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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

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OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation LELAND FIRES FOUNDATION, INC.		A Employer identification number 75-6035984
Number and street (or P.O. box number if mail is not delivered to street address) 500 N. AKARD	Room/suite 1919	B Telephone number 214-754-0144
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75201		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) \$ 89,126,879.	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				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		7,071.	7,071.		STATEMENT 1
4 Dividends and interest from securities		4,221,558.	4,220,508.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,924,927.			STATEMENT 3
b Gross sales price for all assets on line 6a		17,399,822.			
7 Capital gain net income (from Part IV, line 2)			3,906,491.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances		835,224.			STATEMENT 4
b Less Cost of goods sold		1,080,778.			STATEMENT 5
c Gross profit or (loss)		<245,554.>			
11 Other income		750,536.	733,750.		STATEMENT 6
12 Total. Add lines 1 through 11		8,658,538.	8,867,820.		
13 Compensation of officers, directors, trustees, etc		100,613.	0.		93,723.
14 Other employee salaries and wages		184,125.	140,985.		26,334.
15 Pension plans, employee benefits		27,667.	6,481.		18,885.
16a Legal fees					
b Accounting fees					
c Other professional fees STMT 7		208,978.	204,416.		4,562.
17 Interest		3,773.	3,773.		0.
18 Taxes STMT 8		188,317.	106,341.		10,725.
19 Depreciation and depletion		7,007.	2,071.		
20 Occupancy		41,992.	0.		41,992.
21 Travel, conferences, and meetings		3,770.	0.		3,770.
22 Printing and publications					
23 Other expenses STMT 9		931,776.	864,665.		12,113.
24 Total operating and administrative expenses. Add lines 13 through 23		1,698,018.	1,328,732.		212,104.
25 Contributions, gifts, grants paid		7,226,650.			7,226,650.
26 Total expenses and disbursements. Add lines 24 and 25		8,924,668.	1,328,732.		7,438,754.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<266,130.>			
b Net investment income (if negative, enter -)			7,539,088.		
c Adjusted net income (if negative, enter -0-)				N/A	

523501 11-24-15 LHA For Paperwork Reduction Act Notice, see instructions.

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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				
	2	Savings and temporary cash investments		11,128,370.	10,542,567.	10,542,567.
	3	Accounts receivable ▶ 404,817.				
		Less: allowance for doubtful accounts ▶		33,657.	404,817.	404,817.
	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 11		20,961,882.	23,218,777.	31,266,118.
	c	Investments - corporate bonds				
	Liabilities	11	Investments - land, buildings, and equipment, basis ▶ 3,494,668.			
		Less: accumulated depreciation STMT 10 ▶ 3,307,309.		220,103.	187,359.	2,717,805.
12		Investments - mortgage loans STMT 12		28,541,402.	23,082,895.	23,081,021.
13		Investments - other STMT 13		13,050,111.	16,277,661.	21,092,142.
14		Land, buildings, and equipment, basis ▶ 76,362.				
		Less: accumulated depreciation STMT 14 ▶ 29,313.		51,985.	47,049.	19,540.
15		Other assets (describe ▶ SECURITY DEPOSIT)		2,869.	2,869.	2,869.
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		73,990,379.	73,763,994.	89,126,879.
17		Accounts payable and accrued expenses			39,424.	
18		Grants payable				
Net Assets or Fund Balances	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.	39,424.		
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		19,401,771.	19,401,771.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		54,588,608.	54,322,799.	
30	Total net assets or fund balances		73,990,379.	73,724,570.		
31	Total liabilities and net assets/fund balances		73,990,379.	73,763,994.		

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	73,990,379.
2	Enter amount from Part I, line 27a	2	<266,130.>
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	321.
4	Add lines 1, 2, and 3	4	73,724,570.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	73,724,570.

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			
b SEE ATTACHED STATEMENTS			
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 17,396,015.		15,088,202.	3,906,491.

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			3,906,491.

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	3,906,491.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	6,270,318.	90,172,828.	.069537
2013	5,021,811.	96,373,610.	.052108
2012	5,408,926.	93,776,444.	.057679
2011	4,752,040.	92,134,033.	.051577
2010	4,052,395.	90,621,331.	.044718

2 Total of line 1, column (d)	2	.275619
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	.055124
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	89,756,399.
5 Multiply line 4 by line 3	5	4,947,732.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	75,391.
7 Add lines 5 and 6	7	5,023,123.
8 Enter qualifying distributions from Part XII, line 4	8	7,438,754.

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	75,391.
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	75,391.
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	75,391.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	74,417.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	25,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	99,417.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	24,026.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 24,026. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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?	X	
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) ☒ DE, 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 2015 or the taxable year beginning in 2015 (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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) STATEMENT 15 STMT 16	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 MARY F. RADFORD Telephone no. 214-220-1011 Located at 500 N. AKARD, SUITE 1900, DALLAS, TEXAS ZIP+4 75201		
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 2015, 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. If "Yes," enter the name of the foreign country N/A	16	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	X
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years N/A		
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. N/A		
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 2015 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 2015) 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 2015?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		100,613.	13,066.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GRAHAM MORTGAGE CORPORATION 3838 OAK LAWN #1250, DALLAS, TX 75219	MORTGAGE LOAN SERVICING	157,791.
SAWGRASS ASSET MANAGEMENT - 1579 THE GREENS WAY, SUITE 20, JACKSONVILLE BEACH, FL 32250	INVESTMENT MANAGEMENT	77,689.
TODD ASSET MANAGEMENT - 101 SOUTH 5TH ST., SUITE 3100, LOUISVILLE, KY 40202	INVESTMENT MANAGEMENT	62,470.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	51,199,299.
b	Average of monthly cash balances	1b	14,064,223.
c	Fair market value of all other assets	1c	25,859,726.
d	Total (add lines 1a, b, and c)	1d	91,123,248.
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	91,123,248.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,366,849.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	89,756,399.
6	Minimum investment return. Enter 5% of line 5	6	4,487,820.

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	4,487,820.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	75,391.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	75,391.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,412,429.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,412,429.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,412,429.

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	7,438,754.
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	7,438,754.
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	75,391.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,363,363.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				4,412,429.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011	241,585.			
c From 2012	808,609.			
d From 2013	322,211.			
e From 2014	1,910,243.			
f Total of lines 3a through e	3,282,648.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 7,438,754.				
a Applied to 2014, 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 2015 distributable amount				4,412,429.
e Remaining amount distributed out of corpus	3,026,325.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	6,308,973.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				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 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	6,308,973.			
10 Analysis of line 9:				
a Excess from 2011	241,585.			
b Excess from 2012	808,609.			
c Excess from 2013	322,211.			
d Excess from 2014	1,910,243.			
e Excess from 2015	3,026,325.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(I)(3) or ☐ 4942(I)(5)

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:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

RISA GROSS, 214-754-0144

500 N. AKARD STREET, SUITE 1919, DALLAS, TX 75201

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

SEE STATEMENT 10

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:

NO GRANTS TO INDIVIDUALS

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MENTAL HEALTH AMERICA OF GREATER DALLAS 624 N. GOOD-LATIMER, SUITE 200 DALLAS, TX 75204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
PARKLAND FOUNDATION 2777 NORTH STEMMONS FREEWAY, SUITE 1700 DALLAS, TX 75207	NONE	PUBLIC CHARITY	SUPPORT FOR "I STAND FOR PARKLAND" CAPITAL CAMPAIGN	1,000,000.
SOUTHWESTERN DIABETIC FOUNDATION, INC. P. O. BOX 918 GAINESVILLE, TX 76241	NONE	PUBLIC CHARITY	TO SUPPORT CAMP SWEENEY	100,000.
SOUTHWESTERN MEDICAL FOUNDATION 3889 MAPLE AVENUE, SUITE 100 DALLAS, TX 75219	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN FOR UT SOUTHWESTERN'S NEW HOSPITAL	1,000,000.
SUICIDE AND CRISIS CENTER OF NORTH TEXAS 2808 SWISS AVENUE DALLAS, TX 75204	NONE	PUBLIC CHARITY	CRISIS LINE PAID STAFF INITIATIVE	15,000.
Total SEE CONTINUATION SHEET(S)				7,226,650.
b Approved for future payment				
LUMIN EDUCATION (FORMERLY EAST DALLAS COMMUNITY SCHOOL) 924 WAYNE STREET DALLAS, TX 75223	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN FOR BACHMAN LAKE SCHOOL	375,000.
SOUTHWESTERN MEDICAL FOUNDATION 3889 MAPLE AVENUE, SUITE 100 DALLAS, TX 75219	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN FOR UT SOUTHWESTERN'S NEW HOSPITAL	1,000,000.
MEDIA MATTERS FOR AMERICA 455 MASSACHUSETTS AVE NW, SUITE 600 WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200,000.
Total SEE CONTINUATION SHEET(S)				2,347,500.

LELAND FIRES FOUNDATION, INC.

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 PUBLICLY TRADED SECURITIES - G ACCOUNT		VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES - V ACCOUNT		VARIOUS	VARIOUS
c FIREEYE & RINGCENTRAL STOCK DISTRIBUTED BY SVB CA		VARIOUS	VARIOUS
d JPMORGAN INCUBATOR FUND - LOSS ON LIQUIDATION	P	05/29/03	07/22/15
e FORECLOSED REAL ESTATE - DITTMAR DEVELOPMENT	P	10/26/09	04/10/15
f FORECLOSED REAL ESTATE - LAKE AUSTIN CONDO #7	P	12/31/08	04/29/15
g FORECLOSED REAL ESTATE - LAKE AUSTIN CONDO #8	P	12/31/08	04/29/15
h FORECLOSED REAL ESTATE - LANDERS FAMILY	P	12/31/08	05/28/15
i FORECLOSED REAL ESTATE - DOUGLAS PROPERTIES SVALE	P	09/30/11	05/29/15
j FORECLOSED REAL ESTATE - LAKE AUSTIN CONDO #5	P	12/31/08	06/18/15
k FORECLOSED REAL ESTATE - QUADRANT INV PRESCOTT IN	P	10/21/10	09/02/15
l FORECLOSED REAL ESTATE - MAW GRADY NIBLO	P	12/31/08	12/09/15
m FORECLOSED REAL ESTATE - KG LEGACY CAPITAL INVEST	P	12/31/08	12/11/15
n FROM ACCESS VENTURE PARTNERS, LP	P		
o FROM ALTOS KOREA OPPORTUNITY FUND, LP	P		

(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 5,742,617.		4,303,953.	1,438,664.
b 4,345,073.		3,549,557.	795,516.
c 625,689.		65,581.	560,108.
d		166,400.	<166,400.>
e 2,408,563.		2,306,541.	102,022.
f 196,155.		429,401.	<233,246.>
g 196,155.		431,966.	<235,811.>
h 209,000.		247,080.	<38,080.>
i 54,084.		70,244.	<16,160.>
j 196,155.		428,078.	<231,923.>
k 2,097,629.		1,968,414.	129,215.
l 312,395.		255,692.	56,703.
m 1,012,500.		865,295.	147,205.
n			72.
o			10,876.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,438,664.
b			795,516.
c			560,108.
d			<166,400.>
e			102,022.
f			<233,246.>
g			<235,811.>
h			<38,080.>
i			<16,160.>
j			<231,923.>
k			129,215.
l			56,703.
m			147,205.
n			72.
o			10,876.

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 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

LELAND FIKES FOUNDATION, INC.

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 FROM ARTIMAN VENTURES II, LP	P		
b FROM ARTIMAN VENTURES 2014, LP	P		
c FROM COMMONFUND GLOBAL DISTRESSED PARTNERS III, L	P		
d FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS IV,	P		
e FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS V,	P		
f FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS VII	P		
g FROM FORT WASHINGTON PE OPPORTUNITIES FUND II, L.	P		
h FROM FORT WASHINGTON PE OPPORTUNITIES FUND III, L	P		
i FROM HELIX FOUNDERS FUND, L.P.	P		
j FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS, LP	P		
k FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS II,	P		
l FROM KNIGHTSBRIDGE VENTURE CAPITAL VIII LP	P		
m FROM PRIVATE EQUITY INVESTMENT FUND IV, LP	P		
n FROM PRIVATE EQUITY INVESTMENT FUND V, LP	P		
o FROM STARTUP CAPITAL VENTURES, L.P.	P		

(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			<56,065.>
b			<1,184.>
c			8,203.
d			85,851.
e			126,801.
f			61,475.
g			44,120.
h			1,472.
i			756,222.
j			7,025.
k			91,388.
l			5,401.
m			<21,444.>
n			30,597.
o			504.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<56,065.>
b			<1,184.>
c			8,203.
d			85,851.
e			126,801.
f			61,475.
g			44,120.
h			1,472.
i			756,222.
j			7,025.
k			91,388.
l			5,401.
m			<21,444.>
n			30,597.
o			504.

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 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

LELAND FIKES FOUNDATION, INC.

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 FROM SVB CAPITAL PARTNERS II, L.P.	P		
b FROM SVB INDIA CAPITAL PARTNERS I, L.P.	P		
c FROM SVB STRATEGIC INVESTORS FUND II, L.P.	P		
d FROM SVB STRATEGIC INVESTORS FUND III, L.P.	P		
e FROM SVB STRATEGIC INVESTORS FUND IV, L.P.	P		
f FROM SVB STRATEGIC INVESTORS FUND V, L.P.	P		
g FROM WSL PARTNERS, L.P.	P		
h FROM ZERO2IPO CHINA FUND II, LP	P		
i			
j			
k			
l			
m			
n			
o			

(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			<2,006.>
b			<16,132.>
c			103,285.
d			148,263.
e			121,358.
f			42,837.
g			<2,094.>
h			51,853.
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,006.>
b			<16,132.>
c			103,285.
d			148,263.
e			121,358.
f			42,837.
g			<2,094.>
h			51,853.
i			
j			
k			
l			
m			
n			
o			

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	3,906,491.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part 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
UNIVERSITY OF TEXAS FOUNDATION P.O. BOX 250 AUSTIN, TX 78767	NONE	PUBLIC CHARITY	DEMENTIA RESEARCH	50,000.
UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER 6900 FANNIN, SUITE 6.1000 HOUSTON, TX 77030	NONE	PUBLIC CHARITY	RAY AND THE SUNBEATABLES CURRICULUM PROGRAM	75,000.
UNIVERSITY OF TEXAS SOUTHWESTERN MEDICAL CENTER 5323 HARRY HINES BLVD. DALLAS, TX 75390	NONE	PUBLIC CHARITY	HIGH IMPACT HIGH RISK PROJECTS	600,000.
UNIVERSITY OF TEXAS SOUTHWESTERN MEDICAL CENTER 5323 HARRY HINES BLVD. DALLAS, TX 75390	NONE	PUBLIC CHARITY	ESTABLISH A DISTINGUISHED CHAIR IN HONOR OF DR. ALFRED G. GILMAN	62,500.
UNIVERSITY OF TEXAS SOUTHWESTERN MEDICAL CENTER 5323 HARRY HINES BLVD. DALLAS, TX 75390	NONE	PUBLIC CHARITY	PURCHASE A POLARA INSTRUMENT PER DR. PODOLSKY'S 10/31/13 LETTER	500,000.
LUMIN EDUCATION (FORMERLY EAST DALLAS COMMUNITY SCHOOL) 924 WAYNE STREET DALLAS, TX 75223	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN FOR BACHMAN LAKE SCHOOL	125,000.
MI ESCUELITA PRESCHOOL, INC. P. O. BOX 191487 DALLAS, TX 75219	NONE	PUBLIC CHARITY	EXPAND EARY CHILDHOOD EDUCATION PROGRAM	25,000.
TRINITY SCHOOL OF MIDLAND 3500 WEST WADLEY AVENUE MIDLAND, TX 79707	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN	125,000.
DALLAS SYMPHONY ASSOCIATION, INC. 2301 FLORA, SUITE 300 DALLAS, TX 75201	NONE	PUBLIC CHARITY	GENERAL SUPPORT	115,000.
FRIENDS OF REVERCHON PARK 3704 ABRAMS ROAD DALLAS, TX 75214	NONE	PUBLIC CHARITY	KATY TRAIL/STRAND CONNECTOR PROJECT	97,250.
Total from continuation sheets				5,086,650.

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
KERA 3000 HARRY HINES BLVD. DALLAS, TX 75201	NONE	PUBLIC CHARITY	HEALTH AND SCIENCE NEWS SERVICE	25,000.
TEXAS WINDS P. O. BOX 797811 DALLAS, TX 75379	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
ADVOCATES FOR YOUTH 2000 M STREET NW, SUITE 750 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	BRING PLAY "OUT OF SILENCE" TO AUSTIN	35,000.
CARDEA SERVICES 1106 CLAYTON LANE, SUITE 410E AUSTIN, TX 78723	NONE	PUBLIC CHARITY	"WORKING TO IMPLEMENT SEX EDUCATION" INITIATIVE IN TEXAS	22,500.
CENTER FOR REPRODUCTIVE RIGHTS 199 WATER STREET, 22ND FLOOR NEW YORK, NY 10038	NONE	PUBLIC CHARITY	U.S. PROGRAM	50,000.
GIRLS INCORPORATED OF METROPOLITAN DALLAS 2040 EMPIRE CENTRAL DALLAS, TX 75235	NONE	PUBLIC CHARITY	TEEN PREGNANCY PREVENTION PROGRAM	15,000.
JANE'S DUE PROCESS, INC. P. O. BOX 685137 AUSTIN, TX 78768	NONE	PUBLIC CHARITY	PERMANENT, PART-TIME LEGAL DIRECTOR	63,000.
JANE'S DUE PROCESS, INC. P. O. BOX 685137 AUSTIN, TX 78768	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
MEDICAL STUDENTS FOR CHOICE P. O. BOX 40188 PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
NARAL PRO-CHOICE AMERICA FOUNDATION 1156 15TH STREET NW, SUITE 700 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000.
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
NARAL PRO-CHOICE TEXAS FOUNDATION P. O. BOX 684602 AUSTIN, TX 78702	NONE	PUBLIC CHARITY	GENERAL SUPPORT	30,000.
PHYSICIANS FOR REPRODUCTIVE HEALTH 55 WEST 39TH STREET, SUITE 1001 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
PLANNED PARENTHOOD OF GREATER TEXAS, INC. 7424 GREENVILLE AVENUE, SUITE 206 DALLAS, TX 75231	NONE	PUBLIC CHARITY	CONSTITUENT IDENTIFICATION PROJECT	250,000.
PLANNED PARENTHOOD OF GREATER TEXAS, INC. 7424 GREENVILLE AVENUE, SUITE 206 DALLAS, TX 75231	NONE	PUBLIC CHARITY	PURCHASE FACILITY THAT MEETS TX GUIDELINES FOR AMBULATORY SURGICAL CTR	500,000.
PLANNED PARENTHOOD OF GREATER TEXAS, INC. 7424 GREENVILLE AVENUE, SUITE 206 DALLAS, TX 75231	NONE	PUBLIC CHARITY	BUILDING OUR FUTURE FUND	50,000.
RELIGIOUS INSTITUTE 21 CHARLES STREET, SUITE 140 WESTPORT, CT 06880	NONE	PUBLIC CHARITY	EXPAND TX PROGRAM TO MOBILIZE CLERGY FOR SEXUAL & REPRODUCTIVE JUSTICE	5,000.
TEXAS EQUAL ACCESS FUND 501 WYNNEWOOD VILLAGE #386 DALLAS, TX 75224	NONE	PUBLIC CHARITY	HIRE SECOND STAFF PERSON	35,000.
TEXAS EQUAL ACCESS FUND 501 WYNNEWOOD VILLAGE #386 DALLAS, TX 75224	NONE	PUBLIC CHARITY	GENERAL SUPPORT	35,000.
THE BRIDGE 1818 CORSICANA DALLAS, TX 75201	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000.
COMMUNITY PARTNERS OF DALLAS 1215 SKILES STREET DALLAS, TX 75204	NONE	PUBLIC CHARITY	SUPPORT HALF OF PROGRAM DIRECTOR'S SALARY & BENEFITS	22,400.
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
DALLAS BAR ASSOCIATION COMMUNITY SERVICE FUND 2101 ROSS AVENUE DALLAS, TX 75201	NONE	PUBLIC CHARITY	DALLAS VOLUNTEER ATTORNEY PROGRAM	25,000.
FAMILY GATEWAY 600 JACKSON STREET DALLAS, TX 75202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
THE FAMILY PLACE, INC. P. O. BOX 7999 DALLAS, TX 75209	NONE	PUBLIC CHARITY	GENERAL SUPPORT	35,000.
FIRST PRESBYTERIAN CHURCH, DALLAS 1835 YOUNG STREET DALLAS, TX 75201	NONE	PUBLIC CHARITY	STEWOPOT ID DOCUMENTATION & FAMILY STABILIZATION PROGRAMS	30,000.
JUBILEE PARK & COMMUNITY CENTER CORPORATION P. O. BOX 710759 DALLAS, TX 75371	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236	NONE	PUBLIC CHARITY	GENERAL SUPPORT	75,000.
PROMISE HOUSE, INC. 224 WEST PAGE AVENUE DALLAS, TX 75208	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
ACLU FOUNDATION OF TEXAS, INC. P. O. BOX 8306 AUSTIN, TX 77288	NONE	PUBLIC CHARITY	GENERAL OPERATING	25,000.
AMERICAN CONSTITUTION SOCIETY FOR LAW AND POLICY 1333 H STREET NW, 11TH FLOOR WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000.
BRENNAN CENTER FOR JUSTICE 161 AVENUE OF THE AMERICAS, 12TH FLOOR NEW YORK, NY 10013	NONE	PUBLIC CHARITY	VOTER ID IN TEXAS	100,000.
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
BRENNAN CENTER FOR JUSTICE 161 AVENUE OF THE AMERICAS, 12TH FLOOR NEW YORK, NY 10013	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000.
CENTER FOR AMERICAN PROGRESS 1333 H STREET NW, 10TH FLOOR WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100,000.
CENTER FOR COMMUNITY CHANGE 1536 U STREET NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000.
CENTER FOR PUBLIC POLICY PRIORITIES 7020 EASY WIND DRIVE, SUITE 200 AUSTIN, TX 78752	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100,000.
CENTER ON BUDGET AND POLICY PRIORITIES 820 1ST STREET NE, #510 WASHINGTON, DC 20002	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100,000.
CREW (CITIZENS FOR RESPONSIBILITY AND ETHICS IN WASHINGTON) 455 MASSACHUSETTS AVE. NW, 6TH FLOOR WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100,000.
THE DEMOCRACY FUND 1201 CONNECTICUT AVE. NW, STE. 300 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	NEW VENTURE FUND - GENERAL SUPPORT	50,000.
DEMOS 220 FIFTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
FAITH IN TEXAS 9891 WEBB CHAPEL RD. DALLAS, TX 75220	NONE	PUBLIC CHARITY	HIRING 2ND FULL-TIME ORGANIZER	37,500.
MEDIA MATTERS FOR AMERICA 455 MASSACHUSETTS AVE NW, SUITE 600 WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200,000.
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 FREEDOM NETWORK EDUCATION FUND P. O. BOX 1624 AUSTIN, TX 78767	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200,000.
TEXAS ORGANIZING PROJECT EDUCATION FUND (TOP ED FUND) 2404 CAROLINE STREET HOUSTON, TX 77004	NONE	PUBLIC CHARITY	GENERAL SUPPORT	75,000.
TEXAS RESEARCH INSTITUTE 500 SAN MARCOS STREET, SUITE 110 AUSTIN, TX 78703	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
THE VOTER PARTICIPATION CENTER 1707 L STREET NW, SUITE 300 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	INITIAL STAGES OF PROGRAMS FOR 2015-2016 ELECTION CYCLE	100,000.
WORKERS DEFENSE PROJECT 5604 MANOR ROAD AUSTIN, TX 78723	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
ALLIANCE FOR JUSTICE 11 DUPONE CIRCLE NW, SECOND FLOOR WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	SUPPORT FOR DALLAS OFFICE	50,000.
COMMUNITIES FOUNDATION OF TEXAS, INC. / LELAND FIKEs FOUNDATION FUND 5500 CARUTH HAVEN LANE DALLAS, TX 75225	NONE	PUBLIC CHARITY	ISAF'S WORK TO GET FDA APPROVAL OF QS	250,000.
FOUNDATION CENTER 79 FIFTH AVENUE NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,500.
JERICO ROAD DALLAS 4015 NORMANDY AVE. DALLAS, TX 75205	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
TRINITY SCHOOL OF MIDLAND 3500 WEST WADLEY AVENUE MIDLAND, TX 79707	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN	125,000.
CENTER FOR COMMUNITY CHANGE 1536 U STREET NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000.
THE DEMOCRACY FUND 1201 CONNECTICUT AVE. NW, STE. 300 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	NEW VENTURE FUND - GENERAL SUPPORT	50,000.
FAITH IN TEXAS 9891 WEBB CHAPEL RD. DALLAS, TX 75220	NONE	PUBLIC CHARITY	HIRING 2ND FULL-TIME ORGANIZER	37,500.
JUBILEE PARK & COMMUNITY CENTER CORPORATION P. O. BOX 710759 DALLAS, TX 75371	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100,000.
TEXAS EQUAL ACCESS FUND 501 WYNNEWOOD VILLAGE #386 DALLAS, TX 75224	NONE	PUBLIC CHARITY	HIRE SECOND STAFF PERSON	50,000.
TEXAS FREEDOM NETWORK EDUCATION FUND P. O. BOX 1624 AUSTIN, TX 78767	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200,000.
UNIVERSITY OF TEXAS SOUTHWESTERN MEDICAL CENTER 5323 HARRY HINES BLVD. DALLAS, TX 75390	NONE	PUBLIC CHARITY	TO ESTABLISH A DISTINGUISHED CHAIR IN HONOR OF DR. AL GILMAN	125,000.
WORKERS DEFENSE PROJECT 5604 MANOR ROAD AUSTIN, TX 78723	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
Total from continuation sheets				772,500.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA	7,071.	7,071.	
TOTAL TO PART I, LINE 3	7,071.	7,071.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACCESS VENTURE PARTNERS, LP	1.	0.	1.	1.	
ALTOS KOREA OPPORTUNITY FUND, LP	113.	0.	113.	113.	
ARTIMAN VENTURES 2014, LP	182.	0.	182.	182.	
ARTIMAN VENTURES II, LP	765.	0.	765.	765.	
ARTIMAN VENTURES III, LP	944.	0.	944.	944.	
BANK CUSTODY G ACCT	216,735.	0.	216,735.	216,735.	
BANK CUSTODY M ACCT	1,737.	0.	1,737.	1,737.	
BANK CUSTODY R ACCT	34.	0.	34.	34.	
BANK CUSTODY V ACCT	219,027.	0.	219,027.	219,027.	
CAPITAL PARTNERS III, LP (SVB)	152.	0.	152.	152.	
COMMONFUND GLOBAL DISTRESSED PARTNERS III, LP	13,799.	0.	13,799.	13,799.	
DIVIDENDS FROM TITLE HOLDING CORPORATIONS	2,137,240.	0.	2,137,240.	2,137,240.	
FORT WASHINGTON PE OPPORTUNITIES FUND II, L.P.	7,361.	0.	7,361.	7,361.	
FORT WASHINGTON PE OPPORTUNITIES FUND II, L.P. - UBTI	52.	0.	52.	0.	

FORT WASHINGTON PE OPPORTUNITIES FUND III, L.P.	1,092.	0.	1,092.	1,092.
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P.	6,141.	0.	6,141.	6,141.
FORT WASHINGTON PRIVATE EQUITY INVESTORS V, L.P.	10,090.	0.	10,090.	10,090.
FORT WASHINGTON PRIVATE EQUITY INVESTORS V, L.P.	<105.>	0.	<105.>	0.
FORT WASHINGTON PRIVATE EQUITY INVESTORS VII,	9,518.	0.	9,518.	9,518.
FORT WASHINGTON PRIVATE EQUITY INVESTORS VII,	1,103.	0.	1,103.	0.
HELIUM FOUNDERS FUND, L.P.	9.	0.	9.	9.
INTEREST FROM MORTGAGE LOANS	1,180,986.	0.	1,180,986.	1,180,986.
KENMONT CAPITAL PRIVATE EQUITY PARTNERS II, L.P.	1,576.	0.	1,576.	1,576.
KENMONT CAPITAL PRIVATE EQUITY PARTNERS, LP	3,766.	0.	3,766.	3,766.
KKR EUROPEAN FUND III	117,958.	0.	117,958.	117,958.
KNIGHTSBRIDGE VENTURE CAPITAL VIII LP	97.	0.	97.	97.
LC FUND VI, L.P.	72.	0.	72.	72.
MONTAGE CAPITAL II, L.P.	31,804.	0.	31,804.	31,804.
POINTS & FEES FROM MORTGAGE LOANS	166,574.	0.	166,574.	166,574.
PRIVATE EQUITY INVESTMENT FUND IV, LP	81.	0.	81.	81.
PRIVATE EQUITY INVESTMENT FUND V, LP	10,773.	0.	10,773.	10,773.
STARTUP CAPITAL VENTURES FUND II, LP	874.	0.	874.	874.
STARTUP CAPITAL VENTURES, L.P.	19,451.	0.	19,451.	19,451.
SVB CAPITAL PARTNERS II, L.P.	50.	0.	50.	50.
SVB STRATEGIC INVESTORS FUND II, L.P.	886.	0.	886.	886.

SVB STRATEGIC INVESTORS FUND III, L.P.	2,024.	0.	2,024.	2,024.
SVB STRATEGIC INVESTORS FUND IV, L.P.	1,422.	0.	1,422.	1,422.
SVB STRATEGIC INVESTORS FUND V, L.P.	460.	0.	460.	460.
VENTURE OVERAGE FUND, LP	49,953.	0.	49,953.	49,953.
WSL PARTNERS, L.P.	6,761.	0.	6,761.	6,761.
TO PART I, LINE 4	4,221,558.	0.	4,221,558.	4,220,508.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

3

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
PUBLICLY TRADED SECURITIES - G ACCOUNT					VARIOUS	VARIOUS
	5,742,617.	4,303,953.	0.	0.		1,438,664.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
PUBLICLY TRADED SECURITIES - V ACCOUNT					VARIOUS	VARIOUS
	4,345,073.	3,549,557.	0.	0.		795,516.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
FIREEYE & RINGCENTRAL STOCK DISTRIBUTED BY SVB CAPITAL PARTNERS II, L.P.					VARIOUS	VARIOUS
	625,689.	65,581.	0.	0.		560,108.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
JPMORGAN INCUBATOR FUND - LOSS ON LIQUIDATION	0.	166,400.	0.	0.	<166,400.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FORECLOSED REAL ESTATE - DITTMAR DEVELOPMENT	2,408,563.	2,306,541.	0.	0.	102,022.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FORECLOSED REAL ESTATE - LAKE AUSTIN CONDO #7	196,155.	429,401.	0.	0.	<233,246.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FORECLOSED REAL ESTATE - LAKE AUSTIN CONDO #8	196,155.	431,966.	0.	0.	<235,811.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FORECLOSED REAL ESTATE - LANDERS FAMILY	209,000.	247,080.	0.	0.	<38,080.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FORECLOSED REAL ESTATE - DOUGLAS PROPERTIES SVALE 2 S758	54,084.	70,244.	0.	0.	<16,160.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FORECLOSED REAL ESTATE - LAKE AUSTIN CONDO #5	196,155.	428,078.	0.	0.	<231,923.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FORECLOSED REAL ESTATE - QUADRANT INV PRESCOTT INT	2,097,629.	1,968,414.	0.	0.	129,215.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FORECLOSED REAL ESTATE - MAW GRADY NIBLO	312,395.	255,692.	0.	0.	56,703.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	DATE ACQUIRED 12/31/08	DATE SOLD 12/11/15
FORECLOSED REAL ESTATE - KG LEGACY CAPITAL INVESTMENTS LLC	1,012,500.	865,295.	0.	0.		

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	DATE ACQUIRED	DATE SOLD
FROM ACCESS VENTURE PARTNERS, LP	0.	0.	0.	0.		

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	DATE ACQUIRED	DATE SOLD
FROM ALTOS KOREA OPPORTUNITY FUND, LP	0.	0.	0.	0.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
FROM ARTIMAN VENTURES II, LP	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	<56,065.>	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
FROM ARTIMAN VENTURES 2014, LP	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	<1,184.>	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
FROM COMMONFUND GLOBAL DISTRESSED PARTNERS III, LP	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	8,203.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P.				PURCHASED		
	0.	0.	0.	0.	85,851.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS V, L.P.				PURCHASED		
	0.	0.	0.	0.	126,801.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS VII, L.P.				PURCHASED		
	0.	0.	0.	0.	61,475.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM FORT WASHINGTON PE OPPORTUNITIES FUND II, L.P.	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	44,120.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM FORT WASHINGTON PE OPPORTUNITIES FUND III, L.P.	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	1,472.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM HELIX FOUNDERS FUND, L.P.	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	756,222.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS, LP	0.	0.	0.			7,025.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS II, L.P.	0.	0.	0.			91,388.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM KNIGHTSBRIDGE VENTURE CAPITAL VIII LP	0.	0.	0.			5,401.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM PRIVATE EQUITY INVESTMENT FUND IV, LP	0.	0.	0.	0.	<21,444.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM PRIVATE EQUITY INVESTMENT FUND V, LP	0.	0.	0.	0.	30,597.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM STARTUP CAPITAL VENTURES, L.P.	0.	0.	0.	0.	504.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM SVB CAPITAL PARTNERS II, L.P.	0.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
	0.	0.	0.	0.		<2,006.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM SVB INDIA CAPITAL PARTNERS I, L.P.	0.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
	0.	0.	0.	0.		<16,132.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM SVB STRATEGIC INVESTORS FUND II, L.P.	0.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
	0.	0.	0.	0.		103,285.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
FROM SVB STRATEGIC INVESTORS FUND III, L.P.		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
0.	0.	0.	0.	148,263.		

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
FROM SVB STRATEGIC INVESTORS FUND IV, L.P.		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
0.	0.	0.	0.	121,358.		

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
FROM SVB STRATEGIC INVESTORS FUND V, L.P.		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
0.	0.	0.	0.	42,837.		

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM WSL PARTNERS, L.P.	0.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
	0.	0.	0.	0.		<2,094.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM ZERO2IPO CHINA FUND II, LP	0.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
	0.	0.	0.	0.		51,853.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
LEASE & WELL EQUIPMENT	3,807.	3,807.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
	3,807.	3,807.	0.	3,807.		3,807.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
FROM COMMONFUND GLOBAL DISTRESSED PARTNERS III, LP - UBTI	0.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
	0.	0.	0.	0.		144.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P. - UBTI	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	1,100.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS V, L.P. - UBTI	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	<329.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS VII, L.P. - UBTI	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	3,620.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM FORT WASHINGTON PE OPPORTUNITIES FUND II, L.P. - UBTI	0.	0.	0.	0.	7,968.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS, LP - UBTI	0.	0.	0.	0.	<2.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS II, L.P. - UBTI	0.	0.	0.	0.	<152.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM PRIVATE EQUITY INVESTMENT FUND IV, LP - UBTI	0.	0.	0.	0.	1,048.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM PRIVATE EQUITY INVESTMENT FUND V, LP - UBTI	0.	0.	0.	0.	2,058.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM SVB STRATEGIC INVESTORS FUND III, L.P. - UBTI	0.	0.	0.	0.	<229.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM WSL PARTNERS, L.P. - UBTI	0.	0.	0.	0.	<597.>
NET GAIN OR LOSS FROM SALE OF ASSETS					3,924,927.
CAPITAL GAINS DIVIDENDS FROM PART IV					0.
TOTAL TO FORM 990-PF, PART I, LINE 6A					3,924,927.

FORM 990-PF	INCOME AND COST OF GOODS SOLD INCLUDED ON PART I, LINE 10	STATEMENT	4
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INCOME

1. GROSS RECEIPTS	835,224	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		835,224
4. COST OF GOODS SOLD (LINE 15)	1,080,778	
5. GROSS PROFIT (LINE 3 LESS LINE 4).		<245,554>
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		<245,554>

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR		
9. MERCHANDISE PURCHASED.		
10. COST OF LABOR.		
11. MATERIALS AND SUPPLIES		
12. OTHER COSTS.	1,080,778	
13. ADD LINES 8 THROUGH 12		1,080,778
14. INVENTORY AT END OF YEAR		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14). .		1,080,778

FORM 990-PF	COST OF GOODS SOLD - OTHER COSTS	STATEMENT	5
DESCRIPTION		AMOUNT	
PRODUCTION TAXES		28,082.	
LEASE OPERATING COSTS		738,257.	
GASOLINE PLANT OPERATING EXPENSE		3,860.	
INTANGIBLE DRILLING COSTS		288,482.	
OIL AND GAS PROCESSING FEES		<15,610.>	
DEPLETION - WORKING INTERESTS		165.	
DEPRECIATION		37,542.	
TOTAL OTHER COSTS		1,080,778.	

FORM 990-PF	OTHER INCOME	STATEMENT	6
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL AND GAS ROYALTIES	668,727.	668,727.	
LEASE BONUSES	48,000.	48,000.	
MINING ROYALTY & SEISMIC FEE - LIMESTONE COUNTY	390.	390.	
G ACCOUNT - CLASS ACTION SETTLEMENTS	3,094.	3,094.	
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P. - ROYALTIES	19.	19.	
FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P. - UBTI - ROYALTIES	1.	0.	
FORT WASHINGTON PRIVATE EQUITY INVESTORS V, L.P. - ROYALTIES	226.	226.	
FORT WASHINGTON PRIVATE EQUITY INVESTORS V, L.P. - UBTI - ROYALTIES	284.	0.	
FORT WASHINGTON PRIVATE EQUITY INVESTORS VII, L.P. - ROYALTIES	258.	258.	
FORT WASHINGTON PRIVATE EQUITY INVESTORS VII, L.P. - UBTI - ROYALTIES	1.	0.	
FORT WASHINGTON PE OPPORTUNITIES FUND II, L.P. - ROYALTIES	315.	315.	
SVB STRATEGIC INVESTORS FUND III, L.P. - ROYALTIES	140.	140.	
ARTIMAN VENTURES II, LP	157.	157.	
ARTIMAN VENTURES III, LP	143.	143.	
COMMONFUND GLOBAL DISTRESSED PARTNERS III, LP	8,717.	8,717.	

COMMONFUND GLOBAL DISTRESSED		
PARTNERS III, LP - UBTI	<342.>	0.
FORT WASHINGTON PRIVATE EQUITY		
INVESTORS IV, L.P.	1,553.	1,553.
FORT WASHINGTON PRIVATE EQUITY		
INVESTORS IV, L.P. - UBTI	<817.>	0.
FORT WASHINGTON PRIVATE EQUITY		
INVESTORS V, L.P.	1,319.	1,319.
FORT WASHINGTON PRIVATE EQUITY		
INVESTORS V, L.P. - UBTI	160.	0.
FORT WASHINGTON PRIVATE EQUITY		
INVESTORS VII, L.P.	335.	335.
FORT WASHINGTON PRIVATE EQUITY		
INVESTORS VII, L.P. - UBTI	2,708.	0.
FORT WASHINGTON PE OPPORTUNITIES		
FUND II, L.P.	<868.>	<868.>
FORT WASHINGTON PE OPPORTUNITIES		
FUND II, L.P. - UBTI	7,852.	0.
FORT WASHINGTON PE OPPORTUNITIES		
FUND III, L.P.	80.	80.
FORT WASHINGTON PE OPPORTUNITIES		
FUND III, L.P. - UBTI	<944.>	0.
KENMONT CAPITAL PRIVATE EQUITY		
PARTNERS, LP	<213.>	<213.>
KENMONT CAPITAL PRIVATE EQUITY		
PARTNERS, LP - UBTI	<240.>	0.
KENMONT CAPITAL PRIVATE EQUITY		
PARTNERS II, L.P.	1,333.	1,333.
KENMONT CAPITAL PRIVATE EQUITY		
PARTNERS II, L.P. - UBTI	3,283.	0.
KNIGHTSBRIDGE VENTURE CAPITAL VIII		
LP	<1.>	<1.>
PRIVATE EQUITY INVESTMENT FUND IV,		
LP	399.	399.
PRIVATE EQUITY INVESTMENT FUND IV,		
LP - UBTI	168.	0.
PRIVATE EQUITY INVESTMENT FUND V,		
LP	<121.>	<121.>
PRIVATE EQUITY INVESTMENT FUND V,		
LP - UBTI	327.	0.
SVB STRATEGIC INVESTORS FUND II,		
L.P.	773.	773.
SVB STRATEGIC INVESTORS FUND II,		
L.P. - UBTI	733.	0.
SVB STRATEGIC INVESTORS FUND III,		
L.P.	<245.>	<245.>
SVB STRATEGIC INVESTORS FUND III,		
L.P. - UBTI	1,398.	0.
SVB STRATEGIC INVESTORS FUND IV,		
L.P.	<897.>	<897.>
SVB STRATEGIC INVESTORS FUND IV,		
L.P. - UBTI	<373.>	0.
SVB STRATEGIC INVESTORS FUND V,		
L.P.	23.	23.

SVB STRATEGIC INVESTORS FUND V,

L.P. - UBTI

<42.>

0.

VSL PARTNERS, L.P.

94.

94.

VSL PARTNERS, L.P. - UBTI

2,629.

0.

TOTAL TO FORM 990-PF, PART I, LINE 11

750,536.

733,750.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES - G ACCOUNT	94,178.	94,178.		0.
INVESTMENT ADVISORY FEES - V ACCOUNT	77,483.	77,483.		0.
MORTGAGE LOAN ADVISORY FEES	17,004.	17,004.		0.
INVESTMENT ADVISORY FEES	15,751.	15,751.		0.
PROFESSIONAL FEES	4,562.	0.		4,562.
TO FORM 990-PF, PG 1, LN 16C	208,978.	204,416.		4,562.

FORM 990-PF

TAXES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	17,869.	6,147.		10,127.
PRODUCTION TAX - ROYALTIES	36,131.	36,131.		0.
AD VALOREM TAXES	4,117.	3,581.		536.
AD VALOREM TAXES - OIL & GAS WORKING INTERESTS	36,656.	0.		0.
AD VALOREM TAXES - ROYALTY INTERESTS	60,243.	60,243.		0.
NEW MEXICO STATE INCOME TAX	239.	239.		0.
FEDERAL INCOME AND EXCISE TAXES	33,000.	0.		0.
DELAWARE FRANCHISE TAX	62.	0.		62.
TO FORM 990-PF, PG 1, LN 18	188,317.	106,341.		10,725.

FORM 990-PF	OTHER EXPENSES		STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK MANAGEMENT FEES - R ACCOUNT	160.	160.		0.
BANK MANAGEMENT FEES - M ACCOUNT	8,292.	8,292.		0.
MORTGAGE LOAN SERVICING FEES	121,483.	121,483.		0.
BAD DEBT EXPENSE - MORTGAGE LOANS	112,094.	112,094.		0.
FORECLOSED REAL ESTATE EXPENSES	102,977.	102,977.		0.
CO2 \ NGL FEES - ROYALTY INT	13.	13.		0.
OFFICE SUPPLIES	86.	0.		86.
TELEPHONE	2,142.	0.		2,142.
DUES & SUBSCRIPTIONS	8,340.	0.		8,340.
INSURANCE	40,294.	0.		1,147.
FILING, RECORDING, NOTARY	30.	0.		30.
MISCELLANEOUS	368.	0.		368.
FROM ACCESS VENTURE PARTNERS, LP	1,044.	1,044.		0.
FROM ALTOS HYBRID BL, LLC	2,110.	2,110.		0.
FROM ALTOS HYBRID, LP	29,934.	29,934.		0.
FROM ALTOS KOREA OPPORTUNITY FUND, LP	9,398.	9,398.		0.
FROM ALTOS KOREA OPPORTUNITY FUND 2, L.P.	6,872.	6,872.		0.
FROM ARTIMAN VENTURES II, LP	11,088.	11,088.		0.
FROM ARTIMAN VENTURES III, LP	20,622.	20,622.		0.
FROM ARTIMAN VENTURES 2014, LP	18,499.	18,499.		0.
FROM COMMONFUND GLOBAL DISTRESSED PARTNERS III, LP	7,776.	7,776.		0.
FROM COMMONFUND GLOBAL DISTRESSED PARTNERS III, LP - UBTI	0.	0.		0.
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P.	11,474.	11,474.		0.
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS IV, L.P. - UBTI	180.	0.		0.
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS V, L.P.	18,639.	18,639.		0.
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS V, L.P. - UBTI	1,079.	0.		0.
FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS VII, L.P.	25,011.	25,011.		0.

FROM FORT WASHINGTON PRIVATE EQUITY INVESTORS VII, L.P. - UBTI	9,264.	0.	0.
FROM FORT WASHINGTON PE OPPORTUNITIES FUND II, L.P.	11,936.	11,936.	0.
FROM FORT WASHINGTON PE OPPORTUNITIES FUND II, L.P. - UBTI	2,119.	0.	0.
FROM FORT WASHINGTON PE OPPORTUNITIES FUND III, L.P.	11,275.	11,275.	0.
FROM FORT WASHINGTON PE OPPORTUNITIES FUND III, L.P. - UBTI	3,146.	0.	0.
FROM HELIX FOUNDERS FUND, L.P.	15,866.	15,866.	0.
FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS, LP	6,731.	6,731.	0.
FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS, LP - UBTI	0.	0.	0.
FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS II, L.P.	20,031.	20,031.	0.
FROM KENMONT CAPITAL PRIVATE EQUITY PARTNERS II, L.P. - UBTI	0.	0.	0.
FROM KNIGHTSBRIDGE VENTURE CAPITAL VIII LP	20,295.	20,295.	0.
FROM KNIGHTSBRIDGE VENTURE CAPITAL VIII LP - UBTI	2.	0.	0.
FROM LC FUND VI, L.P.	26,713.	26,713.	0.
FROM MONTAGE CAPITAL II, L.P.	9,143.	9,143.	0.
FROM PRIVATE EQUITY INVESTMENT FUND IV, LP	12,061.	12,061.	0.
FROM PRIVATE EQUITY INVESTMENT FUND IV, LP - UBTI	16.	0.	0.
FROM PRIVATE EQUITY INVESTMENT FUND V, LP	22,941.	22,941.	0.
FROM PRIVATE EQUITY INVESTMENT FUND V, LP - UBTI	7.	0.	0.
FROM STARTUP CAPITAL VENTURES, L.P.	12,693.	12,693.	0.
FROM STARTUP CAPITAL VENTURES FUND II, LP	25,641.	25,641.	0.
FROM SVB CAPITAL PARTNERS II, L.P.	13,099.	13,099.	0.
FROM CAPITAL PARTNERS III, LP (SVB)	20,686.	20,686.	0.
FROM SVB INDIA CAPITAL PARTNERS I, L.P.	17,062.	17,062.	0.
FROM SVB STRATEGIC INVESTORS FUND II, L.P.	7,597.	7,597.	0.
FROM SVB STRATEGIC INVESTORS FUND II, L.P. - UBTI	0.	0.	0.

FROM SVB STRATEGIC INVESTORS FUND III, L.P.	23,376.	23,376.	0.
FROM SVB STRATEGIC INVESTORS FUND III, L.P. - UBTI	13.	0.	0.
FROM SVB STRATEGIC INVESTORS FUND IV, L.P.	29,265.	29,265.	0.
FROM SVB STRATEGIC INVESTORS FUND IV, L.P. - UBTI	16.	0.	0.
FROM SVB STRATEGIC INVESTORS FUND V, L.P.	30,545.	30,545.	0.
FROM SVB STRATEGIC INVESTORS FUND V, L.P. - UBTI	9.	0.	0.
FROM VENTURE OVERAGE FUND, LP	2,008.	2,008.	0.
FROM WSL PARTNERS, L.P.	6,589.	6,589.	0.
FROM WSL PARTNERS, L.P. - UBTI	0.	0.	0.
FROM ZERO2IPO CHINA FUND II, LP	11,626.	11,626.	0.
TO FORM 990-PF, PG 1, LN 23	931,776.	864,665.	12,113.

FOOTNOTES

STATEMENT 10

PART XV, QUESTION 2B, FORM AND CONTENT OF APPLICATIONS

THE FIKES FOUNDATION ACCEPTS GRANT APPLICATIONS THROUGH-
OUT THE YEAR AND HAS NO SPECIFIC DEADLINES. IF YOU ARE A
FIRST-TIME APPLICANT, WE ENCOURAGE YOU TO SUBMIT A LOI AS
AN INITIAL STEP. BASED ON A REVIEW OF THIS INFORMATION,
WE WILL LET YOU KNOW WHETHER YOUR ORGANIZATION SHOULD
SUBMIT A FULL APPLICATION.

FOR THOSE PREPARING FULL APPLICATIONS, WE EXPECT TO FIND
THE FOLLOWING IN A PROPOSAL:

- COVER LETTER, WRITTEN ON THE ORGANIZATION'S LETTERHEAD,
WHICH BRIEFLY DESCRIBES THE NEED FOR THE FUNDS, THE
AMOUNT OF FUNDS REQUESTED, AND THE DATE BY WHICH FUNDS
ARE NEEDED
- BRIEF HISTORY OF THE ORGANIZATION'S WORK AND PURPOSE
- SPECIFIC DESCRIPTION OF WHY THE FUNDS ARE NEEDED,
INCLUDING DETAIL OF ANY RELEVANT PROGRAM/PROJECT
- ORGANIZATION'S CURRENT BUDGET, SHOWING PROJECTED INCOME
AND EXPENSES
- LAST YEAR'S BUDGET, SHOWING BUDGETED VERSUS ACTUAL
INCOME AND EXPENSES
- PROGRAM/PROJECT BUDGET, IF APPLICABLE

- STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)
- COPY OF A LETTER FROM THE INTERNAL REVENUE SERVICE
CONFIRMING THE ORGANIZATION'S 501(C)(3) STATUS
- NAMES AND AFFILIATIONS OF THE ORGANIZATION'S BOARD OF
DIRECTORS
- OTHER SOURCES OF CONFIRMED FUNDING FOR THE ORGANIZATION
OR THE RELEVANT PROGRAM/PROJECT
- PLANS FOR EVALUATION, INCLUDING ANY SPECIFIC GOALS

THE TRUSTEES OF THE FOUNDATION HAVE AN ARRAY OF INTERESTS, AMONG WHICH THEIR PRIORITIES ARE CURRENTLY: REPRODUCTIVE RIGHTS, PROGRESSIVE VALUES, AND DALLAS-AREA HUMAN SERVICES AND SERVICES OF COMMUNITY BENEFIT. THIS LIST IS NOT INTENDED AS A DETERRENT TO ORGANIZATIONS THAT FALL OUTSIDE THESE CATEGORIES; RATHER, IT IS MEANT TO GIVE POTENTIAL APPLICANTS GREATER INSIGHT INTO THE FOUNDATION'S PRIORITIES.

THE FOUNDATION ONLY SUPPORTS 501(C)(3) ORGANIZATIONS AND WILL NOT PROVIDE FUNDING TO INDIVIDUALS OR POLITICALLY PARTISAN GROUPS.

IF YOU WOULD LIKE THE FOUNDATION TO CONSIDER A REQUEST FROM YOUR ORGANIZATION, PLEASE SUBMIT YOUR PROPOSAL TO:

LELAND FIKES FOUNDATION
500 N. AKARD STREET, SUITE 1919
DALLAS, TX 75201

SUPPLEMENTAL INFORMATION REGARDING EMPLOYEE BENEFITS

RISA GROSS IS A PARTICIPANT IN THE RETIREMENT PLAN FOR EMPLOYEES OF BONANZA OIL COMPANY, A DEFINED BENEFIT PENSION PLAN. THE AMOUNT OF ANY INCREASE IN THE PRESENT VALUE OF HER BENEFITS IS NOT DETERMINABLE. SINCE THERE WAS NO PAYMENT TO BONANZA OIL COMPANY BY LELAND FIKES FOUNDATION IN THE CURRENT YEAR FOR THIS BENEFIT, THERE WAS NO POTENTIAL FOR SELF DEALING. SEE REG. SEC. 53.4941(D)-3.

PART II, LINE 11: INVESTMENTS - LAND, BUILDINGS, & EQUIPMENT

END-OF-YEAR BOOK VALUE

PRODUCTIVE LEASES	995,659.
PRODUCTIVE ROYALTY INTERESTS	701,697.
UNPRODUCTIVE LEASES	1,113.
UNPRODUCTIVE ROYALTY INTERESTS	35,351.
LEASE & WELL EQUIPMENT	1,732,631.
GASOLINE PLANT	17,185.

TOTAL OIL AND GAS ASSETS	3,483,636.
REAL ESTATE HELD FOR INVESTMENT	11,032.

TOTAL BASIS	3,494,668.
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ACCUMULATED DEPLETION	1,647,184.
ACCUMULATED DEPRECIATION	1,660,125.

TOTAL ACCUMULATED DEPRECIATION	3,307,309.
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END-OF-YEAR FAIR MARKET VALUE

OIL AND GAS ASSETS	2,546,700.
REAL ESTATE HELD FOR INVESTMENT	171,105.

TOTAL FAIR MARKET VALUE	2,717,805.
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LELAND FIKES FOUNDATION, INC.

75-6035984

SECTION 1.263(A)-1(F) DE MINIMIS SAFE HARBOR ELECTION

LELAND FIKES FOUNDATION, INC.
500 N. AKARD STREET, SUITE 1919
DALLAS, TX 75201

EMPLOYER IDENTIFICATION NUMBER: 75-6035984

FOR THE YEAR ENDING 12/31/15

LELAND FIKES FOUNDATION, INC. IS MAKING THE DE MINIMIS SAFE
HARBOR ELECTION UNDER REG. SEC. 1.263(A)-1(F).

FORM 990-PF

CORPORATE STOCK

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK: MACROGENICS, INC.	479.	479.
STOCK: QVIEW MEDICAL, INC.	1,000,000.	1,000,000.
JP MORGAN INCUBATOR FUND	0.	0.
MERIDIAN DIVERSIFIED FUND, LTD	0.	40,100.
PEQUOT OFFSH HLTHCR VEN FUND	315,797.	11,300.
XIGNITE, INC (PREF STOCK)	499,999.	499,999.
3M CO 930 SHARES	126,279.	140,095.
ABBOTT LABS 4240 SHARES	125,089.	190,418.
ABBVIE INC 1820 SHARES	43,208.	107,817.
ALPHABET INC 730 SHARES	273,008.	567,947.
AMERICAN EXPRESS CO 1773 SHARES	74,222.	123,312.
APPLE INC 6240 SHARES	310,916.	656,822.
AT&T INC 2573 SHARES	24,953.	88,537.
AUTOZONE INC 520 SHARES	218,860.	385,793.
BERKSHIRE HATHAWAY INC DEL 1190 SHARES	159,015.	157,128.
CBOE HLDGS INC 2540 SHARES	169,152.	164,846.
CITRIX SYS INC 2680 SHARES	201,089.	202,742.
COCA COLA CO 12740 SHARES	478,144.	547,310.
COMCAST CORP 5700 SHARES	213,056.	321,651.
COSTCO WHSL CORP NEW 2220 SHARES	240,095.	358,530.
CVS HEALTH CORP 3360 SHARES	174,728.	328,507.
DANAHER CORP DEL 2730 SHARES	105,257.	253,562.
DISNEY WALT CO 1750 SHARES	146,809.	183,890.
DOLLAR TREE INC 5810 SHARES	429,496.	448,648.
ECOLAB INC 2290 SHARES	131,507.	261,930.
EMC CORP 13950 SHARES	263,425.	358,236.
EXPEDITORS INTL WASHINGTON INC 5710 SHARES	260,630.	257,521.
EXPRESS SCRIPTS HLDG CO 5030 SHARES	319,387.	439,672.
FEDEX CORP 540 SHARES	74,166.	80,455.
GENERAL MLS INC 5680 SHARES	287,630.	327,509.
HOME DEPOT INC 2150 SHARES	90,031.	284,338.
HONEYWELL INTL INC 2000 SHARES	133,981.	207,140.
INTERNATIONAL BUSINESS MACHS 1100 SHARES	131,430.	151,382.
JOHNSON & JOHNSON 3460 SHARES	314,846.	355,411.
KROGER CO 6270 SHARES	115,951.	262,274.
LABORATORY CORP AMER HLDGS 3360 SHARES	404,940.	415,430.
MARSH & MCLENNAN COS INC 3780 SHARES	217,980.	209,601.
MASTERCARD INC 1990 SHARES	82,125.	193,746.
MCCORMICK & CO INC 3290 SHARES	274,540.	281,492.
MCDONALDS CORP 3140 SHARES	331,666.	370,960.
MCKESSON CORP 1400 SHARES	198,464.	276,122.
MICROSOFT CORP 10310 SHARES	509,395.	571,999.
ORACLE CORP 9420 SHARES	312,735.	344,113.
SCHLUMBERGER LTD 2150 SHARES	163,304.	149,963.
STERICYCLE INC 1860 SHARES	176,395.	224,316.
TJX COS INC NEW 3990 SHARES	109,389.	282,931.
UNITEDHEALTH GROUP INC 2360 SHARES	283,187.	277,630.

VERISIGN INC 1180 SHARES	66,824.	103,085.
VERISK ANALYTICS INC 4050 SHARES	296,148.	311,364.
VERIZON COMMUNICATIONS INC 12240 SHARES	542,367.	565,733.
ALPHABET INC 298 SHARES	106,647.	231,847.
AMC NETWORKS INC 1150 SHARES	95,189.	85,882.
AMERICAN INTL GROUP INC 5070 SHARES	312,692.	314,188.
AMERIPRISE FINL INC 2835 SHARES	223,256.	301,701.
ANTHEM INC 1260 SHARES	161,755.	175,694.
APPLE INC 2904 SHARES	240,443.	305,675.
AUTONATION INC 2970 SHARES	186,514.	177,190.
AUTOZONE INC 150 SHARES	97,528.	111,287.
BLACKROCK INC 655 SHARES	123,027.	223,041.
CARNIVAL CORP 4210 SHARES	217,236.	229,361.
CBS CORP 2755 SHARES	159,968.	129,843.
CF INDS HLDGS INC 2200 SHARES	86,340.	89,782.
CISCO SYS INC 11520 SHARES	256,443.	312,826.
CVS HEALTH CORP 3330 SHARES	270,726.	325,574.
DELPHI AUTOMOTIVE PLC 3695 SHARES	206,524.	316,772.
DELTA AIR LINES INC DEL 5430 SHARES	238,020.	275,247.
DISCOVER FINL SVCS 3765 SHARES	237,066.	201,879.
EXPRESS SCRIPTS HLDG CO 4120 SHARES	232,322.	360,129.
F5 NETWORKS INC 1680 SHARES	211,276.	162,893.
FOOT LOCKER INC 900 SHARES	60,555.	58,581.
GILEAD SCIENCES INC 3265 SHARES	280,783.	330,385.
GOLDMAN SACHS GROUP INC 1530 SHARES	244,321.	275,752.
HARTFORD FINL SVCS GROUP INC 2600 SHARES	122,331.	112,996.
HCA HLDGS INC 1170 SHARES	89,248.	79,127.
HOME DEPOT INC 3065 SHARES	186,987.	405,346.
ILLINOIS TOOL WKS INC 3120 SHARES	129,026.	289,162.
INTEL CORP 9302 SHARES	218,749.	320,454.
INVESCO LTD 3820 SHARES	152,712.	127,894.
IPG PHOTONIC CORP 1710 SHARES	148,992.	152,464.
J P MORGAN CHASE & CO 4710 SHARES	197,226.	311,001.
LINCOLN NATL CORP IND 4480 SHARES	229,834.	225,165.
MARATHON PETE CORP 5140 SHARES	161,647.	266,458.
MCKESSON CORP 1040 SHARES	65,526.	205,119.
MERCK & CO INC 3090 SHARES	152,220.	163,214.
NUANCE COMMUNICATIONS INC 4440 SHARES	95,745.	88,312.
NVIDIA CORP 6700 SHARES	143,998.	220,832.
NVR INC 243 SHARES	312,303.	399,249.
ON SEMICONDUCTOR CORP 22220 SHARES	259,511.	217,756.
OSHKOSH TRUCK CORP 2030 SHARES	112,196.	79,251.
PENSKE AUTOMOTIVE GROUP INC 3720 SHARES	191,325.	157,505.
PFIZER INC 3690 SHARES	84,276.	119,113.
PHILLIPS 66 2700 SHARES	145,322.	220,860.
PRICELINE GROUP INC 164 SHARES	207,301.	209,092.
PROCTER & GAMBLE CO 2290 SHARES	137,990.	181,849.
PUBLIC SVC ENTERPRISE GROUP 2870 SHARES	125,688.	111,040.
RYDER SYS INC 1760 SHARES	165,228.	100,021.
SOUTHWEST AIRLS CO 4570 SHARES	173,716.	196,784.
STATE STR CORP 1790 SHARES	84,907.	118,784.
STRYKER CORP 1405 SHARES	114,113.	130,581.
SYNAPTICS INC 2550 SHARES	223,859.	204,867.
TE CONNECTIVITY LTD 3740 SHARES	140,729.	241,641.

UNION PAC CORP 1970 SHARES	64,420.	154,054.
UNITED RENTALS INC 2700 SHARES	150,607.	195,858.
UNITED TECHNOLOGIES CORP 2155 SHARES	199,083.	207,031.
UNITEDHEALTH GROUP INC 2985 SHARES	133,397.	351,155.
VERIZON COMMUNICATIONS INC 1240 SHARES	62,856.	57,313.
WELLS FARGO & CO 5535 SHARES	186,332.	300,883.
CEDAR PROPERTIES, INC. (TITLE HOLDING CORPORATION)	9,015.	9,236.
NBN PROPERTIES, INC. (TITLE HOLDING CORPORATION)	7,376.	7,378.
PLAIN MAJESTIC PROPS, INC. (TITLE HOLDING CORPORATION)	533,572.	5,235.
ROADWAY PROPERTIES, INC. (TITLE HOLDING CORPORATION)	982,257.	2,944,029.
WIMBLEDON PROPERTIES, INC. (TITLE HOLDING CORPORATION)	646,432.	2,038,694.
TOTAL TO FORM 990-PF, PART II, LINE 10B	23,218,777.	31,266,118.

FORM 990-PF	MORTGAGE LOANS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE LOANS	23,082,895.	23,081,021.
TOTAL TO FORM 990-PF, PART II, LINE 12	23,082,895.	23,081,021.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ACCESS VENTURE PARTNERS, LP	FMV	199,518.	71,607.
ALTOS HYBRID LP	FMV	1,020,066.	993,286.
ALTOS HYBRID BL LP	FMV	572,890.	570,809.
ALTOS KOREA OPPOR FUND LP	FMV	326,853.	530,006.
ALTOS KOREA OPPOR FUND 2 LP	FMV	143,128.	144,018.
ARTIMAN VENTURES II, LP	FMV	695,218.	577,372.
ARTIMAN VENTURES III, LP	FMV	764,723.	785,733.
ARTIMAN VENTURES 2014, LP	FMV	153,158.	151,042.
COMMONFUND GLOBAL DISTRESSED	FMV	452,060.	381,206.
FT WASHINGTON FUND IV	FMV	300,386.	452,732.
FT WASHINGTON FUND V	FMV	472,685.	763,040.
FT WASHINGTON FUND VII	FMV	595,964.	762,134.
FT WASHINGTON PEOF II LP	FMV	246,464.	519,436.
FT WASHINGTON PEOF III LP	FMV	264,220.	355,625.
HELIUM FOUNDERS' FUND, LP	FMV	506,017.	958,890.
KENMONT CAPITAL, LP (K2)	FMV	156,347.	205,600.

KENMONT CAPITAL PRVT EQ II	FMV	360,003.	447,900.
KKR EUROPEAN FUND III	FMV	712,203.	684,500.
KNIGHTSBRIDGE VC VIII LP	FMV	234,402.	300,891.
LC FUND VI LP	FMV	679,770.	977,145.
MONTAGE CAPITAL II LP	FMV	514,782.	512,463.
PRIVATE EQUITY INVST FUND IV	FMV	251,722.	364,745.
PRIVATE EQUITY INVST FUND V	FMV	660,833.	546,926.
STARTUP CAPITAL VENTURES, LP	FMV	506,177.	1,361,800.
STARTUP CAPITAL VENTURES II	FMV	180,212.	211,600.
SVB CAPITAL PARTNERS II, LP	FMV	301,889.	301,502.
SVB CAPITAL PARTNERS III, LP	FMV	359,073.	370,160.
SVB INDIA CAPITAL PTNRS I, LP	FMV	518,425.	1,402,116.
SVB STRATEGIC INV FUND II LP	FMV	170,798.	257,909.
SVB STRATEGIC INV FUND III L	FMV	513,811.	944,924.
SVB STRATEGIC INV FUND IV LP	FMV	738,000.	1,336,409.
SVB STRATEGIC INV FUND V LP	FMV	711,134.	1,070,367.
VENTURE OVERAGE FUND LP	FMV	436,295.	402,715.
WSL PARTNERS, LP	FMV	113,283.	423,073.
XIGNITE, INC (CONV NOTES)	COST	447,061.	447,061.
ZERO2IPO CHINA FUND II LP	FMV	318,091.	502,900.
RUBY CORUNDUM	FMV	680,000.	2,500.
TOTAL TO FORM 990-PF, PART II, LINE 13		16,277,661.	21,092,142.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 14

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
TELEPHONE SYSTEM	5,428.	5,428.	0.
TELEPHONE SYSTEM	1,677.	1,677.	0.
COMPUTER & PRINTER (CF)	2,765.	2,765.	0.
OFFICE FURNITURE	7,390.	7,390.	0.
CONFERENCE SPEAKER	693.	693.	0.
SERVER (20% OF TOTAL)	764.	764.	0.
TABLE	1,175.	295.	880.
COMPUTER (RISA)	951.	475.	476.
LEASEHOLD IMPROVEMENTS	41,063.	6,845.	34,218.
FURNITURE (BUSINESS ENVIRONMENTS)	8,131.	2,033.	6,098.
REUPHOLSTERING OF COUCH	6,323.	948.	5,375.
GAINES CLEARFORK UNIT LWE	3,191.	1,824.	1,367.
BLALOCK LWE	4,556.	4,556.	0.
BLALOCK LWE	105.	105.	0.
BLALOCK LWE	9.	9.	0.
BLALOCK LWE	25.	25.	0.
BLALOCK LWE	12.	12.	0.
BLESSING FIELD UNIT LWE	51.	51.	0.
BOONE LWE	180.	180.	0.
BRUNDIDGE LWE	3,090.	3,090.	0.
BRUNDIDGE LWE	731.	731.	0.

BRUNDIDGE LWE	229.	229.	0.
BRUNDIDGE LWE	197.	197.	0.
BRUNDIDGE LWE	456.	456.	0.
BRUNDIDGE LWE	44.	44.	0.
BRUNDIDGE LWE	11.	11.	0.
BRUNDIDGE LWE	297.	297.	0.
BRUNDIDGE LWE	572.	572.	0.
BRYSON B LWE	7,060.	7,060.	0.
BRYSON B LWE	3.	3.	0.
BRYSON B LWE	37.	37.	0.
BRYSON B LWE	43.	43.	0.
BRYSON LWE	8,171.	8,171.	0.
BRYSON LWE	350.	350.	0.
BRYSON LWE	23.	23.	0.
BRYSON LWE	1,247.	1,247.	0.
BRYSON LWE	579.	579.	0.
BRYSON LWE	744.	744.	0.
BRYSON LWE	522.	522.	0.
BRYSON LWE	22.	22.	0.
BRYSON LWE	153.	153.	0.
BRYSON LWE	14.	14.	0.
BRYSON LWE	29.	29.	0.
BRYSON LWE	11.	11.	0.
CANYON LARGO LWE	446.	446.	0.
CANYON LARGO LWE	141.	141.	0.
CANYON LARGO LWE	171.	171.	0.
CANYON LARGO LWE	7.	7.	0.
CANYON LARGO LWE	803.	803.	0.
CANYON LARGO LWE	243.	243.	0.
CANYON LARGO LWE	1,316.	1,187.	129.
CANYON LARGO LWE	93.	84.	9.
CANYON LARGO LWE	50.	45.	5.
CANYON LARGO LWE	632.	632.	0.
CANYON LARGO LWE	168.	168.	0.
CANYON LARGO LWE	28.	28.	0.
CANYON LARGO LWE	776.	776.	0.
CANYON LARGO LWE	245.	245.	0.
CANYON LARGO LWE	34.	34.	0.
CANYON LARGO LWE	914.	914.	0.
CANYON LARGO LWE	5,004.	5,004.	0.
CANYON LARGO LWE	4,912.	4,912.	0.
CANYON LARGO LWE	2,088.	2,088.	0.
CANYON LARGO LWE	951.	951.	0.
CANYON LARGO LWE	354.	354.	0.
CANYON LARGO LWE	536.	452.	84.
CANYON LARGO GALLOP LWE	597.	597.	0.
CANYON LARGO GALLOP LWE	55.	55.	0.
CANYON LARGO GALLOP LWE	5.	5.	0.
CANYON LARGO GALLOP LWE	133.	133.	0.
CANYON LARGO GALLOP LWE	59.	59.	0.
CANYON LARGO GALLOP LWE	59.	53.	6.
CANYON LARGO GALLOP LWE	1.	1.	0.
CANYON LARGO GALLOP LWE	10.	10.	0.
CANYON LARGO GALLOP LWE	17.	17.	0.

CANYON LARGO GALLOP LWE	232.	232.	0.
CANYON LARGO GALLOP LWE	115.	115.	0.
CANYON LARGO GALLOP LWE	177.	177.	0.
CANYON LARGO GALLOP LWE	339.	339.	0.
CANYON LARGO GALLOP LWE	52.	52.	0.
CANYON LARGO GALLOP LWE	29.	29.	0.
CANYON LARGO GALLOP LWE	328.	328.	0.
CANYON LARGO GALLUP LWE	2,587.	2,587.	0.
CANYON LARGO GALLUP LWE	108.	92.	16.
CECIL LWE	775.	775.	0.
COCKERSHAM LWE	4,381.	4,381.	0.
COOK 1-E LWE	6,781.	6,781.	0.
COSBY LWE	14,898.	14,898.	0.
COVINGTON B LWE	10,284.	10,284.	0.
COVINGTON B LWE	26.	26.	0.
CONOCO DEAN LWE	119,720.	119,720.	0.
CONOCO DEAN LWE	2,929.	2,929.	0.
CONOCO DEAN LWE	3,253.	3,253.	0.
CONOCO DEAN LWE	1,112.	1,112.	0.
CONOCO DEAN LWE	1,530.	1,530.	0.
CONOCO DEAN LWE	10,664.	10,664.	0.
CONOCO DEAN LWE	18,258.	18,258.	0.
CONOCO DEAN LWE	1,090.	1,090.	0.
CONOCO DEAN LWE	386.	386.	0.
CONOCO DEAN LWE	169.	169.	0.
CONOCO DEAN LWE	5,062.	5,062.	0.
CONOCO DEAN LWE	6,664.	6,664.	0.
CONOCO DEAN LWE	2,300.	2,300.	0.
CONOCO DEAN LWE	3,795.	3,427.	368.
CONOCO DEAN LWE	344.	311.	33.
CONOCO DEAN LWE	1,443.	1,443.	0.
CONOCO DEAN LWE	157.	157.	0.
CONOCO DEAN LWE	2,890.	2,890.	0.
CONOCO DEAN LWE	2,833.	2,833.	0.
CONOCO DEAN LWE	105.	105.	0.
CONOCO DEAN LWE	1,908.	1,908.	0.
CONOCO DEAN LWE	4,776.	4,776.	0.
CONOCO DEAN LWE	4,740.	4,740.	0.
CONOCO DEAN LWE	533.	533.	0.
CONOCO DEAN LWE	450.	450.	0.
CONOCO DEAN LWE	3,407.	3,407.	0.
CONOCO DEAN LWE	2,130.	1,987.	143.
CONOCO DEAN LWE	732.	732.	0.
CONOCO DEAN LWE	689.	538.	151.
CONOCO DEAN LWE	1,813.	1,258.	555.
FIKES COM #1 UNIT LWE	1,024.	1,024.	0.
GAINES CLEARFORK UNIT LWE	15,324.	15,324.	0.
GAINES CLEARFORK UNIT LWE	21,523.	21,523.	0.
GAINES CLEARFORK UNIT LWE	3,626.	3,626.	0.
GAINES CLEARFORK UNIT LWE	772.	772.	0.
GAINES CLEARFORK UNIT LWE	17.	17.	0.
GAINES CLEARFORK UNIT LWE	759.	759.	0.
GAINES CLEARFORK UNIT LWE	1,123.	1,123.	0.
GAINES CLEARFORK UNIT LWE	110.	110.	0.

GAINES CLEARFORK UNIT LWE	1,263.	1,141.	122.
GAINES CLEARFORK UNIT LWE	733.	662.	71.
GAINES CLEARFORK UNIT LWE	293.	265.	28.
GAINES CLEARFORK UNIT LWE	666.	666.	0.
GAINES CLEARFORK UNIT LWE	83.	83.	0.
GAINES CLEARFORK UNIT LWE	1,626.	1,626.	0.
GAINES CLEARFORK UNIT LWE	212.	212.	0.
GAINES CLEARFORK UNIT LWE	296.	296.	0.
GAINES CLEARFORK UNIT LWE	1,251.	1,251.	0.
GAINES CLEARFORK UNIT LWE	725.	725.	0.
GAINES CLEARFORK UNIT LWE	3,790.	3,790.	0.
GAINES CLEARFORK UNIT LWE	7,434.	7,434.	0.
GAINES CLEARFORK UNIT LWE	9,795.	9,795.	0.
GAINES CLEARFORK UNIT LWE	9,575.	9,575.	0.
GAINES CLEARFORK UNIT LWE	2,693.	2,693.	0.
GAINES CLEARFORK UNIT LWE	2,621.	2,446.	175.
GAINES CLEARFORK UNIT LWE	27,662.	27,662.	0.
GAINES CLEARFORK UNIT LWE	21,894.	18,475.	3,419.
GAINES CLEARFORK UNIT LWE	4,041.	3,410.	631.
GAINES CLEARFORK UNIT LWE	33,270.	25,995.	7,275.
GAINES CLEARFORK UNIT LWE	565.	441.	124.
GAINES CLEARFORK UNIT LWE	18,997.	13,182.	5,815.
GIBSON UNIT LWE	5,851.	5,851.	0.
GIBSON UNIT LWE	3,823.	3,823.	0.
GIBSON UNIT LWE	3,194.	3,194.	0.
GIBSON UNIT LWE	5,016.	5,016.	0.
GIBSON UNIT LWE	232.	232.	0.
GIBSON UNIT LWE	1,425.	1,425.	0.
GIBSON UNIT LWE	119.	119.	0.
GIBSON UNIT LWE	54.	54.	0.
GIBSON UNIT LWE	604.	604.	0.
GIBSON UNIT LWE	5.	5.	0.
GIBSON UNIT LWE	254.	254.	0.
GIBSON UNIT LWE	154.	154.	0.
GIBSON UNIT LWE	299.	270.	29.
GIBSON UNIT LWE	56.	51.	5.
GIBSON UNIT LWE	1,002.	905.	97.
GIBSON UNIT LWE	668.	668.	0.
GIBSON UNIT LWE	384.	384.	0.
GIBSON UNIT LWE	942.	942.	0.
GIBSON UNIT LWE	2,347.	2,347.	0.
GIBSON UNIT LWE	193.	193.	0.
GIBSON UNIT LWE	512.	512.	0.
GIBSON UNIT LWE	1,320.	1,320.	0.
GIBSON UNIT LWE	2,254.	2,254.	0.
GIBSON UNIT LWE	1,473.	1,473.	0.
GIBSON UNIT LWE	2,639.	2,639.	0.
GIBSON UNIT LWE	49.	49.	0.
GIBSON UNIT LWE	786.	786.	0.
GIBSON UNIT LWE	1,080.	1,080.	0.
GIBSON UNIT LWE	171.	171.	0.
GIBSON UNIT LWE	299.	279.	20.
GIBSON UNIT LWE	1,112.	1,112.	0.
GIBSON UNIT LWE	34.	28.	6.

GIBSON UNIT LWE	8,239.	6,438.	1,801.
GIBSON UNIT LWE	833.	651.	182.
GIST UNIT LWE	50,885.	50,885.	0.
GIST UNIT LWE	2,796.	2,796.	0.
GIST UNIT LWE	257.	257.	0.
GIST UNIT LWE	899.	899.	0.
GIST UNIT LWE	3,205.	3,205.	0.
GIST UNIT LWE	789.	789.	0.
GIST UNIT LWE	3,231.	3,231.	0.
GIST UNIT LWE	384.	358.	26.
GIST UNIT LWE	496.	496.	0.
GOLDSMITH CUMMINS UNIT LWE	44,593.	44,593.	0.
GRAGG UNIT LWE	42.	42.	0.
N. HARTMAN UNIT LWE	1,223.	1,223.	0.
N. HARTMAN #2 UNIT LWE	1,805.	1,805.	0.
HARTMAN #1E UNIT LWE	4,856.	4,856.	0.
LOCKETT B UNIT LWE	73.	73.	0.
LOCKETT B UNIT LWE	5.	5.	0.
MOUGHAN A UNIT LWE	8,273.	8,273.	0.
PRENTICE CWC LWE	5,450.	5,450.	0.
PRENTICE CWC LWE	6,684.	6,684.	0.
PRENTICE CWC LWE	1,237.	1,237.	0.
PRENTICE CWC LWE	3,349.	3,349.	0.
PRENTICE CWC LWE	2,658.	2,658.	0.
PRENTICE CWC LWE	11,076.	11,076.	0.
PRENTICE CWC LWE	2,930.	2,930.	0.
PRENTICE CWC LWE	135.	135.	0.
PRENTICE CWC LWE	380.	380.	0.
PRENTICE CWC LWE	132.	132.	0.
PRENTICE CWC LWE	308.	308.	0.
PRENTICE CWC LWE	734.	662.	72.
PRENTICE CWC LWE	766.	692.	74.
PRENTICE CWC LWE	24.	21.	3.
PRENTICE CWC LWE	5.	5.	0.
PRENTICE CWC LWE	676.	676.	0.
PRENTICE CWC LWE	505.	505.	0.
PRENTICE CWC LWE	8.	8.	0.
PRENTICE CWC LWE	255.	255.	0.
PRENTICE CWC LWE	29.	29.	0.
PRENTICE CWC LWE	757.	757.	0.
PRENTICE CWC LWE	720.	720.	0.
PRENTICE CWC LWE	439.	439.	0.
PRENTICE CWC LWE	1,090.	1,017.	73.
PRENTICE CWC LWE	878.	878.	0.
PRENTICE CWC LWE	1,251.	1,055.	196.
PRENTICE CENTRAL UNIT LWE	29,444.	29,444.	0.
PRENTICE CENTRAL UNIT LWE	2,198.	2,198.	0.
PRENTICE CENTRAL UNIT LWE	3,144.	3,144.	0.
PRENTICE CENTRAL UNIT LWE	3,021.	3,021.	0.
PRENTICE CENTRAL UNIT LWE	2,197.	2,197.	0.
PRENTICE CENTRAL UNIT LWE	5,977.	5,977.	0.
PRENTICE CENTRAL UNIT LWE	4,962.	4,962.	0.
PRENTICE CENTRAL UNIT LWE	7,177.	7,177.	0.
PRENTICE CENTRAL UNIT LWE	764.	764.	0.

PRENTICE CENTRAL UNIT LWE	713.	713.	0.
PRENTICE CENTRAL UNIT LWE	665.	665.	0.
PRENTICE CENTRAL UNIT LWE	1,023.	924.	99.
PRENTICE CENTRAL UNIT LWE	1,769.	1,597.	172.
PRENTICE CENTRAL UNIT LWE	288.	260.	28.
PRENTICE CENTRAL UNIT LWE	325.	293.	32.
PRENTICE CENTRAL UNIT LWE	130.	130.	0.
PRENTICE CENTRAL UNIT LWE	119.	119.	0.
PRENTICE CENTRAL UNIT LWE	182.	182.	0.
PRENTICE CENTRAL UNIT LWE	1,518.	1,518.	0.
PRENTICE CENTRAL UNIT LWE	1,838.	1,838.	0.
PRENTICE CENTRAL UNIT LWE	11.	11.	0.
PRENTICE CENTRAL UNIT LWE	541.	541.	0.
PRENTICE CENTRAL UNIT LWE	419.	419.	0.
PRENTICE CENTRAL UNIT LWE	1,581.	1,581.	0.
PRENTICE CENTRAL UNIT LWE	169.	169.	0.
PRENTICE CENTRAL UNIT LWE	677.	677.	0.
PRENTICE CENTRAL UNIT LWE	1,590.	1,590.	0.
PRENTICE CENTRAL UNIT LWE	1,512.	1,512.	0.
PRENTICE CENTRAL UNIT LWE	1,377.	1,162.	215.
PRENTICE CENTRAL UNIT LWE	2,225.	1,878.	347.
PRENTICE CENTRAL UNIT LWE	238.	186.	52.
SHAFTER LAKE UNIT LWE	2,939.	2,939.	0.
SHAFTER LAKE UNIT LWE	13.	13.	0.
SHAFTER LAKE UNIT LWE	83.	83.	0.
SHAFTER LAKE UNIT LWE	31.	31.	0.
SHAFTER LAKE UNIT LWE	10.	10.	0.
SHAFTER LAKE UNIT LWE	59.	59.	0.
SHAFTER LAKE UNIT LWE	31.	31.	0.
SHAFTER LAKE UNIT LWE	27.	27.	0.
SHAFTER LAKE UNIT LWE	27.	27.	0.
SHAFTER LAKE UNIT LWE	11.	11.	0.
SHAFTER LAKE UNIT LWE	152.	152.	0.
SHAFTER LAKE UNIT LWE	174.	174.	0.
SHAFTER LAKE UNIT LWE	108.	98.	10.
SHAFTER LAKE UNIT LWE	196.	177.	19.
SHAFTER LAKE UNIT LWE	54.	48.	6.
SHAFTER LAKE UNIT LWE	29.	26.	3.
SHAFTER LAKE UNIT LWE	119.	119.	0.
SHAFTER LAKE UNIT LWE	163.	163.	0.
SHAFTER LAKE UNIT LWE	290.	290.	0.
SHAFTER LAKE UNIT LWE	59.	59.	0.
SHAFTER LAKE UNIT LWE	7.	7.	0.
SHAFTER LAKE UNIT LWE	80.	80.	0.
SHAFTER LAKE UNIT LWE	74.	74.	0.
SHAFTER LAKE UNIT LWE	42.	42.	0.
SHAFTER LAKE UNIT LWE	36.	36.	0.
SHAFTER LAKE UNIT LWE	112.	112.	0.
SHAFTER LAKE UNIT LWE	91.	91.	0.
SMALLWOOD UNIT LWE	16,226.	16,226.	0.
SMITH A LWE	2,317.	2,317.	0.
SMITH A LWE	707.	707.	0.
STARNES UNIT LWE	5,617.	5,617.	0.
STARNES UNIT LWE	375.	300.	75.

STARNES UNIT LWE	22.	22.	0.
STARNES UNIT LWE	1,038.	1,038.	0.
STARNES UNIT LWE	1,425.	1,425.	0.
STARNES UNIT LWE	161.	161.	0.
STARNES UNIT LWE	446.	446.	0.
STARNES UNIT LWE	1,008.	1,008.	0.
STARNES UNIT LWE	1,632.	1,632.	0.
STARNES UNIT LWE	594.	594.	0.
STARNES UNIT LWE	542.	542.	0.
STARNES UNIT LWE	214.	200.	14.
STARNES UNIT LWE	613.	613.	0.
STATE GROVE LWE	500.	500.	0.
STONE JOHNSON A KEY LWE	1,236.	1,236.	0.
STONE JOHNSON A LACY LWE	805.	805.	0.
STONE JOHNSON B LWE	2,964.	2,964.	0.
STONE JOHNSON B LWE	686.	476.	210.
STONE JOHNSON B LWE	1,692.	967.	725.
STONE JOHNSON C LWE	341.	341.	0.
STONE JOHNSON C LWE	1,957.	1,957.	0.
STONE JOHNSON C LWE	3.	3.	0.
STONE JOHNSON C LWE	61.	61.	0.
STONE JOHNSON C LWE	172.	172.	0.
STONE JOHNSON C LWE	22.	22.	0.
STONE JOHNSON C LWE	49.	49.	0.
STONE JOHNSON C LWE	521.	470.	51.
STONE JOHNSON C LWE	101.	91.	10.
STONE JOHNSON C LWE	73.	73.	0.
STONE JOHNSON C LWE	279.	279.	0.
STONE JOHNSON C LWE	968.	968.	0.
STONE JOHNSON C LWE	16.	16.	0.
STONE JOHNSON C LWE	12.	12.	0.
STONE JOHNSON C LWE	138.	138.	0.
STONE JOHNSON C LWE	3,844.	3,244.	600.
STONE JOHNSON D LWE	660.	660.	0.
STONE JOHNSON D LWE	459.	459.	0.
STONE JOHNSON D LWE	267.	267.	0.
STONE JOHNSON D LWE	28.	28.	0.
STONE JOHNSON D LWE	41.	41.	0.
STONE JOHNSON D LWE	37.	37.	0.
STONE JOHNSON D LWE	45.	45.	0.
STONE JOHNSON D LWE	16.	16.	0.
STONE JOHNSON D LWE	130.	117.	13.
STONE JOHNSON D LWE	2,195.	1,981.	214.
STONE JOHNSON D LWE	44.	44.	0.
STONE JOHNSON D LWE	53.	53.	0.
STONE JOHNSON D LWE	140.	140.	0.
STONE JOHNSON D LWE	12.	12.	0.
STONE JOHNSON D LWE	239.	239.	0.
STONE JOHNSON D LWE	381.	381.	0.
STONE JOHNSON D LWE	738.	738.	0.
STONE JOHNSON D LWE	1,210.	1,021.	189.
STONE JOHNSON E LWE	1,080.	1,080.	0.
STONE JOHNSON E LWE	58.	58.	0.
STONE JOHNSON E LWE	95.	95.	0.

STONE JOHNSON E LWE	1,760.	1,760.	0.
STONE JOHNSON E LWE	5,523.	5,523.	0.
STONE JOHNSON E LWE	2,957.	2,496.	461.
TEX HARVEY LWE	356.	356.	0.
TEX HARVEY LWE	20.	17.	3.
TEX HARVEY LWE	5.	5.	0.
TEX HARVEY LWE	12.	12.	0.
TEX HARVEY LWE	3.	3.	0.
TEX HARVEY LWE	8.	8.	0.
TEX HARVEY LWE	13.	13.	0.
TEX HARVEY LWE	34.	34.	0.
WELDER LWE	9,069.	9,069.	0.
WEST RKM UNIT LWE	38,068.	38,068.	0.
WEST RKM UNIT LWE	2,009.	2,009.	0.
WEST RKM UNIT LWE	2,655.	2,655.	0.
WEST RKM UNIT LWE	1,380.	1,380.	0.
WEST RKM UNIT LWE	1,437.	1,437.	0.
WEST RKM UNIT LWE	853.	853.	0.
WEST RKM UNIT LWE	3,414.	3,414.	0.
WEST RKM UNIT LWE	1,226.	1,226.	0.
WEST RKM UNIT LWE	972.	972.	0.
WEST RKM UNIT LWE	1,397.	1,397.	0.
WEST RKM UNIT LWE	979.	979.	0.
WEST RKM UNIT LWE	1,522.	1,374.	148.
WEST RKM UNIT LWE	2,029.	1,831.	198.
WEST RKM UNIT LWE	319.	288.	31.
WEST RKM UNIT LWE	1,078.	975.	103.
WEST RKM UNIT LWE	2,687.	2,004.	683.
WEST RKM UNIT LWE	2,209.	2,209.	0.
WEST RKM UNIT LWE	19.	19.	0.
WEST RKM UNIT LWE	96.	96.	0.
WEST RKM UNIT LWE	3,886.	3,886.	0.
WEST RKM UNIT LWE	652.	652.	0.
WEST RKM UNIT LWE	5,441.	5,441.	0.
WEST RKM UNIT LWE	3,080.	3,080.	0.
WEST RKM UNIT LWE	12,985.	12,985.	0.
WEST RKM UNIT LWE	2,241.	2,241.	0.
WEST RKM UNIT LWE	7,732.	7,732.	0.
WEST RKM UNIT LWE	2,066.	2,066.	0.
WEST RKM UNIT LWE	13,338.	13,338.	0.
WEST RKM UNIT LWE	9,847.	9,847.	0.
WEST RKM UNIT LWE	2,205.	2,205.	0.
WEST RKM UNIT LWE	22,608.	22,608.	0.
WEST RKM UNIT LWE	8,355.	7,051.	1,304.
WEST RKM UNIT LWE	475.	401.	74.
WEST RKM UNIT LWE	214.	167.	47.
WEST RKM UNIT LWE	1,214.	949.	265.
WEST RKM UNIT LWE	770.	440.	330.
WILLARD LWE	29,413.	29,413.	0.
WILLARD LWE	48,745.	48,745.	0.
WILLARD LWE	49,865.	49,865.	0.
WILLARD LWE	15,351.	15,351.	0.
WILLARD LWE	5,416.	5,414.	2.
WILLARD LWE	3,730.	3,730.	0.

WILLARD	LWE	10,796.	10,796.	0.
WILLARD	LWE	2,358.	2,358.	0.
WILLARD	LWE	1,398.	1,398.	0.
WILLARD	LWE	3,223.	3,223.	0.
WILLARD	LWE	1,708.	1,708.	0.
WILLARD	LWE	540.	540.	0.
WILLARD	LWE	805.	727.	78.
WILLARD	LWE	1,135.	1,024.	111.
WILLARD	LWE	556.	502.	54.
WILLARD	LWE	134.	121.	13.
WILLARD	LWE	1,962.	1,771.	191.
WILLARD	LWE	1,170.	1,170.	0.
WILLARD	LWE	178.	178.	0.
WILLARD	LWE	793.	793.	0.
WILLARD	LWE	217.	217.	0.
WILLARD	LWE	362.	362.	0.
WILLARD	LWE	2,561.	2,561.	0.
WILLARD	LWE	1,964.	1,964.	0.
WILLARD	LWE	7,864.	7,864.	0.
WILLARD	LWE	3,465.	3,465.	0.
WILLARD	LWE	6,748.	6,748.	0.
WILLARD	LWE	18,033.	18,033.	0.
WILLARD	LWE	5,294.	5,294.	0.
WILLARD	LWE	1,628.	1,519.	109.
WILLARD	LWE	34,003.	34,003.	0.
WILLARD	LWE	120,242.	101,462.	18,780.
WILLARD	LWE	12,133.	10,238.	1,895.
WILLARD	LWE	88,015.	68,770.	19,245.
WILLARD	LWE	32,474.	25,373.	7,101.
WILLARD	LWE	2,675.	1,856.	819.
WILLARD	LWE	548.	313.	235.
XIT	LWE	45,405.	45,405.	0.
XIT	LWE	2,439.	2,439.	0.
XIT	LWE	402.	402.	0.
XIT	LWE	1,420.	1,420.	0.
XIT	LWE	1,230.	1,230.	0.
XIT	LWE	735.	735.	0.
XIT	LWE	10,431.	10,431.	0.
XIT	LWE	589.	589.	0.
XIT	LWE	213.	213.	0.
XIT	LWE	144.	144.	0.
XIT	LWE	64.	64.	0.
XIT	LWE	702.	702.	0.
XIT	LWE	375.	338.	37.
XIT	LWE	38.	35.	3.
XIT	LWE	662.	598.	64.
XIT	LWE	19.	19.	0.
XIT	LWE	138.	124.	14.
XIT	LWE	270.	270.	0.
XIT	LWE	104.	104.	0.
XIT	LWE	242.	242.	0.
XIT	LWE	92.	92.	0.
XIT	LWE	16.	16.	0.
XIT	LWE	31.	31.	0.

XIT LWE	9,182.	9,182.	0.
XIT LWE	2,645.	2,645.	0.
XIT LWE	129.	129.	0.
XIT LWE	1,119.	1,119.	0.
XIT LWE	91.	91.	0.
XIT LWE	2,627.	2,627.	0.
XIT LWE	224.	224.	0.
XIT LWE	467.	467.	0.
XIT LWE	800.	747.	53.
XIT LWE	13,069.	13,069.	0.
XIT LWE	6,339.	5,349.	990.
XIT LWE	1,395.	1,178.	217.
XIT LWE	524.	409.	115.
XIT LWE	292.	228.	64.
XIT LWE	830.	474.	356.
YOAKUM CLEARFORK LWE	44.	44.	0.
YOAKUM CLEARFORK LWE	178.	178.	0.
YOAKUM CLEARFORK LWE	78.	78.	0.
YOAKUM CLEARFORK LWE	177.	177.	0.
YOAKUM CLEARFORK LWE	1,536.	1,536.	0.
YOAKUM CLEARFORK LWE	3,616.	3,616.	0.
YOAKUM CLEARFORK LWE	158.	158.	0.
YOAKUM CLEARFORK LWE	857.	857.	0.
YOAKUM CLEARFORK LWE	2,714.	2,714.	0.
YOAKUM CLEARFORK LWE	13.	13.	0.
YOAKUM CLEARFORK LWE	3,248.	3,248.	0.
YOAKUM CLEARFORK LWE	11,254.	11,254.	0.
YOAKUM CLEARFORK LWE	1,314.	1,314.	0.
YOAKUM CLEARFORK LWE	6,036.	5,632.	404.
YOAKUM CLEARFORK LWE	5,294.	5,294.	0.
YOAKUM CLEARFORK LWE	7,819.	6,598.	1,221.
YOAKUM CLEARFORK LWE	4,410.	3,721.	689.
YOAKUM CLEARFORK LWE	24,611.	19,230.	5,381.
YOAKUM CLEARFORK LWE	5,778.	4,514.	1,264.
YOAKUM CLEARFORK LWE	1,078.	748.	330.
TOTAL TO FM 990-PF, PART II, LN 14	1,808,983.	1,672,260.	136,723.

FORM 990-PF	TRANSFERS FROM CONTROLLED ENTITIES	STATEMENT 15
	PART VII-A, LINE 11	

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
ROADWAY PROPERTIES, INC.	75-2318464

ADDRESS

500 N. AKARD, SUITE 1919
DALLAS, TX 75201

DESCRIPTION OF TRANSFER

DIVIDENDS FROM TITLE HOLDING CORP

AMOUNT OF TRANSFER
220,000.

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
WIMBLEDON PROPERTIES, INC.	75-2274957

ADDRESS

500 N. AKARD, SUITE 1919
DALLAS, TX 75201

DESCRIPTION OF TRANSFER

DIVIDENDS & RETURN OF CAPITAL FROM TITLE HOLDING CORP

AMOUNT OF TRANSFER
2,670,000.

TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES	2,890,000.
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FORM 990-PF	LIST OF CONTROLLED ENTITIES	STATEMENT 16
	PART VII-A, LINE 11	

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
CEDAR PROPERTIES, INC.	75-2364372
ADDRESS	EXCESS BUSINESS HOLDING [] YES [X] NO
500 N. AKARD, SUITE 1919 DALLAS, TX 75201	

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
NBN PROPERTIES, INC.	75-2557761
ADDRESS	EXCESS BUSINESS HOLDING [] YES [X] NO
500 N. AKARD, SUITE 1919 DALLAS, TX 75201	

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
PLAIN MAJESTIC PROPERTIES, INC.	75-2236928
ADDRESS	EXCESS BUSINESS HOLDING [] YES [X] NO
500 N. AKARD, SUITE 1919 DALLAS, TX 75201	

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
ROADWAY PROPERTIES, INC.	75-2318464
ADDRESS	EXCESS BUSINESS HOLDING [] YES [X] NO
500 N. AKARD, SUITE 1919 DALLAS, TX 75201	

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

WIMBLEDON PROPERTIES, INC.

75-2274957

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

500 N. AKARD, SUITE 1919
DALLAS, TX 75201

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LEE FIKEs 500 N. AKARD ST, # 1900 DALLAS, TX 75201	PRESIDENT / TREASURER 6.00	0.	0.	0.
AMY FIKEs 500 N. AKARD ST, # 1919 DALLAS, TX 75201	VICE PRESIDENT 1.00	0.	0.	0.
CATHERINE LAVIE 500 N. AKARD ST, # 1919 DALLAS, TX 75201	VICE PRESIDENT 1.00	0.	0.	0.
BRENDAN FIKEs 500 N. AKARD ST, # 1900 DALLAS, TX 75201	VICE PRESIDENT 1.00	6,890.	0.	0.
RISA GROSS 500 N. AKARD ST, # 1919 DALLAS, TX 75201	SECRETARY & CHIEF GRANTS OFFICER 35.00	93,723.	13,066.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		100,613.	13,066.	0.

NAME OF AFFILIATED OR RELATED ORGANIZATION

NBN PROPERTIES, INC.

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

100% OWNED TITLE HOLDING CORPORATION

NAME OF AFFILIATED OR RELATED ORGANIZATION

CEDAR PROPERTIES, INC.

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

100% OWNED TITLE HOLDING CORPORATION

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF COGS

COGS

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
253	GAINES CLEARFORK UNIT LWE	06/15/15	200DE	7.00	HY	19C	3,191.			1,596.	1,595.			1,824.	228.
10010	BLALOCK LWE	VARIOUS	200DE	7.00	HY	17	4,556.				4,556.	4,556.		0.	4,556.
10020	BLALOCK LWE	06/30/97	200DE	7.00	HY	17	105.				105.	105.		0.	105.
10030	BLALOCK LWE	05/26/98	200DE	7.00	HY	16	9.				9.	9.		0.	9.
10040	BLALOCK LWE	10/28/99	200DE	7.00	HY	16	25.				25.	25.		0.	25.
10050	BLALOCK LWE	10/18/00	200DE	7.00	HY	16	12.				12.	12.		0.	12.
11010	BLESSING FIELD UNIT LWE	VARIOUS	200DE	7.00	HY	17	51.				51.	51.		0.	51.
12010	BOONE LWE	VARIOUS	200DE	7.00	HY	17	180.				180.	180.		0.	180.
13010	BRUNDIDGE LWE	VARIOUS	200DE	7.00	HY	17	3,090.				3,090.	3,090.		0.	3,090.
13020	BRUNDIDGE LWE	06/30/90	200DE	7.00	HY	17	731.				731.	731.		0.	731.
13030	BRUNDIDGE LWE	06/30/91	200DE	7.00	HY	17	229.				229.	229.		0.	229.
13040	BRUNDIDGE LWE	06/30/91	200DE	7.00	HY	17	197.				197.	197.		0.	197.
13050	BRUNDIDGE LWE	06/30/93	200DE	7.00	HY	17	456.				456.	456.		0.	456.
13060	BRUNDIDGE LWE	06/30/97	200DE	7.00	HY	17	44.				44.	44.		0.	44.
13070	BRUNDIDGE LWE	04/19/99	200DE	7.00	HY	16	11.				11.	11.		0.	11.
13080	BRUNDIDGE LWE	03/14/05	200DE	7.00	HY	17	297.		297.					0.	
13090	BRUNDIDGE LWE	12/16/10	200DE	7.00	HY	17	572.			572.				0.	
14010	BRYSON B LWE	VARIOUS	200DE	7.00	HY	17	7,060.				7,060.	7,060.		0.	7,060.

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04-01-15

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF COGS

COGS

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Year Deduction	Ending Accumulated Depreciation
14020	BRYSON B LWE	06/30/88	200DE	7.00	HY	17	3.				3.	3.	0.	3.
14030	BRYSON B LWE	06/30/96	200DE	7.00	HY	17	37.				37.	37.	0.	37.
14040	BRYSON B LWE	03/23/98	200DE	7.00	HY	16	43.				43.	43.	0.	43.
15010	BRYSON LWE	06/30/87	200DE	7.00	HY	17	8,171.				8,171.	8,171.	0.	8,171.
15020	BRYSON LWE	06/30/88	200DE	7.00	HY	17	350.				350.	350.	0.	350.
15030	BRYSON LWE	06/30/89	200DE	7.00	HY	17	23.				23.	23.	0.	23.
15040	BRYSON LWE	06/30/90	200DE	7.00	HY	17	1,247.				1,247.	1,247.	0.	1,247.
15050	BRYSON LWE	06/30/91	200DE	7.00	HY	17	579.				579.	579.	0.	579.
15060	BRYSON LWE	06/30/92	200DE	7.00	HY	17	744.				744.	744.	0.	744.
15070	BRYSON LWE	06/30/93	200DE	7.00	HY	17	522.				522.	522.	0.	522.
15080	BRYSON LWE	06/30/94	200DE	7.00	HY	17	22.				22.	22.	0.	22.
15090	BRYSON LWE	06/30/95	200DE	7.00	HY	17	153.				153.	153.	0.	153.
15100	BRYSON LWE	06/30/96	200DE	7.00	HY	17	14.				14.	14.	0.	14.
15110	BRYSON LWE	06/30/97	200DE	7.00	HY	17	29.				29.	29.	0.	29.
15120	BRYSON LWE	05/26/98	200DE	7.00	HY	16	11.				11.	11.	0.	11.
16010	CANYON LARGO LWE	VARIOUS	200DE	7.00	HY	17	446.				446.	446.	0.	446.
16020	CANYON LARGO LWE	06/30/86	PRE	7.00	HY	16	141.				141.	141.	0.	141.
16030	CANYON LARGO LWE	06/30/87	200DE	7.00	HY	17	171.				171.	171.	0.	171.

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04-01-15

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF COGS

COGS

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
16040	CANYON LARGO LWE	06/30/89	200DE	7.00	HXL7		7.				7.	7.		0.	7.
16050	CANYON LARGO LWE	06/30/96	200DE	7.00	HXL7		803.				803.	803.		0.	803.
16060	CANYON LARGO LWE	06/30/97	200DE	7.00	HXL7		243.				243.	243.		0.	243.
16070	CANYON LARGO LWE	06/16/98	200DE	7.00	HXL6		1,316.				1,316.	1,187.		0.	1,187.
16080	CANYON LARGO LWE	08/23/99	200DE	7.00	HXL6		93.				93.	84.		0.	84.
16090	CANYON LARGO LWE	12/18/00	200DE	7.00	HXL6		50.				50.	45.		0.	45.
16100	CANYON LARGO LWE	03/16/01	200DE	7.00	HXL7		632.				632.	632.		0.	632.
16110	CANYON LARGO LWE	02/19/02	200DE	7.00	HXL7		168.			50.	118.	118.		0.	118.
16120	CANYON LARGO LWE	01/20/03	200DE	7.00	HXL7		28.		28.					0.	
16130	CANYON LARGO LWE	08/16/04	200DE	7.00	HXL7		776.		776.					0.	
16140	CANYON LARGO LWE	08/15/05	200DE	7.00	HXL7		245.		245.					0.	
16150	CANYON LARGO LWE	12/22/05	200DE	7.00	HXL7		34.		34.					0.	
16160	CANYON LARGO LWE	09/30/06	200DE	7.00	HXL7		914.		914.					0.	
16170	CANYON LARGO LWE	03/21/07	200DE	7.00	HXL7		5,004.		5,004.					0.	
16180	CANYON LARGO LWE	09/25/08	200DE	7.00	HXL7		4,912.		4,912.					0.	
16190	CANYON LARGO LWE	01/26/09	200DE	7.00	HXL7		2,088.		2,088.					0.	
16200	CANYON LARGO LWE	09/20/10	200DE	7.00	HXL7		951.			951.				0.	
16210	CANYON LARGO LWE	10/27/11	200DE	7.00	HXL7		354.			354.				0.	

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF COGS

COGS

Asset No.	Description	Date Acquired	Method	Life	Con v	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
16220	CANYON LARGO LWE	03/19/12	200DE	7.00	HY17	536.			268.	268.	151.		33.	184.
17010	CANYON LARGO GALLOP LWE	06/30/86	PRE	7.00	HY16	597.				597.	597.		0.	597.
17020	CANYON LARGO GALLOP LWE	06/30/87	200DE	7.00	HY17	55.				55.	55.		0.	55.
17030	CANYON LARGO GALLOP LWE	06/30/95	200DE	7.00	HY17	5.				5.	5.		0.	5.
17040	CANYON LARGO GALLOP LWE	06/30/96	200DE	7.00	HY17	133.				133.	133.		0.	133.
17050	CANYON LARGO GALLOP LWE	06/30/97	200DE	7.00	HY17	59.				59.	59.		0.	59.
17060	CANYON LARGO GALLOP LWE	03/15/00	200DE	7.00	HY16	59.				59.	53.		0.	53.
17070	CANYON LARGO GALLOP LWE	03/16/01	200DE	7.00	HY17	1.				1.	1.		0.	1.
17080	CANYON LARGO GALLOP LWE	08/09/02	200DE	7.00	HY17	10.		17.	3.	7.	7.		0.	7.
17090	CANYON LARGO GALLOP LWE	07/07/03	200DE	7.00	HY17	17.							0.	
17100	CANYON LARGO GALLOP LWE	12/07/04	200DE	7.00	HY17	232.		232.					0.	
17110	CANYON LARGO GALLOP LWE	07/05/05	200DE	7.00	HY17	115.		115.					0.	
17120	CANYON LARGO GALLOP LWE	12/08/05	200DE	7.00	HY17	177.		177.					0.	
17130	CANYON LARGO GALLOP LWE	06/08/06	200DE	7.00	HY17	339.		339.					0.	
17140	CANYON LARGO GALLOP LWE	11/14/06	200DE	7.00	HY17	52.		52.					0.	
17150	CANYON LARGO GALLOP LWE	06/06/07	200DE	7.00	HY17	29.		29.					0.	
17160	CANYON LARGO GALLOP LWE	11/19/10	200DE	7.00	HY17	328.			328.				0.	
17170	CANYON LARGO GALLOP LWE	VARIOUS	200DE	7.00	HY17	2,587.				2,587.	2,587.		0.	2,587.

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17180	CANYON LARGO GALLUP LWE	11/02/99	200DE	7.00		HVL6	108.				108.	92.		0.	92.
18010	CECIL LWE	VARIOUS	200DE	7.00		HVL7	775.				775.	775.		0.	775.
19010	COCKERSHAM LWE	VARIOUS	200DE	7.00		HVL7	4,381.				4,381.	4,381.		0.	4,381.
20010	COOK 1-E LWE	VARIOUS	200DE	7.00		HVL7	6,781.				6,781.	6,781.		0.	6,781.
21010	COSBY LWE	VARIOUS	200DE	7.00		HVL7	14,898.				14,898.	14,898.		0.	14,898.
22010	COVINGTON B LWE	VARIOUS	200DE	7.00		HVL7	10,284.				10,284.	10,284.		0.	10,284.
22020	COVINGTON B LWE	01/11/05	200DE	7.00		HVL7	26.		26.					0.	
23010	CONOCO DEAN LWE	VARIOUS	200DE	7.00		HVL7	119,720.				119,720.	119,720.		0.	119,720.
23020	CONOCO DEAN LWE	06/30/86	PRE	7.00		HVL6	2,929.				2,929.	2,929.		0.	2,929.
23030	CONOCO DEAN LWE	06/30/87	200DE	7.00		HVL7	3,253.				3,253.	3,253.		0.	3,253.
23040	CONOCO DEAN LWE	06/30/88	200DE	7.00		HVL7	1,112.				1,112.	1,112.		0.	1,112.
23050	CONOCO DEAN LWE	06/30/89	200DE	7.00		HVL7	1,530.				1,530.	1,530.		0.	1,530.
23060	CONOCO DEAN LWE	06/30/90	200DE	7.00		HVL7	10,664.				10,664.	10,664.		0.	10,664.
23070	CONOCO DEAN LWE	06/30/91	200DE	7.00		HVL7	18,258.				18,258.	18,258.		0.	18,258.
23080	CONOCO DEAN LWE	06/30/92	200DE	7.00		HVL7	1,090.				1,090.	1,090.		0.	1,090.
23090	CONOCO DEAN LWE	06/30/93	200DE	7.00		HVL7	386.				386.	386.		0.	386.
23100	CONOCO DEAN LWE	06/30/94	200DE	7.00		HVL7	169.				169.	169.		0.	169.
23110	CONOCO DEAN LWE	06/30/95	200DE	7.00		HVL7	5,062.				5,062.	5,062.		0.	5,062.

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23120	CONOCO DEAN LWE	06/30/96	200DE	7.00		HXL7	6,664.				6,664.	6,664.		0.	6,664.
23130	CONOCO DEAN LWE	06/30/97	200DE	7.00		HXL7	2,300.				2,300.	2,300.		0.	2,300.
23140	CONOCO DEAN LWE	03/16/98	200DE	7.00		HXL6	3,795.				3,795.	3,427.		0.	3,427.
23150	CONOCO DEAN LWE	09/20/99	200DE	7.00		HXL6	344.				344.	311.		0.	311.
23160	CONOCO DEAN LWE	05/07/02	200DE	7.00		HXL7	1,443.			433.	1,010.	1,010.		0.	1,010.
23170	CONOCO DEAN LWE	12/09/02	200DE	7.00		HXL7	157.			47.	110.	110.		0.	110.
23180	CONOCO DEAN LWE	11/24/03	200DE	7.00		HXL7	2,890.		2,890.					0.	
23190	CONOCO DEAN LWE	04/20/04	200DE	7.00		HXL7	2,833.		2,833.					0.	
23200	CONOCO DEAN LWE	11/22/04	200DE	7.00		HXL7	105.		105.					0.	
23210	CONOCO DEAN LWE	09/22/05	200DE	7.00		HXL7	1,908.		1,908.					0.	
23220	CONOCO DEAN LWE	12/21/05	200DE	7.00		HXL7	4,776.		4,776.					0.	
23230	CONOCO DEAN LWE	05/18/06	200DE	7.00		HXL7	4,740.		4,740.					0.	
23240	CONOCO DEAN LWE	10/17/06	200DE	7.00		HXL7	533.		533.					0.	
23250	CONOCO DEAN LWE	02/21/07	200DE	7.00		HXL7	450.		450.					0.	
23260	CONOCO DEAN LWE	08/18/08	200DE	7.00		HXL7	3,407.		3,407.					0.	
23270	CONOCO DEAN LWE	05/24/10	200DE	7.00		HXL7	2,130.			1,065.	1,065.	827.		95.	922.
23280	CONOCO DEAN LWE	10/20/11	200DE	7.00		HXL7	732.			732.				0.	
23290	CONOCO DEAN LWE	07/22/13	200DE	7.00		HXL7	689.			345.	344.	133.		60.	193.

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23300	CONOCO DEAN LWE	06/15/14	200DE	7.00		HV17	1,813.			907.	906.	129.		222.	351.
24010	FIXES COM #1 UNIT LWE	VARIOUS	200DE	7.00		HV17	1,024.				1,024.	1,024.		0.	1,024.
25010	GAINES CLEARFORK UNIT LWE	VARIOUS	200DE	7.00		HV17	15,324.				15,324.	15,324.		0.	15,324.
25020	GAINES CLEARFORK UNIT LWE	06/30/88	200DE	7.00		HV17	21,523.				21,523.	21,523.		0.	21,523.
25030	GAINES CLEARFORK UNIT LWE	06/30/90	200DE	7.00		HV17	3,626.				3,626.	3,626.		0.	3,626.
25040	GAINES CLEARFORK UNIT LWE	06/30/91	200DE	7.00		HV17	772.				772.	772.		0.	772.
25050	GAINES CLEARFORK UNIT LWE	06/30/93	200DE	7.00		HV17	17.				17.	17.		0.	17.
25060	GAINES CLEARFORK UNIT LWE	06/30/95	200DE	7.00		HV17	759.				759.	759.		0.	759.
25070	GAINES CLEARFORK UNIT LWE	06/30/96	200DE	7.00		HV17	1,123.				1,123.	1,123.		0.	1,123.
25080	GAINES CLEARFORK UNIT LWE	06/30/97	200DE	7.00		HV17	110.				110.	110.		0.	110.
25090	GAINES CLEARFORK UNIT LWE	08/24/98	200DE	7.00		HV16	1,263.				1,263.	1,141.		0.	1,141.
25100	GAINES CLEARFORK UNIT LWE	09/20/99	200DE	7.00		HV16	733.				733.	662.		0.	662.
25110	GAINES CLEARFORK UNIT LWE	04/17/00	200DE	7.00		HV16	293.				293.	265.		0.	265.
25120	GAINES CLEARFORK UNIT LWE	07/16/01	200DE	7.00		HV17	666.				666.	666.		0.	666.
25130	GAINES CLEARFORK UNIT LWE	12/18/01	200DE	7.00		HV17	83.				83.	83.		0.	83.
25140	GAINES CLEARFORK UNIT LWE	03/11/02	200DE	7.00		HV17	1,626.			488.	1,138.	1,138.		0.	1,138.
25150	GAINES CLEARFORK UNIT LWE	07/14/03	200DE	7.00		HV17	212.		212.					0.	
25160	GAINES CLEARFORK UNIT LWE	06/10/04	200DE	7.00		HV17	296.		296.					0.	

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25170	GAINES CLEARFORK UNIT LWE	04/08/05	200DE	7.00		HV17	1,251.		1,251.					0.	
25180	GAINES CLEARFORK UNIT LWE	12/15/05	200DE	7.00		HV17	725.		725.					0.	
25190	GAINES CLEARFORK UNIT LWE	09/12/06	200DE	7.00		HV17	3,790.		3,790.					0.	
25200	GAINES CLEARFORK UNIT LWE	11/10/06	200DE	7.00		HV17	7,434.		7,434.					0.	
25210	GAINES CLEARFORK UNIT LWE	05/14/07	200DE	7.00		HV17	9,795.		9,795.					0.	
25220	GAINES CLEARFORK UNIT LWE	02/15/08	200DE	7.00		HV17	9,575.		9,575.					0.	
25230	GAINES CLEARFORK UNIT LWE	07/15/09	200DE	7.00		HV17	2,693.		2,693.					0.	
25240	GAINES CLEARFORK UNIT LWE	07/19/10	200DE	7.00		HV17	2,621.			1,311.	1,310.	1,018.		117.	1,135.
25250	GAINES CLEARFORK UNIT LWE	05/23/11	200DE	7.00		HV17	27,662.			27,662.				0.	
25260	GAINES CLEARFORK UNIT LWE	07/19/12	200DE	7.00		HV17	21,894.			10,947.	10,947.	6,160.		1,368.	7,528.
25270	GAINES CLEARFORK UNIT LWE	12/17/12	200DE	7.00		HV17	4,041.			2,021.	2,020.	1,137.		252.	1,389.
25280	GAINES CLEARFORK UNIT LWE	04/22/13	200DE	7.00		HV17	33,270.			16,635.	16,635.	6,450.		2,910.	9,360.
25290	GAINES CLEARFORK UNIT LWE	10/21/13	200DE	7.00		HV17	565.			283.	282.	109.		49.	158.
25300	GAINES CLEARFORK UNIT LWE	06/15/14	200DE	7.00		HV17	18,997.			9,499.	9,498.	1,357.		2,326.	3,683.
26010	GIBSON UNIT LWE	VARIOUS	200DE	7.00		HV17	5,851.				5,851.	5,851.		0.	5,851.
26020	GIBSON UNIT LWE	06/30/86	PRE	7.00		HV16	3,823.				3,823.	3,823.		0.	3,823.
26030	GIBSON UNIT LWE	06/30/87	200DE	7.00		HV17	3,194.				3,194.	3,194.		0.	3,194.
26040	GIBSON UNIT LWE	06/30/88	200DE	7.00		HV17	5,016.				5,016.	5,016.		0.	5,016.

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26050	GIBSON UNIT LWE	06/30/89	200DE	7.00		HXL7	232.				232.	232.		0.	232.
26060	GIBSON UNIT LWE	06/30/90	200DE	7.00		HXL7	1,425.				1,425.	1,425.		0.	1,425.
26070	GIBSON UNIT LWE	06/30/91	200DE	7.00		HXL7	119.				119.	119.		0.	119.
26080	GIBSON UNIT LWE	06/30/92	200DE	7.00		HXL7	54.				54.	54.		0.	54.
26090	GIBSON UNIT LWE	06/30/93	200DE	7.00		HXL7	604.				604.	604.		0.	604.
26100	GIBSON UNIT LWE	06/30/95	200DE	7.00		HXL7	5.				5.	5.		0.	5.
26110	GIBSON UNIT LWE	06/30/96	200DE	7.00		HXL7	254.				254.	254.		0.	254.
26120	GIBSON UNIT LWE	06/30/97	200DE	7.00		HXL7	154.				154.	154.		0.	154.
26130	GIBSON UNIT LWE	08/24/98	200DE	7.00		HXL6	299.				299.	270.		0.	270.
26140	GIBSON UNIT LWE	06/15/99	200DE	7.00		HXL6	56.				56.	51.		0.	51.
26150	GIBSON UNIT LWE	01/17/00	200DE	7.00		HXL6	1,002.				1,002.	905.		0.	905.
26160	GIBSON UNIT LWE	04/16/01	200DE	7.00		HXL7	668.				668.	668.		0.	668.
26170	GIBSON UNIT LWE	09/10/01	200DE	7.00		HXL7	384.				384.	384.		0.	384.
26180	GIBSON UNIT LWE	12/18/01	200DE	7.00		HXL7	942.				942.	942.		0.	942.
26190	GIBSON UNIT LWE	01/14/02	200DE	7.00		HXL7	2,347.			704.	1,643.	1,643.		0.	1,643.
26200	GIBSON UNIT LWE	11/12/02	200DE	7.00		HXL7	193.			58.	135.	135.		0.	135.
26210	GIBSON UNIT LWE	08/18/03	200DE	7.00		HXL7	512.		512.					0.	
26220	GIBSON UNIT LWE	06/10/04	200DE	7.00		HXL7	1,320.		1,320.					0.	

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26230	GIBSON UNIT LWE	09/15/05	200DE	7.00	HYL	7	2,254.		2,254.					0.	
26240	GIBSON UNIT LWE	10/12/05	200DE	7.00	HYL	7	1,473.		1,473.					0.	
26250	GIBSON UNIT LWE	06/12/06	200DE	7.00	HYL	7	2,639.		2,639.					0.	
26260	GIBSON UNIT LWE	11/10/06	200DE	7.00	HYL	7	49.		49.					0.	
26270	GIBSON UNIT LWE	02/12/07	200DE	7.00	HYL	7	786.		786.					0.	
26280	GIBSON UNIT LWE	07/21/08	200DE	7.00	HYL	7	1,080.		1,080.					0.	
26290	GIBSON UNIT LWE	12/14/09	200DE	7.00	HYL	7	171.		171.					0.	
26300	GIBSON UNIT LWE	04/20/10	200DE	7.00	HYL	7	299.			150.	149.	116.		13.	129.
26310	GIBSON UNIT LWE	08/23/11	200DE	7.00	HYL	7	1,112.			1,112.				0.	
26320	GIBSON UNIT LWE	07/19/12	200DE	7.00	HYL	7	34.			17.	17.	9.		2.	11.
26330	GIBSON UNIT LWE	07/22/13	200DE	7.00	HYL	7	8,239.			4,120.	4,119.	1,597.		721.	2,318.
26340	GIBSON UNIT LWE	09/16/13	200DE	7.00	HYL	7	833.			417.	416.	161.		73.	234.
27010	GIST UNIT LWE	VARIOUS	200DE	7.00	HYL	7	50,885.				50,885.	50,885.		0.	50,885.
27020	GIST UNIT LWE	06/30/87	200DE	7.00	HYL	7	2,796.				2,796.	2,796.		0.	2,796.
27030	GIST UNIT LWE	06/30/89	200DE	7.00	HYL	7	257.				257.	257.		0.	257.
27040	GIST UNIT LWE	06/30/90	200DE	7.00	HYL	7	899.				899.	899.		0.	899.
27050	GIST UNIT LWE	06/30/94	200DE	7.00	HYL	7	3,205.				3,205.	3,205.		0.	3,205.
27060	GIST UNIT LWE	06/30/96	200DE	7.00	HYL	7	789.				789.	789.		0.	789.

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27070	GIST UNIT LWE	01/15/07	200DE	7.00		HY17	3,231.		3,231.					0.	
27080	GIST UNIT LWE	02/22/10	200DE	7.00		HY17	384.			192.	192.	149.		17.	166.
27090	GIST UNIT LWE	11/21/11	200DE	7.00		HY17	496.			496.				0.	
28010	GOLDSMITH CUMMINS UNIT LWE	VARIOUS	200DE	7.00		HY17	44,593.				44,593.	44,593.		0.	44,593.
29010	GRAGG UNIT LWE	VARIOUS	200DE	7.00		HY17	42.				42.	42.		0.	42.
30010	N. HARTMAN UNIT LWE	VARIOUS	200DE	7.00		HY17	1,223.				1,223.	1,223.		0.	1,223.
31010	N. HARTMAN #2 UNIT LWE	VARIOUS	200DE	7.00		HY17	1,805.				1,805.	1,805.		0.	1,805.
32010	HARTMAN #1E UNIT LWE	VARIOUS	200DE	7.00		HY17	4,856.				4,856.	4,856.		0.	4,856.
33010	LOCKETT B UNIT LWE	VARIOUS	200DE	7.00		HY17	73.				73.	73.		0.	73.
33020	LOCKETT B UNIT LWE	06/30/96	200DE	7.00		HY17	5.				5.	5.		0.	5.
34010	MOUGHAN A UNIT LWE	VARIOUS	200DE	7.00		HY17	8,273.				8,273.	8,273.		0.	8,273.
35010	PRENTICE CWC LWE	VARIOUS	200DE	7.00		HY17	5,450.				5,450.	5,450.		0.	5,450.
35020	PRENTICE CWC LWE	06/30/87	200DE	7.00		HY17	6,684.				6,684.	6,684.		0.	6,684.
35030	PRENTICE CWC LWE	06/30/88	200DE	7.00		HY17	1,237.				1,237.	1,237.		0.	1,237.
35040	PRENTICE CWC LWE	06/30/89	200DE	7.00		HY17	3,349.				3,349.	3,349.		0.	3,349.
35050	PRENTICE CWC LWE	06/30/90	200DE	7.00		HY17	2,658.				2,658.	2,658.		0.	2,658.
35060	PRENTICE CWC LWE	06/30/91	200DE	7.00		HY17	11,076.				11,076.	11,076.		0.	11,076.
35070	PRENTICE CWC LWE	06/30/92	200DE	7.00		HY17	2,930.				2,930.	2,930.		0.	2,930.

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35080	PRENTICE CWC LWE	06/30/93	200DE	7.00		HYL7	135.				135.	135.		0.	135.
35090	PRENTICE CWC LWE	06/30/94	200DE	7.00		HYL7	380.				380.	380.		0.	380.
35100	PRENTICE CWC LWE	06/30/95	200DE	7.00		HYL7	132.				132.	132.		0.	132.
35110	PRENTICE CWC LWE	06/30/96	200DE	7.00		HYL7	308.				308.	308.		0.	308.
35120	PRENTICE CWC LWE	06/30/97	200DE	7.00		HYL6	734.				734.	662.		0.	662.
35130	PRENTICE CWC LWE	08/27/98	200DE	7.00		HYL6	766.				766.	692.		0.	692.
35140	PRENTICE CWC LWE	04/19/99	200DE	7.00		HYL6	24.				24.	21.		0.	21.
35150	PRENTICE CWC LWE	07/16/01	200DE	7.00		HYL7	5.				5.	5.		0.	5.
35160	PRENTICE CWC LWE	08/12/02	200DE	7.00		HYL7	676.			203.	473.	473.		0.	473.
35170	PRENTICE CWC LWE	10/14/02	200DE	7.00		HYL7	505.			152.	353.	353.		0.	353.
35180	PRENTICE CWC LWE	03/13/03	200DE	7.00		HYL7	8.		8.					0.	
35190	PRENTICE CWC LWE	07/14/04	200DE	7.00		HYL7	255.		255.					0.	
35200	PRENTICE CWC LWE	09/15/05	200DE	7.00		HYL7	29.		29.					0.	
35210	PRENTICE CWC LWE	10/12/07	200DE	7.00		HYL7	757.		757.					0.	
35220	PRENTICE CWC LWE	05/16/08	200DE	7.00		HYL7	720.		720.					0.	
35230	PRENTICE CWC LWE	01/21/09	200DE	7.00		HYL7	439.		439.					0.	
35240	PRENTICE CWC LWE	03/22/10	200DE	7.00		HYL7	1,090.			545.	545.	423.		49.	472.
35250	PRENTICE CWC LWE	06/20/11	200DE	7.00		HYL7	878.			878.				0.	

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35260	PRENTICE CWC LWE	03/12/12	200DE	7.00		HXL7	1,251.			626.	625.	351.		78.	429.
36010	PRENTICE CENTRAL UNIT LWE	VARIOUS	200DE	7.00		HXL7	29,444.				29,444.	29,444.		0.	29,444.
36020	PRENTICE CENTRAL UNIT LWE	06/30/86	PRE	7.00		HXL6	2,198.				2,198.	2,198.		0.	2,198.
36030	PRENTICE CENTRAL UNIT LWE	06/30/87	200DE	7.00		HXL7	3,144.				3,144.	3,144.		0.	3,144.
36040	PRENTICE CENTRAL UNIT LWE	06/30/88	200DE	7.00		HXL7	3,021.				3,021.	3,021.		0.	3,021.
36050	PRENTICE CENTRAL UNIT LWE	06/30/90	200DE	7.00		HXL7	2,197.				2,197.	2,197.		0.	2,197.
36060	PRENTICE CENTRAL UNIT LWE	06/30/91	200DE	7.00		HXL7	5,977.				5,977.	5,977.		0.	5,977.
36070	PRENTICE CENTRAL UNIT LWE	06/30/92	200DE	7.00		HXL7	4,962.				4,962.	4,962.		0.	4,962.
36080	PRENTICE CENTRAL UNIT LWE	06/30/93	200DE	7.00		HXL7	7,177.				7,177.	7,177.		0.	7,177.
36090	PRENTICE CENTRAL UNIT LWE	06/30/94	200DE	7.00		HXL7	764.				764.	764.		0.	764.
36100	PRENTICE CENTRAL UNIT LWE	06/30/95	200DE	7.00		HXL7	713.				713.	713.		0.	713.
36110	PRENTICE CENTRAL UNIT LWE	06/30/96	200DE	7.00		HXL7	665.				665.	665.		0.	665.
36120	PRENTICE CENTRAL UNIT LWE	06/30/97	200DE	7.00		HXL6	1,023.				1,023.	924.		0.	924.
36130	PRENTICE CENTRAL UNIT LWE	06/30/98	200DE	7.00		HXL6	1,769.				1,769.	1,597.		0.	1,597.
36140	PRENTICE CENTRAL UNIT LWE	08/16/99	200DE	7.00		HXL6	288.				288.	260.		0.	260.
36150	PRENTICE CENTRAL UNIT LWE	03/20/00	200DE	7.00		HXL6	325.				325.	293.		0.	293.
36160	PRENTICE CENTRAL UNIT LWE	04/16/01	200DE	7.00		HXL7	130.				130.	130.		0.	130.
36170	PRENTICE CENTRAL UNIT LWE	04/11/02	200DE	7.00		HXL7	119.			36.	83.	83.		0.	83.

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36180	PRENTICE CENTRAL UNIT LWE	11/12/02	200DE	7.00		HXL7	182.			55.	127.	127.		0.	127.
36190	PRENTICE CENTRAL UNIT LWE	11/09/04	200DE	7.00		HXL7	1,518.		1,518.					0.	
36200	PRENTICE CENTRAL UNIT LWE	01/11/05	200DE	7.00		HXL7	1,838.		1,838.					0.	
36210	PRENTICE CENTRAL UNIT LWE	10/12/05	200DE	7.00		HXL7	11.		11.					0.	
36220	PRENTICE CENTRAL UNIT LWE	05/13/06	200DE	7.00		HXL7	541.		541.					0.	
36230	PRENTICE CENTRAL UNIT LWE	10/17/06	200DE	7.00		HXL7	419.		419.					0.	
36240	PRENTICE CENTRAL UNIT LWE	04/16/07	200DE	7.00		HXL7	1,581.		1,581.					0.	
36250	PRENTICE CENTRAL UNIT LWE	05/16/08	200DE	7.00		HXL7	169.		169.					0.	
36260	PRENTICE CENTRAL UNIT LWE	01/21/09	200DE	7.00		HXL7	677.		677.					0.	
36270	PRENTICE CENTRAL UNIT LWE	10/18/10	200DE	7.00		HXL7	1,590.			1,590.				0.	
36280	PRENTICE CENTRAL UNIT LWE	04/25/11	200DE	7.00		HXL7	1,512.			1,512.				0.	
36290	PRENTICE CENTRAL UNIT LWE	04/19/12	200DE	7.00		HXL7	1,377.			689.	688.	387.		86.	473.
36300	PRENTICE CENTRAL UNIT LWE	11/19/12	200DE	7.00		HXL7	2,225.			1,113.	1,112.	626.		139.	765.
36310	PRENTICE CENTRAL UNIT LWE	07/22/13	200DE	7.00		HXL7	238.			119.	119.	46.		21.	67.
37010	SHAFTER LAKE UNIT LWE	VARIOUS	200DE	7.00		HXL7	2,939.				2,939.	2,939.		0.	2,939.
37020	SHAFTER LAKE UNIT LWE	06/30/86	PRE	7.00		HXL6	13.				13.	13.		0.	13.
37030	SHAFTER LAKE UNIT LWE	06/30/87	200DE	7.00		HXL7	83.				83.	83.		0.	83.
37040	SHAFTER LAKE UNIT LWE	06/30/88	200DE	7.00		HXL7	31.				31.	31.		0.	31.

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37050	SHAFTER LAKE UNIT LWE	06/30/89	200DE	7.00		HYL7	10.				10.	10.		0.	10.
37060	SHAFTER LAKE UNIT LWE	06/30/90	200DE	7.00		HYL7	59.				59.	59.		0.	59.
37070	SHAFTER LAKE UNIT LWE	06/30/91	200DE	7.00		HYL7	31.				31.	31.		0.	31.
37080	SHAFTER LAKE UNIT LWE	06/30/92	200DE	7.00		HYL7	27.				27.	27.		0.	27.
37090	SHAFTER LAKE UNIT LWE	06/30/93	200DE	7.00		HYL7	27.				27.	27.		0.	27.
37100	SHAFTER LAKE UNIT LWE	06/30/94	200DE	7.00		HYL7	11.				11.	11.		0.	11.
37110	SHAFTER LAKE UNIT LWE	06/30/95	200DE	7.00		HYL7	152.				152.	152.		0.	152.
37120	SHAFTER LAKE UNIT LWE	06/30/96	200DE	7.00		HYL7	174.				174.	174.		0.	174.
37130	SHAFTER LAKE UNIT LWE	06/30/97	200DE	7.00		HYL6	108.				108.	98.		0.	98.
37140	SHAFTER LAKE UNIT LWE	06/30/98	200DE	7.00		HYL6	196.				196.	177.		0.	177.
37150	SHAFTER LAKE UNIT LWE	02/01/99	200DE	7.00		HYL6	54.				54.	48.		0.	48.
37160	SHAFTER LAKE UNIT LWE	12/01/00	200DE	7.00		HYL6	29.				29.	26.		0.	26.
37170	SHAFTER LAKE UNIT LWE	02/19/01	200DE	7.00		HYL7	119.				119.	119.		0.	119.
37180	SHAFTER LAKE UNIT LWE	08/05/02	200DE	7.00		HYL7	163.			49.	114.	114.		0.	114.
37190	SHAFTER LAKE UNIT LWE	07/08/03	200DE	7.00		HYL7	290.		290.					0.	
37200	SHAFTER LAKE UNIT LWE	07/07/04	200DE	7.00		HYL7	59.		59.					0.	
37210	SHAFTER LAKE UNIT LWE	11/29/04	200DE	7.00		HYL7	7.		7.					0.	
37220	SHAFTER LAKE UNIT LWE	06/01/05	200DE	7.00		HYL7	80.		80.					0.	

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37230	SHAFTER LAKE UNIT LWE	11/04/05	200DE	7.00	HXL7	74.		74.					0.	
37240	SHAFTER LAKE UNIT LWE	06/01/06	200DE	7.00	HXL7	42.		42.					0.	
37250	SHAFTER LAKE UNIT LWE	12/01/06	200DE	7.00	HXL7	36.		36.					0.	
37260	SHAFTER LAKE UNIT LWE	02/02/07	200DE	7.00	HXL7	112.		112.					0.	
37270	SHAFTER LAKE UNIT LWE	08/06/08	200DE	7.00	HXL7	91.		91.					0.	
38010	SMALLWOOD UNIT LWE	VARIOUS	200DE	7.00	HXL7	16,226.				16,226.	16,226.		0.	16,226.
39010	SMITH A LWE	04/28/09	200DE	7.00	HXL7	2,317.		2,317.					0.	
39020	SMITH A LWE	10/31/11	200DE	7.00	HXL7	707.			707.				0.	
40010	STARNES UNIT LWE	VARIOUS	200DE	7.00	HXL7	5,617.				5,617.	5,617.		0.	5,617.
40020	STARNES UNIT LWE	05/08/00	200DE	7.00	HXL6	375.				375.	300.		0.	300.
40030	STARNES UNIT LWE	10/20/03	200DE	7.00	HXL7	22.		22.					0.	
40040	STARNES UNIT LWE	04/12/04	200DE	7.00	HXL7	1,038.		1,038.					0.	
40050	STARNES UNIT LWE	01/11/05	200DE	7.00	HXL7	1,425.		1,425.					0.	
40060	STARNES UNIT LWE	10/17/05	200DE	7.00	HXL7	161.		161.					0.	
40070	STARNES UNIT LWE	06/06/06	200DE	7.00	HXL7	446.		446.					0.	
40080	STARNES UNIT LWE	12/15/06	200DE	7.00	HXL7	1,008.		1,008.					0.	
40090	STARNES UNIT LWE	11/09/07	200DE	7.00	HXL7	1,632.		1,632.					0.	
40100	STARNES UNIT LWE	04/10/08	200DE	7.00	HXL7	594.		594.					0.	

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40110	STARNE'S UNIT LWE	10/19/09	200DE	7.00	HXL	7	542.		542.					0.	
40120	STARNE'S UNIT LWE	01/18/10	200DE	7.00	HXL	7	214.			107.	107.	83.		10.	93.
40130	STARNE'S UNIT LWE	03/14/11	200DE	7.00	HXL	7	613.			613.				0.	
41010	STATE GROVE LWE	05/05/11	200DE	7.00	HXL	7	500.			500.				0.	
42010	STONE JOHNSON A KEY LWE	VARIOUS	200DE	7.00	HXL	7	1,236.				1,236.	1,236.		0.	1,236.
43010	STONE JOHNSON A LACY LWE	VARIOUS	200DE	7.00	HXL	7	805.				805.	805.		0.	805.
44010	STONE JOHNSON B LWE	VARIOUS	200DE	7.00	HXL	7	2,964.				2,964.	2,964.		0.	2,964.
44020	STONE JOHNSON B LWE	06/15/14	200DE	7.00	HXL	7	686.			343.	343.	49.		84.	133.
44030	STONE JOHNSON B LWE	06/15/15	200DE	7.00	HXL	90	1,692.			846.	846.			967.	121.
45010	STONE JOHNSON C LWE	VARIOUS	200DE	7.00	HXL	7	341.				341.	341.		0.	341.
45020	STONE JOHNSON C LWE	06/30/86	PRE	7.00	HXL	6	1,957.				1,957.	1,957.		0.	1,957.
45030	STONE JOHNSON C LWE	06/30/87	200DE	7.00	HXL	7	3.				3.	3.		0.	3.
45040	STONE JOHNSON C LWE	06/30/88	200DE	7.00	HXL	7	61.				61.	61.		0.	61.
45050	STONE JOHNSON C LWE	06/30/93	200DE	7.00	HXL	7	172.				172.	172.		0.	172.
45060	STONE JOHNSON C LWE	06/30/95	200DE	7.00	HXL	7	22.				22.	22.		0.	22.
45070	STONE JOHNSON C LWE	06/30/96	200DE	7.00	HXL	7	49.				49.	49.		0.	49.
45080	STONE JOHNSON C LWE	06/30/97	200DE	7.00	HXL	6	521.				521.	470.		0.	470.
45090	STONE JOHNSON C LWE	05/04/98	200DE	7.00	HXL	6	101.				101.	91.		0.	91.

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45100	STONE JOHNSON C LWE	04/01/04	200DE	7.00	HYL	7	73.		73.					0.	
45110	STONE JOHNSON C LWE	10/01/04	200DE	7.00	HYL	7	279.		279.					0.	
45120	STONE JOHNSON C LWE	04/01/05	200DE	7.00	HYL	7	968.		968.					0.	
45130	STONE JOHNSON C LWE	06/01/06	200DE	7.00	HYL	7	16.		16.					0.	
45140	STONE JOHNSON C LWE	11/01/06	200DE	7.00	HYL	7	12.		12.					0.	
45150	STONE JOHNSON C LWE	01/10/08	200DE	7.00	HYL	7	138.		138.					0.	
45160	STONE JOHNSON C LWE	06/01/12	200DE	7.00	HYL	7	3,844.			1,922.	1,922.	1,082.		240.	1,322.
46010	STONE JOHNSON D LWE	VARIOUS	200DE	7.00	HYL	7	660.				660.	660.		0.	660.
46020	STONE JOHNSON D LWE	06/30/86	PRE	7.00	HYL	6	459.				459.	459.		0.	459.
46030	STONE JOHNSON D LWE	06/30/87	200DE	7.00	HYL	7	267.				267.	267.		0.	267.
46040	STONE JOHNSON D LWE	06/30/88	200DE	7.00	HYL	7	28.				28.	28.		0.	28.
46050	STONE JOHNSON D LWE	06/30/90	200DE	7.00	HYL	7	41.				41.	41.		0.	41.
46060	STONE JOHNSON D LWE	06/30/91	200DE	7.00	HYL	7	37.				37.	37.		0.	37.
46070	STONE JOHNSON D LWE	06/30/93	200DE	7.00	HYL	7	45.				45.	45.		0.	45.
46080	STONE JOHNSON D LWE	06/30/96	200DE	7.00	HYL	7	16.				16.	16.		0.	16.
46090	STONE JOHNSON D LWE	06/30/97	200DE	7.00	HYL	6	130.				130.	117.		0.	117.
46100	STONE JOHNSON D LWE	07/03/00	200DE	7.00	HYL	6	2,195.				2,195.	1,981.		0.	1,981.
46110	STONE JOHNSON D LWE	11/01/04	200DE	7.00	HYL	7	44.		44.					0.	

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46120	STONE JOHNSON D LWE	02/01/05	200DE	7.00		HXL7	53.		53.					0.	
46130	STONE JOHNSON D LWE	01/03/06	200DE	7.00		HXL7	140.		140.					0.	
46140	STONE JOHNSON D LWE	11/01/06	200DE	7.00		HXL7	12.		12.					0.	
46150	STONE JOHNSON D LWE	12/01/07	200DE	7.00		HXL7	239.		239.					0.	
46160	STONE JOHNSON D LWE	03/09/09	200DE	7.00		HXL7	381.		381.					0.	
46170	STONE JOHNSON D LWE	12/01/11	200DE	7.00		HXL7	738.			738.				0.	
46180	STONE JOHNSON D LWE	04/03/12	200DE	7.00		HXL7	1,210.			605.	605.	340.		76.	416.
47010	STONE JOHNSON E LWE	VARIOUS	200DE	7.00		HXL7	1,080.				1,080.	1,080.		0.	1,080.
47050	STONE JOHNSON E LWE	08/01/02	200DE	7.00		HXL7	58.			17.	41.	41.		0.	41.
47060	STONE JOHNSON E LWE	07/01/04	200DE	7.00		HXL7	95.		95.					0.	
47090	STONE JOHNSON E LWE	11/01/05	200DE	7.00		HXL7	1,760.		1,760.					0.	
47100	STONE JOHNSON E LWE	02/03/06	200DE	7.00		HXL7	5,523.		5,523.					0.	
47140	STONE JOHNSON E LWE	06/01/12	200DE	7.00		HXL7	2,957.			1,479.	1,478.	832.		185.	1,017.
48010	TEX HARVEY LWE	VARIOUS	200DE	7.00		HXL7	356.				356.	356.		0.	356.
48020	TEX HARVEY LWE	06/01/00	200DE	7.00		HXL6	20.				20.	17.		0.	17.
48030	TEX HARVEY LWE	02/01/01	200DE	7.00		HXL7	5.				5.	5.		0.	5.
48040	TEX HARVEY LWE	09/17/02	200DE	7.00		HXL7	12.			4.	8.	8.		0.	8.
48050	TEX HARVEY LWE	12/17/03	200DE	7.00		HXL7	3.		3.					0.	

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
48060	TEX HARVEY LWE	07/24/06	200DE	7.00	HXL7		8.		8.					0.	
48070	TEX HARVEY LWE	08/01/07	200DE	7.00	HXL7		13.		13.					0.	
48080	TEX HARVEY LWE	03/01/08	200DE	7.00	HXL7		34.		34.					0.	
49010	WELDER LWE	VARIOUS	200DE	7.00	HXL7		9,069.				9,069.	9,069.		0.	9,069.
50010	WEST RKM UNIT LWE	VARIOUS	200DE	7.00	HXL7		38,068.				38,068.	38,068.		0.	38,068.
50020	WEST RKM UNIT LWE	06/30/86	PRE	7.00	HXL6		2,009.				2,009.	2,009.		0.	2,009.
50030	WEST RKM UNIT LWE	06/30/87	200DE	7.00	HXL7		2,655.				2,655.	2,655.		0.	2,655.
50040	WEST RKM UNIT LWE	06/30/88	200DE	7.00	HXL7		1,380.				1,380.	1,380.		0.	1,380.
50050	WEST RKM UNIT LWE	06/30/90	200DE	7.00	HXL7		1,437.				1,437.	1,437.		0.	1,437.
50060	WEST RKM UNIT LWE	06/30/91	200DE	7.00	HXL7		853.				853.	853.		0.	853.
50070	WEST RKM UNIT LWE	06/30/92	200DE	7.00	HXL7		3,414.				3,414.	3,414.		0.	3,414.
50080	WEST RKM UNIT LWE	06/30/93	200DE	7.00	HXL7		1,226.				1,226.	1,226.		0.	1,226.
50090	WEST RKM UNIT LWE	06/30/94	200DE	7.00	HXL7		972.				972.	972.		0.	972.
50100	WEST RKM UNIT LWE	06/30/95	200DE	7.00	HXL7		1,397.				1,397.	1,397.		0.	1,397.
50110	WEST RKM UNIT LWE	06/30/96	200DE	7.00	HXL7		979.				979.	979.		0.	979.
50120	WEST RKM UNIT LWE	06/30/97	200DE	7.00	HXL6		1,522.				1,522.	1,374.		0.	1,374.
50130	WEST RKM UNIT LWE	06/30/98	200DE	7.00	HXL6		2,029.				2,029.	1,831.		0.	1,831.
50140	WEST RKM UNIT LWE	05/17/99	200DE	7.00	HXL6		319.				319.	288.		0.	288.

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50150	WEST RKM UNIT LWE	12/14/99	200DB	7.00		HY16	1,078.				1,078.	975.		0.	975.
50160	WEST RKM UNIT LWE	01/17/00	200DB	7.00		HY16	2,687.				2,687.	2,004.		0.	2,004.
50170	WEST RKM UNIT LWE	05/14/01	200DB	7.00		HY17	2,209.				2,209.	2,209.		0.	2,209.
50180	WEST RKM UNIT LWE	12/18/01	200DB	7.00		HY17	19.				19.	19.		0.	19.
50190	WEST RKM UNIT LWE	05/13/02	200DB	7.00		HY17	96.			29.	67.	67.		0.	67.
50200	WEST RKM UNIT LWE	10/08/03	200DB	7.00		HY17	3,886.		3,886.					0.	
50210	WEST RKM UNIT LWE	02/12/04	200DB	7.00		HY17	652.		652.					0.	
50220	WEST RKM UNIT LWE	07/13/05	200DB	7.00		HY17	5,441.		5,441.					0.	
50230	WEST RKM UNIT LWE	10/12/05	200DB	7.00		HY17	3,080.		3,080.					0.	
50240	WEST RKM UNIT LWE	06/12/06	200DB	7.00		HY17	12,985.		12,985.					0.	
50250	WEST RKM UNIT LWE	11/10/06	200DB	7.00		HY17	2,241.		2,241.					0.	
50260	WEST RKM UNIT LWE	02/12/07	200DB	7.00		HY17	7,732.		7,732.					0.	
50270	WEST RKM UNIT LWE	09/15/08	200DB	7.00		HY17	2,066.		2,066.					0.	
50280	WEST RKM UNIT LWE	02/16/09	200DB	7.00		HY17	13,338.		13,338.					0.	
50290	WEST RKM UNIT LWE	12/27/10	200DB	7.00		HY17	9,847.			9,847.				0.	
50300	WEST RKM UNIT LWE	08/23/10	200DB	7.00		HY17	2,205.			1,103.	1,102.	1,102.		0.	1,102.
50310	WEST RKM UNIT LWE	02/21/11	200DB	7.00		HY17	22,608.			22,608.				0.	
50320	WEST RKM UNIT LWE	03/12/12	200DB	7.00		HY17	8,355.			4,178.	4,177.	2,351.		522.	2,873.

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50330	WEST RKM UNIT LWE	10/15/12	200DE	7.00	HY17		475.			238.	237.	133.		30.	163.
50340	WEST RKM UNIT LWE	08/20/13	200DE	7.00	HY17		214.			107.	107.	41.		19.	60.
50350	WEST RKM UNIT LWE	09/16/13	200DE	7.00	HY17		1,214.			607.	607.	236.		106.	342.
50360	WEST RKM UNIT LWE	06/15/15	200DE	7.00	HY19D		770.			385.	385.			440.	55.
51010	WILLARD LWE	VARIOUS	200DE	7.00	HY17		29,413.				29,413.	29,413.		0.	29,413.
51020	WILLARD LWE	06/30/86	PRE	7.00	HY16		48,745.				48,745.	48,745.		0.	48,745.
51030	WILLARD LWE	06/30/87	200DE	7.00	HY17		49,865.				49,865.	49,865.		0.	49,865.
51040	WILLARD LWE	06/30/88	200DE	7.00	HY17		15,351.				15,351.	15,351.		0.	15,351.
51050	WILLARD LWE	06/30/89	200DE	7.00	HY17		5,416.				5,416.	5,416.		0.	5,416.
51060	WILLARD LWE	06/30/90	200DE	7.00	HY17		3,730.				3,730.	3,730.		0.	3,730.
51070	WILLARD LWE	06/30/91	200DE	7.00	HY17		10,796.				10,796.	10,796.		0.	10,796.
51080	WILLARD LWE	06/30/92	200DE	7.00	HY17		2,358.				2,358.	2,358.		0.	2,358.
51090	WILLARD LWE	06/30/93	200DE	7.00	HY17		1,398.				1,398.	1,398.		0.	1,398.
51100	WILLARD LWE	06/30/94	200DE	7.00	HY17		3,223.				3,223.	3,223.		0.	3,223.
51110	WILLARD LWE	06/30/95	200DE	7.00	HY17		1,708.				1,708.	1,708.		0.	1,708.
51120	WILLARD LWE	06/30/96	200DE	7.00	HY17		540.				540.	540.		0.	540.
51130	WILLARD LWE	06/30/97	200DE	7.00	HY16		805.				805.	727.		0.	727.
51140	WILLARD LWE	06/30/98	200DE	7.00	HY16		1,135.				1,135.	1,024.		0.	1,024.

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(D) - Asset disposed

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51150	WILLARD LWE	08/16/99	200DE	7.00		HY16	556.				556.	502.		0.	502.
51160	WILLARD LWE	12/14/99	200DE	7.00		HY16	134.				134.	121.		0.	121.
51170	WILLARD LWE	04/17/00	200DE	7.00		HY16	1,962.				1,962.	1,771.		0.	1,771.
51180	WILLARD LWE	01/12/01	200DE	7.00		HY17	1,170.				1,170.	1,170.		0.	1,170.
51190	WILLARD LWE	12/11/01	200DE	7.00		HY17	178.				178.	178.		0.	178.
51200	WILLARD LWE	06/10/02	200DE	7.00		HY17	793.			238.	555.	555.		0.	555.
51210	WILLARD LWE	01/09/03	200DE	7.00		HY17	217.		217.					0.	
51220	WILLARD LWE	03/12/04	200DE	7.00		HY17	362.		362.					0.	
51230	WILLARD LWE	07/13/05	200DE	7.00		HY17	2,561.		2,561.					0.	
51240	WILLARD LWE	10/12/05	200DE	7.00		HY17	1,964.		1,964.					0.	
51250	WILLARD LWE	09/12/06	200DE	7.00		HY17	7,864.		7,864.					0.	
51260	WILLARD LWE	11/14/06	200DE	7.00		HY17	3,465.		3,465.					0.	
51270	WILLARD LWE	10/12/07	200DE	7.00		HY17	6,748.		6,748.					0.	
51280	WILLARD LWE	07/21/08	200DE	7.00		HY17	18,033.		18,033.					0.	
51290	WILLARD LWE	02/16/09	200DE	7.00		HY17	5,294.		5,294.					0.	
51300	WILLARD LWE	07/19/10	200DE	7.00		HY17	1,628.			814.	814.	633.		72.	705.
51310	WILLARD LWE	11/14/11	200DE	7.00		HY17	34,003.			34,003.				0.	
51320	WILLARD LWE	01/23/12	200DE	7.00		HY17	120,242.			60,121.	60,121.	33,829.		7,512.	41,341.

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
51330	WILLARD LWE	12/17/12	200DE	7.00	HVL7		12,133.			6,067.	6,066.	3,413.		758.	4,171.
51340	WILLARD LWE	01/14/13	200DE	7.00	HVL7		88,015.			44,008.	44,007.	17,064.		7,698.	24,762.
51350	WILLARD LWE	09/16/13	200DE	7.00	HVL7		32,474.			16,237.	16,237.	6,296.		2,840.	9,136.
51360	WILLARD LWE	06/15/14	200DE	7.00	HVL7		2,675.			1,338.	1,337.	191.		327.	518.
51370	WILLARD LWE	06/15/15	200DE	7.00	HVL9C		548.			274.	274.			313.	39.
52010	XIT LWE	VARIOUS	200DE	7.00	HVL7		45,405.				45,405.	45,405.		0.	45,405.
52020	XIT LWE	06/30/86	PRE	7.00	HVL6		2,439.				2,439.	2,439.		0.	2,439.
52030	XIT LWE	06/30/87	200DE	7.00	HVL7		402.				402.	402.		0.	402.
52040	XIT LWE	06/30/88	200DE	7.00	HVL7		1,420.				1,420.	1,420.		0.	1,420.
52050	XIT LWE	06/30/89	200DE	7.00	HVL7		1,230.				1,230.	1,230.		0.	1,230.
52060	XIT LWE	06/30/90	200DE	7.00	HVL7		735.				735.	735.		0.	735.
52070	XIT LWE	06/30/91	200DE	7.00	HVL7		10,431.				10,431.	10,431.		0.	10,431.
52080	XIT LWE	06/30/92	200DE	7.00	HVL7		589.				589.	589.		0.	589.
52090	XIT LWE	06/30/93	200DE	7.00	HVL7		213.				213.	213.		0.	213.
52100	XIT LWE	06/30/94	200DE	7.00	HVL7		144.				144.	144.		0.	144.
52110	XIT LWE	06/30/95	200DE	7.00	HVL7		64.				64.	64.		0.	64.
52120	XIT LWE	06/30/96	200DE	7.00	HVL7		702.				702.	702.		0.	702.
52130	XIT LWE	06/30/97	200DE	7.00	HVL6		375.				375.	338.		0.	338.

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(D) - Asset disposed

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52140	XIT LWE	06/30/98	200DE	7.00		HY16	38.				38.	35.		0.	35.
52150	XIT LWE	09/27/99	200DE	7.00		HY16	662.				662.	598.		0.	598.
52160	XIT LWE	12/14/99	200DE	7.00		HY16	19.				19.	19.		0.	19.
52170	XIT LWE	01/24/00	200DE	7.00		HY16	138.				138.	124.		0.	124.
52180	XIT LWE	03/19/01	200DE	7.00		HY17	270.				270.	270.		0.	270.
52190	XIT LWE	11/14/01	200DE	7.00		HY17	104.				104.	104.		0.	104.
52200	XIT LWE	01/02/02	200DE	7.00		HY17	242.			73.	169.	169.		0.	169.
52210	XIT LWE	12/16/02	200DE	7.00		HY17	92.			28.	64.	64.		0.	64.
52220	XIT LWE	06/16/03	200DE	7.00		HY17	16.		16.					0.	
52230	XIT LWE	02/01/04	200DE	7.00		HY17	31.		31.					0.	
52240	XIT LWE	11/22/04	200DE	7.00		HY17	9,182.		9,182.					0.	
52250	XIT LWE	01/17/05	200DE	7.00		HY17	2,645.		2,645.					0.	
52260	XIT LWE	10/17/05	200DE	7.00		HY17	129.		129.					0.	
52270	XIT LWE	07/24/06	200DE	7.00		HY17	1,119.		1,119.					0.	
52280	XIT LWE	11/13/06	200DE	7.00		HY17	91.		91.					0.	
52290	XIT LWE	01/17/07	200DE	7.00		HY17	2,627.		2,627.					0.	
52300	XIT LWE	01/17/08	200DE	7.00		HY17	224.		224.					0.	
52310	XIT LWE	03/09/09	200DE	7.00		HY17	467.		467.					0.	

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52320	XIT LWE	07/19/10	200DE	7.00		HXL7	800.			400.	400.	311.		36.	347.
52330	XIT LWE	09/19/11	200DE	7.00		HXL7	13,069.			13,069.				0.	
52340	XIT LWE	02/13/12	200DE	7.00		HXL7	6,339.			3,170.	3,169.	1,783.		396.	2,179.
52350	XIT LWE	12/17/12	200DE	7.00		HXL7	1,395.			698.	697.	393.		87.	480.
52360	XIT LWE	05/13/13	200DE	7.00		HXL7	524.			262.	262.	101.		46.	147.
52370	XIT LWE	12/17/13	200DE	7.00		HXL7	292.			146.	146.	57.		25.	82.
52380	XIT LWE	06/15/15	200DE	7.00		HXL9C	830.			415.	415.			474.	59.
53010	YOAKUM CLEARFORK LWE	06/30/98	200DE	7.00		HXL6	44.				44.	44.		0.	44.
53020	YOAKUM CLEARFORK LWE	03/11/02	200DE	7.00		HXL7	178.			54.	124.	124.		0.	124.
53030	YOAKUM CLEARFORK LWE	11/12/02	200DE	7.00		HXL7	78.			23.	55.	55.		0.	55.
53040	YOAKUM CLEARFORK LWE	08/18/03	200DE	7.00		HXL7	177.		177.					0.	
53050	YOAKUM CLEARFORK LWE	09/10/04	200DE	7.00		HXL7	1,536.		1,536.					0.	
53060	YOAKUM CLEARFORK LWE	10/08/04	200DE	7.00		HXL7	3,616.		3,616.					0.	
53070	YOAKUM CLEARFORK LWE	02/09/05	200DE	7.00		HXL7	158.		158.					0.	
53080	YOAKUM CLEARFORK LWE	12/15/05	200DE	7.00		HXL7	857.		857.					0.	
53090	YOAKUM CLEARFORK LWE	01/13/06	200DE	7.00		HXL7	2,714.		2,714.					0.	
53100	YOAKUM CLEARFORK LWE	10/17/06	200DE	7.00		HXL7	13.		13.					0.	
53110	YOAKUM CLEARFORK LWE	09/16/07	200DE	7.00		HXL7	3,248.		3,248.					0.	

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
53120	YOAKUM CLEARFORK LWE	08/19/08	200DE	7.00		HXL7	11,254.		11,254.					0.	
53130	YOAKUM CLEARFORK LWE	01/21/09	200DE	7.00		HXL7	1,314.		1,314.					0.	
53140	YOAKUM CLEARFORK LWE	05/24/10	200DE	7.00		HXL7	6,036.			3,018.	3,018.	2,344.		270.	2,614.
53150	YOAKUM CLEARFORK LWE	10/17/11	200DE	7.00		HXL7	5,294.			5,294.				0.	
53160	YOAKUM CLEARFORK LWE	03/14/12	200DE	7.00		HXL7	7,819.			3,910.	3,909.	2,199.		489.	2,688.
53170	YOAKUM CLEARFORK LWE	12/17/12	200DE	7.00		HXL7	4,410.			2,205.	2,205.	1,241.		275.	1,516.
53180	YOAKUM CLEARFORK LWE	06/13/13	200DE	7.00		HXL7	24,611.			12,306.	12,305.	4,771.		2,153.	6,924.
53190	YOAKUM CLEARFORK LWE	09/16/13	200DE	7.00		HXL7	5,778.			2,889.	2,889.	1,120.		505.	1,625.
53200	YOAKUM CLEARFORK LWE	06/15/14	200DE	7.00		HXL7	1,078.			539.	539.	77.		132.	209.
* 990-PF COGS TOTAL OTHER							1,732,623.		254,289.	349,912.	1,128,422.	1,004,720.		37,542.	1,038,746.
CURRENT ACTIVITY															
BEGINNING BALANCE							1,725,592.			346,396.	1,124,907.	1,004,720.			
ACQUISITIONS							7,031.			3,516.	3,515.	0.			
DISPOSITIONS							0.			0.	0.	0.			
ENDING BALANCE							1,732,623.			349,912.	1,128,422.	1,004,720.			
ENDING ACCUM DEPR												1,642,947.			
ENDING BOOK VALUE												89,676.			

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8	TELEPHONE SYSTEM	09/28/00	SL	5.00		HXL7	5,428.				5,428.	5,428.		0.	5,428.
15	TELEPHONE SYSTEM	10/01/04	SL	5.00		HXL7	1,677.				1,677.	1,677.		0.	1,677.
19	COMPUTER & PRINTER (CF)	03/22/05	SL	5.00		HXL7	2,765.				2,765.	2,765.		0.	2,765.
21	OFFICE FURNITURE	05/01/05	SL	10.00		HXL7	7,390.				7,390.	7,021.		369.	7,390.
23	CONFERENCE SPEAKER	09/19/05	SL	5.00		HXL7	693.				693.	693.		0.	693.
25	SERVER (20% OF TOTAL)	11/15/10	SL	5.00		HXL7	764.				764.	688.		76.	764.
26	TABLE	12/02/13	SL	10.00		HXL7	1,175.				1,175.	177.		118.	235.
27	COMPUTER (RISA)	02/25/13	SL	5.00		HXL7	951.				951.	285.		190.	475.
28	LEASEHOLD IMPROVEMENTS	10/28/13	SL	15.00		HXL7	41,063.				41,063.	4,107.		2,738.	6,845.
29	FURNITURE (BUSINESS ENVIRONMENTS)	10/21/13	SL	10.00		HXL7	8,131.				8,131.	1,220.		813.	2,033.
30	REUPHOLSTERING OF COUCH	06/05/14	SL	10.00		HXL7	6,323.				6,323.	316.		632.	948.
	* 990-PF PG 1 TOTAL OTHER						76,360.				76,360.	24,377.		4,936.	29,313.

528111
04-01-15

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone