

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation MB AND EDNA ZALE FOUNDATION		A Employer identification number 75-6037429	
Number and street (or P O box number if mail is not delivered to street address) 6360 LBJ FREEWAY SUITE 205		Room/suite	B Telephone number (see instructions) (214) 855-0627
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75240		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 33,986,534		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	221,213			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	592,579	592,579		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,419,405			
	b Gross sales price for all assets on line 6a	7,591,899			
	7 Capital gain net income (from Part IV, line 2)		2,419,405		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	3,233,197	3,011,984		
	13 Compensation of officers, directors, trustees, etc	179,153	44,788		134,365
	14 Other employee salaries and wages	57,700	28,850		28,850
	15 Pension plans, employee benefits	87,355	27,035		60,320
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	22,200	11,100		11,100
	c Other professional fees (attach schedule)	43,472	43,472		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	54,442	15,719		10,524
	19 Depreciation (attach schedule) and depletion	7,568	3,784		
	20 Occupancy	19,586	9,793		9,793
	21 Travel, conferences, and meetings	51,870	10,374		41,496
	22 Printing and publications				
	23 Other expenses (attach schedule)	-5,179	-2,879		-2,875
	24 Total operating and administrative expenses. Add lines 13 through 23	518,167	192,036		293,573
	25 Contributions, gifts, grants paid	1,412,142			1,369,250
	26 Total expenses and disbursements. Add lines 24 and 25	1,930,309	192,036		1,662,823
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,302,888			
	b Net investment income (if negative, enter -0-)		2,819,948		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	2,460,734	2,161,317	2,161,317
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	11,966	8,319	8,319
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	2,682,220	3,292,239	3,292,239
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	25,949,586	28,424,816	28,424,816
	14 Land, buildings, and equipment basis ▶ _____ 65,855 Less accumulated depreciation (attach schedule) ▶ 49,243	24,179	16,612	16,612
15 Other assets (describe ▶ _____)	88,020	83,231	83,231	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	31,216,705	33,986,534	33,986,534	
Liabilities	17 Accounts payable and accrued expenses	5,477	8,209	
	18 Grants payable	527,284	570,176	
	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 ▶ _____)	116,004	7,299	
	23 Total liabilities (add lines 17 through 22)	648,765	585,684	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	30,567,940	33,400,850	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
30 Total net assets or fund balances (see instructions)	30,567,940	33,400,850		
31 Total liabilities and net assets/fund balances (see instructions) .	31,216,705	33,986,534		

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	30,567,940
2 Enter amount from Part I, line 27a	2	1,302,888
3 Other increases not included in line 2 (itemize) ▶ _____	3	1,530,031
4 Add lines 1, 2, and 3	4	33,400,859
5 Decreases not included in line 2 (itemize) ▶ _____	5	9
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	33,400,850

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)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,419,405
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 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))
2016	1,534,459	29,839,985	0 051423
2015	1,622,850	31,834,193	0 050978
2014	1,614,058	33,041,508	0 048849
2013	1,588,119	30,960,156	0 051296
2012	1,482,297	28,966,504	0 051173
2 Total of line 1, column (d)			2 0 253719
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 050744
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 32,151,770
5 Multiply line 4 by line 3			5 1,631,509
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 28,199
7 Add lines 5 and 6			7 1,659,708
8 Enter qualifying distributions from Part XII, line 4			8 1,662,823

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	28,199
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	28,199
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	28,199
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	20,900
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	35,900
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	7,701
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 7,701 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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	
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 2017 or the taxable year beginning in 2017 (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 ▶ <u>HTTP //ZALEFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ▶ <u>LEONARD R KRASNOW PRESIDENT</u> Telephone no ▶ <u>(214) 855-0627</u>			

Located at **▶** 6360 LBJ FREEWAY SUITE 205 DALLAS TX ZIP+4 **▶** 75240

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 ▶ <u>15</u>			
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? 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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	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 2017? ☐	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ 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). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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? ☐ Yes ☒ 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). ☐	3b		
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 2017?	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))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	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. **0****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. **0****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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. **0**

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	30,177,733
b	Average of monthly cash balances.	1b	2,372,108
c	Fair market value of all other assets (see instructions).	1c	91,550
d	Total (add lines 1a, b, and c).	1d	32,641,391
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	32,641,391
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	489,621
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	32,151,770
6	Minimum investment return. Enter 5% of line 5.	6	1,607,589

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	1,607,589
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	28,199
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	28,199
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,579,390
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,579,390
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,579,390

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	1,662,823
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,662,823
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	28,199
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,634,624

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				1,579,390
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				57,876
b From 2013.				85,545
c From 2014.				12,921
d From 2015.				70,190
e From 2016.				66,024
f Total of lines 3a through e.	292,556			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,662,823</u>				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				1,579,390
e Remaining amount distributed out of corpus	83,433			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	375,989			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	57,876			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	318,113			
10 Analysis of line 9				
a Excess from 2013.				85,545
b Excess from 2014.				12,921
c Excess from 2015.				70,190
d Excess from 2016.				66,024
e Excess from 2017.				83,433

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 2017, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 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) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(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 ☐ 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

LEONARD R KRASNOW PRESIDENT
6360 LBJ FREEWAY SUITE 205
DALLAS, TX 75240
(214) 855-0627

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

THE APPLICATION SHOULD BE IN THE FORM OF A LETTER GRANT GUIDELINES ARE AVAILABLE ON THE FOUNDATION'S WEBSITE

c Any submission deadlines

GRANT DECISIONS USUALLY MADE TWICE A YEAR DEADLINES FOR SUBMISSION ARE NOTED ON FOUNDATION'S WEBSITE

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

THERE ARE NO RESTRICTIONS ON AWARDS, HOWEVER, PREFERENCE IS GIVEN TO DALLAS, TX, NEW YORK, NY, AND PALM BEACH COUNTY, FL FOR SPECIFICS, PLEASE REFER TO GRANT GUIDELINES ON THE FOUNDATION'S WEBSITE

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	1,369,250
b <i>Approved for future payment</i> See Additional Data Table				
Total			▶ 3b	570,176

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	592,579	
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	2,419,405	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .		0		3,011,984	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		3,011,984

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) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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.			

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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.	***** 2018-10-08 *****	May the IRS discuss this return with the preparer shown below? (see instr.)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	PEARL BALSARA				P01238984
	Firm's name ▶ HUSELTON MORGAN & MAULTSBY PC				Firm's EIN ▶ 75-2409112
	Firm's address ▶ 12221 MERIT DRIVE SUITE 1800 DALLAS, TX 75251				Phone no. (972) 404-1010

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)
OTHER - LT CAPITAL GAIN DIST	P		
OTHER - UNRECAPTURED SECTION 1250	P		
APPLE COMPUTER INC		2017-01-13	2017-03-24
ALPHABET INC CAP STK		2008-11-26	2017-01-05
MFO ADVISORS INNER CIRCLE FD WESTWOOD		2016-01-01	2017-02-22
MFO ADVISORS INNER CIRCLE FD WESTWOOD		2016-01-01	2017-02-22
MFO VANGUARD FENWAY FDS PRIMECAP CORE		2005-08-23	2017-05-19
ISRAEL ST JUBILEE BD		2014-06-25	2017-06-01
APPLE COMPUTER INC		2008-03-04	2017-08-11
CELGENE CORP		2008-03-04	2017-08-11

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
887,139			887,139
1,575			1,575
14,080		231	13,849
23,601		4,346	19,255
791,945		583,312	208,633
757,273		719,974	37,299
500,000		222,154	277,846
250,000		250,000	0
15,743		1,742	14,001
12,987		2,796	10,191

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			887,139
			1,575
			13,849
			19,255
			208,633
			37,299
			277,846
			0
			14,001
			10,191

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)
SOUTHWEST AIRLINES CO		1994-12-29	2017-08-11
TX CAP BANCSHARES INC COM		1998-09-30	2017-08-11
MFC VANGUARD TOTAL STK MKT ETF		2016-01-01	2017-08-18
HARBOR INTERNATIONAL FUND INSTL CL		2016-01-01	2017-08-23
HARBOR INTERNATIONAL FUND INSTL CL		2016-01-01	2017-08-23
INTUITIVE SURGICAL INC COM NEW STK		2013-09-11	2017-12-20
AFLAC INC		2017-01-01	2017-01-10
AFLAC INC		2016-05-12	2017-01-10
AFLAC INC		2017-01-01	2017-01-10
AFLAC INC		2016-05-12	2017-01-10

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
19,411		1,502	17,909
46,218		3,874	42,344
1,157,885		1,000,216	157,669
1,603,623		1,171,785	431,838
367,143		336,406	30,737
36,626		12,582	24,044
30,333		30,250	83
3,217		3,184	33
6,503		6,438	65
279		277	2

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			17,909
			42,344
			157,669
			431,838
			30,737
			24,044
			83
			33
			65
			2

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)
KROGER CO		2017-01-01	2017-01-10
NVIDIA CORP		2017-01-01	2017-01-10
AFLAC INC		2017-01-01	2017-01-11
LINEAR TECHNOLOGY		2017-01-01	2017-03-04
ANALOG DEVICES INC		2017-03-13	2017-03-24
ACCENTURE PLC SHS CL A NEW		2017-01-01	2017-05-02
FOOT LOCKER INC		2017-06-27	2017-09-13
ANALOG DEVICES INC		2017-01-01	2017-11-16
NUCOR CORP		2017-03-06	2017-11-16
ANALOG DEVICES INC		2017-03-16	2017-11-17

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
48,036		55,670	-7,634
16,698		5,758	10,940
6,345		6,298	47
63,425		42,874	20,551
50		50	0
50,533		48,458	2,075
8,351		11,314	-2,963
21,072		19,328	1,744
5,473		6,273	-800
39,851		36,573	3,278

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-7,634
			10,940
			47
			20,551
			0
			2,075
			-2,963
			1,744
			-800
			3,278

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)
NUCOR CORP		2017-01-01	2017-11-17
NUCOR CORP		2017-03-07	2017-11-20
LINCOLN NATIONAL CORP IND		2013-04-23	2017-01-10
MCKESSON HBOC INC		2009-10-20	2017-01-10
MCKESSON HBOC INC		2009-10-20	2017-01-11
AIR PRODUCTS & CHEMICALS INC COM		2016-01-01	2017-03-06
ENVISION HEALTHCARE CORP COM		2016-01-01	2017-03-06
LINCOLN NATIONAL CORP IND		2013-04-23	2017-03-06
SUNTRUST BANKS INC		2015-11-05	2017-03-06
AIR PRODUCTS & CHEMICALS INC COM		2016-01-01	2017-03-07

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
33,122		37,829	-4,707
10,427		11,753	-1,326
4,677		2,227	2,450
25,268		10,613	14,655
12,043		5,090	6,953
38,279		31,484	6,795
27,025		30,980	-3,955
9,423		4,358	5,065
10,292		7,543	2,749
12,667		10,409	2,258

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-4,707
			-1,326
			2,450
			14,655
			6,953
			6,795
			-3,955
			5,065
			2,749
			2,258

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)
ENVISION HEALTHCARE CORP COM		2016-01-01	2017-03-07
GOLDMAN SACHS GROUP INC		2016-01-01	2017-06-12
SPIRIT AEROSYSTEMS HLDGS INC CL A		2016-01-01	2017-06-12
NVIDIA CORP		2016-01-01	2017-06-27
HCA HEALTHCARE INC COM		2016-05-12	2017-07-28
HCA HEALTHCARE INC COM		2016-01-01	2017-07-28
FOOT LOCKER INC		2016-01-01	2017-09-13
HUNTINGTON BANCSHARES INC		2016-01-01	2017-09-13
MICROSOFT CORP COM		2003-02-10	2017-09-13
NVIDIA CORP		2016-04-18	2017-09-13

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)
12,984		15,194	-2,210
58,024		46,345	11,679
55,903		36,512	19,391
17,334		4,218	13,116
24,880		24,545	335
21,355		20,922	433
27,535		42,678	-15,143
53,688		48,426	5,262
20,618		6,465	14,153
9,839		2,127	7,712

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,210
			11,679
			19,391
			13,116
			335
			433
			-15,143
			5,262
			14,153
			7,712

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)
PINNACLE FOODS INC DEL COM		2016-01-01	2017-09-13
PINNACLE FOODS INC DEL COM		2014-12-11	2017-09-14
CDW CORP COM		2015-09-29	2017-11-16
CVS CORP		2010-08-25	2017-11-16
NVIDIA CORP		2016-01-01	2017-11-16
SUNTRUST BANKS INC		2016-01-01	2017-11-16
CDW CORP COM		2015-09-29	2017-11-17
CVS CORP		2010-08-25	2017-11-17
NVIDIA CORP		2016-04-19	2017-11-17
SUNTRUST BANKS INC		2016-01-01	2017-11-17

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)
32,802		19,272	13,530
25,005		14,847	10,158
797		477	320
8,719		3,475	5,244
19,113		3,283	15,830
9,022		6,762	2,260
2,521		1,511	1,010
30,704		12,191	18,513
17,080		2,898	14,182
48,958		36,686	12,272

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	
			13,530
			10,158
			320
			5,244
			15,830
			2,260
			1,010
			18,513
			14,182
			12,272

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)
AETNA INC NEW		2014-06-12	2017-12-13
ELECTRONIC ARTS		2015-03-17	2017-12-13
ELECTRONIC ARTS		2016-01-01	2017-12-13
MERCK & CO INC		2016-01-01	2017-12-13

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)
15,776		7,101	8,675
7,911		4,084	3,827
59,404		30,654	28,750
43,289		45,870	-2,581

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	
			8,675
			3,827
			28,750
			-2,581

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
LEONARD R KRASNOW	PRESIDENT 40 00	179,153	44,788	3,756
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
SHERYL FIELDS BOGEN	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
BOBBIE FIELDS	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
GLORIA LANDSBERG	DIRECTOR EMERITUS 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
JEFFREY LANDSBERG	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
MOLLY OXMAN	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
MARGIE PLOUGH	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
AMY ROSENBERG	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
STEVEN SELTZER	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
RUTH SUZMAN	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
DONALD ZALE	DIRECTOR EMERITUS 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
JANET ZALE	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
MARVIN ZALE	DIRECTOR EMERITUS 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
OLIVIA ZALE	DIRECTOR 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
DANA ZALE GERARD	CHAIRMAN OF THE BOARD 0 00	0	0	0
6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				

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
DAVID ZALE 6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240	IMMEDIATE PAST CHAIRMAN 0 00	0	0	0
KAREN SELTZER 6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240				
GEORGE TOBOLOWSKY 6360 LBJ FREEWAY SUITE 205 DALLAS, TX 75240	VICE CHAIRMAN OF THE BOARD 0 00	0	0	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>				
A CHILD'S PLACE OF CHARLOTTE INC 601 EAST FIFTH STREET SUITE 230 CHARLOTTE, NC 28202	NONE	PUBLIC CHARITY	SOCIAL SERVICE	100
ACLU FOUNDATION OF TEXAS INC P O BOX 8306 HOUSTON, TX 77288	NONE	PUBLIC CHARITY	SOCIAL SERVICE	500
ADELPHI UNIVERSITYP O BOX 701 GARDEN CITY, NY 11530	NONE	PUBLIC CHARITY	EDUCATIONAL	2,000
Total ▶ 3a				1,369,250

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>				
ADOLPH & ROSE LEVIS JEWISH COMMUNITY CENTER 9801 DONNA KLEIN BOULEVARD BOCA RATON, FL 33428	NONE	PUBLIC CHARITY	EDUCATIONAL	2,500
AIDS INTERFAITH NETWORK 2707 NORTH STEMMONS FREEWAY SUITE 120 DALLAS, TX 75207	NONE	PUBLIC CHARITY	HUNGER RELIEF	2,500
ALI FORNEY CENTER 224 WEST 35TH STREET SUITE 1500 NEW YORK, NY 10001	NONE	PUBLIC CHARITY	SOCIAL SERVICE	200
Total ▶ 3a				1,369,250

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>				
ALL STARS PROJECT INC 543 WEST 42ND STREET NEW YORK, NY 10036	NONE	PUBLIC CHARITY	EDUCATIONAL	27,250
AMERICAN CANCER SOCIETY 8900 JOHN W CARPENTER FREEWAY DALLAS, TX 75247	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	500
AMERICAS VETDOGS THE VETERANS K9 CORPS 371 EAST JERICHO TURNPIKE SMITHTOWN, NY 11787	NONE	PUBLIC CHARITY	SOCIAL SERVICE	3,000
Total ► 3a				1,369,250

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 Paid during the year				
ARTHRITIS FOUNDATION 400 HIBISCUS STREET SUITE 100 WEST PALM BEACH, FL 33401	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	1,000
ATTITUDES AND ATTIRE 2050 NORTH STEMMONS FREEWAY MAIL UNIT 102 SUITE 181 DALLAS, TX 75207	NONE	PUBLIC CHARITY	SOCIAL SERVICE	30,000
AUSTIN COLLEGE 900 NORTH GRAND AVENUE SHERMAN, TX 75090	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
Total ▶ 3a				1,369,250

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>				
AVANCE - DALLAS 2060 SINGLETON BOULEVARD SUITE 103 DALLAS, TX 75212	NONE	PUBLIC CHARITY	SOCIAL SERVICE	10,000
BAYLOR HEALTH CARE SYSTEM FOUNDATION 3600 GASTON AVENUE BARNETT TOWER SUITE 100 DALLAS, TX 75246	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	5,000
BIBLICAL ARTS CENTER 7500 PARK LANE DALLAS, TX 75225	NONE	PUBLIC CHARITY	ARTS / CULTURAL	40,000
Total ▶ 3a				1,369,250

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>				
B'NAI B'RITH HILLEL FOUNDATION - OSU 46 EAST 16TH AVENUE COLUMBUS, OH 43201	NONE	PUBLIC CHARITY	RELIGIOUS	1,500
B'NAI B'RITH YOUTH ORGANIZATION 800 EIGHTH STREET NORTHWEST WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	RELIGIOUS	15,000
BOCA HELPING HANDS INC 1500 NORTHWEST FIRST COURT BOCA RATON, FL 33432	NONE	PUBLIC CHARITY	SOCIAL SERVICE	8,500
Total ► 3a				1,369,250

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>				
BRANDEIS UNIVERSITY 415 SOUTH STREET MS 126 WALTHAM, MA 02453	NONE	PUBLIC CHARITY	CIVIC	13,000
BREARLEY SCHOOL 610 EAST 83RD STREET NEW YORK, NY 10028	NONE	PUBLIC CHARITY	EDUCATIONAL	100
BRIDGE STEPS DBA THE BRIDGE P O BOX 710100 DALLAS, TX 75371	NONE	PUBLIC CHARITY	SOCIAL SERVICE	25,000
Total 				1,369,250
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>				
CROS MINISTRIES 3677 23RD AVENUE SOUTH SUITE B-101 LAKE WORTH, FL 33461	NONE	PUBLIC CHARITY	HUNGER RELIEF	5,000
CENTER FOR YOUTH ACTIVITIES INC 9400 WEST PALMETTO PARK ROAD BOCA RATON, FL 33428	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
CHICAGO COMMUNITY BOND FUND 601 SOUTH CALIFORNIA CHICAGO, IL 60612	NONE	PUBLIC CHARITY	SOCIAL SERVICE	500
Total ► 3a				1,369,250

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>				
CHILD CARE INC 1000 LAMAR STREET SUITE 432 WICHITA FALLS, TX 76301	NONE	PUBLIC CHARITY	SOCIAL SERVICE	12,500
CHILDREN AT RISK 2900 LIVE OAK STREET DALLAS, TX 75204	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	10,000
CODY'S FRESH START CHARITY WORKS INC 6138 REED WAY ARVADA, CO 80003	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	4,100
Total ► 3a				1,369,250

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>				
COMMUNITY CHEST OF PORT WASHINGTON 382 MAIN STREET SUITE 105 PORT WASHINGTON, NY 11050	NONE	PUBLIC CHARITY	CIVIC	500
CONGREGATION BETH ISRAEL 5600 NORTH BRAESWOOD BOULEVARD HOUSTON, TX 77096	NONE	PUBLIC CHARITY	RELIGIOUS	3,000
CONNECTICUT PUBLIC BROADCASTING INC 1049 ASYLUM AVENUE HARTFORD, CT 06105	NONE	PUBLIC CHARITY	RELIGIOUS	5,000
Total ► 3a				1,369,250

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>				
CROHN'S & COLITIS FOUNDATION OF AMERICA 733 THIRD AVENUE SUITE 510 NEW YORK, NY 10017	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	1,000
CROSSROADS COMMUNITY SERVICES 1822 YOUNG STREET DALLAS, TX 75201	NONE	PUBLIC CHARITY	HUNGER RELIEF	2,500
DALLAS CASA2757 SWISS AVENUE DALLAS, TX 75204	NONE	PUBLIC CHARITY	SOCIAL SERVICE	10,000
Total ▶ 3a				1,369,250

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 Paid during the year				
DALLAS FOUNDATION 3963 MAPLE AVENUE SUITE 390 DALLAS, TX 75219	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	2,500
DALLAS FURNITURE BANK PO BOX 815788 DALLAS, TX 75381	NONE	PUBLIC CHARITY	SOCIAL SERVICE	82,500
DALLAS HOLOCAUST MUSEUM 211 NORTH RECORD STREET SUITE 100 DALLAS, TX 75202	NONE	PUBLIC CHARITY	EDUCATIONAL	267,000
Total ▶ 3a				1,369,250

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 Paid during the year				
DEBORAH'S PLACE 2822 WEST JACKSON BLVD CHICAGO, IL 60612	NONE	PUBLIC CHARITY	SOCIAL SERVICE	100
DME EXCHANGE OF DALLAS P O BOX 25575 DALLAS, TX 75225	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	15,000
DOROT INC171 WEST 85TH STREET NEW YORK, NY 10024	NONE	PUBLIC CHARITY	HUNGER RELIEF	7,500
Total ▶ 3a				1,369,250

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>				
DOVELEWIS EMERGENCY ANIMAL HOSPITAL 1945 NORTHWEST PETTYGROVE STREET PORTLAND, OR 97209	NONE	PUBLIC CHARITY	CIVIC	100
EDNA Y SCHWARTZ SCHOLARSHIP FUND 101 WEST 79TH STREET 15B NEW YORK, NY 10024	NONE	PUBLIC CHARITY	EDUCATIONAL	500
EDUCATION OPENS DOORS INC 2804 SWISS AVENUE DALLAS, TX 75204	NONE	PUBLIC CHARITY	EDUCATIONAL	50,000
Total ► 3a				1,369,250

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>				
EMORY UNIVERSITY 1762 CLIFTON ROAD SUITE 1400 MS 0970-001-8AA ATLANTA, GA 30322	NONE	PUBLIC CHARITY	RELIGIOUS	30,000
FAMILY COMPASS4210 JUNIUS STREET DALLAS, TX 75246	NONE	PUBLIC CHARITY	SOCIAL SERVICE	200
FAMILY GATEWAY 711 SOUTH ST PAUL STREET DALLAS, TX 75201	NONE	PUBLIC CHARITY	SOCIAL SERVICE	41,000
Total ▶ 3a				1,369,250

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>				
FRIENDS OF UNITED HATZALAH INC 208 EAST 51ST STREET SUITE 303 NEW YORK, NY 10022	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	1,000
GATEWAY COMMUNITY OUTREACH 291 SOUTHEAST FIRST TERRACE DEERFIELD BEACH, FL 33441	NONE	PUBLIC CHARITY	SOCIAL SERVICE	5,000
GIVE DIRECT INCP O BOX 3221 NEW YORK, NY 10008	NONE	PUBLIC CHARITY	SOCIAL SERVICE	500
Total ▶ 3a				1,369,250

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 NECK STUDENT AID FUND P O BOX 1067 GREAT NECK, NY 11023	NONE	PUBLIC CHARITY	EDUCATIONAL	350
GREENHILL SCHOOL 4141 SPRING VALLEY ROAD ADDISON, TX 75001	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
HADASSAH 40 WALL STREET EIGHTH FLOOR NEW YORK, NY 10005	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	9,700
Total ▶ 3a				1,369,250

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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>				
HARLEM EDUCATIONAL ACTIVITIES FUND INC 2090 ADAM CLAYTON POWELL JR BOULEVARD 10TH FLOOR NEW YORK, NY 10027	NONE	PUBLIC CHARITY	EDUCATIONAL	100
HARVARD MEDICAL SCHOOL 25 SHATTUCK STREET BOSTON, MA 02115	NONE	PUBLIC CHARITY	EDUCATIONAL	25,000
HEARTS OF GOLD PIT RESCUE P O BOX 3728 MEMPHIS, TN 38173	NONE	PUBLIC CHARITY	CIVIC	500
Total ► 3a				1,369,250

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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>				
HIGHLAND PARK ISD EDUCATION FOUNDATION 4201 GRASSMERE LANE DALLAS, TX 75205	NONE	PUBLIC CHARITY	EDUCATIONAL	500
HOBART & WILLIAM SMITH COLLEGES 300 PULTENEY STREET GENEVA, NY 14456	NONE	PUBLIC CHARITY	EDUCATIONAL	100
HONEYMOON ISRAEL FOUNDATION INC 6070 WHITE GATE CROSSING EAST AMHERST, NY 14051	NONE	PUBLIC CHARITY	RELIGIOUS	500
Total ► 3a				1,369,250

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>				
HOPE & HEALTH PROJECT INC P O BOX 273966 TAMPA, FL 33688	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	11,300
INTERFAITH FAMILY SERVICES P O BOX 720206 DALLAS, TX 75372	NONE	PUBLIC CHARITY	SOCIAL SERVICE	6,250
INTERFAITH NUTRITION NETWORK 211 FULTON AVENUE HEMPSTEAD, NY 11550	NONE	PUBLIC CHARITY	HUNGER RELIEF	8,500
Total ▶ 3a				1,369,250

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>				
INTERFAITHFAMILYCOM INC P O BOX 428 NEWTON UPPER FALLS, MA 02464	NONE	PUBLIC CHARITY	RELIGIOUS	100
INTERNATIONAL SCULPTURE CENTER INC 14 FAIRGROUNDS ROAD SUITE B HAMILTON, NJ 08619	NONE	PUBLIC CHARITY	ARTS / CULTURAL	1,000
ISLAND HARVEST 15 GRUMMAN ROAD WEST SUITE 1450 BETHPAGE, NY 11714	NONE	PUBLIC CHARITY	HUNGER RELIEF	3,500
Total ► 3a				1,369,250

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>				
JEWISH ADOPTION AND FOSTER CARE OPTIONS 4200 NORTH UNIVERSITY DRIVE SUNRISE, FL 33351	NONE	PUBLIC CHARITY	RELIGIOUS	20,000
JEWISH COMMUNITY CENTER OF DALLAS 7900 NORTHAVEN ROAD DALLAS, TX 75230	NONE	PUBLIC CHARITY	RELIGIOUS	500
JEWISH FAMILY SERVICE - DALLAS 5402 ARAPAH0 ROAD DALLAS, TX 75248	NONE	PUBLIC CHARITY	HUNGER RELIEF	59,550
Total ▶ 3a				1,369,250

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>				
JEWISH FAMILY SERVICE - HOUSTON 4131 SOUTH BRAESWOOD BOULEVARD HOUSTON, TX 77025	NONE	PUBLIC CHARITY	SOCIAL SERVICE	4,000
JEWISH FEDERATION OF GREATER DALLAS 7800 NORTHAVEN ROAD DALLAS, TX 75230	NONE	PUBLIC CHARITY	RELIGIOUS	500
JOINP O BOX 16490 PORTLAND, OR 97292	NONE	PUBLIC CHARITY	SOCIAL SERVICE	6,000
Total ▶ 3a				1,369,250

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 Paid during the year				
KESHET INC284 AMORY STREET BOSTON, MA 02130	NONE	PUBLIC CHARITY	SOCIAL SERVICE	3,000
KOREAN WAR VETERANS ASSOCIATION CHAPTER 270 P O BOX 833397 RICHARDSON, TX 75083	NONE	PUBLIC CHARITY	CIVIC	3,000
LEGACY SENIOR COMMUNITIES 6101 OHIO DRIVE SUITE 100 PLANO, TX 75024	NONE	PUBLIC CHARITY	SOCIAL SERVICE	16,000
Total ▶ 3a				1,369,250

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>				
LITERACY INSTRUCTION FOR TEXAS 1610 SOUTH MALCOM X BOULEVARD SUITE 320 DALLAS, TX 75226	NONE	PUBLIC CHARITY	EDUCATIONAL	25,000
MANDELL GREATER HARTFORD JCC 335 BLOOMFIELD AVENUE WEST HARTFORD, CT 06117	NONE	PUBLIC CHARITY	SOCIAL SERVICE	500
METHODIST HOSPITAL FOUNDATION P O BOX 4384 HOUSTON, TX 77210	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	5,000
Total 				1,369,250
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>				
MIDDLESEX SCHOOL 1400 LOWELL ROAD CONCORD, MA 01742	NONE	PUBLIC CHARITY	EDUCATIONAL	200
MOISHE HOUSE 5007 PROVIDENCE ROAD SUITE E216 CHARLOTTE, NC 28226	NONE	PUBLIC CHARITY	RELIGIOUS	9,000
MY POSSIBILITIES 3601 MAPLESHADE LANE PLANO, TX 75075	NONE	PUBLIC CHARITY	SOCIAL SERVICE	50,000
Total ▶ 3a				1,369,250

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>				
N SHORE - LIJ HEALTH SYSTEM FOUNDATION 2000 MARCUS AVENUE NEW HYDE PARK, NY 11042	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	5,000
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1667 K STREET NORTHWEST SUITE 550 WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	CIVIC	1,000
NATIONAL COUNCIL OF JEWISH WOMEN 6025 ROYAL LANE SUITE 219-9 DALLAS, TX 75230	NONE	PUBLIC CHARITY	RELIGIOUS	250
Total ▶ 3a				1,369,250

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>				
NAVARRO COLLEGE FOUNDATION 3200 WEST SEVENTH AVENUE CORSICANA, TX 75110	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
NEIGHBORHOOD HOUSE 7780 SOUTHWEST CAPITOL HIGHWAY PORTLAND, OR 97219	NONE	PUBLIC CHARITY	HUNGER RELIEF	2,500
NEW YORK CITY CENTER 130 WEST 56TH STREET NEW YORK, NY 10019	NONE	PUBLIC CHARITY	ARTS / CULTURAL	1,750
Total ▶ 3a				1,369,250

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>				
OPEN BOOKS LTD 651 WEST LAKE STREET CHICAGO, IL 60661	NONE	PUBLIC CHARITY	EDUCATIONAL	500
OPERATION KINDNESS 3201 EARHART DRIVE CARROLLTON, TX 75006	NONE	PUBLIC CHARITY	CIVIC	100
OREGON FERRET SHELTER 3347 SOUTHEAST UMATILLA LOOP PRINEVILLE, OR 97754	NONE	PUBLIC CHARITY	CIVIC	100
Total ▶ 3a				1,369,250

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>				
PEF ISRAEL ENDOWMENT FUNDS 630 THIRD AVENUE 15TH FLOOR NEW YORK, NY 10017	NONE	PUBLIC CHARITY	HUNGER RELIEF	5,000
PARKER JEWISH INSTITUTE 271-11 76TH AVENUE NEW HYDE PARK, NY 11040	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	5,500
PARKER JEWISH INSTITUTE FOUNDATION 271-11 76TH AVENUE NEW HYDE PARK, NY 11040	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	500
Total ▶ 3a				1,369,250

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>				
PASSION FOR CHILDREN'S INC P O BOX 192611 DALLAS, TX 75219	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	200
PEDIPLACE 502 SOUTH OLD ORCHARD LANE SUITE 126 LEWISVILLE, TX 75067	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	20,000
PHILANTHROPY SOUTHWEST 8350 NORTH CENTRAL EXPRESSWAY SUITE M-1012 DALLAS, TX 75206	NONE	PUBLIC CHARITY	EDUCATIONAL	2,500
Total ▶ 3a				1,369,250

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>				
PLANNED PARENTHOOD OF GREATER TEXAS INC 7424 GREENVILLE AVENUE SUITE 206 DALLAS, TX 75231	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	10,000
PLANNED PARENTHOOD OF NASSAU COUNTY FOUNDATION 540 FULTON AVENUE HEMPSTEAD, NY 11550	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	11,850
PLANNED PARENTHOOD OF NORTH TEXAS INC 7424 GREENVILLE AVENUE SUITE 206 DALLAS, TX 75231	NONE	PUBLIC CHARITY	SOCIAL SERVICE	3,250
Total ▶ 3a				1,369,250

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>				
PLANO ISD EDUCATION FOUNDATION 2700 WEST 15TH STREET PLANO, TX 75075	NONE	PUBLIC CHARITY	EDUCATIONAL	200
PRISON ENTREPRENEURSHIP PROGRAM P O BOX 926274 HOUSTON, TX 77292	NONE	PUBLIC CHARITY	SOCIAL SERVICE	15,000
REACH EDUCATION INC 300 M STREET SOUTHEAST SUITE 803 WASHINGTON, DC 20003	NONE	PUBLIC CHARITY	EDUCATIONAL	100
Total ▶ 3a				1,369,250

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 Paid during the year				
RESOURCE CENTER OF DALLAS INC P O BOX 190869 DALLAS, TX 75219	NONE	PUBLIC CHARITY	HUNGER RELIEF	5,000
ROOM TO READ 465 CALIFORNIA STREET SUITE 1000 SAN FRANCISCO, CA 94104	NONE	PUBLIC CHARITY	EDUCATIONAL	500
SAVVY LADIES INC 39 BROADWAY SUITE 1730 NEW YORK, NY 10006	NONE	PUBLIC CHARITY	EDUCATIONAL	3,200
Total ▶ 3a				1,369,250

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>				
SENIOR CITIZENS OF GREATER DALLAS 3910 HARRY HINES BOULEVARD DALLAS, TX 75219	NONE	PUBLIC CHARITY	SOCIAL SERVICE	2,500
SISTERS OF THE ROAD 133 NORTHWEST SIXTH AVENUE PORTLAND, OR 97209	NONE	PUBLIC CHARITY	HUNGER RELIEF	7,500
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	PUBLIC CHARITY	EDUCATIONAL	500
Total ▶ 3a				1,369,250

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 Paid during the year				
SPCA OF TEXAS2400 LONE STAR DRIVE DALLAS, TX 75212	NONE	PUBLIC CHARITY	SOCIAL SERVICE	500
TEACH FOR AMERICA 1360 PEACHTREE STREET NORTHEAST SUITE 1100 ATLANTA, GA 30309	NONE	PUBLIC CHARITY	EDUCATIONAL	3,000
TEMPLE EMANU-EL 8500 HILLCREST ROAD DALLAS, TX 75225	NONE	PUBLIC CHARITY	RELIGIOUS	28,500
Total ▶ 3a				1,369,250

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 A & M FOUNDATION 401 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	NONE	PUBLIC CHARITY	EDUCATIONAL	45,000
TEXAS A&M HILLEL FOUNDATION 800 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	NONE	PUBLIC CHARITY	RELIGIOUS	1,000
TEXAS BUSINESS HALL OF FAME FOUNDATION 4550 POST OAK PLACE SUITE 342 HOUSTON, TX 77027	NONE	PUBLIC CHARITY	EDUCATIONAL	34,000
Total ► 3a				1,369,250

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 FREEDOM NETWORK EDUCATION FUND P O BOX 1624 AUSTIN, TX 78767	NONE	PUBLIC CHARITY	CIVIC	200
TEXAS HILLEL FOUNDATION 2105 SAN ANTONIO STREET AUSTIN, TX 78705	NONE	PUBLIC CHARITY	RELIGIOUS	17,500
THE DALLAS FOUNDATION 3963 MAPLE AVENUE SUITE 390 DALLAS, TX 75219	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	25,000
Total ► 3a				1,369,250

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>				
THE PETEY GREENE PROGRAM 9 MERCER STREET SECOND FLOOR PRINCETON, NJ 08540	NONE	PUBLIC CHARITY	EDUCATIONAL	2,500
THE PHILANTHROPY ROUNDTABLE 1120 20TH STREET NW SUITE 550 SOUTH WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CIVIC	500
THE SALVATION ARMY 8495 SOUTHEAST MONTEREY AVENUE 8 HAPPY VALLEY, OR 97086	NONE	PUBLIC CHARITY	SOCIAL SERVICE	500
Total ► 3a				1,369,250

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>				
TRIO ANIMAL FOUNDATION 516 NORTH OGDEN AVENUE SUITE 199 CHICAGO, IL 60642	NONE	PUBLIC CHARITY	CIVIC	200
TULANE UNIVERSITYP O BOX 61075 NEW ORLEANS, LA 70161	NONE	PUBLIC CHARITY	EDUCATIONAL	17,850
UNITED SYNAGOGUE OF CONSERVATIVE JUDAISM 120 BROADWAY SUITE 1540 NEW YORK, NY 10271	NONE	PUBLIC CHARITY	RELIGIOUS	500
Total ▶ 3a				1,369,250

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>				
UNIVERSITY OF NORTH TEXAS 1155 UNION CIRCLE 311277 DENTON, TX 76203	NONE	PUBLIC CHARITY	EDUCATIONAL	3,500
UNIVERSITY OF TEXAS AT DALLAS 800 WEST CAMPBELL ROAD SPN10 RICHARDSON, TX 75080	NONE	PUBLIC CHARITY	EDUCATIONAL	7,500
VOLUNTEER SERVICES COUNCIL PO BOX 368 DENTON, TX 76202	NONE	PUBLIC CHARITY	HEALTH / MEDICAL	25,200
Total ▶ 3a				1,369,250

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>				
WESTCHESTER COMMUNITY COLLEGE FOUNDATION INC 75 GRASSLANDS ROAD HARTFORD HALL 202 VALHALLA, NY 10595	NONE	PUBLIC CHARITY	EDUCATIONAL	10,000
WESTCHESTER REFORM TEMPLE 255 MAMARONECK ROAD SCARSDALE, NY 10583	NONE	PUBLIC CHARITY	RELIGIOUS	10,500
WILKINSON CENTERP O BOX 720248 DALLAS, TX 75372	NONE	PUBLIC CHARITY	HUNGER RELIEF	5,000
Total ▶ 3a				1,369,250

TY 2017 Accounting Fees Schedule**Name:** MB AND EDNA ZALE FOUNDATION**EIN:** 75-6037429**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	22,200	11,100		11,100

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: MB AND EDNA ZALE FOUNDATION

EIN: 75-6037429

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE CONSTRUCTION	2008-12-01	11,626	11,626	SL	5 000000000000	0	0		
MAG-LOCK FOR OFFICE DOOR	2011-09-28	3,615	3,615	SL	3 000000000000	0	0		
2014 NISSAN	2014-12-02	33,000	13,200	SL	5 000000000000	6,600	0		
REFRIGERATOR	1998-06-08	550	550	SL	7 000000000000	0	0		
WORKSTATION, DESK, FILES	2008-12-01	3,865	3,865	SL	7 000000000000	0	0		
CONFERENCE TABLE & CHAIRS	1998-09-11	3,411	3,411	SL	7 000000000000	0	0		
DESK AND TWO CREDENZAS	1998-10-02	2,550	2,550	SL	7 000000000000	0	0		
HP LASER JET PRO 300 PRINTER	2013-08-14	565	377	SL	5 000000000000	113	0		
CONFERENCE PHONE	2010-12-17	568	568	SL	5 000000000000	0	0		
DELL OPTIPLEX (BAC)	2016-08-16	1,225	82	SL	5 000000000000	245	0		
DELL COMPUTER (LK)	2010-12-30	1,298	1,298	SL	5 000000000000	0	0		
EPSON PROJECTOR	2011-10-12	535	534	SL	5 000000000000	0	0		
MICROSOFT SURFACE PRO	2016-12-15	3,047		SL	5 000000000000	609	0		

TY 2017 Investments Corporate Stock Schedule

Name: MB AND EDNA ZALE FOUNDATION

EIN: 75-6037429

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	3,292,239	3,292,239

TY 2017 Investments - Other Schedule**Name:** MB AND EDNA ZALE FOUNDATION**EIN:** 75-6037429**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BALANCED FUNDS	FMV	1,771,286	1,771,286
OTHER SECURITIES	FMV	26,492,880	26,492,880
MPM BIO VENTURES	FMV	160,650	160,650

TY 2017 Land, Etc. Schedule

Name: MB AND EDNA ZALE FOUNDATION

EIN: 75-6037429

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE CONSTRUCTION	11,626	11,626	0	
MAG-LOCK FOR OFFICE DOOR	3,615	3,615	0	
2014 NISSAN	33,000	19,800	13,200	
REFRIGERATOR	550	550	0	
WORKSTATION, DESK, FILES	3,865	3,865	0	
CONFERENCE TABLE & CHAIRS	3,411	3,411	0	
DESK AND TWO CREDENZAS	2,550	2,550	0	
HP LASER JET PRO 300 PRINTER	565	490	75	
CONFERENCE PHONE	568	568	0	
DELL OPTIPLEX (BAC)	1,225	327	898	
DELL COMPUTER (LK)	1,298	1,298	0	
EPSON PROJECTOR	535	534	1	
MICROSOFT SURFACE PRO	3,047	609	2,438	

TY 2017 Other Assets Schedule**Name:** MB AND EDNA ZALE FOUNDATION**EIN:** 75-6037429**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED RECEIVABLES (AT COST)	24,799	18,651	18,651
OTHER RECEIVABLES	325	0	0
MASS MUTUTAL LIFE INSURANCE - CASH SURRENDER VALUE	62,896	64,580	64,580

TY 2017 Other Decreases Schedule

Name: MB AND EDNA ZALE FOUNDATION
EIN: 75-6037429

Description	Amount
EXCISE TAX PENALTY	9

TY 2017 Other Expenses Schedule**Name:** MB AND EDNA ZALE FOUNDATION**EIN:** 75-6037429**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUTO	537	268		269
BANK SERVICE CHARGES	78	39		39
INSURANCE	10,771	5,385		5,386
MEMBERSHIP & SUBSCRIPTION	2,838	1,419		1,419
OFFICE EXPENSE	12,204	5,814		5,815
TELEPHONE	4,790	2,395		2,395
FINANCE CHARGE	115	57		58
LESS - OVERHEAD REIMBURSEMENT FROM ABE ZALE FOUNDATION	-36,512	-18,256		-18,256

TY 2017 Other Increases Schedule**Name:** MB AND EDNA ZALE FOUNDATION**EIN:** 75-6037429

Description	Amount
NET UNREALIZED GAIN ON INVESTMENTS - BROKERAGE ACCOUNTS	1,528,347
INCREASE IN CASH SURRENDER VALUE OF LIFE INSURANCE	1,684

TY 2017 Other Liabilities Schedule**Name:** MB AND EDNA ZALE FOUNDATION**EIN:** 75-6037429

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE	4,591	7,299
CHECKS IN EXCESS OF CASH	111,413	0

TY 2017 Other Professional Fees Schedule**Name:** MB AND EDNA ZALE FOUNDATION**EIN:** 75-6037429

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY & CUSTODIAN FEES	43,472	43,472		0

TY 2017 Taxes Schedule**Name:** MB AND EDNA ZALE FOUNDATION**EIN:** 75-6037429

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	15,632	5,108		10,524
EXCISE TAX	28,199	0		0
FOREIGN TAX	10,611	10,611		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491282008258		
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047 2017	
Name of the organization MB AND EDNA ZALE FOUNDATION				Employer identification number 75-6037429		
Organization type (check one)						
Filers of: Form 990 or 990-EZ Form 990-PF						Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation
Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions						
General Rule ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.						
Special Rules ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II. ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III. ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions <i>exclusively</i> for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$						
Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).						
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF		Cat No 30613X		Schedule B (Form 990, 990-EZ, or 990-PF) (2017)		

Name of organization MB AND EDNA ZALE FOUNDATION	Employer identification number 75-6037429
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Part I Contributors (See Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Name of organization MB AND EDNA ZALE FOUNDATION	Employer identification number 75-6037429
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	100 SHARES APPLE, INC	\$ 15,065	2017-07-27
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	100 SHARES CELGENE CORP	\$ 13,600	2017-07-27
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	360 SHARES SOUTHWEST AIRLINES	\$ 20,192	2017-07-27
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	625 SHARES TEXAS CAPITAL BANCSHARES	\$ 49,531	2017-07-27
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
5	100 SHARES APPLE, INC	\$ 11,922	2017-01-13
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
8	100 SHARES OF INTUITIVE SURGICAL COMMON	\$ 37,158	2017-12-05

Name of organization MB AND EDNA ZALE FOUNDATION	Employer identification number 75-6037429
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 75-6037429
Name: MB AND EDNA ZALE FOUNDATION

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	BARBARA AND DONALD ZALE	\$ 98,388	Person ☐
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☒ (Complete Part II for noncash contribution)
<u>2</u>	BETTY AND MARVIN ZALE	\$ 2,000	Person ☒
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☐ (Complete Part II for noncash contribution)
<u>3</u>	BOBBIE AND LEO FIELDS	\$ 1,200	Person ☒
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☐ (Complete Part II for noncash contribution)
<u>4</u>	CAROL AND DAVID ZALE	\$ 1,100	Person ☒
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☐ (Complete Part II for noncash contribution)
<u>5</u>	GLORIA AND JERRY LANDSBERG	\$ 11,922	Person ☐
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☒ (Complete Part II for noncash contribution)
<u>6</u>	JULIE AND DAVID FIELDS	\$ 14,195	Person ☒
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☐ (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	JULIE AND GEORGE TOBOLOWSKY	\$ 10,000	Person ☒
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☐ (Complete Part II for noncash contribution)
<u>8</u>	KAREN AND STEVEN SELTZER	\$ 37,158	Person ☐
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☒ (Complete Part II for noncash contribution)
<u>9</u>	KATHRYN T AND KEITH KOSHKIN	\$ 10,000	Person ☒
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☐ (Complete Part II for noncash contribution)
<u>10</u>	RUTH AND ANDREW SUZMAN	\$ 25,000	Person ☒
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☐ (Complete Part II for noncash contribution)
<u>11</u>	SHERYL F AND GORDON BOGEN	\$ 10,250	Person ☒
	6360 LBJ FREEWAY SUITE 205		Payroll ☐
	DALLAS, TX 75240		Noncash ☐ (Complete Part II for noncash contribution)