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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2014Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014 or tax year beginning **MAR 1, 2014**, and ending **FEB 28, 2015**

Name of foundation BUENA VISTA FOUNDATION		A Employer identification number 74-2869876
Number and street (or P O box number if mail is not delivered to street address) 701 NORTH POST OAK ROAD	Room/suite 635	B Telephone number 713-204-3050
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77024		C If exemption application is pending, check here ☐
G Check all that apply. ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☒ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 26,209,853.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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		4,045,618.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		335,576.	335,576.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,711,873.			
b Gross sales price for all assets on line 6a	11,780,251.				
7 Capital gain net income (from Part IV, line 2)			3,711,873.		
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			90,706.		STATEMENT 2
12 Total. Add lines 1 through 11		8,183,773.	4,138,155.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees	STMT 3	20,000.	0.		0.
b Accounting fees	STMT 4	6,000.	3,000.		0.
c Other professional fees	STMT 5	91,628.	91,628.		0.
17 Interest					
18 Taxes	STMT 6	99,115.	18,015.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 7	502.	502.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		217,245.	113,145.		0.
25 Contributions, gifts, grants paid		1,218,534.			1,218,534.
26 Total expenses and disbursements. Add lines 24 and 25		1,435,779.	113,145.		1,218,534.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		6,747,994.			
b Net investment income (if negative, enter -0-)			4,025,010.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	6,061,730.	142,991.	142,991.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	11,669,302.	22,943,164.	26,066,862.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	17,731,032.	23,086,155.	26,209,853.
Liabilities	17 Accounts payable and accrued expenses		81,100.	
	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)	0.	81,100.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	17,731,032.	23,005,055.	
	30 Total net assets or fund balances	17,731,032.	23,005,055.	
	31 Total liabilities and net assets/fund balances	17,731,032.	23,086,155.	

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	17,731,032.
2 Enter amount from Part I, line 27a	2	6,747,994.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	24,479,026.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN/LOSS - INVESTMENTS	5	1,473,971.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,005,055.

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 DELL SETTLEMENT			10/02/14
b RENAL CARE GROUP SETTLEMENT			11/03/14
c PUBLICLY TRADED SECURITIES			
d PUBLICLY TRADED SECURITIES	D		
e CAPITAL GAINS DIVIDENDS			

(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 71.			71.
b 59.			59.
c 2,830,931.		2,673,232.	157,699.
d 8,843,590.		5,395,146.	3,448,444.
e 105,600.			105,600.
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			71.
b			59.
c			157,699.
d			3,448,444.
e			105,600.

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	3,711,873.
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	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	1,143,943.	12,433,059.	.092008
2012	1,374,558.	15,639,746.	.087889
2011	1,145,872.	17,732,143.	.064621
2010	2,042,340.	17,708,903.	.115328
2009	911,262.	16,311,239.	.055867

2 Total of line 1, column (d)	2	.415713
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	.083143
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	22,870,359.
5 Multiply line 4 by line 3	5	1,901,510.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,250.
7 Add lines 5 and 6	7	1,941,760.
8 Enter qualifying distributions from Part XII, line 4	8	1,218,534.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 ☐ and enter 1% of Part I, line 27b		1	80,500.
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	80,500.
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	80,500.
6 Credits/Payments.			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	81,000.	
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	81,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	24.	
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	476.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax	11	0.	

STATEMENT 12

0. Refunded

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?		X
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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► DONNA J. CHARLESON Telephone no. ► 713-204-3050 Located at ► 701 NORTH POST OAK ROAD, NO. 635, HOUSTON, TX ZIP+4 ► 77024			
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			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ 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.) N/A	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? ☐ Yes ☒ 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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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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

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

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

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
BETSY G. ABELL 701 NORTH POST OAK ROAD, SUITE 635 HOUSTON, TX 77024	PRESIDENT 10.00	0.	0.	0.
G. HUGHES ABELL 701 NORTH POST OAK ROAD, SUITE 635 HOUSTON, TX 77024	VICE PRESIDENT 5.00	0.	0.	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 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	22,700,868.
b	Average of monthly cash balances	1b	517,771.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	23,218,639.
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	23,218,639.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	348,280.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,870,359.
6	Minimum investment return. Enter 5% of line 5	6	1,143,518.

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	1,143,518.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	80,500.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	80,500.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,063,018.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,063,018.
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	1,063,018.

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	1,218,534.
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	
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	1,218,534.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,218,534.

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

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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				1,063,018.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	96,357.			
b From 2010	1,169,119.			
c From 2011	269,167.			
d From 2012	613,422.			
e From 2013	524,414.			
f Total of lines 3a through e	2,672,479.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$	1,218,534.			
a Applied to 2013, but not more than line 2a			0.	
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				1,063,018.
e Remaining amount distributed out of corpus	155,516.			
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:	2,827,995.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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				0.
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	96,357.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	2,731,638.			
10 Analysis of line 9:				
a Excess from 2010	1,169,119.			
b Excess from 2011	269,167.			
c Excess from 2012	613,422.			
d Excess from 2013	524,414.			
e Excess from 2014	155,516.			

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				
34TH STREET CAFE 1013 W. 34TH STREET AUSTIN, TX 78705	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	8,848.
AISD FOUNDATION 1111 W 6TH ST, STE D-300 AUSTIN, TX 78703	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	184,860.
AMERICAN HEART ASSOCIATION 10900-B STONELAKE BLVD, STE 320 AUSTIN, TX 78759	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	2,500.
AUSTIN COMMUNITY FOUNDATION 4315 GUADALUPE, STE 300 AUSTIN, TX 78751	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	21,667.
AUSTIN PROJECT 5221 LEDESMA RD AUSTIN, TX 78721	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	1,670.
Total	SEE CONTINUATION SHEET(S)			1,218,534.
b Approved for future payment				
NONE				
Total				0.

▶ 3a

▶ 3b

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
AUSTIN PUBLIC LIBRARY FRIENDS FOUNDATION PO BOX 13201 AUSTIN, TX 78711-3201	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	1,250.
AUSTIN RECOVERY 8402 CROSS PARK DRIVE AUSTIN, TX 78754	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	65,000.
CAL FARLEY'S BOYS RANCH PO BOX 1890 AMARILLO, TX 79105-9986	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	1,000.
CHANCELLOR'S COUNCIL 210 W 6TH ST, STE 1200 AUSTIN, TX 78701-9907	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	2,000.
COLORADO RIVER ALLIANCE PO BOX 50029 AUSTIN, TX 78763-0029	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	4,392.
COMMUNITIES IN SCHOOLS 3000 SOUTH IH-35 SUITE 200 AUSTIN, TX 78704	N/A	PUBLIC SCHOOL	SUPPORT EDUCATION	26,000.
CREATIVE ACTION 2921 E 17TH ST MAIL BOX #7 AUSTIN, TX 78702	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	150,000.
EXPLORE AUSTIN 2121 E CESAR CHAVEZ AUSTIN, TX 78702	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	10,000.
GREENBRIER HISTORICAL SOCIETY 301 WEST WASHINGTON LEWISBURG, WV 24901-1324	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	500.
HEARTGIFT FOUNDATION 1010 WEST 40TH ST AUSTIN, TX 78756	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUN	2,500.
Total from continuation sheets				998,989.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HILL COUNTRY CONSERVANCY PO BOX 163125 AUSTIN, TX 78716-3125	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	10,000.
INSTITUTE FOR PRODUCTIVITY IN EDUCATION 1212 GUADALUPE, STE 1003 AUSTIN, TX 78701	N/A	PUBLIC CHARITY	SUPPORT EDUCATION	10,000.
K.I.D.S 2614 DANTE COURT AUSTIN, TX 78748	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	20,000.
KING RANCH INSTITUTE FOR RANCH MANAGEMENT 700 UNIVERSITY BLVD KINGSVILLE, TX 78363	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	5,000.
LITERACY COALITION OF CENTRAL TEXAS 835 NORTH PLEASANT VALLEY RD AUSTIN, TX 78702	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	15,000.
LOWER COLORADO RIVER AUTHORITY 1884 STATE HWY 71 WEST CEDAR CREEK, TX 78612	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	1,672.
MAINSRING SCHOOL 1100 WEST LIVE OAK AUSTIN, TX 78704	N/A	SCHOOL	SUPPORT EDUCATION	10,000.
NATIONAL SCHOOL CLIMATE CENTER EDUCATION 341 W 38TH ST, 9TH FLOOR NEW YORK, NY 10018	N/A	PUBLIC CHARITY	SUPPORT EDUCATION	1,000.
OPPORTUNITY AUSTIN 535 EAST 5TH ST AUSTIN, TX 78701	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	6,000.
PEASE PARK CONSERVANCY PO BOX 50065 AUSTIN, TX 78763	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SAN MIGUEL/ MORA FAIR ASSOCIATION PO BOX 325 LAS VEGAS, NM 87701	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	5,800.
SAN SABA COMMUNITY FOUNDATION 601 WALLACE SAN SABA, TX 76877	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	2,500.
SAN SABA YOUNG FARMERS PO BOX 432 SAN SABA, TX 76877	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	3,575.
SETON FUND 1201 W 38TH ST AUSTIN, TX 78703	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	75,000.
ST. DAVID'S EPISCOPAL CHURCH 304 E 7TH ST AUSTIN, TX 78701	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	12,000.
ST. EDWARD'S UNIVERSITY 3001 SOUTH CONGRESS AVE AUSTIN, TX 78704-6489	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	150,000.
ST. GERTRUDE'S CATHOLIC CHURCH PO BOX 859 ROCIADA, NM 87742	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	500.
ST. JAMES EPISCOPAL SCHOOL 1941 WEBBERVILLE RD AUSTIN, TX 78621	N/A	SCHOOL	SUPPORT GENERAL FUND	10,000.
ST. JOHN-ENDICOTT SCHOOLS FOUNDATION PO BOX 411 ST. JOHN, WA 99171	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	500.
STAR OF TEXAS FAIR AND RODEO 2630 EXPOSITION BLVD, STE 103 AUSTIN, TX 78724	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
TEXAS BOOK FESTIVAL 610 BRAZOS, STE 200 AUSTIN, TX 78701	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	22,500.
TEXAS STATE HISTORY MUSEUM FOUNDATION PO BOX 12456 AUSTIN, TX 78711	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	25,000.
TEXAS TRIBUNE 823 CONGRESS AVE, STE 1400 AUSTIN, TX 78701	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	2,500.
TEXAS WATER FOUNDATION PO BOX 13252 AUSTIN, TX 78711-3252	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	5,000.
TRAIL FOUNDATION PO BOX 5195 AUSTIN, TX 78763	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	3,000.
TRINITY CENTER 304 EAST 7TH ST AUSTIN, TX 78701	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	5,000.
UNITED WAY FOR GREATER AUSTIN 2000 E MLK JR BLVD AUSTIN, TX 78702-1340	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	250,000.
UNIV OF TEXAS AT AUSTIN/BLANTON MUSEUM 200 E MARTIN LUTHER KING JR BLVD, STOP D1303 AUSTIN, TX 78712	N/A	PUBLIC SCHOOL	SUPPORT MUSEUM GENERAL FUND	47,500.
UNIV OF TEXAS ELEMENTARY SCHOOL 2200 EAST 6TH ST AUSTIN, TX 78702	N/A	PUBLIC SCHOOL	SUPPORT EDUCATION FUND	13,800.
UPAYA ZEN CENTER 1404 CERRO GORDO RD SANTA FE, NM 87501	N/A	PUBLIC CHARITY	SUPPORT GENERAL FUND	5,000.
Total from continuation sheets				

74-2869876

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

Employer identification number

BUENA VISTA FOUNDATION

74-2869876

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization	Employer identification number
BUENA VISTA FOUNDATION	74-2869876

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BETSY & G. HUGHES ABELL 701 NORTH POST OAK ROAD, SUITE 635 HOUSTON, TX 77024	\$ 4,045,618.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

74-2869876

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

[illegible]

Name of organization	Employer identification number
BUENA VISTA FOUNDATION	74-2869876

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	335,538.	0.	335,538.	335,538.	
INTEREST INCOME	38.	0.	38.	38.	
LONG TERM CAPITAL GAIN DISTRIBUTION	105,600.	105,600.	0.	0.	
TO PART I, LINE 4	441,176.	105,600.	335,576.	335,576.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DODDINGTON EMERGING MARKETS FUND LLC	20,902.	20,902.	
EDGBASTON ASIAN EQUITY TRUST	59,443.	59,443.	
KABOUTER INTERNATIONAL OPPORTUNITIES FUND II LLC	5,458.	5,458.	
THE KILTEARN GLOBAL EQUITY FUND	4,903.	4,903.	
TOTAL TO FORM 990-PF, PART I, LINE 11	90,706.	90,706.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	20,000.	0.		0.
TO FM 990-PF, PG 1, LN 16A	20,000.	0.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,000.	3,000.		0.
TO FORM 990-PF, PG 1, LN 16B	6,000.	3,000.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT & MANAGEMENT FEES	91,628.	91,628.		0.
TO FORM 990-PF, PG 1, LN 16C	91,628.	91,628.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	18,015.	18,015.		0.
EXCISE TAX	81,100.	0.		0.
TO FORM 990-PF, PG 1, LN 18	99,115.	18,015.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGE	135.	135.		0.
MISCELLANEOUS EXPENSE	367.	367.		0.
TO FORM 990-PF, PG 1, LN 23	502.	502.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS AND MUTUAL FUNDS	19,003,506.	22,262,824.
TOTAL TO FORM 990-PF, PART II, LINE 10B	19,003,506.	22,262,824.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS AND FIXED INCOME	182,050.	187,916.
TOTAL TO FORM 990-PF, PART II, LINE 10C	182,050.	187,916.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS (HEDGE FUNDS)	COST	3,757,608.	3,616,122.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,757,608.	3,616,122.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS	STATEMENT 12
	PART VII-A, LINE 10	

NAME OF CONTRIBUTOR	ADDRESS
BETSY & G. HUGHES ABELL	701 NORTH POST OAK ROAD, SUITE 635 HOUSTON, TX 77024

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT 13
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DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	07/15/15	80,500.	80,500.	.0300	260	1,739.
INTEREST RATE CHANGE	03/31/16	0.	82,239.	.0400	427	3,929.
PAYMENT	06/01/17	<81,000.>	5,168.	.0400	44	25.
DATE FILED	07/15/17		5,193.			
TOTAL LATE PAYMENT INTEREST						5,693.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT 14
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AMOUNT DUE FROM FORM 990-PF, PART VI	<500.>
UNDERPAYMENT PENALTY	24.
LATE PAYMENT INTEREST	5,693.
TOTAL AMOUNT DUE	5,217.

FORM 990-PF	PART XV - LINE 1A	STATEMENT 15
	LIST OF FOUNDATION MANAGERS	

NAME OF MANAGER
BETSY G. ABELL
G. HUGHES ABELL