

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

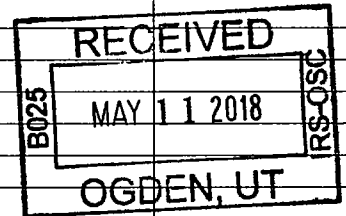
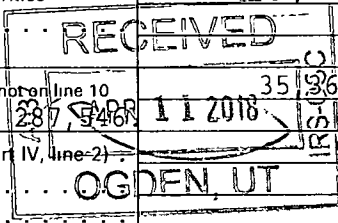
For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation ESTHER L HEIT FOUNDATION AGENCY 080018747900		A Employer identification number 75-2392220
Number and street (or P.O. box number if mail is not delivered to street address) P O BOX 3168 - TRUST TAX		B Telephone number (see instructions) 817-334-0066
City or town, state or province, country, and ZIP or foreign postal code PORTLAND, OR 97208		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,206,097.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		28,634.	28,634.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a		35,366.			
7 Capital gain net income (from Part IV, line 2)			35,366.		
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)		1,222.	1,222.		STMT 4
12 Total. Add lines 1 through 11		65,222.	65,222.		
13 Compensation of officers, directors, trustees, etc		11,402.	10,261.		1,140.
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)		578.	578.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule) STMT. 6		56.	56.		
24 Total operating and administrative expenses. Add lines 13 through 23.		12,036.	10,895.	NONE	1,140.
25 Contributions, gifts, grants paid		45,000.			45,000.
26 Total expenses and disbursements Add lines 24 and 25		57,036.	10,895.	NONE	46,140.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		8,186.			
b Net investment income (if negative, enter -0-)			54,327.		
c Adjusted net income (if negative, enter -0-)					

34

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	1,640.	62.	62.
	2	Savings and temporary cash investments	32,769.	26,908.	26,908.
	3	Accounts receivable ▶ 591.			
		Less: allowance for doubtful accounts ▶	452.	591.	591.
	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 ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 7.	580,930.	580,303.	756,309.
	c	Investments - corporate bonds (attach schedule) . STMT 10.	339,036.	363,501.	361,412.
	11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 11.	54,120.	45,468.	58,525.	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶ ROYALTY INTERESTS)	73,645.	73,645.	2,290.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,082,592.	1,090,478.	1,206,097.	
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)		NONE		
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	1,082,592.	1,090,478.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund.			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	1,082,592.	1,090,478.	
31	Total liabilities and net assets/fund balances (see instructions)	1,082,592.	1,090,478.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,082,592.
2	Enter amount from Part I, line 27a	2	8,186.
3	Other increases not included in line 2 (itemize) ▶ ADJUSTMENT	3	17.
4	Add lines 1, 2, and 3	4	1,090,795.
5	Decreases not included in line 2 (itemize) ▶ BOND PREMIUM	5	317.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,090,478.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 PUBLICLY TRADED SECURITIES					
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 287,546.		252,180.	35,366.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.					
(i) FMV 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			35,366.		
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	35,366.	
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		

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 doesn't qualify under section 4940(e). Do not complete this part.

(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))
2016	57,195.	1,105,332.	0.051745
2015	53,572.	1,100,540.	0.048678
2014	55,004.	1,130,045.	0.048674
2013	55,326.	1,118,941.	0.049445
2012	52,915.	1,081,936.	0.048908
2 Total of line 1, column (d)			2 0.247450
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.049490
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 1,156,087.
5 Multiply line 4 by line 3.			5 57,215.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 543.
7 Add lines 5 and 6			7 57,758.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 46,140.

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	1,087.
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	NONE
3	Add lines 1 and 2	3	1,087.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,087.
6	Credits/Payments:		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	403.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	403.
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	684.
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 2018 estimated tax <input type="checkbox"/> NONE <input type="checkbox"/> Refunded <input type="checkbox"/> 11	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> 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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2017)

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NONE</u>	X	
14 The books are in care of ► <u>CAROL MIDDLETON</u> Telephone no. ► <u>(817) 334-0066</u> Located at ► <u>7017 BATTLE CREEK ROAD, FT WORTH, TX</u> ZIP+4 ► <u>76116-9302</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		15
16 At any time during calendar year 2017, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input 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		
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 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		X
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 2017 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 2017.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2017?		X

Form 990-PF (2017)

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

		Yes	No
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		
	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?		
	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?		

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
SEE STATEMENT 12		11,402.		
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		NONE	NONE	NONE
Total number of other employees paid over \$50,000				NONE

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
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	

Form **990-PF** (2017)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,039,560.
b	Average of monthly cash balances	1b	134,132.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,173,692.
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	NONE
3	Subtract line 2 from line 1d	3	1,173,692.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	17,605.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,156,087.
6	Minimum investment return. Enter 5% of line 5	6	57,804.

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	57,804.
2a	Tax on investment income for 2017 from Part VI, line 5 2a		1,087.
b	Income tax for 2017. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	1,087.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	56,717.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	56,717.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	56,717.

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	46,140.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	46,140.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	46,140.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				56,717.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			44,856.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012	NONE			
b From 2013	NONE			
c From 2014	NONE			
d From 2015	NONE			
e From 2016	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 46,140.				
a Applied to 2016, but not more than line 2a . . .			44,856.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount	NONE			1,284.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018.				55,433.
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)	NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2013 . . .	NONE			
b Excess from 2014 . . .	NONE			
c Excess from 2015 . . .	NONE			
d Excess from 2016 . . .	NONE			
e Excess from 2017 . . .	NONE			

NOT APPLICABLE

4942(j)(5)

16 -

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE MD 20	NONE	PUBLIC	GENERAL SUPPORT	8,500.
AMERICAN HEART ASSOCIATION 7272 GREENSVILLE AVE DALLAS TX 75231	NONE	PUBLIC	GENERAL SUPPORT	1,000.
THE FOUNDATION FOR ANIMALS VICKY CALDWELL, CP PO BOX 389 HELENA MT 59624-0389	NONE	PUBLIC	GENERAL SUPPORT	8,500.
HOPE & HEALING PLACE EMILY ELLIS, COMM RELATI 1721 S TYLER AMARILLO TX 79102-3251	NONE	PUBLIC	GENERAL SUPPORT	8,500.
BRENBROOK COMMUNITY CENTER YMCA CHRIS BUTLER, 1899 WINSKOTT RD BENBROOK TX 76126	NONE	PUBLIC	GENERAL SUPPORT	5,000.
OPERATION KINDNESS OF GARLAND JIM HANOPHY CEO 3201 EARHART DR CARROLLTON TX 75002	2000	PUBLIC	GENERAL SUPPORT	1,000.
PRESBYTERIAN NIGHT SHELTER TARRANT TOBY OWEN PO BOX 2645 FORT WORTH TX 76113	NONE	PUBLIC	GENERAL SUPPORT	2,000.
UNION GOSPEL MISSION OF TARRANT CO DON SHISLE 1321 EAST LANCASTER FORT WORTH TX 76102	NONE	PUBLIC	GENERAL SUPPORT	2,000.
PRICKLY PEAR LAND TRUST CHRIS HUNTER, TREASUR 40 W LAWRENCE ST SUITE A HELENA MT 59624	NONE	PUBLIC	GENERAL SUPPORT	8,500.
Total			3a	45,000.
b Approved for future payment				
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						
4 Dividends and interest from securities				14	28,634.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	35,366.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ROYALTY INCOME				14	1,222.	
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)					65,222.	
13 Total. Add line 12, columns (b), (d), and (e)					13	65,222.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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) (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. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

JOHN HEIT

Date _____

March 15, 2018

Title

► PRESIDENT

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid
Preparer
Use Only

Print/Type preparer's name

BECKY A NORLANDER

Preparer's signature

Becky a Norlander

Date _____

0/2018

Check ☐ if self-employed

PTIN

P01367638

Firm's name ► U S BANK

Firm's EIN ▶ 31-0841368

Firm's address ► P O BOX 3168

PORTLAND, OR

97208

Phone no 503-464-3580

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	249.	249.
AT T INC	184.	184.
ABBVIE INC	128.	128.
ALBEMARLE CORP	6.	6.
AMERICAN CAMPUS COMMUNITIES	30.	30.
AMERICAN TOWER CORP	76.	76.
APPLE COMPUTER INC	121.	121.
BAIRD AGGREGATE BOND FD INSTL	673.	673.
BANK OF AMERICA CORP	23.	23.
BOEING COMPANY	116.	116.
CVS CORP COM	91.	91.
CALVERT HIGH YIELD BOND I	266.	266.
CALVERT SHORT DURATION INCOME I	503.	503.
CANADIAN NATURAL RESOURCES LTD	40.	40.
CARDINAL HEALTH INC	32.	32.
CAUSEWAY EMERGING MARKETS INSTL	357.	357.
CHEVRONTXACO CORP COM	242.	242.
CISCO SYS INC	173.	173.
COLUMBIA DIVIDEND INC FUND INSTL	73.	73.
COLUMBIA REAL ESTATE EQUITY INSTL	176.	176.
COLUMBIA SMALL CAP GROWTH I INSTL	962.	962.
CONOCOPHILLIPS	9.	9.
COSTCO WHSL CORP NEW COMMON STOCK	159.	159.
DELTA AIR LINES INC	105.	105.
DOWDUPONT INC	10.	10.
DU PONT E I DE NEMOURS & CO	34.	34.
EQUIFAX INC	11.	11.
EXXON MOBIL CORP	110.	110.
F H L B DEB	609.	609.
FEDERATED INST HI YLD BD FD	319.	319.
FIDELITY INVT TR AD INTL DISCI	151.	151.
F A INSTITUTIONAL GOVERNMENT FUND CL Y	188.	188.
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STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
GENERAL ELEC CO	164.	164.
GENUINE PARTS COMPANY	14.	14.
HOME DEPOT INC	95.	95.
INTEL CORP	116.	116.
ISHARES SELECT DIVIDEND ETF	413.	413.
ISHARES TIPS BOND ETF	687.	687.
ISHARES CORE U.S. AGGREGATE BOND ETF	403.	403.
MFC ISHARES TR MSCI EAFE INDEX FD	1,088.	1,088.
I SHARES RUSSELL MIDCAP GRWTH INDX	264.	264.
ISHARES RUSSELL MID CAP ETF	742.	742.
ISHARES RUSSELL 2000 VALUE ETF	164.	164.
ISHARES RUSSELL 2000 ETF	462.	462.
ISHARES INTERNATIONAL SELECT ETF	2,116.	2,116.
ISHARES U S PREFERRED STOCK ETF	772.	772.
ISHARES CORE MSCI EAFE ETF	892.	892.
ISHARES CORE MSCI EMERGING MKTS ETF	1,036.	1,036.
ISHARES IBONDS DEC 2017 TERM ETF	47.	47.
J P MORGAN CHASE & CO	157.	157.
JHANCOCK DISCIPLINED VALUE MID CAP I	86.	86.
JOHNSON & JOHNSON	126.	126.
KROGER CO COM	22.	22.
LOOMIS SAYLES GROWTH Y	123.	123.
MAGNA INTL INC CL A	19.	19.
MAINSTAY EP GLOBAL EQ YLD I	116.	116.
MARATHON PETROLEUM CORP	73.	73.
MASTERCARD INC	31.	31.
MC DONALD'S CORP	93.	93.
MERCK CO INC	125.	125.
METLIFE INC COM	96.	96.
MICROSOFT CORP COM	153.	153.
NEXTERA ENERGY INC	68.	68.
NIKE INC	38.	38.
NUVEEN CORE PLUS BOND I	44.	44.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
NUVEEN PREFERRED SECS & INC FD CL I	13.	13.
OPPENHEIMER SENIOR FLOATING RATE I	724.	724.
ORACLE CORP 5.000% 7/08/19	2,500.	2,500.
P N C FINANCIAL SERVICES GROUP INC	77.	77.
PPG INDS INC COM	60.	60.
PEPSICO INC	84.	84.
PFIZER INC	156.	156.
PROCTER & GAMBLE CO	92.	92.
PGIM INVEST ST DURATION HI YLD INC Z	951.	951.
STANDARD & POORS DEPOSITARY RECEIPTS	700.	700.
SPDR PORTFOLIO SHORT TERM ETF	996.	996.
SCHWAB CHARLES CORP	7.	7.
SCHWAB U S TIPS ETF	47.	47.
STARBUCKS CORP	71.	71.
TCW EMERGING MARKETS INCOME FUND	104.	104.
3M CO	71.	71.
TRAVELERS COS INC	22.	22.
UNITEDHEALTH GROUP INC	52.	52.
VANGUARD INTL GRWTH FD CL ADM	491.	491.
VANGUARD EQUITY INCOME ADM	691.	691.
VANGUARD FTSE EMERGING MARKETS ETF	518.	518.
VANGUARD REIT ETF	1,463.	1,463.
VANGUARD GROWTH INDEX FUND ADM	634.	634.
VERIZON COMMUNICATIONS	52.	52.
WAL MART STORES INC	79.	79.
WELLS FARGO & CO NEW	89.	89.
WELLS FARGO ULTRA SHORT TERM INCOME	674.	674.
MEDTRONIC PLC	42.	42.
CHUBB LTD	103.	103.
	-----	-----
TOTAL	28,634.	28,634.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ROYALTY INCOME	1,222.	1,222.
	-----	-----
TOTALS	1,222.	1,222.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	15.	15.
FOREIGN TAXES ON QUALIFIED FOR	445.	445.
FOREIGN TAXES ON NONQUALIFIED	118.	118.
	-----	-----
TOTALS	578.	578.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ROYALTY EXPENSES	56.	56.
TOTALS	----- 56. =====	----- 56. =====

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
ABBVIE INC	3,059.	2,808.	4,449.
ALPHABET INC	6,393.	5,582.	7,374.
AMAZON COM INC	5,350.	6,301.	9,356.
APPLE INC	5,474.	5,474.	8,292.
AT & T INC	3,131.	3,131.	4,938.
BIOGEN, INC	1,167.	2,745.	3,186.
BOEING CO	2,295.	785.	4,129.
CARDINAL HEALTH INC	1,477.		
CHEVRON CORP	3,618.	3,295.	6,385.
CISCO SYSTEMS INC	3,392.	2,114.	4,175.
CONOCOPHILLIPS	679.		
COSCO WHSL CORP	2,554.	3,699.	4,467.
CVS HEALTH CORP	3,203.	4,579.	3,915.
DELTA AIRLINES	3,436.	4,350.	5,880.
DOWDUPONT INC	1,930.	678.	1,923.
EXXON MOBIL CORP	2,692.	2,692.	3,011.
FACEBOOK INC A	2,934.	3,412.	4,941.
GENERAL ELECTRIC CO	3,109.	3,109.	2,984.
GENUINE PARTS CO	871.		
HOME DEPOT INC	3,665.	2,262.	3,412.
INTEL CORP	2,144.	1,896.	4,524.
ISHARES DOW JONES SEL DIV	7,353.		
ISHARES RUSSELL MIDCAP GROWTH	20,685.	33,242.	48,911.
ISHARES RUSSELL MIDCAP INDEX	33,242.	25,759.	31,970.
ISHARES RUSSELL 2000 ETF	24,735.	24,735.	36,590.
ISHARES RUSSELL 2000 VALUE IND	7,491.	3,957.	4,401.
JHANCOCK DISCIPLINED VALUE MID	26,303.	10,210.	13,662.
JOHNSON JOHNSON	2,316.	2,095.	5,309.
KROGER CO	2,657.		

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
LOOMIS SAYLES GROWTH	31,754.	17,430.	23,117.
MARATHON PETROLEUM CORP	1,747.	2,376.	3,563.
MASTERCARD INC	3,564.	3,564.	5,298.
MCDONALDS CORP	2,875.	2,528.	3,787.
MERCK CO INC	2,160.	1,565.	2,814.
METLIFE INC	2,481.	1,369.	2,022.
MICROSOFT CORP	2,100.	2,100.	8,212.
NEXTERA ENERGY INC	1,147.	382.	1,250.
P N C FINANCIAL SER GP	2,144.	3,322.	4,906.
P P G INDS INC	1,456.	2,699.	3,271.
PEPSICO INC	2,895.	2,895.	3,238.
PFIZER INC	3,952.	2,625.	3,224.
PROCTER & GAMBLE CO	1,954.	3,068.	3,308.
SPDR S P 500 ETF	31,854.	28,653.	36,026.
STARBUCKS CORP	3,322.	2,957.	3,159.
TRAVELERS COS INC	634.		
UNITED HEALTH GRP INC	2,486.	2,486.	3,968.
VANGUARD EQUITY INCOME	10,000.	21,500.	24,720.
VANGUARD GROWTH INDEX FUND	35,000.	45,000.	56,087.
VERIZON COMMUNICATIONS	717.		
VICTORY SYCAMORE SMALL CO	9,072.	2,718.	3,753.
WAL MART STORES INC	2,440.	1,951.	2,123.
WELLS FARGO CO	3,345.	873.	3,531.
3M CO	873.		4,384.
CHUBB LTD	4,096.	3,101.	
DB X TRACKERS MSCI	12,257.		
ISHARES CORE MSCI EAFE	22,397.	26,584.	32,450.
ISHARES INTERNATIONAL SELECT	25,047.	40,127.	45,245.
ISHARES MSCI EAFE ETF	33,354.	31,085.	37,616.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
MAGNA INTL INC CL A	2,969.		
MAINSTAY EP GLOBAL EQ YLD	36,029.		
MEDTRONIC PLC	1,646.		
VANGUARD INTERNATIONAL GROWTH	24,500.	40,500.	53,285.
COLUMBIA EMERGING MRKTS FD	13,840.	31,408.	40,115.
ISHARES CORE MSCI EMERGING MKT	25,756.	17,804.	20,338.
VANGUARD FTSE EMERGING MKTS	28,133.	1,891.	2,362.
BANK OF AMERICA CORP		2,431.	2,087.
CELGENE CORP		7,500.	8,071.
COLUMBIA DIVIDEND INC FD INSTL		8,500.	8,415.
COLUMBIA SMALL CAP GROWTH I		14,178.	15,770.
ISHARES SELECT DIVIDEND		3,579.	8,234.
J P MORGAN CHASE CO	3,579.	2,920.	3,440.
NIKE INC		2,541.	3,082.
SCHWAB CHARLES CORP		2,698.	3,651.
SERVICENOW INC		1,496.	1,738.
PRIVELINE COM INC		1,072.	1,098.
TRANSDIGM GROUP INC		2,406.	2,858.
CANADIAN NATURAL RESOURCES LTD		11,500.	11,955.
FIDELITY INVT TRAD INTL		1,011.	973.
TRANSCANADA CORP		15,000.	19,581.
CAUSEWAY EMERGING MARKETS INST			
TOTALS	580,930.	580,303.	756,309.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
FEDERAL HOME LOAN 4.875 5/17/1	25,629.		
OACLE CORP 5.000 7/8/19	52,305.	52,305.	52,186.
AT T INC 2.450 6/30/20	14,905.	14,905.	14,984.
BAIRD AGGREGATE BOND FUND	23,500.	32,000.	31,598.
CALVERT SHORT DURATION INCOME	20,000.	28,500.	28,319.
ISHARES CORE US AGGREGATE BOND	21,970.	16,478.	16,400.
ISHARES IBONDS DEC 2017 TERM C	4,989.		
ISHARES S P U S PREFERRED STO	11,737.	14,204.	13,896.
SPDR BLOOMBERG BARCLAYS SHORT	62,024.		
WELLS FARGO ULTRA SHORT TERM I	50,674.	40,656.	40,596.
CALVERT HIGH YEILD BOND I	2,500.	11,500.	11,477.
OPPENHEIMER SENIOR FLOATING RA	7,500.	18,800.	18,725.
PRUDENTIAL SHORT DUR HI YLD IN	15,500.		
ISHARES BARCLAYS TIPS BOND	25,803.	24,314.	24,185.
NUVEEN CORE PLUS BOND I		16,500.	16,466.
NUVEEN PREFERRED SCES & INC FD		5,000.	4,997.
SPDR PORTFOLIO SHORT TERM CORP		38,873.	38,512.
FEDERATED INST HI YLD BD FD		12,000.	11,894.
PGIM INVEST ST DURATION HI YLD		17,000.	16,640.
SCHWAB U S TIPS		11,966.	11,973.
TCW EMERGING MARKETS INC FD		8,500.	8,564.
	-----	-----	-----
TOTALS	339,036.	363,501.	361,412.
	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
AMERICAN CAMPUS COMMUNITIES	C	698.	1,893.	1,641.
AMERICAN TOWER CORP	C	2,662.	2,748.	3,709.
COLUMBIA REAL ESTATE EQUITY Z	C	11,315.	1,990.	3,802.
VANGUARD REIT ETF	C	39,445.	38,837.	49,373.
		-----	-----	-----
TOTALS		54,120.	45,468.	58,525.
		=====	=====	=====

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

OFFICER NAME:

CAROL HEIT MIDDLETON

ADDRESS:

7017 BATTLE CREEK ROAD

FORT WORTH, TX 76116

TITLE:

DIRECTOR/VICE-PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

MARY LOU LUBBERS

ADDRESS:

4815 WESTGROVE DR., #701

ADDISON, TX 75001

TITLE:

DIRECTOR/SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

CHARLES J MIDDLETON

ADDRESS:

7017 BATTLE CREEK RD.

FORT WORTH, TX 76116

TITLE:

DIRECTOR/TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JOHN A HEIT

ADDRESS:

6940 BUCKTHORN NW

ROCHESTER, MN 55901

TITLE:

DIRECTOR/PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:

JAMES M HEIT

ADDRESS:

6138 S. 102ND AVENUE

OMAHA, NE 68127

TITLE:

DIRECTOR

OFFICER NAME:

CAROL A HICKS

ADDRESS:

19601 EAGLE NEST COURT

CANYON, TX 79015

TITLE:

DIRECTOR

OFFICER NAME:

JAMES P HICKS

ADDRESS:

19601 EAGLE NEST COURT

CANYON, TX 79015

TITLE:

DIRECTOR

OFFICER NAME:

US BANK

ADDRESS:

PO BOX 3168

PORTLAND, OR 97208

TITLE:

AGENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 11,402.

TOTAL COMPENSATION:

11,402.

=====