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Return of Private Foundation

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

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

STERLING FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P.O. BOX 1837

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

BELLAIRE, TX 77402-1837

G Check all that apply:

Initial return	Initial return of a former public charity
Final return	Amended return
Address change	Name change

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

I Fair market value of all assets at J Accounting method. Cash Accrual
end of year (from Part II, col. (c), line 16) ► \$ 7,790,152. (Part I, column (d) must be on cash basis)

A Employer identification number

04-6995246

B Telephone number (see instructions)

(713) 960-1706

C If exemption application is pending, check here. ► D 1 Foreign organizations, check here. ►
2 Foreign organizations meeting the 85% test, check here and attach computation. ► E If private foundation status was terminated under section 507(b)(1)(A), check here. ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ►

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	1.	1.		ATCH 1
4 Dividends and interest from securities	139,870.	139,870.		ATCH 2
5a Gross rents	93,174.	93,174.		
b Net rental income or (loss)	34,058.			
6a Net gain or (loss) from sale of assets not on line 10	172,952.			
b Gross sales price for all assets on line 6a	1,407,048.			
7 Capital gain net income (from Part IV, line 2)		172,952.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	61.	61.		ATCH 3
12 Total. Add lines 1 through 11	406,058.	406,058.		
	27,095.	27,095.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	5,239.	5,239.		ATCH 4
b Accounting fees (attach schedule)	661.	661.		ATCH 5
c Other professional fees (attach schedule)	38,330.	38,330.		[.6]
17 Interest	43,975.	38,460.		
18 Taxes (attach schedule) (see instructions)				[7.]
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	20,505.	20,505.		ATCH 8.
24 Total operating and administrative expenses	135,805.	130,290.		
Add lines 13 through 23.	383,300.			383,300.
25 Contributions, gifts, grants paid	519,105.	130,290.		383,300.
26 Total expenses and disbursements Add lines 24 and 25				
27 Subtract line 26 from line 12	-113,047.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		275,768.		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets					
1	Cash - non-interest-bearing	143,689.	115,979.	115,979.	
2	Savings and temporary cash investments	1,195,148.	257,185.	257,185.	
3	Accounts receivable ►				
	Less allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less allowance for doubtful accounts ►				
5	Grants receivable.				
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7	Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
8	Inventories for sale or use.				
9	Prepaid expenses and deferred charges	ATCH 9 .	6,352.	837.	837.
10a	Investments - U S and state government obligations (attach schedule)				
b	Investments - corporate stock (attach schedule) ATCH 10	4,635,533.	5,493,674.	5,362,811.	
c	Investments - corporate bonds (attach schedule)				
11	Investments - land, buildings, ► and equipment basis	892,401.			
	Less accumulated depreciation ► (attach schedule)		892,401.	892,401.	2,053,340.
12	Investments - mortgage loans.				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	6,873,123.	6,760,076.	7,790,152.	
Liabilities					
17	Accounts payable and accrued expenses				
18	Grants payable.				
19	Deferred revenue.				
20	Loans from officers, directors, trustees, and other disqualified persons.				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ►)				
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances					
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg , and equipment fund.				
29	Retained earnings, accumulated income, endowment, or other funds	6,873,123.	6,760,076.		
30	Total net assets or fund balances (see instructions)	6,873,123.	6,760,076.		
31	Total liabilities and net assets/fund balances (see instructions)	6,873,123.	6,760,076.		

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	6,873,123.
2	Enter amount from Part I, line 27a	2	-113,047.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	6,760,076.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,760,076.

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)
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	172,952.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	0.	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	403,300.	7,173,002.	0.056225
2014	488,130.	7,497,333.	0.065107
2013	421,500.	7,295,236.	0.057777
2012	405,933.	6,877,983.	0.059019
2011	391,288.	6,582,700.	0.059442

- 2 Total of line 1, column (d) 2 0.297570
- 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years. 3 0.059514
- 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 4 7,734,892.
- 5 Multiply line 4 by line 3. 5 460,334.
- 6 Enter 1% of net investment income (1% of Part I, line 27b). 6 2,758.
- 7 Add lines 5 and 6. 7 463,092.
- 8 Enter qualifying distributions from Part XII, line 4 8 383,300.

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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	5,515.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	
3	Add lines 1 and 2	3	5,515.
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	5,515.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	6,352.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	6,352.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	837.
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ► 837. Refunded ► 11		

Part VII-A Statements Regarding Activities

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?

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

1c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T

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?

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*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► TX,
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> X
14	The books are in care of ► JAY EPSTEIN Telephone no ► 713-960-1706 Located at ► 2929 ALLEN PARKWAY, 20TH FLOOR HOUSTON, TX ZIP+4 ► 77019-7100		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year.		
16	At any time during calendar year 2016, 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 ►	<input type="checkbox"/> 16	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/> 1b	<input checked="" type="checkbox"/> X
c	Organizations relying on a current notice regarding disaster assistance check here ► 		
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 2016?	<input type="checkbox"/> 1c	<input checked="" type="checkbox"/> 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," list the years ► , , , , 		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	<input type="checkbox"/> 2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , , 		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2016 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 2016)	<input type="checkbox"/> 3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> 4a	<input checked="" type="checkbox"/> 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 2016?	<input type="checkbox"/> 4b	<input checked="" type="checkbox"/> X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/>	5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/>	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 (see instructions).**

(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
ATCH 11		27,095.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). 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. ►

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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 (see instructions). If none, enter "NONE."

Five highest paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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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	5,286,402.
b	Average of monthly cash balances	1b	506,588.
c	Fair market value of all other assets (see instructions)	1c	2,059,692.
d	Total (add lines 1a, b, and c)	1d	7,852,682.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,852,682.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	117,790.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,734,892.
6	Minimum investment return. Enter 5% of line 5	6	386,745.

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	386,745.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	5,515.
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,515.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	381,230.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	381,230.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	381,230.

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	383,300.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	383,300.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	6	383,300.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				381,230.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 14 , 20 13 , 20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011	7,154.			
b From 2012	66,768.			
c From 2013	61,392.			
d From 2014	137,003.			
e From 2015	47,182.			
f Total of lines 3a through e	319,499.			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$	383,300.			
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount.				381,230.
e Remaining amount distributed out of corpus.	2,070.			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	321,569.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	7,154.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	314,415.			
10 Analysis of line 9				
a Excess from 2012	66,768.			
b Excess from 2013	61,392.			
c Excess from 2014	137,003.			
d Excess from 2015	47,182.			
e Excess from 2016	2,070.			

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

NOT APPLICABLE

a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ►

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

2	a	Tax year	Prior 3 years			(e) Total
			(a) 2016	(b) 2015	(c) 2014	
	b	85% of line 2a				
	c	Qualifying distributions from Part XII, line 4 for each year listed .				
	d	Amounts included in line 2c not used directly for active conduct of exempt activities				
	e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3		Complete 3a, b, or c for the alternative test relied upon				
	a	"Assets" alternative test - enter				
	(1)	Value of all assets.				
	(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).				
	b	"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
	c	"Support" alternative test - enter				
	(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).				
	(2)	Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(ii)				
	(3)	Largest amount of support from an exempt organization.				
	(4)	Gross investment income .				

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

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:

ATCH 12

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

ATCH 13

c Any submission deadlines:

NONE

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

NONE

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

Recipient	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)				
<i>a Paid during the year</i>				
ATCH 14				
Total			► 3a	383,300.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments .			14	1 .	
4 Dividends and interest from securities			14	139 , 870 .	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	34 , 058 .	
6 Net rental income or (loss) from personal property. .					
7 Other investment income			15	61 .	
8 Gain or (loss) from sales of assets other than inventory			18	172 , 952 .	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				346 , 942 .	
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)				13	346 , 942 .

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)	X	
(2) Other assets	1a(2)	X	
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X	
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X	
(3) Rental of facilities, equipment, or other assets	1b(3)	X	
(4) Reimbursement arrangements	1b(4)	X	
(5) Loans or loan guarantees	1b(5)	X	
(6) Performance of services or membership or fundraising solicitations	1b(6)	X	
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X	
d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

**Sign
Here**

Signature of officer or trustee

Date

► CO-TRUSTEE

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

Paid Preparer Use Only	Print/Type preparer's name LAURA SYKES, CPA	Preparer's signature 	Date 8/1/17	Check <input type="checkbox"/> if self-employed	PTIN P00188050
	Firm's name ► BDO USA, LLP	Firm's EIN ► 13-5381590			
	Firm's address ► 2929 ALLEN PARKWAY 20TH FLOOR HOUSTON, TX	77019-7100	Phone no	713-960-1706	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis			
		TOTAL CAPITAL GAIN DISTRIBUTIONS					94,393.	
17,134.		1,926.702 SH RUSSELL MULTI STRATEGY PROPERTY TYPE: SECURITIES 19,015.				P	VARIOUS	07/14/2016
7,133.		453.200 SH RUSSELL EMERGING MKTS PROPERTY TYPE: SECURITIES 6,163.				P	02/17/2016	07/14/2016
32,729.		5,854.912 SH RUSSELL COMMOD STRATEGIES PROPERTY TYPE: SECURITIES 31,817.				P	02/17/2016	07/14/2016
514,899.		42,551.86 SH RUSSELL US STRAT EQUITY PROPERTY TYPE: SECURITIES 478,785.				P	08/15/2012	VAR 2016
16,431.		1,869.283 SH RUSSELL MULTI STRATEGY ALT PROPERTY TYPE: SECURITIES 18,525.				P	08/15/2012	02/17/2016
141,178.		15,875.686 SH RUSSELL MULTI STRATEGY ALT PROPERTY TYPE: SECURITIES 156,476.				P	VARIOUS	07/14/2016
25,011.		830.027 SH RUSSELL EMERG MKTS PROPERTY TYPE: SECURITIES 22,004.				P	VARIOUS	VAR 2016
578.		49.092 SH RUSSELL GLOBAL INFRA STRUCTURE PROPERTY TYPE: SECURITIES 569.				P	VARIOUS	06/09/2016
68,121.		5,758.326 SH RUSSELL GLOBAL INFRA STRUCT PROPERTY TYPE: SECURITIES 66,797.				P	VARIOUS	07/16/2016
32,536.		4,581.045 SH RUSSELL COMMODITY STRATEGIE PROPERTY TYPE: SECURITIES 31,464.				P	VARIOUS	VAR 2016
73,629.		2,639.032 SH RUSSELL US SMALL CAP EQUITY PROPERTY TYPE: SECURITIES 68,552.				P	VARIOUS	VAR 2016
		907.615 SH RUSSELL US SMALL CAP EQUITY				P	VARIOUS	12/08/2016

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis			
29,080.		PROPERTY TYPE: SECURITIES 23,576.					5,504.	
146,859.		14,764.885 SH RUSSELL GLOBAL EQUITY PROPERTY TYPE: SECURITIES 127,063.				P	12/28/2010	VAR 2016 19,796.
923.		24.712 SH RUSSELL GLOBAL REAL ESTATE PROPERTY TYPE: SECURITIES 751.				P	12/28/2010	06/09/2016 172.
50,923.		613.950 SH RUSSELL GLOBAL INFRA STRUCTUR PROPERTY TYPE: SECURITIES 49,241.				P	VARIOUS	VAR 2016 1,682.
130,609.		4,042.418 SH RUSSELL INTL DEV MKTS PROPERTY TYPE: SECURITIES 109,761.				P	12/29/2010	VAR 2016 20,848.
24,882.		911.095 SH RUSSELL US SMALL CAP EQUITY PROPERTY TYPE: SECURITIES 23,667.				P	01/13/2014	06/09/2016 1,215.
TOTAL GAIN(LOSS)								<u>172,952.</u>

FEDERAL FOOTNOTES

FORM 990PF - NET RENTAL INCOME (BILLBOARDS/BLDG)

RENTAL INCOME \$ 93,174

EXPENSES:

PROPERTY TAXES	\$ 34,720
LAND MAINTENANCE/MOWING	15,440
LEGAL FEES	5,239
INSURANCE	2,987
UTILITY - DRAINAGE TAX	655
LICENSES	75
	59,116
NET RENTAL INCOME	\$ 34,058

NET RENTAL INCOME \$ 34,058

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

CLEAR CHANNEL OUTDOOR	64,742.
GLOBAL SIGNAL ACQS II LLC	14,650.
OUTFRONT MEDIA	8,109.
LAMAR MEDIA CORP	3,075.
OTHER RENTALS	2,598.
	<u>93,174.</u>

FEDERAL FOOTNOTES

FORM 990PF - BALANCE SHEET - LINE 10B (MARKETABLE SECURITIES)

	SHARE PRICE	UNITS	MARKET VALUE
	\$		\$
RUSSELL GLOBAL EQUITY FUND	9.93	52,607	522,379
RUSSELL MULTI STRATEGY FUND	9.65	23,190	223,783
RUSSELL STRATEGIC EQUITY FD	12.33	76,821	947,192
RUSSELL EMERGING MARKETS FD	15.79	21,514	339,713
RUSSELL GLOBAL REAL ESTATE FD	32.92	3,110	102,379
RUSSELL GLOBAL OPPORT CR FD	9.38	47,435	444,943
RUSSELL GLOBAL INFRAS. FUND	10.72	14,689	157,465
RUSSELL COMMODITY STRAT FUND	5.66	19,567	110,747
RUSSELL STRAT BOND FUND	10.53	163,372	1,720,312
RUSSELL INT'L DEVEL MKTS FD	33.60	15,196	510,574
RUSSELL US SMALL CAP FUND	31.31	9,049	283,324
 TOTAL			5,362,811
			=====

FEDERAL FOOTNOTES

FORM 990PF - BALANCE SHEET - LINE 11 (LAND)

	COST	ACCUM	BOOK	FAIR MARKET
	BASIS	DEPREC.	VALUE	VALUE
COLLINGSWORTH	313,139	-0-	313,139	276,000
ELDER	75,000	-0-	75,000	99,180
EUNICE	78,802	-0-	78,802	113,850
FLETCHER	60,000	-0-	60,000	1,243,000
SUL ROSS	81,750	-0-	81,750	52,300
MAJESTIC	75,000	-0-	75,000	28,800
CAGE	6,750	-0-	6,750	7,800
DWINNELL	75,000	-0-	75,000	49,400
EAST FREEWAY	35,710	-0-	35,710	59,100
FOREMAN	66,250	-0-	66,250	16,400
WILLIS	25,000	-0-	25,000	19,310
NORTH FREEWAY	-0-	-0-	-0-	88,200
TOTALS	892,401	-0-	892,401	2,053,340

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTSATTACHMENT 1

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
COMPASS BANK	1.	1.
TOTAL	1.	1.

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PERSHING LLC	139,870.	139,870.
TOTAL	<u><u>139,870.</u></u>	<u><u>139,870.</u></u>

RENT AND ROYALTY SUMMARY

<u>PROPERTY</u>	<u>TOTAL INCOME</u>	<u>DEPLETION/ DEPRECIATION</u>	<u>OTHER EXPENSES</u>	<u>ALLOWABLE NET INCOME</u>
BILLBOARDS/BLDG	93,174.			93,174.
TOTALS	<u>93,174.</u>			<u>93,174.</u>

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>ROYALTY INCOME</u> - SOUTHERN MGMT	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
		61.	61.
		<u>TOTALS</u>	<u>61.</u>

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	5,239.	5,239.	5,239.	
TOTALS	<u><u>5,239.</u></u>	<u><u>5,239.</u></u>	<u><u>5,239.</u></u>	

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BDO USA, LLP	661.	661.	661.	
TOTALS	<u>661.</u>	<u>661.</u>	<u>661.</u>	

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEES	38,330.	38,330.
TOTALS	<u><u>38,330.</u></u>	<u><u>38,330.</u></u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PROPERTY TAXES	34,720.	34,720.
DRAINAGE UTILITY TAXES	655.	655.
FOREIGN TAXES WITHHELD ON DIV	3,083.	3,083.
PRODUCTION TAXES - ROYALTIES	2.	2.
FEDERAL EXCISE TAX (2016)	5,515.	
TOTALS	<u>43,975.</u>	<u>38,460.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
LAND MAINTENANCE/MOWING	15,440.	15,440.
LIABILITY INSURANCE	4,378.	4,378.
HIGHWAY DEPT LICENSES	75.	75.
BANK CHARGES	500.	500.
POSTAL BOX	82.	82.
STATE FILING FEES	30.	30.
TOTALS	<u>20,505.</u>	<u>20,505.</u>

ATTACHMENT 8

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGESDESCRIPTION

PREPAID FEDERAL EXCISE TAXES

TOTALS

ENDING
BOOK VALUE

837.

837.ATTACHMENT 9

837.

837.

837.

837.

837.

837.

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
RUSSELL MUTUAL FUNDS (SCH ATT)	<u>5,493,674.</u>	<u>5,362,811.</u>
TOTALS	<u><u>5,493,674.</u></u>	<u><u>5,362,811.</u></u>

ATTACHMENT 10

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DANIEL DOMINGUEZ 1200 SMITH ST 16TH FLR HOUSTON, TX 77002	TRUSTEE 1.00	14,779.		
JAY A. EPSTEIN P.O. BOX 2708 BELLAIRE, TX 77402	TRUSTEE 1.00	12,316.		
		GRAND TOTALS	<u><u>27,095.</u></u>	<u><u>0.</u></u>

ATTACHMENT 12

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

DANIEL DOMINGUEZ AND JAY EPSTEIN
P.O. BOX 1837
BELLAIRE, TX 77402-1837
713-659-6551

ATTACHMENT 13

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LETTER REQUESTING FUNDS OR ORAL PRESENTATION. INFORMATION SHOULD BE SUPPLIED CONCERNING THE ORGANIZATION'S PURPOSE AND USE OF THE REQUESTED FUNDS

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT	AND		
CENTRO FAMILIAR CRISTIANO 11000 DAIRY ASHFORD SUGARLAND, TX 77487	NONE PC		TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	200,000
JEWISH FAMILY SERVICE P.O. BOX 20528 HOUSTON, TX 77225	NONE PC		TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	125,000
SEVEN ACRES JEWISH SENIOR CARE SERVICES 6200 N. BRAESWOOD HOUSTON, TX 77074	NONE PC		TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	30,000
FOUNDATION FOR THE RETARDED 3550 WEST DALLAS HOUSTON, TX 77019	NONE PC		TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,000
DR. MARNIE ROSE FOUNDATION, INC 5300 N. BRAESWOOD BLVD #4-350 HOUSTON, TX 77096	NONE PC		TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2,500
TEXAS EQUUSSEARCH P.O. BOX 395 DICKINSON, TX 77539	NONE PC		TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2,000

ATTACHMENT 14

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION		AMOUNT
		TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	
ANIXTER CENTER 6610 NORTH CLARK ST CHICAGO, IL 60626	NONE PC		TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,000
ST. JUDE'S CHILDREN'S HOSPITAL P.O. BOX 50 MEMPHIS, TN 38101	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2,000	
MAKE-A-WISH FOUNDATION OF AMERICA 3550 NORTH CENTRAL AVE STE 300 PHOENIX, AZ 85012	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,500	
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE, MD 20850	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	2,000	
AISHAH HOUSE 1955 UNIVERSITY BLVD HOUSTON, TX 77030	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	1,000	
JEWISH COMMUNITY CENTER 5601 SOUTH BRAESWOOD BLVD HOUSTON, TX 77096	NONE PC	TO ASSIST ORGANIZATION WITH CHARITABLE PURPOSE	600	

ATTACHMENT 14 (CONT'D)

