

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,207,825	946,056	946,056
	3	Accounts receivable ▶ <u>14,825</u>			
		Less allowance for doubtful accounts ▶ _____	15,422	14,825	14,825
	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	5,351	150	150
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	15,970,298	16,058,417	20,898,289
	c	Investments—corporate bonds (attach schedule)	9,260,414	9,362,479	9,131,812
	Liabilities	11	Investments—land, buildings, and equipment basis ▶ _____		
		Less accumulated depreciation (attach schedule) ▶ _____			
12		Investments—mortgage loans			
13		Investments—other (attach schedule)	5,709,408	5,003,361	6,103,325
14		Land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
15		Other assets (describe ▶ _____)		12	12
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	32,168,718	31,385,300	37,094,469
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	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	32,168,718	31,385,300	
30	Total net assets or fund balances (see instructions)	32,168,718	31,385,300		
31	Total liabilities and net assets/fund balances (see instructions) .	32,168,718	31,385,300		

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 32,168,718
2	Enter amount from Part I, line 27a	2 -783,418
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 31,385,300
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 31,385,300

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	476,566
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	8,706

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 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	1,942,219	40,359,235	0 04812
2014	1,984,802	39,545,507	0 05019
2013	1,861,727	35,874,047	0 05190
2012	1,336,787	28,742,865	0 04651
2011	979,549	26,507,708	0 03695
2 Total of line 1, column (d)			2 0 233670
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 046734
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 39,383,159
5 Multiply line 4 by line 3			5 1,840,533
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 12,904
7 Add lines 5 and 6			7 1,853,437
8 Enter qualifying distributions from Part XII, line 4			8 1,994,178

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	12,904
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	12,904
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	12,904
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	12,951
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	12,951
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	54
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	7
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶	11	
			Refunded ▶

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
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? <i>If "No," attach explanation</i> .	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of TERRI DOWNING Telephone no (903) 758-8276			

Located at **222 E TYLER LONGVIEW TX** ZIP+4 **75601**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
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		No
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 If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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))?	<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"/> Yes <input checked="" type="checkbox"/> No	5b		No
Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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 checked="" 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"/> Yes <input checked="" type="checkbox"/> No	6b		No
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"/> Yes <input checked="" type="checkbox"/> No	7b		No

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	29,843,371
b	Average of monthly cash balances.	1b	1,048,314
c	Fair market value of all other assets (see instructions).	1c	9,091,218
d	Total (add lines 1a, b, and c).	1d	39,982,903
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	
3	Subtract line 2 from line 1d.	3	39,982,903
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	599,744
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	39,383,159
6	Minimum investment return. Enter 5% of line 5.	6	1,969,158

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

1	Minimum investment return from Part X, line 6.	1	1,969,158
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	12,904
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,904
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,956,254
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,956,254
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	1,956,254

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,994,178
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,994,178
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	12,904
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,981,274

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				1,956,254
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			240,781	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,994,178</u>				
a Applied to 2015, but not more than line 2a			240,781	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				1,753,397
e Remaining amount distributed out of corpus				
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:				
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				202,857
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).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

1a 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 organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))	
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	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> 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 ANN LACY CRAIN P O BOX 2146 LONGVIEW, TX 75606 (903) 758-8276	
b The form in which applications should be submitted and information and materials they should include EXPLANATION OF REQUESTING ORGANIZATION, PROPOSED AMOUNT AND USE, PROOF OF THEIR IRS EXEMPT STATUS (LETTER RULING) OR THAT THEY ARE A NON-PROFIT ORGANIZATION AND ARE EXEMPT FROM PAYING INCOME TAX	
c Any submission deadlines APPLICATIONS ARE ACCEPTED AT ANY TIME	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors GRANTS ARE MADE ONLY TO TAX-EXEMPT ORGANIZATIONS QUALIFYING AS SEC 501(C)(3) ORGANIZATIONS OR SIMILAR EXEMPTION	

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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,994,178
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the A

[illegible]

Part XVII

- 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.

[illegible]

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

- | b If "Yes," complete the following schedule | | |
|---|--------------------------|---------------------------------|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| | | |
| | | |
| | | |
| | | |

**Sign
Here**

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

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

**Paid
Preparer
Use Only**

Print/Type preparer's name Jeffrey L Geese	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00041276
Firm's name ▶ HENRY & PETERS PC				Firm's EIN ▶
Firm's address ▶ 3310 S BROADWAY AVE STE 100 TYLER, TX 75701				Phone no (903) 597-6311

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
TB&T INV MGMT CAPITAL GAIN DISTRIBUTION	P	2012-01-01	2016-12-31
WELLS FARGO CAPITAL GAIN DISTRIBUTION	P	2012-01-01	2016-12-31
4501 801 FPA CRESCENT FUND INSTL SHRS	P	2016-11-18	2016-04-19
5932 611 WELLS FARGO ADVANTAGE ASSET ALLOCATION	P	2016-01-01	2016-04-20
5431 831 BLACKROCK GLOBAL BALANCED CL I	P	2012-07-30	2016-11-17
13979 497 MET WEST TOTAL RETURN BOND CL I	P	2014-05-09	2016-11-17
14018 692 MET WEST TOTAL RETURN BOND CL I	P	2014-05-09	2016-11-18
58731 402 WELLS FARGO ADVANTAGE ASSET ALLOCATION	P	2014-02-05	2016-04-18
59297 031 WELLS FARGO ADVANTAGE ASSET ALLOCATION	P	2015-01-01	2016-04-20
844 737 HARBOR INTERNATIONAL FUND	P	2008-04-17	2016-11-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
105,102			105,102
317			317
150,000		142,842	7,158
76,234		74,686	1,548
100,000		103,150	-3,150
150,000		150,699	-699
150,000		151,122	-1,122
750,000		802,858	-52,858
761,967		825,427	-63,460
50,000		59,047	-9,047

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			105,102
			317
			7,158
			1,548
			-3,150
			-699
			-1,122
			-52,858
			-63,460
			-9,047

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
9092 562 VANG TOTAL STK MKT INDEX INST	P	2006-01-30	2016-11-17
9107 468 VANG TOTAL STK MKT INDEX INST	P	2006-01-01	2016-11-18
PARTNERSHIP CAP GAIN	P	2015-01-01	2016-12-31
PARTNERSHIP 1256 GAIN/LOSS	P	2015-01-01	2016-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
500,000		282,981	217,019
500,000		317,750	182,250
94,177			94,177
		669	-669


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			217,019
			182,250
			94,177
			-669

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
STACI REYNOLDS 222 E TYLER STREET LONGVIEW, TX 75601	Controller 1 00	0		
ROGERS L CRAIN 712 MAIN STREET SUITE 3400 HOUSTON, TX 77002				
B WALTER CRAIN III 712 MAIN STREET SUITE 3400 HOUSTON, TX 77002	VP/DIRECTOR 1 00	0		
ANN LACY CRAIN II 712 MAIN STREET SUITE 3400 HOUSTON, TX 77002				
DARREN GROCE 222 E TYLER STREET LONGVIEW, TX 75601	VP 1 00	0		
TERRI DOWNING 222 E TYLER STREET LONGVIEW, TX 75601				
	VP/TREASURER 1 00	0		

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ARC OF GREGG COUNTY THE PO BOX 522 LONGVIEW, TX 75606	NONE	PUBLIC	EXPANDING OPPORTUNITIES FOR INDIVIDUALS WITH DEVELOPMENTAL DISABILITIES	1,500
ARTSVIEW CHILDREN'S THEATRE 313 W TYLER ST LONGVIEW, TX 75601	NONE	PUBLIC	FOR CHILDREN'S THEATER	1,500
BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA MSBCM 160 HOUSTON, TX 77030	NONE	PUBLIC	MEDICAL RESEARCH	10,000
BOY SCOUTS OF AMERICA 1331 E FIFTH STREET TYLER, TX 75701	NONE	PUBLIC	CHILD ENRICHMENT	2,000
BOYS AND GIRLS CLUB OF GREGG CO PO BOX 2426 LONGVIEW, TX 75602	NONE	PUBLIC	CHILD ENRICHMENT	13,325
Total 				1,994,178
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
BUFFALO BAYOU PARTNERSHIP 1113 VINE STREET SUITE 200 HOUSTON, TX 77002	NONE	PUBLIC	DEVELOPMENT OF BUFFALO BAYOU WATERFRONT	1,000
COLGATE UNIVERSITY 13 OAK DRIVE HAMILTON, NY 13346	NONE	PUBLIC	FUNDING OF PRIVATE UNIVERSITY	15,000
CRISMAN SCHOOL THE 2455 N EASTMAN ROAD LONGVIEW, TX 75605	NONE	PUBLIC	EDUCATION OF INDIVIDUALS WITH DIAGNOSED LEARNING DIFFERENCE	2,500
EAST TEXAS ANGEL NETWORK PO BOX 9544 LONGVIEW, TX 75604	NONE	PUBLIC	ENHANCING LIVES OF CRITICALLY ILL CHILDREN	1,500
EAST TEXAS CHILD ADVOCATES PO BOX 3839 LONGVIEW, TX 75606	NONE	PUBLIC	SUPPORT FOR FOSTER CARE CHILDREN	500
Total 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
EAST TEXAS FOOD BANK PO BOX 6974 TYLER, TX 75711	NONE	PUBLIC	COMMUNITY FOOD SUPPLY	500
EAST TEXAS LITERACY COUNCIL PO BOX 311 LONGVIEW, TX 75606	NONE	PUBLIC	PROMOTE READING FOR CHILDREN	1,000
EPISCOPAL HIGH SCHOOL PO BOX 271299 HOUSTON, TX 77277	NONE	PUBLIC	PRIVATE RELIGIOUS HIGH SCHOOL	266,000
EXPECTANT HEART PREGNANCY CENTER PO BOX 1084 LONGVIEW, TX 75606	NONE	PUBLIC	PREGNANCY CARE CENTER	500
FAY SCHOOL THE 48 MAIN STREET SOUTHBOROUGH, MA 01772	NONE	PUBLIC	FOR PRIVATE EDUCATION	1,000
Total 3a				1,994,178


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
FIRST PRESBYTERIAN CHURCH 301 N CENTER STREET LONGVIEW, TX 75601	NONE	PUBLIC	RELIGIOUS ORGANIZATION	25,000
FORUM OF THE CIVICS FOUNDATION 2503 WESTHEIMER HOUSTON, TX 77098	NONE	PUBLIC	FOR CIVICS BUILDINGS AND GARDENS	5,000
GLADEWATER VOLUNTEER FIRE DEPARTMEN 511 S TYLER RD GLADEWATER, TX 75647	NONE	PUBLIC	PUBLIC SAFETY	250
GOOD SHEPHERD FOUNDATION 700 E MARSHALL AVE LONGVIEW, TX 75601	NONE	PUBLIC	FOUNDATION FOR COMMUNITY HEALTH CLINIC	2,500
GREATER LONGVIEW UNITED WAY PO BOX 411 LONGVIEW, TX 75606	NONE	PUBLIC	VARIOUS COMMUNITY SERVICES	1,500
Total 				1,994,178
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
HARLETON VOLUNTEER FIRE DEPARTMENT PO BOX 323 HARLETON, TX 75651	NONE	PUBLIC	PUBLIC SAFETY	250
HAVERTYS SALVATION ARMY ANGEL TREE 313 TEALWOODO LONGVIEW, TX 75605	NONE	PUBLIC	CHRISTMAS GIFTS FOR CHILDREN	1,000
HEARTLIGHT MINISTRIES PO BOX 480 HALLSVILLE, TX 75650	NONE	PUBLIC	RELIGIOUS ORGANIZATION	1,000
HOPE'S CLOSET 1011 WAL ST STE 100 LONGVIEW, TX 75605	NONE	PUBLIC	NON PROFIT THRIFT STORE BENEFITING WOMEN'S CENTER OF EAST TEXAS	1,000
HOUSTON SPCA 900 PORTWAY DR HOUSTON, TX 77024	NONE	PUBLIC	FOR SAFETY OF ANIMALS	5,000
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
JUDSON-METRO VOLUNTEER FIRE DEPARTM PO BOX 429 JUDSON, TX 75660	NONE	PUBLIC	PUBLIC SAFETY	250
JUNIOR LEAGUE OF HOUSTON DEPT 304 PO BOX 4346 HOUSTON, TX 77210	NONE	PUBLIC	DEVELOPING THE POTENTIAL FOR WOMEN	10,000
KAPPA KAPPA GAMMA FDTN PO BOX 6770 HOUSTON, TX 77265	NONE	PUBLIC	LOYALTY FUND	10,000
KENYON COLLEGE DUFF STREET GAMBIER, OH 43022	NONE	PUBLIC	PRIVATE LIBERAL ARTS COLLEGE	15,000
KIDLINKS FOUNDATION 5485 BELT LINE RD STE 200 DALLAS, TX 75254	NONE	PUBLIC	CHILD HEALTH & HEALING THROUGH MUSIC	2,500
Total 				1,994,178
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LAWRENCEVILLE SCHOOL THE PO BOX 6125 LAWRENCEVILLE, NJ 08648	NONE	PUBLIC	FOR PRIVATE EDUCATION	116,000
LONGVIEW COMMUNITY MINISTRIES PO BOX 1023 LONGVIEW, TX 75606	NONE	PUBLIC	RELIGIOUS ORGANIZATION	7,500
LONGVIEW HABITAT FOR HUMANITY 300 W TYLER ST LONGVIEW, TX 75601	NONE	PUBLIC	COMMUNITY NEW HOME CONSTRUCTION	6,050
LONGVIEW PARTNERS IN PREVENTION PO BOX 1952 LONGVIEW, TX 75606	NONE	PUBLIC	FOR THE PIP MENTOR PROGRAM	1,000
LONGVIEW SYMPHONY LEAGUE PO BOX 1825 LONGVIEW, TX 75606	NONE	PUBLIC	PROMOTION OF CLASSICAL MUSIC	6,000
Total ▶ 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LONGVIEW WORLD OF WONDERS 112 E TYLER AVE LONGVIEW, TX 75601	NONE	PUBLIC	GENERAL - FOR YOUTH EDUCATION	250,000
MARTIN HOUSE CAC THE 606 W GARFIELD DRIVE SUITE D LONGIEW, TX 75602	NONE	PUBLIC	FOR CHILDREN'S ADVOCACY CENTER	2,500
MD ANDERSON PO BOX 4464 HOUSTON, TX 77210	NONE	PUBLIC	FOR CANCER RESEARCH	25,000
THE METHODIST HOSPITAL FOUNDATION 6565 FANNIN STREET HOUSTON, TX 77030	NONE	PUBLIC	FOR MEDICAL RESEARCH & CARE	10,000
MIRACLE LEAGUE OF EAST TEXAS PO BOX 2761 LONGVIEW, TX 75606	NONE	PUBLIC	TO ALLOW CHILDREN WITH DISABILITIES TO PLAY YOUTH BASEBALL	1,000
Total ▶ 3a				1,994,178

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
NATIONAL DRUG SAFETY LEAGUE PO BOX 1952 LONGVIEW, TX 75606	NONE	PUBLIC	DRUG EDUCATION FOR YOUTH	250
NEUHAUS EDUCATION CENTER 4433 BISSENET BELLAIRE, TX 77401	NONE	PUBLIC	PROMOTING YOUTH READING SUCCESS	15,000
NEWGATE MISSION PO BOX 3891 LONGVIEW, TX 75606	NONE	PUBLIC	FOR SOCIAL WORK SERVICES TO JOBLESS	7,500
PRESBYTERIAN CAMPS AT GILMONT 6075 STATE HWY 155N GILMER, TX 75644	NONE	PUBLIC	YOUTH CHRISTIAN SUMMER CAMP	8,325
RHODES COLLEGE 2000 NORTH PARKWAY MEMPHIS, TN 38112	NONE	PUBLIC	FOR THE CRAIN FAMILY COUNSELING SUPPORT FUND	75,000
Total ▶ 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
RIVER OAKS BAPTIST SCHOOL 2300 WILLOWICK HOUSTON, TX 77027	NONE	PUBLIC	FOR CHRISTIAN EDUCATION	51,100
RIVER OAKS GARDEN CLUB 2503 WESTHEIMER HOUSTON, TX 77098	NONE	PUBLIC	THE AZALEA TRAIL	7,500
SABINE VOLUNTEER FIRE DEPARTMENT 6144 GATEWAY CIRCLE KILGORE, TX 75662	NONE	PUBLIC	FOR PUBLIC SAFETY	250
SHARON SHRINERS TEMPLE PO BOX 1418 LINDALE, TX 75771	NONE	PUBLIC	SOCIAL SERVICES	7,500
SOUTHERN METHODIST UNIVERSITY PO BOX 750100 DALLAS, TX 75275	NONE	PUBLIC	PRIVATE UNIVERSITY	31,000
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ST JOHN DIVINE EPISCOPAL CHURCH 2450 RIVER OAKS BLVD HOUSTON, TX 77019	NONE	PUBLIC	FOR CHRISTIAN MINISTRY	25,000
ST JOHN'S SCHOOL 2401 CLAREMONT LANE HOUSTON, TX 77019	NONE	PUBLIC	FOR CHRISTIAN EDUCATION	30,000
TANGLEWOOD FOUNDATION 5757 WOODWAY STE 160 HOUSON, TX 77057	NONE	PUBLIC	NEIGHBORHOOD BEAUTIFICATION	100
TEXAS CHILDRENS HOSPITAL INC PO BOX 840982 DALLAS, TX 75284	NONE	PUBLIC	FOR CHILDREN'S MEDICAL CARE	100,000
TEXAS SHAKESPEARE FESTIVAL PO BOX 2788 KILGORE, TX 75633	NONE	PUBLIC	FOR HISTORICAL THEATRE PRODUCTION	2,500
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
TEXAS SPECIAL CHILDRENS PROJECTS 513 N FREDONIA ST LONGVIEW, TX 75601	NONE	PUBLIC	FOR CHILDREN'S PROGRAMS	100
THETA CHARITY ANTIQUES SHOW 4212 SAN FELIPE PMB 345 HOUSTON, TX 77027	NONE	PUBLIC	FOR FUNDRAISING FOR MEDICAL RESEARCH, EDUCATION, AND ART	5,000
TIRR FOUNDATION 4605 POST OAK PLACE SUITE 222 HOUSTON, TX 77027	NONE	PUBLIC	FOR THE ADVANCEMENT OF MEDICAL TECHNOLOGY	1,000
TRINITY PAWLING SCHOOL 700 ROUTE 22 PAWLING, NY 12564	NONE	PUBLIC	FOR BOYS BOARDING SCHOOL	1,000
TRINITY SCHOOL OF TEXAS THE 215 TEAGUE ST LONGVIEW, TX 75601	NONE	PUBLIC	FOR THE SPRING GALA	1,000
Total ► 3a				1,994,178


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
UNITED FUND OF KILGORE PO BOX 1832 KILGORE, TX 75663	NONE	PUBLIC	FOR HEALTH AND HUMAN SERVICES	500
UNIVERSITY OF TEXAS LAW SCHOOL 727 EAST DEAN KEETON ST AUSTIN, TX 78705	NONE	PUBLIC	FOR LAW EDUCATION	26,000
UNIVERSITY OF THE SOUTH SEWANEE 735 UNIVERSITY AVENUE SEWANEE, TN 37383	NONE	PUBLIC	FOR GENERAL EDUCATION	15,000
UT-AUSTIN-MCCOMBS SCHOOL OF BUSINES 1 UNIVERSITY STATION B6000 AUSTIN, TX 78712	NONE	PUBLIC	TO FURTHER BUSINESS EDUCATION	10,000
WASHINGTON LEE UNIVERSITY 204 W WASHINGTON ST DVLPMNT BLDG LEXINGTON, VA 24450	NONE	PUBLIC	FOR HIGHER EDUCATION	25,000
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
WHITE OAK VOLUNTEER FIRE DEPARTMENT PO BOX 336 WHITE OAK, TX 75693	NONE	PUBLIC	FOR PUBLIC SAFETY	350
WINDRIDGE THERAPEUTIC EQUESTRIAN CE PO BOX 5932 LONGVIEW, TX 75608	NONE	PUBLIC	FOR EQUESTRIAN HEALTH	1,000
WINONA VOLUNTEER FIRE DEPARTMENT 1111 DALLAS STREET WINONA, TX 75792	NONE	PUBLIC	FOR PUBLIC SAFETY	250
WOUNDED WARRIOR PROJECT PO BOX 758516 TOPEKA, KS 66675	NONE	PUBLIC	FOR DISABLED VETERANS	100
ZOOLOGICAL SOCIETY OF HOUSTON PO BOX 4759 HOUSTON, TX 77210	NONE	PUBLIC	TO PROMOTE WILDLIFE CONSERVATION AND EDUCATION	5,000
Total ▶ 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
AMERICAN VETERANS 4647 FORBES BLVD LANHAM, MD 20706	NONE	PUBLIC	AMERICAN VETERAN SERVICES	100
CAMP FOR ALL 10500 NW FREEWAY STE 200 HOUSTON, TX 77092	NONE	PUBLIC	SPECIAL NEEDS SUMMER CAMP	50,000
DEPELCHIN CHILDREN'S CENTER 4950 MEMORIAL DRIVE HOUSTON, TX 77007	NONE	PUBLIC	FOSTER CARE & ADOPTION AGENCY	1,000
FOCUS ON THE FAMILY 8605 EXPLORER DRIVE COLORADO SPRINGS, CO 80920	NONE	PUBLIC	FAMILY ADVICE AND COUNSELING	250
GLASSELL SCHOOL OF ART 5101 MONTROSE BLVD HOUSTON, TX 77006	NONE	PUBLIC	FURTHER EDUCATION IN THE ARTS	5,000
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GREAT TEXAS BALLOON RACE 410 N CENTER STREET LONGVIEW, TX 75601	NONE	PUBLIC	COMPETITIVE BALOON RACE	2,500
HOUSTON APHASIA RECOVERY CENTER 3701 BRIARPARK DIVE STE 310 HOUSTON, TX 77042	NONE	PUBLIC	SUPPORTING INDIVIDUALS WITH APHASIA & CAREGIVERS	1,000
LONGVIEW JAYCEES 1511 JUDSON ROAD F LONGVIEW, TX 75601	NONE	PUBLIC	COMMUNITY EVENTS	100
MENNONITE DISASTER SERVICE 583 AIRPORT ROAD LITITZ, PA 17543	NONE	PUBLIC	FOR DISASTER RELIEF	500
MICKEY MELTON MEMORIAL GOLF TOURNAM P O BOX 2146 LONGVIEW, TX 75606	NONE	PUBLIC	FAMILY & CHILD SERVICES	1,577
Total 				1,994,178
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
NATIONAL ARCHIVES TRUST FUND 700 PENNSYLVANIA AVENUE NW WASHINGTON DC, DC 20408	NONE	PUBLIC	US NATIONAL RECORD KEEPER	25,000
THE PARISH SCHOOL 11001 HAMMERLY BLVD HOUSTON, TX 77043	NONE	PUBLIC	CHILDREN SPECIAL NEEDS EDUCATION	1,250
UPSHUR COUNTY HOPE HOUSE FOR PETS PO BOX 187 GILMER, TX 75644	NONE	PUBLIC	PET RESCUE	2,750
AMERICAN CANCER SOCIETY 1301 S BROADWAY TYLER, TX 75701	NONE	PUBLIC	FOR MEDICAL RESEARCH	400
CRIME STOPPERS OF HOUSTON 3001 MAIN ST HOUSTON, TX 77002	NONE	PUBLIC	LAW ENFORCEMENT	1,000
Total 				1,994,178
3a				


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
EAST TEXAS OIL MUSEUM 1100 BROADWAY BLVD KILGORE, TX 75662	NONE	PUBLIC	HISTORICAL PRESERVATION	2,000
ETCPA ED FUND INC PO BOX 5100 TYLER, TX 75712	NONE	PUBLIC	FOR ACCOUNTING SCHOLARSHIPS	300
HELPING HANDS OF KILGORE 201 S MARTIN ST KILGORE, TX 75662	NONE	PUBLIC	MEETING NEEDS OF LOCAL COMMUNITY	375
HOLLY HALL SILVER TEA 2000 HOLLY HALL STREET HOUSTON, TX 77054	NONE	PUBLIC	ASSISTED LIVING FACILITY	1,000
HOUSTON BALLET 601 PRESTON ST HOUSTON, TX 77002	NONE	PUBLIC	YOUTH DANCE EDUCATION	1,000
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
KERRVILLE FOLK FESTIVAL FOUNDATION 3876 MEDINA HWY KERRVILLE, TX 78028	NONE	PUBLIC	MATCHING CONTRIBUTION	150
TEXAS PARKS WILDLIFE - AUSTIN CHAPT 4200 SMITH SCHOOL ROAD AUSTIN, TX 78744	NONE	PUBLIC	TO PROMOTE MANAGEMENT OF WILDLIFE	1,000
TEXAS PARKS WILDLIFE - HOUSTON CHAP 10101 SOUTHWEST FWY 206 HOUSTON, TX 77074	NONE	PUBLIC	TO PROMOTE MANAGEMENT OF WILDLIFE	1,000
THE MEADOWS MUSEUM 5900 BISHOP BLVD DALLAS, TX 75205	NONE	PUBLIC	FOR THE ADVANCEMENT OF KNOWLEDGE OF ART	5,000
THE MEADOWS SCHOOL OF ART 6101 BISHOP BLVD DALLAS, TX 75205	NONE	PUBLIC	FOR ART EDUCATION	5,000
Total 3a				1,994,178

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THEATRE LONGVIEW 1001 W HAWKINS PKWY LONGVIEW, TX 75605	NONE	PUBLIC	FOR LOCAL THEATRE	500
UNITED NEGRO COLLEGE FUND 1805 7TH STREET NW WASHINGTON, DC 20001	NONE	PUBLIC	FOR SCHOLARSHIPS FOR BLACK STUDENTS	1,000
AMERICAN HEART ASSOCIATION 1125 JUDSON ROAD 150 LONGVIEW, TX 79601	NONE	PUBLIC	FIGHT AGAINST HEART DISEASE	2,000
ASBURY HOUSE 320 S CENTER STREET LONGVIEW, TX 75601	NONE	PUBLIC	CHILD ENRICHMENT	2,600
GOOD SHEPHERD EPISCOPAL CHURCH 2525 OLD JACKSONVILLE HWY TYLER, TX 75701	NONE	PUBLIC	RELIGIOUS ORGANIZATION	5,000
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GREGG COUNTY HISTORICAL FOUNDATION PO BOX 3342 LONGVIEW, TX 75606	NONE	PUBLIC	DISPLAY OF HISTORIC GREGG COUNTY ARTIFACTS	5,000
HIWAY 80 RESCUE MISSION 3117 W MARSHALL AVE LONGVIEW, TX 75604	NONE	PUBLIC	SOCIAL SERVICES FOR HOMELESS	8,351
LONGVIEW WORLD OF WONDERS 112 E TYLER AVE LONGVIEW, TX 75601	NONE	PUBLIC	SPONSORSHIP - FOR YOUTH EDUCATION	10,500
RHODES COLLEGE 2000 NORTH PARKWAY MEMPHIS, TN 38112	NONE	PUBLIC	FOR LIBERAL ARTS EDUCATION SERVICES	10,000
WASHINGTON AND LEE UNIVERSITY 204 W WASHINGTON ST LEXINGTON, VA 24450	NONE	PUBLIC	CAMPAIGN FOR WASHINGTON & LEE	141,000
Total 				1,994,178
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
WASHINGTON AND LEE UNIVERSITY 204 W WASHINGTON ST LEXINGTON, VA 24450	NONE	PUBLIC	FOR HARLAN BECKLEY SCHOLARSHIP	50,000
KEEP LONGVIEW BEAUTIFUL PO BOX 552 LONGVIEW, TX 75606	NONE	PUBLIC	CITY BEAUTIFICATION	1,150
HEROES ON THE WATER 1800 S LOOP 288 SUITE 396/170 DENTON, TX 76205	NONE	PUBLIC	VETERAN SERVICES	1,000
LONGVIEW MUSEUM OF FINE ARTS 215 E TYLER STREET LONGVIEW, TX 75601	NONE	PUBLIC	PROMOTION OF VISUAL ARTS	10,000
FIRST TEE OF PINEY WOODS 2695 ALPINE RD LONGVIEW, TX 75605	NONE	PUBLIC	PROMOTING GOLF AMONG YOUTH	1,000
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BUCKNER CHILDREN'S HOMES 700 N PEARL ST SUITE 1200 DALLAS, TX 75201	NONE	PUBLIC	FAMILY & CHILD ADOPTION SERVICES	1,300
AZLEWAY INC 1201 WN CARRIER PARKWAY 101 GRAND PRAIRIE, TX 75050	NONE	PUBLIC	ADOPTION & FOSTER CARE SERVICES	1,000
ARMORY FOUNDATION 216 FORT WASHINGTON AVE NEW YORK, NY 10032	NONE	PUBLIC	YOUTH FITNESS & EDUCATION PROGRAMS	1,000
CAMP ALLEN 18800 FM 362 NAVASOTA, TX 77868	NONE	PUBLIC	FOR EDUCATION AND CHRISTIAN CAMP CENTER	1,250
LIFE HOUSTON 2002 S WAYSIDE SUITE 113 HOUSTON, TX 77023	NONE	PUBLIC	FOOD FOR BABIES & NUTRITION EDUCATION	500
Total ▶ 3a				1,994,178


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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 <i>Paid during the year</i>				
LONGVIEW GREGGTON ROTARY CHARITIES PO BOX 1166 LONGVIEW, TX 75606	NONE	PUBLIC	FOR THE GREGG COUNTY COMMUNITY	250
RED RIVER RADIO 8675 YOUREE DRIVE SHREVEPORT, LA 71115	NONE	PUBLIC	PUBLIC BROADCAST OF MUSIC & NEWS	100
UNION GROVE SCHOOLS 11220 UNION GROVE RD GLADEWATER, TX 75647	NONE	PUBLIC	PUBLIC EDUCATION	500
DEPRESSION AND BIPOLAR SUPPORT ALLI 55 E JACKSON BLVD SUITE 490 CHICAGO, IL 60604	NONE	PUBLIC	SUPPORT AND EDUCATION INDIVIDUALS WITH MOOD DISORDERS	1,000
THE PRINTING MUSEUM 1324 W CLAY STREET HOUSTON, TX 77019	NONE	PUBLIC	PRINTING MUSEUM & EDUCATION	1,000
Total ► 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LORD OF THE STREETS EPISCOPAL CHURC 3401 FANNIN ST HOUSTON, TX 77004	NONE	PUBLIC	RELIGIOUS ORGANIZATION	1,000
INSTITUTE FOR SPIRITUALITY AND HEAL 8100 GREENBRIAR DR HOUSTON, TX 77054	NONE	PUBLIC	AWARENESS OF SPIRITUAL HEALTH & HEALING	1,000
BUCKNER INTERNATIONAL 700 N PEARL ST SUITE 1200 DALLAS, TX 75201	NONE	PUBLIC	GLOBAL MINISTRY IMPROVING LIVES	258,000
KILGORE HISTORICAL PRESERVATION FOU 200 S KILGORE STREET KILGORE, TX 75662	NONE	PUBLIC	HISTORICAL HOUSING REFURBISHMENT	20,000
DIANA VOLUNTEER FIRE DEPARTMENT 10496 TX-154 DIANA, TX 75640	NONE	PUBLIC	PUBLIC SAFETY	250
Total 3a				1,994,178

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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 <i>Paid during the year</i>				
LONGVIEW PAWS PO BOX 808 LONGVIEW, TX 75606	NONE	PUBLIC	FOR PET RESCUE	500
GIRL SCOUTS OF NORTHEAST TEXAS 6001 SUMMERSIDE DRIVE DALLAS, TX 75252	NONE	PUBLIC	TO SUPPORT MIDDLE SCHOOL GIRLS FROM LOW INCOME NEIGHBORHOODS	2,500
GLENWOOD CEMETARY 2525 WASHINGTON AVENUE HOUSTON, TX 77007	NONE	PUBLIC	GENERAL CONTRIBUTION FOR CEMETARY	1,000
GREENWOOD CEMETERY ASSOCIATION 3020 OAK GROVE AVE DALLAS, TX 75204	NONE	PUBLIC	FOR CEMETARY	10,000
MISSION CARTHAGE 940 E SABINE ST CARTHAGE, TX 75633	NONE	PUBLIC	CHRISTIAN MINISTRY TO POOR IN PANOLA COUNTY	1,000
Total ▶ 3a				1,994,178

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
HOUSTON MUSEUM OF NATURAL SCIENCE 5555 HERMANN PARK DR HOUSTON, TX 77030	NONE	PUBLIC	PROMOTING EDUCATION AND INTEREST IN SCIENCE	10,000
ONE HUNDRED ACRES OF HERITAGE 300 W COTTON STREET LONGVIEW, TX 75601	NONE	PUBLIC	COMMUNITY ENHANCEMENT	1,000
HOUSTON PUBLIC MEDIA FOUNDATION 4800 CALHOUN RD HOUSTON, TX 77004	NONE	PUBLIC	PUBLIC MEDIA AND NEWS BROADCASTING	3,000
WALTER MAX MISCHER III RESEARCH FUN 9 GREENWAY PLAZA SUITE 2900 HOUSTON, TX 77046	NONE	PUBLIC	FOR NEUROBIOLOGICAL BASES OF ADDICTIVE DISORDERS RESEARCH	5,000
ALZHEIMER'S ASSOCIATION 911 W LOOP 281 LONGVIEW, TX 75604	NONE	PUBLIC	RESEARCH AND SUPPORT FOR THOSE WITH ALZHEIMER'S	5,000
Total 				1,994,178
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
FLORESCENCE WAVES 5601 MAIN STREET HOUSTON, TX 77005	NONE	PUBLIC	PROMOTING THE ARTS THROUGH FLOWER SHOW	5,000
ST JUDE'S CHILDREN'S RESEARCH HOSPI 1535 WEST LOOP S HOUSTON, TX 77027	NONE	PUBLIC	FOR CHILDREN'S MEDICAL RESEARCH	400
ASSOCIATION OF FORMER STUDENTS 505 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	NONE	PUBLIC	PROMOTING THE WELFARE OF TEXAS A&M UNIVERSITY	125
CYSTIC FIBROSIS FOUNDATION 50 BRIAR HOLLOW LN HOUSTON, TX 77027	NONE	PUBLIC	FOR CYSTIC FIBROSIS RESEARCH AND OTHER SUPPORT	100
NATIONAL DOWNSYNDROME SOCIETY 8 E 41ST STREET 8TH FLOOR NEW YORK, NY 10017	NONE	PUBLIC	ADVOCATE FOR THE VLUE AND ACCEPTANCE OF PEOPLE WITH DOWN SYNDROME	100
Total 				1,994,178
3a				

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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 <i>Paid during the year</i>				
COMMUNITIES IN SCHOOLS OF HOUSTON C 1235 N LOOP W FWY HOUSTON, TX 77008	NONE	PUBLIC	YOUTH DROP OUT PREVENTION PROGRAM	1,000
LETOURNEAU UNIVERSITY 2100 S MOBBERLY AVENUE LONGVIEW, TX 75602	NONE	PUBLIC	PRIVATE UNIVERSITY	500
LONGVIEW ARBORETUM PO BOX 9906 LONGVIEW, TX 75608	NONE	PUBLIC	CITY PARKS & RECREATION	25,000
RIVER OAKS CHAMBER ORCHESTRA 1973 W GRAY ST 3 HOUSTON, TX 77019	NONE	PUBLIC	TO PROMOTE CLASSICAL MUSIC	1,000
Total ▶ 3a				1,994,178

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a PARTNERSHIP INCOME			14	130,149	
b PARTNERSHIP RENTAL INCOME			14	372	
c PARTNERSHIP UBTI	211110	-67,046			
d PARTNERSHIP UBTI SEC 1231	211110	361			
e ROYALTY INCOME			15	141,575	
f TAX EXEMPT INCOME			14	12	

TY 2016 Accounting Fees Schedule**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	4,900	4,900	0	0

TY 2016 General Explanation Attachment**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		General Explanation Supplemental Information for Form 990-PF	990-PF, PART VII-B, QUESTION 1A(3) - STATEMENT REGARDING FURNISHING OR RECEIVING GOODS OR SERVICES FROM DISQUALIFIED PERSONEXPLANATION R LACY SERVICES, LTD ("PARTNERSHIP") IS OWNED BY MEMBERS OF THE BOARD OF DIRECTORS OF THE CRAIN FOUNDATION ("THE FOUNDATION") PARTNERSHIPMAKES AVAILABLE TO THE FOUNDATION, AS MAY BE REQUIRED FOR THE CONDUCT OF ITS ACTIVITIES, THE SERVICES OF CERTAIN OF ITS OFFICERS AND EMPLOYEES AND ITS FACILITIES THESE SERVICES AND FACILITIES ARE MADEAVAILABLE TO THE FOUNDATION FREE OF CHARGE

TY 2016 Investments Corporate Bonds Schedule**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MET WEST TOTAL RETURN BOND CL I	9,362,479	9,131,812

TY 2016 Investments Corporate Stock Schedule**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLERGAN INC	449,265	309,345
AMERICAN INTL GROUP INC (AIG)	36,659	4,029
BP PLC SPONS ADR	135,000	122,606
EXXON MOBIL CORP	107,750	361,040
WEINGARTEN REALTY REIT	21,054	40,264
VANGUARD TOTAL STOCK MARKET	8,426,653	13,473,071
HARBOR INTERNATIONAL INST REINVEST	1,759,297	1,609,751
BLACKROCK GLOBAL BALANCED	3,460,538	3,296,700
FREEPORT-MCMORAN COPPER & GOLD	37,782	18,466
MURPHY OIL CORP	11,159	6,226
MURPHY USA INC	1,800	3,074
FPA CRESCENT FUND INSTL SHRS	1,611,460	1,653,717

TY 2016 Investments - Other Schedule**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ASB ALLEGIANCE REAL ESTATE FUND	AT COST	2,030,775	3,273,732
GT REAL ASSETS	AT COST	68,414	88,629
GT EMERGING MARKETS (QP), LP	AT COST	216,378	227,525
GT SPECIAL OPPORTUNITIES III	AT COST	106,785	111,000
GT OFFSHORE FUND, LTD	AT COST	1,339,153	1,339,153
MIDLAND US QP FUND, LP	AT COST	465,268	538,833
MIDLAND INTL EQUITY QP FUND, LP	AT COST	511,882	506,988
BLACK STONE MINERALS CO (CU)	AT COST	101,706	8,845
BLACK STONE MINERALS CO (SUB)	AT COST	132,411	11,398
PALLADIAN, LP	AT COST	17,533	22,833
GT REAL ASSETS II	AT COST	13,056	14,875

TY 2016 Other Assets Schedule**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND RECEIVABLE		12	12

TY 2016 Other Expenses Schedule**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	8,651	8,651		
DUES AND SUBSCRIPTIONS	750	750		
NON-DEDUCTIBLE PTRSHP EXP	26			
O&G COST DEPLETION	59,756	59,756		
PARTNERSHIP OTHER DEDUCTIONS	73,509	73,509		

TY 2016 Other Income Schedule

Name: THE CRAIN FOUNDATION

EIN: 75-2698267

Software ID: 16000303

Software Version: 2016v3.0

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME	130,149	130,149	
PARTNERSHIP RENTAL INCOME	372	372	
PARTNERSHIP UBTI	-67,046		
PARTNERSHIP UBTI SEC 1231	361		
ROYALTY INCOME	141,575	141,575	
TAX EXEMPT INCOME	12		

TY 2016 Other Professional Fees Schedule**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	52,642	52,642	0	0

TY 2016 Taxes Schedule**Name:** THE CRAIN FOUNDATION**EIN:** 75-2698267**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON INVESTMENT INCOME	12,955			
OTHER FOREIGN TAX	2,657	2,657		
PARTNERSHIP FOREIGN TAX	1,632	1,632		
STATE TAX EXPENSE ON ROYALTY	73	-73		