	17,271.	
c Add lines 2a and 2b	2c	64,968.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	4,948,445.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	4,948,445.	
6 Deduction from distributable amount (see instructions)	6	0.	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,948,445.	

Part XII

Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,204,307.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	0.
b Cash distribution test (attach the required schedule)	3b	0.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,204,307.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	47,697.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,156,610.

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.

Form 990-PF (2014)

**ALBERT & ETHEL HERZSTEIN
CHARITABLE FOUNDATION**

Form 990-PF (2014)

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				4,948,445.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			3,781,006.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 5,204,307.				
a Applied to 2013, but not more than line 2a			3,781,006.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				1,423,301.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				3,525,144.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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Form 990-PF (2014)

**ALBERT & ETHEL HERZSTEIN
CHARITABLE FOUNDATION**

Form 990-PF (2014)

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶ _____

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 15

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

c Any submission deadlines:

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

**ALBERT & ETHEL HERZSTEIN
CHARITABLE FOUNDATION**

Form 990-PF (2014)

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Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT OF DONATIONS VARIOUS VARIOUS, TX 77055	NONE	501(C)(3)	CHARITABLE	4,677,146.
Total			▶ 3a	4,677,146.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

- | | | | | |
|---|--------------|------------|-----------|----------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets

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

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | Yes | No | |
| | 1a(1) | | | X |
| | 1a(2) | | | X |
| | 1b(1) | | | X |
| | 1b(2) | | | X |
| | 1b(3) | | | X |
| | 1b(4) | | | X |
| | 1b(5) | | | X |
| | 1b(6) | | | X |
| | 1c | X | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
HERZSTEIN INVESTMENTS, INC.	501(C)(2)	SEE STATEMENT 17

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date 11/6/2015

PRESIDENT

May the IRS discuss this return with the preparer shown below (see inst. 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

GREGORY VAUGHN, CPA

Henry Bingham

11.05.15

P01302940

Firm's name ▶ LAPORTE, APAC

Firm's EIN ► 72-1088864

Firm's address ► 1770 ST. JAMES PLACE, SUITE 250
HOUSTON, TX 77056-3432

Phone no. (713) 963-8008

Form **990-PF** (2014)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST	3,526,321.	0.	3,526,321.	3,617,762.	
TO PART I, LINE 4	3,526,321.	0.	3,526,321.	3,617,762.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PARTNERSHIP INCOME	1,363,008.	0.	
ROYALTY INCOME	1,291,023.	1,288,502.	
OTHER INCOME	<1,537,325.>	<444,556.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,116,706.	843,946.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIZER, BECK, WEBSTER- MISC LEGAL	23,102.	5,776.		17,326.
TO FM 990-PF, PG 1, LN 16A	23,102.	5,776.		17,326.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LAPORTE CPAS AND BUSINESS ADVISORS	43,000.	10,750.		32,250.
TO FORM 990-PF, PG 1, LN 16B	43,000.	10,750.		32,250.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	380,241.	69,503.		0.
OTHER PROFESSIONAL EXPENSES	24,256.	6,064.		18,192.
TO FORM 990-PF, PG 1, LN 16C	404,497.	75,567.		18,192.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	16,000.	16,000.		0.
EXCISE TAXES	433.	433.		0.
TO FORM 990-PF, PG 1, LN 18	16,433.	16,433.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PARTNERSHIP EXPENSES	1,129,572.	0.		0.
OFFICE EXPENSE	73,618.	25,766.		47,852.
D&O AND OFFICERS INSURANCE	21,449.	9,545.		11,904.
EMPLOYEE HEALTH INSURANCE	18,332.	13,749.		4,583.
SOFTWARE LICENSE FEES	11,992.	4,396.		6,595.
SUBSCRIPTIONS	7,853.	1,963.		5,890.
BANK SERVICE FEES	3,552.	1,421.		2,131.
GIFTS	3,018.	3,018.		0.
MEMBERSHIP FEES & DUES	1,835.	918.		918.
MISCELLANEOUS	43.	43.		0.
TO FORM 990-PF, PG 1, LN 23	1,271,264.	60,819.		79,873.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
VANGUARD TREASURY FD	X		20,081.	20,081.
TOTAL U.S. GOVERNMENT OBLIGATIONS			20,081.	20,081.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			20,081.	20,081.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VANGUARD STOCK FUNDS	14,140,194.	14,140,194.
STEINBERG FUNDS	2,640,055.	2,640,055.
MATTHEWS PACIFIC TIGER FUND	3,809,319.	3,809,319.
T ROWE PRICE FUNDS	3,769,889.	3,769,889.
CALAMOS STOCK PORTFOLIO	908,521.	908,521.
SALIENT PARTNERS FUNDS	2,415,115.	2,415,115.
MATRIX INCOME FUNDS	910,960.	910,960.
SOUTH TEXAS MM FUND	1,042,923.	1,042,923.
DFA FUNDS	1,815,525.	1,815,525.
TOTAL TO FORM 990-PF, PART II, LINE 10B	31,452,501.	31,452,501.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CALAMOS CORPORATE BOND PORTFOLIO	324,940.	324,940.
T ROWE PRICE FUNDS	10,867.	10,867.
TOTAL TO FORM 990-PF, PART II, LINE 10C	335,807.	335,807.

FORM 990-PF	OTHER ASSETS	STATEMENT 11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIPS	29,400,004.	23,997,588.	23,997,588.
INVESTMENT IN HERZSTEIN INVESTMENTS, INC	36,380,336.	38,283,213.	38,283,213.
TO FORM 990-PF, PART II, LINE 15	65,780,340.	62,280,801.	62,280,801.

FORM 990-PF	TRANSFERS FROM CONTROLLED ENTITIES	STATEMENT 12
	PART VII-A, LINE 11	

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

HERZSTEIN INVESTMENTS INC

76-0694434

ADDRESS

6131 WESTVIEW
HOUSTON, TX 77055

DESCRIPTION OF TRANSFER

DIVIDEND - DISTRIBUTION OF NET INCOME FROM A SECTION 501(C)(2)
ORGANIZATION.

AMOUNT
OF TRANSFER

1,796,670.

TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES

1,796,670.

FORM 990-PF LIST OF CONTROLLED ENTITIES STATEMENT 13
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY EMPLOYER ID NO
HERZSTEIN INVESTMENTS INC 76-0694434

ADDRESS EXCESS BUSINESS HOLDING [] YES [X] NO
6131 WESTVIEW
HOUSTON, TX 77055

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 14
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD LOEWENSTERN 6131 WESTVIEW HOUSTON, TX 77055	VICE PRES/DIRECTOR 5.00	25,000.	0.	0.
GEORGE STRAKE JR 6131 WESTVIEW HOUSTON, TX 77055	CHAIRMAN/DIRECTOR 5.00	30,000.	0.	0.
L. MICHAEL HAJTMAN 6131 WESTVIEW HOUSTON, TX 77055	PRESIDENT 35.00	172,911.	24,000.	0.
NATHAN TOPEK 6131 WESTVIEW HOUSTON, TX 77055	VICE PRES/DIRECTOR 5.00	25,000.	0.	0.
STEVE GOODMAN 6131 WESTVIEW HOUSTON, TX 77055	DIRECTOR 5.00	20,000.	0.	0.
BRYAN MILLER 6131 WESTVIEW HOUSTON, TX 77055	DIRECTOR 5.00	20,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		292,911.	24,000.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MICHAEL HAJTMAN
6131 WESTVIEW
HOUSTON, TX 77055

TELEPHONE NUMBER

(713) 681-7868

FORM AND CONTENT OF APPLICATIONS

AMT REQUESTED, CHARITABLE PURPOSE & TAX EXEMPT STATUS OF REQUESTING
ORGANIZATION.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

990-PF	INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS	STATEMENT 16
	PART XVII, LINE 1, COLUMN (D)	

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

HERZSTEIN INVESTMENTS, INC.

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

SHARING SPACE AND EMPLOYEES WITH A 501(C)(2) ORGANIZATION

990-PF	AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS	STATEMENT	17
	PART XVII, LINE 2, COLUMN (C)		

NAME OF AFFILIATED OR RELATED ORGANIZATION

HERZSTEIN INVESTMENTS, INC.

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

ALBERT & ETHEL HERZSTEIN CHARITABLE FOUNDATION IS THE SOLE OWNER AND MAINTAINS CONTROL OVER HERZSTEIN INVESTMENTS, INC., A TITLE-HOLDING CORPORATION, AS DESCRIBED IN SECTION 501(C)(2) OF THE CODE.

	Sales	Cost Basis	Cap Gain
VG Energy Fund	7,473.51		7,473.51
DFA Intl	16,454.63		16,454.63
DFA Emerging	18,421.45		18,421.45
Trowe Emerging Bond	68.75		68.75
Trowe Dividend Growth	44,006.07		44,006.07
Calamos	625,755.62	532,215.50	93,540.12
Salient	2,030,479.59	1,754,913.99	275,565.60
Steinberg	1,423,447.68	1,117,901.90	305,545.78
Bancshares	178,667.00	65,340.00	113,327.00
Matrix	335,162.36	368,273.05	(33,110.69)
Trowe Intl Discovery	700,000.00	522,635.40	177,364.60
STMM	57,127.46	61,014.58	(3,887.12)
Balestra	2,714,974.54	2,624,835.68	90,138.86
Trowe Emerging Markets	835,546.58	882,232.14	(46,685.56)
	<u>8,987,585.24</u>	<u>7,929,362.24</u>	<u>1,058,223.00</u>

*Detail available upon request

Albert & Ethel Herzstein Charitable Foundation

74-6070484

9/14/2015

Recipient Name & Address	Project Title	Recipient Status	Amount
Accuracy in Media, Inc. 4350 East West Highway Suite 555 Bethesda, MD 20814	Towards support of general operations.	PC	\$2,500.00
Acton Institute For The Study Of Religion And Liberty 98 E Fulton Street Grand Rapids, MI 49503	Towards support of general operations.	PC	\$5,000.00
Admiral Nimitz Foundation 328 E Main Street Fredricksburg, TX 78624	Towards support for the construction of the Nimitz Legacy Park Exhibit and Sculpture.	PC	\$20,000.00
Adult Reading Center Inc 2246 N. Washington Avenue Pearland, TX 77581-4040	Towards support of literacy programs.	PC	\$7,500.00
AVDA 1001 Texas Avenue, Suite 600 Houston, TX 77002	Towards support for general operating.	PC	\$12,500.00
Alley Theatre 615 Texas Avenue Houston, TX 77002-2710	Towards support the capital campaign.	PC	\$50,000.00
Alley Theatre 615 Texas Avenue Houston, TX 77002-2710	Towards support of the 2014-2015 performance season.	PC	\$15,000.00
Houstons Amazing Place Inc. 3735 Drexel Houston, TX 77027	Towards support of general operations.	PC	\$15,000.00
American Enterprise Institute For Public Policy Research 1150 Seventeenth Street, N.W Washington, DC 20036	Towards support of general operations.	PC	\$5,000.00
American Festival for the Arts 1718A Lubbock Street Houston, TX 77007	Towards support the 2014 summer music conservancy, community partnerships, and the scholarship enrichment fund.	PC	\$2,500.00
Americas VetDogs the Veterans K9 Corps Inc. 371 East Jericho Turnpike Smithtown, NY 11787	Towards support of veterans with disabilities through a graduate/dog team.	PC	\$10,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Angel Reach 206-A South Loop 336 W-203 Conroe, TX 77304	Towards support of a staff person to assist with counseling.	PC	\$5,000.00
The Arbor School 1635 Blalock Houston, TX 77080	Towards support of general operations.	PC	\$12,500.00
Arc of Fort Bend County 123 Brooks Street Sugar Land, TX 77478	Towards support of the Employment Assistance Program.	PC	\$7,500.00
Archdiocese of Galveston-Houston 1700 San Jacinto Street P. O. Box 907 Houston, TX 77001	Towards support of "Our Fathers: A Campaign for the Home for Retired Priests".	PC	\$10,000.00
Archdiocese of Galveston-Houston 1700 San Jacinto Street P. O. Box 907 Houston, TX 77001	Towards support of the Inner City Catholic Schools Funding Initiative.	PC	\$25,000.00
Archway Academy c/o Palmer Episcopal Church 6221 Main Street Houston, TX 77030	Towards support of general operations.	PC	\$15,000.00
Armed Services YMCA of the USA 415 N 8th Street Killeen, TX 76541	Towards support of the capital campaign.	PC	\$20,000.00
Ars Lyrica Houston 4807 San Felipe, Suite 202 Houston, TX 77056	Towards support of the Texas premiere of George Frederic Handel's oratorio, Alexander's Feast, on May 17, 2014 in Zilkha Hall at the Hobby Center.	PC	\$15,000.00
ArtBridge 3311 Richmond, Ste. 212 Houston, TX 77098	Towards support for general operations.	PC	\$3,000.00
Asia Society Texas Center 1370 Southmore Blvd. Houston, TX 77004	Towards support of the Performing Arts & Culture Budget.	PC	\$5,000.00
Atlas Economic Research Foundation 1201 L Street NW, 2nd Floor Washington, DC 20005	Towards support of general operations	PC	\$5,000.00
Atlas Scholars 24 E Greenway Plaza Houston, TX 77046	Towards support of scholarships and stipends for participants.	PC	\$25,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Barbara Bush Foundation for Family Literacy Inc. 9219 Katy Frwy Ste 121 Houston, TX 77024	Towards support of the 20th Anniversary of the Celebration of Reading on April 24, 2014	PC	\$25,000.00
Bay Area Habitat for Humanity-Houston, Inc. PO Box 1284 Dickinson, TX 77539	Towards support the construction of homes in the northside neighborhood of La Porte, Texas.	PC	\$5,000.00
Baylor College of Medicine One Baylor Plaza Houston, TX 77030	Towards support for the Alzheimer's Disease & Memory Disorders Center.	PC	\$5,000.00
Bayou Preservation Association, Inc. 2990 Richmond Avenue #500 Houston, TX 77098	Towards support of the Eyes on the Bayou program.	PC	\$10,000.00
Cathedral Health Ministries 1117 Texas Avenue Houston, TX 77002	Towards support for the four core programs, and the expansion of services and hours of operation at the Day Center.	PC	\$5,000.00
Big Brothers Big Sisters Lone Star 6437 High Star Houston, TX 77074	Towards support of the capital campaign to construct the new Houston headquarters at 1003 Washington Avenue.	PC	\$25,000.00
Bill of Rights Institute 200 North Glebe Road, Ste.200 Arlington, VA 22203	Towards support of the Constitutional Seminar for Houston area teachers.	PC	\$10,500.00
Blue Bird Circle 615 West Alabama Houston, TX 77006-5003	Towards support of the early identification and intervention program, to ensure direct patient care, and the basic research initiatives in pediatric neurology.	PC	\$10,000.00
Boat People S O S Inc 11360 Bellaire Blvd., Ste. 910 Houston, TX 77072	Towards support of the Citizenship and ESL programs.	PC	\$5,000.00
Bo's Place 10050 Buffalo Speedway Houston, TX 77054	Towards support of the grief support programs.	PC	\$10,000.00
Boys and Girls Clubs of Greater Houston Inc. 1520-A Airline Drive Houston, TX 77009-3606	Towards assistance in funding the expanded delivery model.	PC	\$25,000.00
Boys and Girls Country of Houston Inc 18806 Roberts Road Hockley, TX 77447	Towards support for general operations.	PC	\$15,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Boys and Girls Harbor, Inc. P.O. Box 848 Houston, TX 77001-0848	Towards support for the "Adopt-A-Cottage" program.	PC	\$10,000.00
Father Flanagans Boys Home 503 Urban Loop San Antonio, TX 78204	Towards support of the youth program.	PC	\$10,000.00
St. Johns School 2401 Claremont Lane Houston, TX 77019	Towards support of general operations.	PC	\$7,500.00
Briarwood-Brookwood Inc. 1752 FM 1489 Brookshire, TX 77423	Towards support of general operations.	PC	\$15,000.00
Bridges to Life P.O. Box 570895 Houston, TX 77257-0895	Towards support of general operations.	PC	\$25,000.00
Buffalo Bayou Partnership 1113 Vine Street, Suite 200 Houston, TX 77002	Towards support of the final phase of the parks' construction.	PC	\$20,000.00
Camp Aranzazu Inc. 5420 FM1781 Rockport, TX 78323-7622	Towards support of children with special needs with scholarship assistance to afford them campership opportunities.	PC	\$5,000.00
Camp for All Foundation 10500 NW Freeway Ste 220 Houston, TX 77092	Towards support of general operations.	PC	\$5,000 00
CanCare of Houston Inc. 3575 Katy Freeway, Ste. 428 Houston, TX 77024	Towards support of the hospital visitation and one-on-one emotional support.	PC	\$15,000.00
Casa de Esperanza de los Ninos Incorporated P O. Box 66581 Houston, TX 77266-6581	Towards support of the Casa De Esperanza Academy.	PC	\$5,000.00
Catholic Charities of the Archdiocese of Galveston-Houston 2900 Louisiana Street Houston, TX 77006	Towards support of general operations.	PC	\$7,500 00
Center for African American Military History, Inc. 3816 Caroline Street Houston, TX 77004	Towards support of Phase II of the capital campaign.	PC	\$125,000.00
Change Happens 3353 Elgin Street Houston, TX 77004	Towards support of general operations.	PC	\$25,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Ft Bend County Child Advocates, Inc. 5403 Avenue N Rosenberg, TX 77471	Towards support of the Court Appointed Special Advocates Program.	PC	\$10,000.00
Child Advocates Incorporated 2401 Portsmouth, Ste. 210 Houston, TX 77098	Towards support the 2014 Court Services Program.	PC	\$10,000.00
Childrens Museum Inc 1500 Binz Houston, TX 77004-7112	Towards support of the Family Adventures Program.	PC	\$5,000 00
Chinese Community Center Inc 9800 Town Park Houston, TX 77036	Towards support of the Certified Nurse Aide vocational program.	PC	\$10,000.00
Chinquapin Preparatory School 2615 E. Wallisville Rd. Highlands, TX 77562-3199	Towards support of the placement of a new roof on the student gymnasium.	PC	\$54,000.00
The Georgetown Area Community Foundation 116 W 8th Street Georgetown, TX 78626	Towards support of the Breakfast with Santa program.	PC	\$10,000.00
Christian Community Service Center, Inc. P.O. Box 27924 Houston, TX 77227-7924	Towards support of the JobNet program.	PC	\$2,500.00
Clayton Dabney Foundation for Kids with Cancer 11 Greenway Plaza, Suite 3175 Houston, TX 77046	Towards support of the Everlasting memories program.	PC	\$5,000.00
Coalition For The Homeless Of Houston/Harris County 600 Jefferson St #2050 Houston, TX 77002	Towards support of the programs that provide leadership in the development, advocacy and coordination of community strategies to prevent and end homelessness	PC	\$5,000.00
The College of Saints John Fisher & Thomas More 3511 W. Biddison Fort Worth, TX 76109	Towards support of general operations.	PC	\$10,000.00
Colonial Hills Baptist Church 7330 S Broadway Ave Tyler, TX 75703-5003	Towards support for the Men's Ministry "Band of Brothers".	PC	\$25,000.00
Colonial Williamsburg Foundation P.O. Box 1776 Williamsburg, VA 23187-1776	Towards funds to support attendance of three Houston teachers in the 2014 Colonial Williamsburg Teacher Institute.	PC	\$8,550.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Communities in Schools of Houston, Inc. 1235 North Loop West, Suite 300 Houston, TX 77008	Towards support of Methodist Nursing Externship.	PC	\$10,000.00
Community Family Centers-Centros Familiares de la Comunidad 7524 Avenue E Houston, TX 77012	Towards support of the Youth Services Program.	PC	\$5,000.00
Congregation Emanu-El Two Lake Street San Francisco, CA 94118	Towards support of the Herzstein Family Music & Art Fund in memory of Mr. Mortimer Herzstein.	PC	\$25,000.00
Cornerstone Recovery Inc 6699 Portwest Drive, Suite 140 Houston, TX 77024	Towards support of mental and behavioral health treatment for adolescents of low income families.	PC	\$5,000.00
Corpus Christi Hope House Inc. 658 Robinson Street Corpus Christi, TX 78404	Towards support of general operations.	PC	\$5,000.00
Covenant House Texas 1111 Lovett Boulevard Houston, TX 77006	Towards support of general operations.	PC	\$15,000.00
Crime Stoppers of Houston, Inc. P.O. Box 541654 Houston, TX 77254-1654	Towards the capital campaign.	PC	\$50,000.00
Crossroads School Inc. A Nonprofit Organization 5822 Dolores Street Houston, TX 77057	Towards support of the capital campaign to replace the old school buildings.	PC	\$20,000.00
Cystic Fibrosis Foundation 50 Briar Hollow Lane, Suite 250E Houston, TX 77027	Towards support of the specialized care, treatment and vital research at Baylor College of Medicine.	PC	\$15,000.00
D.O.R.S. Community Services P.O. Box 1286 Longview, TX 75606	Towards support of the Youth Transition Center.	PC	\$3,000.00
Da Camera Society of Texas 1402 Sul Ross Houston, TX 77006	Towards support of the Education and Community Initiatives.	PC	\$5,000.00
Dan's House of Hope, Inc. P.O. Box 8444 Houston, TX 77288-8444	Towards purchasing a hospitality house.	PC	\$15,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
David Horowitz Freedom Center 14724 Ventura Boulevard, Suite 820 Sherman Oaks, CA 91403	Towards support of general operations.	PC	\$2,500.00
DePelchin Children's Center 4950 Memorial Drive Houston, TX 77007	Towards support for comprehensive, multi-disciplinary, evidence-based mental health services for children and adolescents.	PC	\$5,000.00
Depression & Bipolar Support Alliance DBSA Greater Houston 3800 Buffalo Speedway, Suite 350 Houston, TX 77098-3706	Towards support of general operations.	PC	\$10,000.00
Dimmit County Junior Livestock Show Associates Inc P.O. Box 236 Carrizo Springs, TX 78834	Towards support of the 4H and FFA Livestock Show.	PC	\$5,000.00
Discovery Green Conservancy 1500 McKinney Houston, TX 77010	Towards support for programming and technical upgrades.	PC	\$5,000.00
Dominican Sisters of Houston 6501 Almeda Road Houston, TX 77021-2095	Towards support of the replacement of faucets on the second and third floors of the retirement home.	PC	\$5,000.00
East Ft Bend Human Needs Ministry Inc P.O. Box 1611 Stafford, TX 77497-1611	Towards support of the Financial Assistance Program.	PC	\$7,500.00
Easter Seals of Greater Houston, Inc. 4500 Bissonnet, Suite 340 Bellaire, TX 77401-3006	Towards support of the Caroline School Operating Endowment Campaign.	PC	\$7,500.00
Elves & More 2200 Louetta Road Spring, TX 77388	Towards support of purchasing bicycles and helmets to motivate at-risk students to improve literacy.	PC	\$10,000.00
Emergency Aid Coalition 5401 Fannin Street Houston, TX 77004	Towards support of general operations.	PC	\$5,000.00
Empower Texans Foundation P.O. Box 200248 Austin, TX 78720	Towards the development of a website and incidental materials.	PC	\$5,000.00
Ensemble Theatre 3535 Main Street Houston, TX 77002	Towards support of the 2014-2015 performance season.	PC	\$5,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
ESCAPE Family Resource Center of the Exchange Clubs of Houston 1721 Pech Rd Ste 300 Houston, TX 77055	Towards support of the educational programs, services and operations	PC	\$10,000.00
ESCAPE Family Resource Center of the Exchange Clubs of Houston 1721 Pech Rd Ste 300 Houston, TX 77055	Towards the purchase and remodeling of a permanent home at 2410 Hamilton.	PC	\$25,000.00
Exchange Club of Quail Valley P.O Box 1205 Missouri City, TX 77459	Towards support of scholarships for Fort Bend high school students.	PC	\$12,500.00
Executive Service Corps of Houston 7575 San Felipe Street, Suite 235 Houston, TX 77063-1713	Towards support of general operations.	PC	\$2,500.00
Express Theatre 446 Northwest Mall Houston, TX 77092	Towards support of the 2013-2014 performance season.	PC	\$5,000.00
Eye Care for Kids Foundation 9660 Hillcroft, Suite 325 Houston, TX 77096	Towards support for general operations.	PC	\$15,000.00
Manowe Ministries Inc 3009 Sackett Street Houston, TX 77098	Towards support of programming Located in Alief ISD and HISD's 5th Ward.	PC	\$3,000.00
Foundation For Teaching Economics 260 Russell Boulevard Ste B Davis, CA 95646	Towards support of three Cristo Rey College Prep Students to attend the Economics for Leaders program in 2015.	PC	\$9,000.00
Free Enterprise Institute 9600 Long Point Rd Ste 300 Houston, TX 77055	Towards support of the 2014 Annual Freedom Fund.	PC	\$25,000.00
Free Enterprise Institute 9600 Long Point Rd Ste 300 Houston, TX 77055	Towards support of general operations.	PC	\$5,000.00
Arrow Child and Family Ministries 2929 FM 2920 Rd. Spring, TX 77388	Towards support of the Freedom Place program in the Greater Houston area.	PC	\$5,000.00
Freedomworks Foundation 400 North Capitol Street, NW, Suite 765 Washington, DC 20001	Towards support of general operations.	PC	\$15,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Friends of the National World War II Memorial 921 Pennsylvania Avenue, SE, Suite 304 Washington, DC 20003	Towards support of the National World War II Memorial 10th Anniversary Commemoration.	PC	\$10,000.00
Fort Bend Family Promise 1424 FM 1092 Missouri City, TX 77459	Towards support of general operations.	PC	\$5,000.00
The Fund for American Studies 1706 New Hampshire Avenue NW Washington, DC 20009	Towards support of scholarships for the 2015 summer institutes for students from the Houston area.	PC	\$10,000.00
Galveston Bay Foundation 17330 Highway 3 Webster, TX 77598	Towards support of the youth education programs.	PC	\$7,500.00
Galveston Historical Foundation, Inc. 502 20th Street Galveston, TX 77550-1631	Towards support of preservation and cultural programs.	PC	\$15,000.00
Center For Transportation & Commerce 2602 Santa Fe Place Galveston Island, TX 77550	Towards support of the restoration of an historically significant caboose.	PC	\$10,000.00
Generation One PO Box 8280 Houston, TX 77288	Towards support of the Youth Program Services.	PC	\$5,000.00
Genesys Works 601 Jefferson Avenue, Suite 3950 Houston, TX 77002	Towards support of general operations.	PC	\$7,500.00
Friends of the Georgetown Animal Shelter P.O. Box 409 Georgetown, TX 78627	Towards support of general operations.	PC	\$1,500.00
Girlstart 1400 W. Anderson Lane Austin, TX 78757	Towards support for the After School program.	PC	\$5,000.00
Glenwood Cemetery Historic Preservation Foundation 2525 Washington Avenue Houston, TX 77007	Towards support of general operations.	PC	\$10,000.00
Good Samaritan Foundation of Texas Inc. 2001 Kirby Drive Ste 1350 Houston, TX 77019	Towards support of the nursing scholarship programs in Houston and in the surrounding counties.	PC	\$5,000.00
1894, Inc. 2020 Postoffice Street Galveston, TX 77550	Towards support of the 2014-2015 performing arts season.	PC	\$15,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Grantmakers in the Arts 4055 21st Avenue West, Suite 100 Seattle, WA 98199	Towards support of the 2014 Grantmakers in the Arts National Conference in Houston, October 12-15.	PC	\$2,500.00
Greater Houston Hispanic Chamber of Commerce Foundation 1801 Main Street, Suite 890 Houston, TX 77002	Towards support of developing and implementing the Emerging Leaders Institute.	PC	\$5,000.00
Gulf Coast Bird Observatory, Inc. 103 Highway 332 West Lake Jackson, TX 77566	Towards support of the Avian Conservation Science Center.	PC	\$7,500.00
Habitat for Humanity International Inc Northwest Harris County P.O. Box 682785 Houston, TX 77268-2785	Towards support of the Annual Youth Built Home.	PC	\$5,000.00
Hadassah, The Women's Zionist Organization of America, Inc. 50 West 58 Street New York, NY 10019	Towards support of the Tower Matching Grant, Avital Chapter	PC	\$5,000.00
Halo House Foundation 4010 Blue Bonnet Blvd., Ste. 110 Houston, TX 77025	Towards support of general operations.	PC	\$10,000.00
Hand in Hand American Friends of Cntr for Jewish-Arab Edu in Israel P.O. Box 80102 Portland, OR 97280	Towards support of general operations.	PC	\$10,000.00
The Harris School Inc 6210 Rookin Street Houston, TX 77074	Towards support of general operations.	PC	\$10,000.00
Healthcare for the Homeless-Houston P O. Box 66690 Houston, TX 77266	Towards support of general operations.	PC	\$5,000.00
Heritage Foundation 214 Massachusetts Avenue, NE Washington, DC 20002-4999	Towards support of general operations and the capital campaign.	PC	\$125,000.00
Hermann Park Conservancy 6201-A Hermann Park Drive Houston, TX 77030	Towards support of the Centennial Gardens project.	PC	\$125,000.00
Houston Upstairs Theatre School 311 West 18th Street Houston, TX 77008-3903	Towards support of the production of Shrek the Musical in April 2014.	PC	\$5,000.00

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Holocaust Museum Houston Morgan Family Center 5401 Caroline Street Houston, TX 77004	Towards support for the restoration of the Hanne Frank.	PC	\$20,000.00
Holocaust Museum Houston Morgan Family Center 5401 Caroline Street Houston, TX 77004	Towards support of general operations.	PC	\$5,000.00
Holy Name Retreat Center 430 Bunker Hill Road Houston, TX 77024-6399	Towards support of the Twelve Step Programs.	PC	\$5,000.00
Hood College of Frederick MD 401 Rosemont Avenue Frederick, MD 21701-8575	Towards support of the endowed scholarship in honor of Albert & Ethel Herzstein.	PC	\$10,000.00
Leland Stanford Junior University Stanford University Stanford, CA 94305-6010	Towards support of general operations.	PC	\$15,000.00
Hope Foundation for Retarded Children 15403 Hope Village Road Friendswood, TX 77546	Towards support of the capital campaign.	PC	\$10,000.00
Houston Aphasia Recovery Center 3710 Briarpark Drive, Ste.310 Houston, TX 77042	Towards support of general operations.	PC	\$25,000.00
Houston Arboretum & Nature Center 4501 Woodway Drive Houston, TX 77024	Towards support of general operations.	PC	\$10,000 00
Houston Area Parkinson Society 2700 SW Fwy Ste 296 Houston, TX 77098	Towards funds to support programs in 2014.	PC	\$15,000.00
Houston Arts & Media 4813 Ella Boulevard Houston, TX 77018	Towards completing the next two films in the Birth of Texas Series.	PC	\$10,000.00
Houston Audubon Society 440 Wilchester Boulevard Houston, TX 77079-7329	Towards support of general operations.	PC	\$5,000.00
Houston Ballet Foundation 601 Preston Street Houston, TX 77002	Towards support of the education and community outreach initiatives.	PC	\$15,000.00
Houston Choral Showcase PO Box 980543 Houston, TX 77098	Towards support of general operations.	PC	\$2,500 00

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Houston Compass Inc. 1117 Texas Avenue Houston, TX 77002	Towards support of general operations.	PC	\$10,000.00
Houston Ear Research Foundation 7737 Southwest Freeway, Suite 630 Houston, TX 77074	Towards underwriting the program to provide access to the newest cochlear implant technology and conduct research.	PC	\$20,000.00
Houston Friends of Chamber Music, Inc. Rice University MS 532 P.O. Box 1892 Houston, TX 77251-1892	Towards support of the Jupiter Spring Quartet with Rice professor and violist James Dunham on December 2, 2014 at Stude Concert Hall at Rice University.	PC	\$5,000.00
Furniture Bank 2100 Hussion Houston, TX 77003	Towards support of the \$5 million capital campaign.	PC	\$10,000.00
Houston Grand Opera Association Inc. 510 Preston Street Houston, TX 77002-1504	Towards support of HGO's tour of Mieczyslaw Weinberg's, The Passenger.	PC	\$20,000.00
Houston Hillel Ida & William Zinn Building 1700 Bissonnet Houston, TX 77005	Towards support of the graduate school seminars.	PC	\$10,000.00
Houston Humane Society P.O. Box 450528 Houston, TX 77245-0528	Towards support of general operations.	PC	\$1,500.00
Houston Junior Womans Club Charitable Fund P.O. Box 19684 Houston, TX 77224-9684	Towards support of the Luncheon and style show at the Omni Houston Hotel.	PC	\$3,000.00
Houston Metropolitan Dance Center Inc. PO Box 980457 Houston, TX 77098	Towards support of the Hearts in Motion Education and Outreach Program.	PC	\$3,000.00
Houston Parks Board 300 North Post Oak Lane Houston, TX 77024	Towards support of general operations.	PC	\$10,000.00
Houston Police Foundation P.O. Box 346 Houston, TX 77001-0346	Towards the support of the purchase a new pickup truck that will be used to pull/transport the mule and allow the expanded Homeless Outreach Team to access hard to reach areas in which hoemeless inviduals reside.	PC	\$20,000.00

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Houston Public Media Foundation 4343 Elgin Houston, TX 77204-0008	Towards support of the local broadcast of Nova during the 2014-2015 season.	PC	\$25,000.00
Houston Society for the Prevention of Cruelty to Animals 900 Portway Drive Houston, TX 77024	Towards support of general operations.	PC	\$5,000.00
Houston Symphony Society 615 Louisiana Street, Suite 102 Houston, TX 77002-2715	Towards support of orchestra costs and to support the Ima Hogg Young Artists Competition.	PC	\$20,000.00
Houston Wilderness, Inc. 550 Westcott St Ste 305 Houston, TX 77007	Towards support of general operations.	PC	\$5,000.00
Houston Youth Symphony & Ballet 2400 Augusta, Suite 235 Houston, TX 77057	Towards support of the 2013/14 performance season.	PC	\$2,500 00
Including Kids, Inc 5364 FM 1960 East Humble, TX 77346	Towards support of the capital campaign to purchase land and an existing building in Humble.	PC	\$2,500.00
Independent Women's Forum 1875 I Street NW, Suite 500 Washington, DC 20006	Towards support of general operations.	PC	\$10,000.00
Inprint Inc. 1520 West Main Houston, TX 77006	Towards support of general operations.	PC	\$10,000 00
Institute for Humane Studies 3434 Washington Blvd, MS 1C5 Arlington, VA 22201	Towards support of general operations.	PC	\$5,000.00
Institute of Nautical Archaeology P.O. Drawer HG College Station, TX 77841-5137	Towards support of Phase IV of the Denbigh.	PC	\$5,000.00
Intercollegiate Studies Institute Inc. 3901 Centerville Road Wilmington, DE 19807-1938	Towards support of activities of local college campuses in the Houston area.	PC	\$15,000.00
Interface Samaritan Counseling Centers 4803 San Felipe Houston, TX 77056	Towards support of the counseling services.	PC	\$2,500.00
Interfaith CarePartners, Inc. 701 N. Post Oak Road, Suite 330 Houston, TX 77024	Towards support of the Care Team program.	PC	\$7,500.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Interfaith Caring Ministries Inc 151 Park Avenue League City, TX 77573	Towards support of the Emergency Rent and Utilities Program.	PC	\$5,000.00
Interfaith Ministries For Greater Houston 3303 Main Street Houston, TX 77002	Towards support of the "Many Faiths Building Together" capital campaign.	PC	\$100,000.00
Jewish Children's Regional Service P.O. Box 7368 Metairie, LA 70010-7368	Towards support for low-income, dependent and special needs Jewish youth in the Houston area.	PC	\$15,000.00
Jewish Ethics Institute 5200 West Loop South, Suite 211 Bellaire, TX 77401	Towards support of general operations.	PC	\$3,500 00
Joe Foss Institute 2864 Hurstview Dr. Hurst, TX 76054	Towards support of training for the VIP program in the Houston area.	PC	\$5,000.00
John Paul II Catholic School 1400 Parkway Plaza Drive Houston, TX 77077	Towards support of the Robotics Team First Lego League's National Championship in San Deigo, CA in May, 2014.	PC	\$5,000.00
Joy Development School One Chelsea Boulevard Houston, TX 77006	Towards support of the Student Financial Aid Fund for the 2014-2015 school year.	PC	\$15,000.00
Junior Achievement of Southeast Texas, Inc. 2115 East Governors Circle Houston, TX 77092	Towards support of a Young Men's Leadership Initiative Conference for young men from two schools in Houston.	PC	\$20,000.00
JDRF International 2425 Fountain View, Suite 280 Houston, TX 77057	Towards support of Type 1 diabetes research.	PC	\$5,000.00
Katy Prairie Conservancy 3015 Richmond Avenue Suite 230 Houston, TX 77098-3114	Towards the restoration project on the Indiangrass Preserve.	PC	\$5,000.00
Kick Drugs out of America Foundation 3800 N. Shepherd, Suite 3800B Houston, TX 77018-6411	Towards support of general operations.	PC	\$5,000.00
Kings Academy Christian School 7330 South Broadway Tyler, TX 75703	Towards support of the 10th Anniversary Institutional and Educational Enhancements.	PC	\$10,000 00

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KIPP, Inc. 10711 Kipp Way Houston, TX 77099	Towards support of general operations for the 2014-2015 school year.	PC	\$10,000.00
Community Kollel of Houston 7530 Coachwood Lane Houston, TX 77071	Towards teaching Torah to the Houston Community.	PC	\$3,000.00
Leadership Institute 1101 North Highland Street Arlington, VA 22201	Towards support of programs to train and equip conservative college students.	PC	\$15,000.00
The Learning Planet Inc. 7807 Prestwood Drive Houston, TX 77036	Towards support of the 14th season production of "Rima, Fuego & the Children".	PC	\$5,000.00
Liberty Institute 2001 West Plano Parkway, Suite 1600 Plano, TX 75075	Towards support of general operations.	PC	\$3,500.00
Local Infant Formula for Emergencies Inc. 2002 S Wayside Drive, Ste. 113 Houston, TX 77023	Towards suport of the Food for Hungry Babies Program.	PC	\$5,000.00
Literacy Advance of Houston, Inc. 2424 Wilcrest Drive, Suite 120 Houston, TX 77042	Towards support of their 50th anniversary year.	PC	\$10,000.00
Literacy Volunteers of Fort Bend County Inc. 12530 Emily Court Sugar Land, TX 77478	Towards support of an upgraded curriculum for the ESL program and to provide support of the technology and consumable needs of the GED program.	PC	\$5,000.00
Living Bank International P.O. Box 6725 Houston, TX 77265	Towards support to develop the technology applications for the resource center and forum.	PC	\$5,000.00
Louisiana Books 2 Prisoners 1631 Elysian Fields Box 117 New Orleans, LA 70117	Towards support of general operations.	PC	\$500.00
Lutheran Education Association of Houston 12555 Ryewater Drive Houston, TX 77089	Towards support the Growing LSA Capital Campaign.	PC	\$10,000.00
Main Street Theater at Autry House 2540 Times Boulevard Houston, TX 77005-3225	Towards support of the 2013-2014 performance season.	PC	\$15,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Make-A-Wish Foundation of the Texas Gulf Coast and Louisiana, Inc 12625 SW Freeway Stafford, TX 77477	Towards support of two wishes from the Houston area.	PC	\$13,000.00
Making It Better 3300 S. Gessner, Ste. 251 Houston, TX 77063	Towards support of general operations.	PC	\$5,000.00
MatchingDonors Org Inc 766 Turnpike Street Canton, MA 02021	Towards support of children and underprivileged adult patients waiting for a kidney transplant in Texas	PC	\$5,000.00
Mechon Hadar 190 Amsterdam Avenue New York, NY 10023	Towards support of two week-long programs for Rabbis and Jewish lay leaders.	PC	\$5,000.00
Memorial Assistance Ministries Inc 1625 Blalock Road Houston, TX 77080	Towards the Employment Services Program.	PC	\$5,000.00
Memorial Park Conservancy Inc 6501 Memorial Drive Houston, TX 77007	Towards support of the Forestry program.	PC	\$20,000.00
Mental Health America of Greater Houston Inc. 2211 Norfolk, Suite 810 Houston, TX 77098	Towards support of the Mental Health Education and Advocacy programs.	PC	\$5,000.00
The Mercury Baroque Ensemble 2311 Canal St Ste 202 Houston, TX 77003	Towards support of the 2013-2014 performance season.	PC	\$7,500.00
Mexican Institute of Greater Houston Inc. 4601 Caroline Street Houston, TX 77004	Towards support of the Basic Computer Literacy Program.	PC	\$5,000.00
Meyerland Minyan Inc 9002 Chimney Rock Road, Suite G186 Houston, TX 77096	Towards support of Jewish outreach and teachings.	PC	\$10,000.00
Missions of Yahweh Inc 10247 Algiers Houston, TX 77041-7423	Towards support of general operations.	PC	\$10,000.00
The Monarch School Inc. 2815 Rosefield Dr Houston, TX 77080	Towards support of the " Leaving a Legacy" capital campaign.	PC	\$20,000.00
Moonlight Fund Inc P.O. Box 1299 Bandera, TX 78003	Towards support of the Houston and Galveston burn treatment facilities.	PC	\$2,100.00

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Moving Picture Institute 375 Greenwich Street New York, NY 10013	Towards support of promoting freedom through film.	PC	\$5,000.00
Museum of New Mexico Foundation P.O. Box 2087 Santa Fe, NM 87504-2087	Towards support of programs and exhibitions.	PC	\$20,000.00
Museum of Printing History 1324 West Clay Houston, TX 77019	Towards support of general operations.	PC	\$2,500.00
Musiq 1119 Waugh Dr., Apt.1 Houston, TX 77019-3915	Towards support of education programming.	PC	\$3,000.00
National Center for Policy Analysis 14180 Dallas Parkway, Suite 350 Dallas, TX 75254	Towards support of general operations.	PC	\$7,500.00
National Center on Sexual Exploitation 1100 G Street NW #1030 Washington, DC 20005	Towards support of general operations.	PC	\$10,000.00
National Jewish Health 1400 Jackson Street Denver, CO 80206	Towards support of the capital campaign to support the new Specialty Patient Care Center.	PC	\$250,000 00
The Mounted Warfare Foundation 215 West Avenue D Killeen, TX 76541	Towards support of funds to increase awareness of the project through a targeted marketing campaign.	PC	\$25,000 00
National World War II Museum Inc. 945 Magazine Street New Orleans, LA 70130-3813	Towards support of The Taking Palermo Exhibit, Campaigns of Courage Pavilion.	PC	\$50,000.00
The Nature Discovery Center, Inc. 7112 Newcastle Bellaire, TX 77401	Towards support of the Gateway Project, a capital improvements program.	PC	\$20,000 00
Nau Center for Texas Cultural Heritage P.O. Box 3404 Houston, TX 77253-3404	Towards support of the capital campaign.	PC	\$200,000.00
Nehemiah Center Inc 5015 Fannin Street Houston, TX 77004	Towards support of the Prekindergarten program.	PC	\$10,000.00
Offshore Rig Museum Inc. 200 N Dairy Ashford Houston, TX 77079	Towards to support the Project E3 Expanding Energy Education teacher workshops.	PC	\$5,000.00

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Open Door Mission Foundation P.O. Box 9356 Houston, TX 77261	Towards support of the Education Center that serves the Doorway program, Convalescent Care program and students in need of a GED.	PC	\$15,000.00
Pacific Legal Foundation 930 G Street Sacramento, CA 95814	Towards support of general operations.	PC	\$1,000.00
Palmer Drug Abuse Program-Houston Inc. c/o Cabot Oil & Gas Corporation 840 Gessner, Suite 1300 Houston, TX 77024	Towards support of general operations.	PC	\$5,000.00
Parish Children's School 11001 Hammerly Blvd. Houston, TX 77043	Towards support of general operations.	PC	\$5,000.00
Pathways for Little Feet 8 Greenway Plaza, Suite 1000 Houston, TX 77046	Towards support of helping families with the final expense of adoption.	PC	\$10,000.00
The Periwinkle Foundation 3400 Bissonnet, Ste. 185 Houston, TX 77005	Towards support of general operations.	PC	\$5,000.00
Phi Beta Kappa Alumni Association of Greater Houston P.O. Box 25283 Houston, TX 77265-5283	Towards support of the Annual Scholarship Awards dinner.		\$3,000.00
Philanthropy Roundtable 1730 M St. NW Suite 601 Washington, DC 20036	Towards support of general operations.	PC	\$5,000.00
Philanthropy Southwest 624 N. Good Latimer Expressway, Suite 100 Dallas, TX 75204	Towards program and membership renewal support.	PC	\$2,000 00
Camp Phoenix P.O. Box 732 Marble Falls, TX 78654	Towards support of the provisions of high-quality health care, parenting classes and therapeutic camp sessions to children and families in need.	PC	\$2,500.00
Plant It Forward 6675 West Loop South, Suite 300 Bellaire, TX 77401	Towards support of the graduation of ten farmers.	PC	\$10,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Pregnancy Assistance Center North Inc 115 N. San Jacinto Conroe, TX 77301	Towards support of general operations	PC	\$5,000.00
Prevent Blindness Texas 2202 Waugh Drive Houston, TX 77006	Towards support of the "Star Pupils" program.	PC	\$10,000.00
Prison Entrepreneurship Program P.O. Box 926274 Houston, TX 77292-6274	Towards support of the Reintegration Support system.	PC	\$20,000.00
Project Grad Houston 3000 Richmond Avenue, Suite 400 Houston, TX 77098	Towards support of scholarships for Project GRAD Scholars.	PC	\$20,000.00
Pro-Vision Ministries, Inc. 4590 Wilmington Houston, TX 77051	Towards support of the Gymnasium project.	PC	\$100,000.00
The Brenda and John H Duncan Rise School of Houston 5618 H. Mark Crosswell Jr. Street Houston, TX 77021-1079	Towards support of partial tuition scholarships to families demonstrating financial need.	PC	\$18,000.00
Robert M Beren Academy 11333 Cliffwood Drive Houston, TX 77035-6011	Towards support of scholarships.	PC	\$15,000.00
The Rose 12700 N. Featherwood, Suite 260 Houston, TX 77034	Towards support of the Mobile Mammography Program.	PC	\$15,000.00
Rosenberg-Richmond Helping Hands PO Box 1268 Richmond, TX 77469	Towards support for client services expenses.	PC	\$2,500.00
James Dick Foundation for the Performing Arts PO Box 89 Round Top, TX 78954	Towards support of general operations.	PC	\$10,000.00
Sacred Heart Community Clinic Inc. PO Box 5845 Round Rock, TX 78683	Towards the purchase of the furniture needed for the medical exam room in the new building expansion of the Clinic.	PC	\$6,500.00
Sailing Angels Foundation Inc. 1714 Festival Drive Houston, TX 77062	Towards support of general operations	PC	\$10,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
San Jacinto Community College Foundation Pasadena Texas 4624 Fairmont Parkway Suite 200 Pasadena, TX 77504	Towards support of nursing scholarships.	PC	\$15,000 00
Girl Scouts of San Jacinto Council 3110 Southwest Freeway Houston, TX 77098-4508	Towards support of the "Girl Scouting in the School Day-Harris County" school and after-school programs for underserved girls.	PC	\$10,000.00
San Jacinto Museum Of History Association One Monument Circle La Porte, TX 77571-9585	Towards the completion of Phase II of the theater renovation project.	PC	\$40,000.00
San Jose Clinic 2615 Fannin Street Houston, TX 77002	Towards support of general operations.	PC	\$7,500.00
San Juan County Historical Society PO Box 154, Courthouse Square Silverton, CO 81433	Towards support of general operations.	PC	\$2,000 00
San Juan Diego Catholic High School 800 Herndon Lane Austin, TX 78704	Towards support of tuition assistance.	PC	\$5,000.00
Search Homeless Services 2505 Fannin Houston, TX 77002	Towards support of general operations.	PC	\$25,000.00
Second Mile Mission Center 1135 Hwy 90 A Missouri City, TX 77489	Towards funds to assist with medical and dental lab tests, supplies and prescriptions.	PC	\$5,000.00
Seven Acres Jewish Senior Care Services Inc 6200 North Braeswood Blvd. Houston, TX 77074-7599	Towards support of the Staff Dementia Care Training Institute.	PC	\$70,000.00
Seven Acres Jewish Senior Care Services Inc 6200 North Braeswood Blvd. Houston, TX 77074-7599	Towards support of general operations.	PC	\$5,000.00
The Irvin M Shlenker School of Congregation Beth Israel 5600 N. Braeswood Houston, TX 77096	Towards support of the 1:1 Laptop Technology project.	PC	\$2,500.00
Shriners Hospital for Children 6977 Main Street Houston, TX 77030	Towards support of the Houston's Movement Analysis Laboratory and Galveston's Tissue Bank.	PC	\$10,000.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Taping for the Blind dba Sight Into Sound 3935 Essex Lane Houston, TX 77027	Towards support of general operations.	PC	\$7,500.00
Sire Inc. 24161 Spring Drive Hockley, TX 77447	Towards support of general operations.	PC	\$10,000.00
Small Steps Nurturing Center 1709 Depelchin Street Houston, TX 77007	Towards support of general operations.	PC	\$7,500.00
Southmore Foundation Inc. 2011 Sheridan Street Houston, TX 77030	Towards support of the new Sheridan Study center.	PC	\$10,000.00
Spark P.O. Box 1562 Houston, TX 77251	Toward support of park construction at a Houston/Harris county school.	PC	\$5,000.00
Spaulding for Children 8582 Katy Freeway, Suite 100 Houston, TX 77024	Towards support of post adoption services for the Greater Houston area.	PC	\$10,000.00
Spay-Neuter Assistance Program, Inc. P.O. Box 70286 Houston, TX 77270	Towards support of the Mobile clinic.	PC	\$500.00
Special Olympics Texas, Inc. 1804 Rutherford Lane Austin, TX 78752	Towards support for trainings and competitions in the Houston area.	PC	\$15,000.00
Special Pals Incorporated 3830 Greenhouse Road Houston, TX 77084	Towards support of general operations.	PC	\$5,000.00
SpiritHorse Therapeutic Riding Center 1960 Post Oak Drive Corinth, TX 76210	Towards support of the Community and Education center.	PC	\$5,000.00
Spring Branch Baseball Program Inc P.O. Box 550549 Houston, TX 77255-0549	Towards the Community and Education Center.	PC	\$25,000.00
St. Agnes Academy 9000 Bellaire Boulevard Houston, TX 77036	Towards support of full tuition for a rising sophomore for the 2014-2015 school year.	PC	\$16,300.00
St. Dominic Village 2401 Holcombe Blvd. Houston, TX 77021	Towards support of the purchase of electric hi-lo beds for the Nursing and Rehabilitation center.	PC	\$7,500.00

Recipient Name & Address	Project Title	Recipient Status	Amount
St. Edwards University 3001 S Congress Avenue Austin, TX 78704	Towards support of the College Assistance Migrant program.	PC	\$7,500.00
St. Francis Episcopal Day School 335 Piney Point Road Houston, TX 77024	Towards support of the "A Time to Grow" capital campaign Phase II.	PC	\$10,000.00
St. John Bosco School 5630 West Commerce Street San Antonio, TX 78237	Towards support of the tuition assistance plan.	PC	\$10,000.00
St. Pius X High School Foundation, Inc 811 W. Donovan St. Houston, TX 77091	Towards support of the "Set the World Ablaze" capital campaign.	PC	\$25,000.00
Stages, Inc. 3201 ALlen Parkway, Suite 101 Houston, TX 77019	Towards support of the education and outreach programs.	PC	\$10,000 00
Star of Hope Mission 6897 Ardmore Street Houston, TX 77054	Towards support of the capital objectives of the campaign for the Cornerstone Community	PC	\$10,000.00
Strake Jesuit College Preparatory Inc. 8900 Bellaire Boulevard Houston, TX 77036-4699	Towards support for the capital expansion of the Science & Engineering Building.	PC	\$20,000.00
Sunshine Kids Foundation 2814 Virginia Street Houston, TX 77098	Towards support of the Local Activities Program.	PC	\$7,500.00
Project Sycamore, a NFP Corporation 47 West Division Street PMB 512 Chicago, IL 60610	Towards support of general operations	PC	\$5,000.00
Target Hunger 2814 Quitman Houston, TX 77026	Towards support of general operations.	PC	\$5,000.00
Texas A & M Foundation 401 George Bush Drive College Station, TX 77840-2811	Towards student scholarships and to create the Herzstein Endowed Scholarship fund.	PC	\$15,000.00
Texas A & M Hillel 800 George Bush Drive College Station, TX 77840	Towards support of general operations.	PC	\$10,000.00
Texas Agricultural Lifetime Leadership Foundation Inc 600 John Kimbrough Blvd., Suite 518, 2137 TAMU College Station, TX 77843-2137	Towards support of a new curriculum.	PC	\$2,500.00

Recipient Name & Address	Project Title	Recipient Status	Amount
Center for the Missing 3311 Richmond Avenue, Suite 315 Houston, TX 77098	Towards support of the Houston Regional Amber Alert Expansion project.	PC	\$2,500.00
Texas Christian University TCU Box 297044 Ft. Worth, TX 76129	Towards support of Project ISIS (Innovating Strategies, Inspiring Students).	PC	\$25,000.00
Texas Foundation for the Arts P.O. Box 667183 Houston, TX 77266-7183	Towards support for the production of The Port of Texas.	PC	\$10,000.00
Hillel: The Foundation For Jewish Campus Life 2105 San Antonio Street Austin, TX 78705-5521	Towards support of the 2014 Texas Renaissance Society.	PC	\$25,000.00
Texas Medical Center Orchestra P.O. Box 980983 Houston, TX 77098	Towards support of the 2014-15 performance season.	PC	\$5,000.00
Texas Public Policy Foundation 900 Congress Ave., Ste. 400 Austin, TX 78701	Towards support of the Lone Star Rising capital campaign.	PC	\$300,000.00
Texas State History Museum Foundation PO Box 12456 Austin, TX 78711	Towards support of the La Salle Shipwreck project.	PC	\$100,000.00
Theatre Under the Stars, Inc. 800 Bagby, Suite 200 Houston, TX 77002	Towards support of the Musicals for Young Audiences and TUTS Underground.	PC	\$15,000.00
Therapy Pet Pals of Texas Inc. 3930 Bee Cave Road, Suite C Austin, TX 78746	Towards support of Pet Visitation program.	PC	\$5,000.00
Thomas Aquinas College 10,000 Ojai Rd Santa Paula, CA 93060	Towards support of financial aid to a Texas student.	PC	\$5,000.00
Congregation Beth Ram bam 11333 Braesridge Drive Houston, TX 77071	Towards support of general operations.	PC	\$5,000.00
Tools 4 Life Books 1351 Blackheath Court Katy, TX 77494	Towards support of general operations.	PC	\$5,000.00
Trees for Houston PO Box 270477 Houston, TX 77277-0477	Towards support of general operations.	PC	\$7,500.00

Recipient Name & Address	Project Title	Recipient Status	Amount
The Trust for the National Mall P.O. Box 96475 Washington, DC 20090-6475	Towards support of Phase 1 of the Constitution Gardens capital campaign.	PC	\$10,000.00
Turning Point Center 1701 Jacqueline Houston, TX 77055	Towards the purchase of bed frames for the residents.	PC	\$30,000 00
United States Naval Academy Foundation, Inc. 291 Wood Road Beach Hall Annapolis, MD 21402-1254	Towards support of the JINSA Military Academies program.	PC	\$25,000.00
US Navy Memorial Foundation 701 Pennsylvania Avenue NW 123 Washington, DC 20004	Towards support of the Lone Star Sailor Database Digitization	PC	\$20,000.00
University of Houston 400 E Cullen Building Houston, TX 77204-2013	Towards support of the Albert and Ethel Herzstein Tier One Scholarship.	PC	\$85,000.00
University of Houston One Main Street, Suite 990-S Houston, TX 77002-1001	Towards support of the Herzstein Transfer scholarships.	PC	\$10,000.00
Urban Harvest Inc. 2311 Canal St. Suite 200 Houston, TX 77003	Towards support of the gardening program.	PC	\$7,500.00
VH1 Save The Music Foundation 1515 Broadway, 20th Floor New York, NY 10036	Towards support to jumpstart instrumental music in public schools.	PC	\$15,000.00
Vita Living Inc. 3300 S. Gessner Road #150 Houston, TX 77063	Towards support of general operations.	PC	\$2,500.00
What About Remembering Me Center, Inc. 809 Lipscomb Street Ft. Worth, TX 76104-3121	Towards support of the Grief Support program.	PC	\$5,000.00
Warrior's Weekend 3603 Miori Drive Victoria, TX 77905	Towards support for the Warrior's Weekend on May 16-18, 2014.	PC	\$5,000.00
Wellsprings Village Inc Post Office Box 311017 Houston, TX 77231	Towards support of services designed to help homeless women transition in the community.	PC	\$10,000.00
Texas Education Works 1511 Butlercrest Street Houston, TX 77080	Towards support of general operations.	PC	\$5,000.00

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Westside Homeless Partnership P.O. Box 55607 Houston, TX 77255-5607	Towards support of general operations.	PC	\$5,000.00
Woods Project Inc. 2700 Southwest Freeway, Ste.B Houston, TX 77098	Towards support of students from Cristo Rey Jesuit, Incarnate Word Academy, Lee High School and Milby High School for the 2014 summer program.	PC	\$10,000.00
The Workfaith Connection 10120 NW Frwy, Ste.200 Houston, TX 77092	Towards support of the Job Readiness program.	PC	\$15,000.00
Workshop Houston PO Box 88365 Houston, TX 77288	Towards support of the Middle and High School Programs.	PC	\$10,000.00
World Affairs Council of Houston Post Office Box 920905 Houston, TX 77292-0905	Towards support of Education Outreach.	PC	\$7,500.00
Wreaths Across America 4582 Kingwood Drive #247 Kingwood, TX 77345	Towards support of the annual wreath laying ceremony at the Houston National Cemetery.	PC	\$2,500.00
Writers in the Schools 1523 West Main Street Houston, TX 77006-4709	Towards support of a professional writer in public school classrooms during the academic year.	PC	\$7,500.00
Yellowstone Academy Inc 3000 Trulley Street Houston, TX 77004	Towards support of the 2013-2014 academic year.	PC	\$15,000.00
Sefardic Gan Inc 11330 Braesridge Drive Houston, TX 77071	Towards support for the capital campaign.	PC	\$25,000.00
Young Men's Christian Association of Greater Houston Area P.O. Box 3007 Houston, TX 77253-3007	Towards support for the YMCA Miracle League Complex at the Langham Creek Family YMCA.	PC	\$25,000.00
Young Audiences Inc of Houston 4550 Post Oak Place, Suite 230 Houston, TX 77027	Towards support of the Arts-Promise Program.	PC	\$5,000.00
Youth Development Center Inc 7725 Sandra Street Houston, TX 77016	Towards support of an HPML Series High Performance Server.	PC	\$6,696.00
Grand Totals			\$4,677,146.00