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Return of Private Foundation

2014

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation
LEE & JOSEPH D. JAMAIL FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1200 SMITH STREET 1135

City or town, state or province, country, and ZIP or foreign postal code
HOUSTON, TX 77002

A Employer identification number
76-0181247

B Telephone number (see instructions)
() -

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

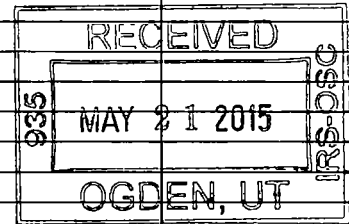
G Check all that apply Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **2,504,347.**

J Accounting method Cash Accrual
 Other (specify) **MODIFIED CASH**
(Part I, column (d) must be on cash basis)

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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	278.	278.		ATCH 1
	4 Dividends and interest from securities	7,590.	7,590.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,770,468.			
	b Gross sales price for all assets on line 6a	3,515,038.			
	7 Capital gain net income (from Part IV, line 2)		1,770,468.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 3	1,817.	1,817.			
12 Total. Add lines 1 through 11	1,780,153.	1,780,153.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	2,315.	151.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	9,060.	9,060.		
	24 Total operating and administrative expenses. Add lines 13 through 23	11,375.	9,211.		
	25 Contributions, gifts, grants paid	1,128,967.			1,128,967.
26 Total expenses and disbursements Add lines 24 and 25	1,140,342.	9,211.		1,128,967.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	639,811.				
b Net investment income (if negative, enter -0-)		1,770,942.			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	109,401.	2,495,946.	2,495,946.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 6	1,745,779.	1,209.	1.
	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)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 7)	10,564.	8,400.	8,400.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,865,744.	2,505,555.	2,504,347.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	1,865,744.	2,505,555.		
30	Total net assets or fund balances (see instructions)	1,865,744.	2,505,555.		
31	Total liabilities and net assets/fund balances (see instructions)	1,865,744.	2,505,555.		

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 1,865,744.
2	Enter amount from Part I, line 27a	2 639,811.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 2,505,555.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 2,505,555.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
a						
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	1,770,468.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	628,167.	3,619,512.	0.173550
2012	3,684,708.	6,483,176.	0.568349
2011	5,691,989.	11,082,477.	0.513603
2010	3,712,690.	14,505,662.	0.255948
2009	637,500.	14,191,002.	0.044923
2 Total of line 1, column (d)			2 1.556373
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.311275
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 2,998,630.
5 Multiply line 4 by line 3			5 933,399.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 17,709.
7 Add lines 5 and 6			7 951,108.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 1,128,967.

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

Table with 11 rows for excise tax calculation. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total tax due is 9,309.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, unrelated business income, and substantial contributors. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X		
Website address ▶ N/A				
14 The books are in care of ▶ WADE & COMPANY, LLC Telephone no ▶ 713-622-3900				
Located at ▶ 5005 RIVERWAY DR, STE. 250, HOUSTON, TX ZIP+4 ▶ 77056				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15				
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		Yes	No
				X
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-221) If "Yes," enter the name of the foreign country ▶				

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

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

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

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?... 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

Table with 5 columns: (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. Row 1: ATCH 8, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: NONE.

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1.
b	Average of monthly cash balances	1b	3,044,293.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,044,294.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,044,294.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,664.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,998,630.
6	Minimum investment return. Enter 5% of line 5	6	149,932.

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	149,932.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	17,709.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	17,709.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	132,223.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	132,223.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	132,223.

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	1,128,967.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,128,967.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	17,709.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,111,258.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				132,223.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 12 , 20 11 , 20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010 3,009,361.				
c From 2011 5,146,721.				
d From 2012 3,374,467.				
e From 2013 449,355.				
f Total of lines 3a through e	11,979,904.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,128,967.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				132,223.
e Remaining amount distributed out of corpus	996,744.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,976,648.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	12,976,648.			
10 Analysis of line 9				
a Excess from 2010 3,009,361.				
b Excess from 2011 5,146,721.				
c Excess from 2012 3,374,467.				
d Excess from 2013 449,355.				
e Excess from 2014 996,744.				

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

NOT APPLICABLE

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)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

JOSEPH D. JAMAIL

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

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

ORGANIZATION LETTERHEAD AND PROOF OF TAX EXEMPTION REQUIRED.

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient 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
<p>a Paid during the year</p> <p>ATCH 9</p>				
Total ▶ 3a				1,128,967.
<p>b Approved for future payment</p>				
Total ▶ 3b				

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... 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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains N/A.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

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: [Signature] Date: 5/15/2015 Title: TREASURER

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [] No

Paid Preparer Use Only Print/Type preparer's name: Kelli M Byrd Preparer's signature: [Signature] Date: 5/15/15 Check [] if self-employed PTIN: P00547118 Firm's name: WADE & COMPANY, LLP Firm's EIN: 20-0578681 Firm's address: 5005 RIVERWAY DRIVE SUITE 250 HOUSTON, TX 77056 Phone no: 713-622-3900

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
44,332.		300 SHS CANADIAN PACIFIC RAILWAY LTD 35,674.				02/19/2013 8,658.	01/23/2014	
15,714.		400 SHS COCA-COLA CO 16,071.				VARIOUS -357.	01/23/2014	
31,762.		600 SHS COMCAST CORP 24,391.				05/31/2013 7,371.	01/23/2014	
13,125.		100 SHS DIAGEO PLC SPONS ADR NEW 11,981.				02/19/2013 1,144.	01/23/2014	
40,735.		500 SHS NOVARTIS A G ADR 35,237.				06/03/2013 5,498.	01/23/2014	
7,456.		200 SHS ABBOTT LABORATORIES 6,650.				10/17/2012 806.	01/23/2014	
9,741.		200 SHS ABBVIE INC 7,211.				10/17/2012 2,530.	01/23/2014	
11,106.		100 SHS AIR PRODUCTS & CHEMICALS INC 9,172.				05/26/2011 1,934.	01/23/2014	
54,910.		100 SHS APPLE INC 38,490.				09/08/2011 16,420.	01/23/2014	
7,901.		100 AUTOMATIC DATA PROCESSING INC 4,645.				08/18/2011 3,256.	01/23/2014	
47,662.		150 BLACKROCK INC 25,629.				VARIOUS 22,033.	01/23/2014	
8,829.		100 SHS CATERPILLAR INC 10,301.				05/26/2011 -1,472.	01/23/2014	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
29,532.		225 SHS DIAGEO P L C SPONS ADR NEW 25,845.				10/17/2012 3,687.	01/23/2014	
33,908.		600 SHS FRANKLIN RESOURCE INC 25,624.				02/14/2011 8,284.	01/23/2014	
16,891.		300 SHS JP MORGAN CHASE & CO 12,696.				05/26/2011 4,195.	01/23/2014	
35,844.		1000 SHS KINDER MORGAN INC 28,434.				07/22/2011 7,410.	01/23/2014	
26,941.		300 SHS OCCIDENTAL PETROLEUM CORP 29,187.				VARIOUS -2,246.	01/23/2014	
7,559.		100 SHS QUALCOMM NC 5,866.				06/11/2012 1,693.	01/23/2014	
28,866.		400 SHS ROYAL DUTCH SHELL PLC ADR 26,626.				VARIOUS 2,240.	01/23/2014	
39,611.		800 SHS SABMILLER PLC SPONS ADR 33,760.				04/30/2012 5,851.	01/23/2014	
23,426.		400 SHS TARGET CORP 19,865.				VARIOUS 3,561.	01/23/2014	
56,674.		800 SHS THE ESTEE LAUDER COMPANIES INC C 44,970.				VARIOUS 11,704.	01/23/2014	
26,839.		200 SHS TIME WARNER CABLE INC 12,740.				09/08/2011 14,099.	01/23/2014	
29,992.		500 SHS TOTAL SA SPONS ADR 27,119.				VARIOUS 2,873.	01/23/2014	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
22,964.		200 SHS UNITED TECHNOLOGIES CORP 14,688.				07/11/2012 8,276.	01/23/2014	
59,542.		800 SHS WALT DISNEY CO 33,923.				25,619.	01/23/2014	
37,281.		1000 SHS ABBOTT LABORATORIES 12,818.				VARIOUS 24,463.	01/23/2014	
48,704.		1000 SHS ABBVIE INC 13,900.				VARIOUS 34,804.	01/23/2014	
22,212.		200 SHS AIR PRODUCTS & CHEMICALS INC 17,746.				12/09/2010 4,466.	01/23/2014	
71,230.		800 SHS AMERICAN EXPRESS CO 30,082.				41,148.	01/23/2014	
164,730.		300 SHS APPLE INC 41,109.				06/18/2009 123,621.	01/23/2014	
39,503.		500 SHS AUTOMATIC DATA PROCESSING INC 21,115.				12/07/2005 18,388.	01/23/2014	
44,146.		500 SHS CATERPILLAR INC 33,950.				02/16/2007 10,196.	01/23/2014	
142,780.		1200 SHS CHEVRON CORP 41,827.				VARIOUS 100,953.	01/23/2014	
157,137.		4000 SHS COCA-COLA CO 40,530.				03/11/1992 116,607.	01/23/2014	
67,854.		1000 SHS CONOCOPHILLIPS 31,433.				VARIOUS 36,421.	01/23/2014	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
250,493.		2600 SHS EXXON MOBILE CORP 90,654.				VARIOUS 159,839.	01/23/2014	
33,334.		1000 SHS FREEPORT-MCMORAN COPPER & GOLD 44,917.				VARIOUS -11,583.	01/23/2014	
72,029.		2800 SHS GENERAL ELECTRIC CO 24,684.				VARIOUS 47,345.	01/23/2014	
38,858.		708 SHS HSBC HOLDINGS PLC SPONS ADR 44,292.				VARIOUS -5,434.	01/23/2014	
37,447.		1500 SHS INTEL CORP 53,328.				VARIOUS -15,881.	01/23/2014	
72,912.		400 SHS INTERNATIONAL BUSINESS MACHINES 51,796.				VARIOUS 21,116.	01/23/2014	
111,085.		1200 SHS JOHNSON & JOHNSON 40,047.				VARIOUS 71,038.	01/23/2014	
67,565.		1200 SHS JP MORGAN CHASE & CO 28,636.				VARIOUS 38,929.	01/23/2014	
24,946.		466 SHS KRAFT FOODS GROUP INC 15,229.				06/12/2001 9,717.	01/23/2014	
104,537.		1100 SHS MCDONALDS CORP 34,190.				VARIOUS 70,347.	01/23/2014	
60,205.		800 SHS MCGRAW HILL FINANCIAL INC 20,862.				VARIOUS 39,343.	01/23/2014	
5,867.		100 SHS MEDTRONIC INC 3,348.				06/18/2009 2,519.	01/23/2014	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
48,334.		1400 SHS MONDELEZ INTERNATIONAL 28,171.				06/12/2001 20,163.	01/23/2014	
151,948.		2000 SHS NESTLE S A SPONS ADR REPSTG REG 20,255.				VARIOUS 131,693.	01/23/2014	
6,148.		375 SHS NEW CORP INC 2,240.				VARIOUS 3,908.	01/23/2014	
96,092.		2500 SHS NOVO-NORDISK A S ADR 28,610.				08/26/2008 67,482.	01/23/2014	
53,882.		600 SHS OCCIDENTAL PETROLEUM CORP 49,302.				VARIOUS 4,580.	01/23/2014	
65,811.		800 SHS PEPSICO INC 11,758.				03/11/1992 54,053.	01/23/2014	
38,226.		500 SHS PHILLIPS 66 9,341.				VARIOUS 28,885.	01/23/2014	
52,630.		400 PRAXAIR INC 21,378.				12/07/2005 31,252.	01/23/2014	
109,653.		1400 SHS PROCTER & GAMBLE CO 20,438.				VARIOUS 89,215.	01/23/2014	
30,234.		400 SHS QUALCOMM INC 16,976.				02/16/2007 13,258.	01/23/2014	
69,044.		1000 SHS ROCHE HOLDINGS LTD SPONS ADR 39,820.				VARIOUS 29,224.	01/23/2014	
28,865.		400 SHS ROYAL DUTCH SHELL PLC 18,221.				VARIOUS 10,644.	01/23/2014	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
35,138.		600 SHS TARGET CORP 36,450.				VARIOUS -1,312.	01/23/2014	
44,144.		1000 TEXAS INSTRUMENTS INC 29,504.				VARIOUS 14,640.	01/23/2014	
3,355.		25 SHS TIME WARNER CABLE INC 3,688.				02/15/2001 -333.	01/23/2014	
1,499.		25 SHS TOTAL SA SPONS ADR 1,368.				06/18/2009 131.	01/23/2014	
47,512.		1500 SHS TWENTY FIRST CENTY FOX INC CLA 17,322.				30,190.	01/23/2014	
57,410.		500 SHS UNITED TECHNOLOGIES CORP 34,455.				02/16/2007 22,955.	01/23/2014	
52,449.		900 SHS WALGREEN CO 5,503.				VARIOUS 46,946.	01/23/2014	
75,024.		1000 SHS WALMART STORES INC 27,917.				VARIOUS 47,107.	01/23/2014	
40,923.		800 SHS WHOLE FOODS MARKET INC 18,565.				02/16/2007 22,358.	01/23/2014	
TOTAL GAIN (LOSS)					<u>1,770,468.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PREMIER DEPOSIT SWEEP	278.	278.
TOTAL	<u>278.</u>	<u>278.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ABBOTT LABORATORIES	264.	264.
ABBVIE INC	480.	480.
AIR PRODUCTS & CHEMICALS INC	213.	213.
AMERICAN EXPRESS	184.	184.
AUTOMATIC DATA PROCESSING	288.	288.
CATERPILLAR	360.	360.
COMCAST CORP	117.	117.
FRANKLIN RESOURCES	72.	72.
FREEMPORT MCMORAN	313.	313.
GENERAL ELECTRIC	616.	616.
JP MORGAN CHASE & CO	570.	570.
KRAFT FOODS GROUP INC	245.	245.
MEDTRONIC INC	28.	28.
MONDELEZ INTERNATIONAL	196.	196.
OCCIDENTAL PETROLEUM CORP	576.	576.
PEPSICO INC	454.	454.
PROCTER & GAMBLE CO	842.	842.
WALMART STORES	470.	470.
WHOLE FOODS MARKET	96.	96.
WALT DISNEY CO	688.	688.
CANADIAN PACIFIC RAILWAY LTD	95.	95.
TOTAL SA	423.	423.
TOTAL	<u>7,590.</u>	<u>7,590.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER MISCELLANEOUS INCOME	1,400.	1,400.
FOREIGN TAX REFUND	417.	417.
TOTALS	<u>1,817.</u>	<u>1,817.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	151.	151.
FEDERAL EXCISE TAX	2,164.	
TOTALS	<u>2,315.</u>	<u>151.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ACCOUNT MGMT AND TRUST FEES	9,060.	9,060.
TOTALS	<u>9,060.</u>	<u>9,060.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
1200 ABBOTT LABORATORIES	19,468.		
300 AIR PRODUCTS & CHEMICALS	26,918.		
800 AMERICAN EXPRESS CO	30,082.		
400 APPLE INC	79,599.		
600 AUTOMATIC DATA PROCESSING	25,759.		
150 BLACKROCK INC	25,629.		
600 CATERPILLAR INC	44,251.		
1200 CHEVRON CORP	41,827.		
4000 COCA COLA CO	56,601.		
1000 CONOCOPHILLIPS	31,433.		
225 DIAGEO PLC	25,844.		
800 ESTEE LAUDER COMPANIES INC	44,970.		
2800 EXXON MOBIL CORP.	90,654.		
600 FRANKLIN RESOURCE INC	25,624.		
1000 FREEPORT-MCMORAN COPPER	44,917.		
3000 GENERAL ELECTRIC CO	24,684.		
708 HSBC HOLDINGS PLC	44,292.		
400 IBM	51,796.		
2500 INTEL CORP	53,328.		
1500 JPMORGAN CHASE & CO	41,331.		
1200 JOHNSON & JOHNSON	40,047.		
1000 KINDER MORGAN INC	28,434.		
466 KRAFT FOODS INC A	15,229.		
1100 MCDONALDS CORP	34,190.		
800 MCGRAW HILL	20,862.		
100 MEDTRONIC INC	3,348.		
1400 MONDELEZ INT'L	28,171.		
2000 NESTLE SA	20,255.		
150 NET BANK INC	1,209.	1,209.	1.

ATTACHMENT 6 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
500 NOVO-NORDISK AS ADR	28,610.		
900 OCCIDENTAL PETROLEUM CORP	78,489.		
800 PEPSICO INC	11,758.		
400 PRAXAIR INC	21,378.		
1400 PROCTER & GAMBLE COMPANY	20,438.		
1000 ROCHE HOLDINGS LTD	39,820.		
1200 ROYAL DUTCH SHELL PLC	44,847.		
800 SABMILLER PLC	33,760.		
1000 TARGET CORP	56,315.		
1000 TEXAS INSTRUMENTS	29,504.		
325 TIME WARNER	16,428.		
1300 TOTAL SA ADR	28,487.		
500 PHILLIPS 66	9,341.		
500 QUALCOMM INC	22,842.		
700 UNITED TECHNOLOGIES CORP	49,143.		
1000 WALMART	27,917.		
800 WALT DISNEY CO	33,923.		
900 WALGREENS	5,504.		
800 WHOLE FOODS MARKET INC	18,565.		
300 CANADIAN PACIFIC RAILWAY	35,675.		
100 DIAGEO PLC SPONS ADR NEW	11,981.		
500 NOVARTIS AG ADR	35,237.		
1200 ABBVIE INC COM SPIN-OFF	21,112.		
600 COMCAST CORP CL A	24,391.		
375 NEWS CORP INC SPIN OFF	9,781.		
1500 TWENTY-FIRST CENTURY FOX	9,781.		
TOTALS	<u>1,745,779.</u>	<u>1,209.</u>	<u>1.</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID FEDERAL EXCISE TAX	10,564.	8,400.	8,400.
TOTALS	<u>10,564.</u>	<u>8,400.</u>	<u>8,400.</u>

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

ATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JOSEPH D JAMAIL III 500 DALLAS, STE. 3434 HOUSTON, TX 77002	PRESIDENT	0	0	0
RANDALL HAGE JAMAIL 500 DALLAS, STE. 3434 HOUSTON, TX 77002	VICE PRESIDENT	0	0	0
ROBERT LEE JAMAIL 1200 SMITH STREET, STE. 1135 HOUSTON, TX 77002	SECR/TREAS	0	0	0
DENISE S DAVIDSON 500 DALLAS, STE. 3434 HOUSTON, TX 77002	SECRETARY	0	0	0
<u>GRAND TOTALS</u>		<u>0</u>	<u>0</u>	<u>0</u>

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

ATTACHMENT 9

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ALLEY THEATRE 615 TEXAS AVENUE HOUSTON, TX 77002-2795	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	100,000.
HOUSTON GARDEN CLUB 4212 SAN FELIPE, STE. 486 HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000
RICE UNIVERSITY PO BOX 1892 HOUSTON, TX 77251	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	166,667.
MAN IN MISSION 4635 SOUTHWEST FWY STE 650 HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	110,000.
POST OAK MONTESSORI SCHOOL 4600 BISSONNET ST BELLAIRE, TX 77401	NONE PC	501 (C) (3) PURPOSE	100,000
MIDTOWN ARTS AND THEATER CENTER 3333 W. ALABAMA, STE 110 HOUSTON, TX 77098	NONE PC	501 (C) (3) PURPOSE	40,000

FORM 990FB, PART IV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ARROW CHILD & FAMILY MINISTRIES 2929 FM 2920 SPRING, TX 77388	NONE PC	501(C)(3) PURPOSE	10,000.
THE CATASTROPHIC THEATRE INC 1214 WILLARD ST HOUSTON, TX 77006	NONE PC	501(C)(3) PURPOSE	40,000
HOUSTON ARTS ALLIANCE 3201 ALLEN PARKWAY STE 250 HOUSTON, TX 77019	NONE PC	501(C)(3) PURPOSE	100,000
ST. FRANCIS EPISCOPAL 335 PINEY POINT RD HOUSTON, TX 77024	NONE PC	501(C)(3) PURPOSE	15,000.
THE UNIVERSITY OF TEXAS AT AUSTIN P.O. BOX 7458 AUSTIN, TX 78713	NONE PC	501(C)(3) PURPOSE	275,000.
MORGAN MOSS FOUNDATION 11827 DREXELBROOK HOUSTON, TX 77077	NONE PC	501(C)(3) PURPOSE	15,000.

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

ATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LUNAR RENDEZVOUS FESTIVAL P. O. BOX 57486 WEBSTER, TX 77598	NONE PC	501 (C) (3) PURPOSE	5,000.
THE HERITAGE SOCIETY 1100 BAGBY ST HOUSTON, TX 77002	NONE PC	501 (C) (3) PURPOSE	5,000.
CONTEMPORARY ARTS MUSEUM 5216 MONTROSE BLVD HOUSTON, TX 77006	NONE PC	501 (C) (3) PURPOSE	20,000.
HOUSTON PARKS BOARD 300 N. POST OAK LN HOUSTON, TX 77024	NONE PC	501 (C) (3) PURPOSE	122,300.

TOTAL CONTRIBUTIONS PAID

1,128,967

LEE & JOSEPH D. JAMAIL FOUNDATION

76-0181247

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
OTHER MISCELLANEOUS INCOME		1,400.			
FOREIGN TAX REFUND		417.			
TOTALS				<u>1,817.</u>	

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041

2014

Name of estate or trust LEE & JOSEPH D. JAMAIL FOUNDATION	Employer identification number 76-0181247
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Note: Form 5227 filers need to complete only Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked	145,668.	123,354.		22,314.
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶				7 22,314.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked	586,194.	443,441.		142,753.
9 Totals for all transactions reported on Form(s) 8949 with Box E checked	2,783,176.	1,177,775.		1,605,401.
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.				12
13 Capital gain distributions.				13
14 Gain from Form 4797, Part I.				14
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶				16 1,748,154.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2014

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
17	Net short-term gain or (loss)	17		22,314.
18	Net long-term gain or (loss):			
	a Total for year	18a		1,748,154.
	b Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b		
	c 28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a. ▶	19		1,770,468.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 19, column (3) or b \$3,000	20	()
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Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 18b, col (2) or line 18c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero.	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23		
24	Add lines 22 and 23	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	25		
26	Subtract line 25 from line 24 If zero or less, enter -0-	26		
27	Subtract line 26 from line 21 If zero or less, enter -0-	27		
28	Enter the smaller of the amount on line 21 or \$2,500	28		
29	Enter the smaller of the amount on line 27 or line 28	29		
30	Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0% ▶	30		
31	Enter the smaller of line 21 or line 26	31		
32	Subtract line 30 from line 26	32		
33	Enter the smaller of line 21 or \$12,150	33		
34	Add lines 27 and 30	34		
35	Subtract line 34 from line 33 If zero or less, enter -0-	35		
36	Enter the smaller of line 32 or line 35	36		
37	Multiply line 36 by 15%. ▶	37		
38	Enter the amount from line 31	38		
39	Add lines 30 and 36	39		
40	Subtract line 39 from line 38 If zero or less, enter -0-	40		
41	Multiply line 40 by 20% ▶	41		
42	Figure the tax on the amount on line 27 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42		
43	Add lines 37, 41, and 42	43		
44	Figure the tax on the amount on line 21 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44		
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶	45		

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side Social security number or taxpayer identification number
LEE & JOSEPH D. JAMAIL FOUNDATION 76-0181247

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Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term For short-term transactions, see page 1

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 8a, you are not required to report these transactions on Form 8949 (see instructions)

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- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	200 SHS ABBOTT LABORATORIES	10/17/2012	01/23/2014	7,456.	6,650.			806.
	200 SHS ABBVIE INC	10/17/2012	01/23/2014	9,741.	7,211.			2,530.
	100 SHS AIR PRODUCTS & CHEMICALS INC	05/26/2011	01/23/2014	11,106.	9,172.			1,934.
	100 SHS APPLE INC	09/08/2011	01/23/2014	54,910.	38,490.			16,420.
	100 AUTOMATIC DATA PROCESSING INC	08/18/2011	01/23/2014	7,901.	4,645.			3,256.
	150 BLACKROCK INC	VARIOUS	01/23/2014	47,662.	25,629.			22,033.
	100 SHS CATERPILLAR IN	05/26/2011	01/23/2014	8,829.	10,301.			-1,472.
	225 SHS DIAGEO P L C SPONS ADR NEW	10/17/2012	01/23/2014	29,532.	25,845.			3,687.
	600 SHS FRANKLIN RESOURCE INC	02/14/2011	01/23/2014	33,908.	25,624.			8,284.
	300 SHS JP MORGAN CHAS & CO	05/26/2011	01/23/2014	16,891.	12,696.			4,195.
	1000 SHS KINDER MORGAN INC	07/22/2011	01/23/2014	35,844.	28,434.			7,410.
	300 SHS OCCIDENTAL PETROLEUM CORP	VARIOUS	01/23/2014	26,941.	29,187.			-2,246.
	100 SHS QUALCOMM NC	06/11/2012	01/23/2014	7,559.	5,866.			1,693.
	400 SHS ROYAL DUTCH SHELL PLC ADR	VARIOUS	01/23/2014	28,866.	26,626.			2,240.
	2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶			586,194.	443,441.			142,753.

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Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side LEE & JOSEPH D. JAMAIL FOUNDATION	Social security number or taxpayer identification number 76-0181247
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Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1

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						(f) Code(s) from instructions	(g) Amount of adjustment	
	1000 SHS ABBOTT LABORATORIES	VARIOUS	01/23/2014	37,281.	12,818.			24,463.
	1000 SHS ABBVIE INC	VARIOUS	01/23/2014	48,704.	13,900.			34,804.
	200 SHS AIR PRODUCTS & CHEMICALS INC	12/09/2010	01/23/2014	22,212.	17,746.			4,466.
	800 SHS AMERICAN EXPRESS CO		01/23/2014	71,230.	30,082.			41,148.
	300 SHS APPLE INC	06/18/2009	01/23/2014	164,730.	41,109.			123,621.
	500 SHS AUTOMATIC DATA PROCESSING INC	12/07/2005	01/23/2014	39,503.	21,115.			18,388.
	500 SHS CATERPILLAR INC	02/16/2007	01/23/2014	44,146.	33,950.			10,196.
	1200 SHS CHEVRON CORP	VARIOUS	01/23/2014	142,780.	41,827.			100,953.
	4000 SHS COCA-COLA CO	03/11/1992	01/23/2014	157,137.	40,530.			116,607.
	1000 SHS CONOCOPHILLIPS	VARIOUS	01/23/2014	67,854.	31,433.			36,421.
	2600 SHS EXXON MOBILE CORP	VARIOUS	01/23/2014	250,493.	90,654.			159,839.
	1000 SHS FREEPORT-MCMORAN COPPER & GOLD INC	VARIOUS	01/23/2014	33,334.	44,917.			-11,583.
	2800 SHS GENERAL ELECTRIC CO	VARIOUS	01/23/2014	72,029.	24,684.			47,345.
	708 SHS HSBC HOLDINGS PLC SPONS ADR	VARIOUS	01/23/2014	38,858.	44,292.			-5,434.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				2,783,176.	1177775.			1,605,401.

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Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side LEE & JOSEPH D. JAMAIL FOUNDATION	Social security number or taxpayer identification number 76-0181247
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	1500 SHS INTEL CORP	VARIOUS	01/23/2014	37,447.	53,328.			-15,881.
	400 SHS INTERNATIONAL BUSINESS MACHINES CO	VARIOUS	01/23/2014	72,912.	51,796.			21,116.
	1200 SHS JOHNSON & JOHNSON	VARIOUS	01/23/2014	111,085.	40,047.			71,038.
	1200 SHS JP MORGAN CHASE & CO	VARIOUS	01/23/2014	67,565.	28,636.			38,929.
	466 SHS KRAFT FOODS GROUP INC	06/12/2001	01/23/2014	24,946.	15,229.			9,717.
	1100 SHS MCDONALDS CORP	VARIOUS	01/23/2014	104,537.	34,190.			70,347.
	800 SHS MCGRAW HILL FINANCIAL INC	VARIOUS	01/23/2014	60,205.	20,862.			39,343.
	100 SHS MEDTRONIC INC	06/18/2009	01/23/2014	5,867.	3,348.			2,519.
	1400 SHS MONDELEZ INTERNATIONAL	06/12/2001	01/23/2014	48,334.	28,171.			20,163.
	2000 SHS NESTLE S A SPONS ADR REPSTG REG	VARIOUS	01/23/2014	151,948.	20,255.			131,693.
	375 SHS NEW CORP INC	VARIOUS	01/23/2014	6,148.	2,240.			3,908.
	2500 SHS NOVO-NORDISK A S ADR	08/26/2008	01/23/2014	96,092.	28,610.			67,482.
	600 SHS OCCIDENTAL PETROLEUM CORP	VARIOUS	01/23/2014	53,882.	49,302.			4,580.
	800 SHS PEPSICO INC	03/11/1992	01/23/2014	65,811.	11,758.			54,053.
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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	500 SHS PHILLIPS 66	VARIOUS	01/23/2014	38,226.	9,341.			28,885.
	400 PRAXAIR INC	12/07/2005	01/23/2014	52,630.	21,378.			31,252.
	1400 SHS PROCTER & GAMBLE CO	VARIOUS	01/23/2014	109,653.	20,438.			89,215.
	400 SHS QUALCOMM INC	02/16/2007	01/23/2014	30,234.	16,976.			13,258.
	1000 SHS ROCHE HOLDINGS LTD SPONS ADR	VARIOUS	01/23/2014	69,044.	39,820.			29,224.
	400 SHS ROYAL DUTCH SHELL PLC	VARIOUS	01/23/2014	28,865.	18,221.			10,644.
	600 SHS TARGET CORP	VARIOUS	01/23/2014	35,138.	36,450.			-1,312.
	1000 TEXAS INSTRUMENTS INC	VARIOUS	01/23/2014	44,144.	29,504.			14,640.
	25 SHS TIME WARNER CABLE INC	02/15/2001	01/23/2014	3,355.	3,688.			-333.
	25 SHS TOTAL SA SPONS ADR	06/18/2009	01/23/2014	1,499.	1,368.			131.
	1500 SHS TWENTY FIRST CENTY FOX INC CLA		01/23/2014	47,512.	17,322.			30,190.
	500 SHS UNITED TECHNOLOGIES CORP	02/16/2007	01/23/2014	57,410.	34,455.			22,955.
	900 SHS WALGREEN CO	VARIOUS	01/23/2014	52,449.	5,503.			46,946.
	1000 SHS WALMART STORES INC	VARIOUS	01/23/2014	75,024.	27,917.			47,107.
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	800 SHS WHOLE FOODS MARKET INC	02/16/2007	01/23/2014	40,923.	18,565.			22,358.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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