

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

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

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990PF for instructions and the latest information

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation
THE TAPEATS FUNDA Employer identification number
76-0412011Number and street (or P O box number if mail is not delivered to street address) Room/suite
B Telephone number (see instructions)

FOUNDATION SOURCE 501 SILVERSIDE RD (800) 839-1754

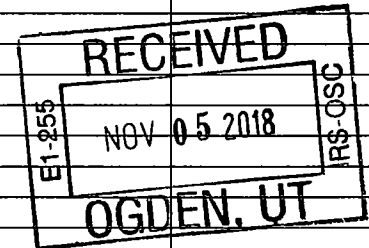
City or town, state or province, country, and ZIP or foreign postal code

WILMINGTON, DE 19809-1377

G Check all that apply Initial return Initial return of a former public charity
Final return Amended return
Address change Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 17,394,622.
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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	2,571.	2,571.		
4 Dividends and interest from securities	176,336.	176,336.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	631,198.			
b Gross sales price for all assets on line 6a	2,654,824.			
7 Capital gain net income (from Part IV, line 2)		647,558.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH. 1	111,931.	123,442.		
12 Total. Add lines 1 through 11	922,036.	949,907.		
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) [2]	49,468.	35,233.		14,235.
17 Interest				
18 Taxes (attach schedule) (see instructions) [3]	16,200.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy	21,454.			21,454.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 4	142,434.	67,735.		71,866.
24 Total operating and administrative expenses. Add lines 13 through 23.	229,556.	102,968.		107,555.
25 Contributions, gifts, grants paid	723,250.			723,250.
26 Total expenses and disbursements. Add lines 24 and 25	952,806.	102,968.		830,805.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-30,770.			
b Net investment income (if negative, enter -0-)		846,939.		
c Adjusted net income (if negative, enter -0-)				



13 g45

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	557,419.	186,728.	186,728.	
	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				
	10a	Investments - U S and state government obligations (attach schedule)[5]	394,453.	407,009.	411,949.	
	b	Investments - corporate stock (attach schedule) ATCH. 6	4,634,517.	4,881,078.	5,657,567.	
	c	Investments - corporate bonds (attach schedule) ATCH. 7	1,079,296.	809,662.	821,148.	
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH. 8	6,808,800.	7,159,238.	10,317,230.		
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	13,474,485.	13,443,715.	17,394,622.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable.				
	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, and other disqualified persons.				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	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				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund.				
	29	Retained earnings, accumulated income, endowment, or other funds	13,474,485.	13,443,715.		
	30	Total net assets or fund balances (see instructions)	13,474,485.	13,443,715.		
	31	Total liabilities and net assets/fund balances (see instructions)	13,474,485.	13,443,715.		

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	13,474,485.
2	Enter amount from Part I, line 27a.	2	-30,770.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,443,715.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,443,715.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	647,558.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8		3	0.	

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

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

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

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

☐ Yes ☒ No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	983,130.	16,096,872.	0.061076
2015	784,337.	16,461,134.	0.047648
2014	719,366.	16,186,650.	0.044442
2013	715,341.	15,091,133.	0.047401
2012	727,900.	13,312,299.	0.054679
2 Total of line 1, column (d)		2	0.255246
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years		3	0.051049
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		4	17,343,116.
5 Multiply line 4 by line 3.		5	885,349.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	8,469.
7 Add lines 5 and 6.		7	893,818.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8	830,805.

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	16,939.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
3	Add lines 1 and 2	3	16,939.
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	16,939.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	19,600.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	19,600.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,661.
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 2,661. Refunded ☐	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754 Located at ▶ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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		Yes	No
(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	
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b
	If "Yes" to 6b, file Form 8870			X
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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 9		0.	0.	0.

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 10		69,225.

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

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	7,000,952.
b	Average of monthly cash balances	1b	395,858.
c	Fair market value of all other assets (see instructions).	1c	10,210,414.
d	Total (add lines 1a, b, and c)	1d	17,607,224.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	17,607,224.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	264,108.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,343,116.
6	Minimum investment return. Enter 5% of line 5	6	867,156.

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	867,156.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	16,939.
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	16,939.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	850,217.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	850,217.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	850,217.

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	830,805.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	830,805.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	830,805.

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				850,217.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			184,255.	
b Total for prior years 20 15 , 20 14 , 20 13				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 830,805				
a Applied to 2016, but not more than line 2a			184,255.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2017 distributable amount.				646,550.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				203,667.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

Grants and Contributions Paid During the Year		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				
ATCH 16				
Total ▶ 3a				723,250.
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments .			14	2,571.	
4	Dividends and interest from securities			14	176,336.	
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	525990	-16,360.	18	647,558.	
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	ATCH 17 _____		-19,076.		131,007.	
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)		-35,436.		957,472.	
13	Total Add line 12, columns (b), (d), and (e)					

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

[illegible]

Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
Publicly-traded Securities						
Passthrough K-1 Capital Gain/(Loss) - non UBI				\$ 2,085,305	\$ 1,564,865	\$ 520,440
Capital gain on final dist - Prisma Spectrum Fund LTD						\$ 57,452
Prisma Spectrum Fund LTD				\$ 569,519	\$ 500,000	\$ 147
						\$ 69,519
Total included in Part IV				\$ 2,654,824	\$ 2,064,865	\$ 647,558
Passthrough K-1 Capital Gain/(Loss) - UBI						\$ (16,360)
Part I, Line 6a Total						\$ 631,198

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS AP ENERGY INFRASTRUCTURE FU	2,516.	20,947.
K-1 INC/LOSS COUGAR INVESTMENT FUND LLC.	4,542.	4,542.
K-1 INC/LOSS MBA INVESTMENT FUND, LLC (G	69,279.	69,279.
K-1 INC/LOSS MBA INVESTMENT FUND, LLC (V	27,562.	27,562.
K-1 INC/LOSS MBA INVESTMENTS, LLC (ENDOW	1,010.	1,010.
CLASS ACTION LAWSUIT PROCEEDS	102.	102.
FEDERAL TAX REFUND	6,920.	
TOTALS	<u>111,931.</u>	<u>123,442.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT SERVICES	35,233.	35,233.	
PROFESSIONAL MGMT SERVICES	14,235.		14,235.
TOTALS	<u>49,468.</u>	<u>35,233.</u>	<u>14,235.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
990-PF ESTIMATED TAX FOR 2017	16,200.
TOTALS	<u>16,200.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	69,225.		69,225.
BANK CHARGES	5.	5.	
FOUNDATION DUES & MEMBERSHIPS	1,000.		1,000.
INDEMNIFICATION INSURANCE	1,641.		1,641.
K-1 EXP AP ENERGY INFRASTRUCTU	22,725.		
K-1 EXP COUGAR INVESTMENT FUND	1,622.	19,892.	
K-1 EXP MBA INV FUND, GROWTH	36,739.	1,622.	
K-1 EXP MBA INV FUND, VALUE	9,137.	36,739.	
K-1 EXP MBA INV, LLC ENDOWMENT	340.	9,137.	
		340.	
TOTALS	<u>142,434.</u>	<u>67,735.</u>	<u>71,866.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 5

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA - 2.625% - 09/06/2024	103,384.	101,425.
FNMA - 5.375% - 06/12/2017	99,385.	99,375.
FHLMC C00910 - 0.000% - 01/01/	291.	342.
FHLMC C01051 - 0.000% - 09/01/	241.	277.
FNMA #772129 - 0.000% - 11/01/	4,983.	5,559.
GNMA #2753 - 0.000% - 05/20/20	658.	808.
GNMA #486760 - 0.000% - 12/15/	628.	713.
US T NOTE - 3.125% - 05/15/201	197,439.	203,450.
US OBLIGATIONS TOTAL	<u>407,009.</u>	<u>411,949.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ADOBE SYSTEMS, INC	7,140.	9,989.
AETNA INC	4,396.	19,482.
ALLERGAN PLC	19,348.	12,105.
ALLIANCE DATA SYSTEM CORP	1,749.	7,858.
ALPHABET INC CL A	3,175.	11,587.
ALPHABET INC CL C	19,941.	36,624.
AMAZON COM	17,332.	42,101.
AMERICAN EXPRESS CO	5,759.	8,938.
AMERICAN TOWER REIT INC	16,714.	20,687.
ANADARKO PETROLEUM CORP	8,050.	8,421.
ANGEL OAK MULTI-STRATEGY INCOM	522,329.	521,375.
APPLE INC	9,611.	22,846.
AUTOMATIC DATA PROCESSING INC	9,868.	14,297.
BLACKROCK INC	10,317.	17,980.
BOEING CO	3,446.	13,566.
CAPITAL ONE FINANCIAL CORP	9,233.	12,448.
CHEVRON CORP	6,912.	7,511.
CIGNA	8,125.	11,982.
CISCO SYSTEMS INC	15,785.	23,478.
CITIGROUP INC	17,982.	23,588.
COLGATE-PALMOLIVE COMPANY	8,040.	8,979.
COMCAST CORP	15,080.	22,708.
CVS CAREMARK CORP	6,390.	10,295.
DANAHER CORP	11,616.	20,142.
DOLLAR GENERAL CORP	5,091.	9,487.
DOWDUPONT INC	9,608.	9,543.
EOG RESOURCES INC	10,630.	12,841.
EXPEDIA INC	13,231.	10,540.
EXPRESS SCRIPTS HOLDING CO	10,374.	12,987.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIDELITY NATIONAL INFORMATION		
FISERV INC	3,413.	11,949.
FORTIVE CORPORATION	2,328.	15,211.
HOME DEPOT INC	7,576.	11,287.
HONEYWELL INTL	8,263.	20,659.
INTERCONTINENTAL EXCHANGE, INC	16,882.	19,323.
JOHNSON & JOHNSON	13,709.	14,112.
JP MORGAN CHASE	17,929.	23,194.
KINDER MORGAN INC	9,151.	25,666.
MATTHEWS PACIFIC TIGER FUND I	9,357.	9,577.
MEDTRONIC PLC	237,085.	408,787.
MERCK & CO INC	15,544.	16,312.
MICROSOFT CORP	6,718.	10,916.
NEXTERA ENERGY, INC	14,243.	34,216.
OAKMARK GLOBAL SELECT FUND INS	8,223.	12,183.
OMNICOM GROUP	604,577.	758,149.
ORACLE CORP	7,061.	7,210.
PEPSICO INC	11,557.	19,007.
PIONEER NAT RES CO	12,322.	15,829.
PRAXAIR INC	10,977.	11,235.
PRUDENTIAL FINCL INC	8,829.	14,849.
QUALCOMM INC	12,168.	16,902.
STRYKER CORPORATION	16,943.	17,413.
THERMO FISHER SCIENTIFIC INC	4,764.	14,555.
TJX COMPANIES INC	8,502.	12,722.
TWEEDY BROWNE GLOBAL VALUE FUN	9,719.	11,545.
UNION PACIFIC	1,011,604.	1,117,180.
UNITED TECHNOLOGIES CORP	9,108.	14,483.
UNITEDHEALTH GROUP INC	6,874.	12,629.
	3,322.	24,251.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US BANCORP	12,763.	16,717.
V F CORP	4,206.	9,250.
VERSUS CAPITAL REAL ASSETS FUN	513,100.	515,336.
VIRTUS SEIX FLTG RATE HIGH INC	735,011.	713,122.
VISA INC	18,066.	25,540.
VULCAN VALUE PARTNERS SMALL CA	668,464.	691,056.
WELLS FARGO & CO	13,448.	20,810.
TOTALS	<u>4,881,078.</u>	<u>5,657,567.</u>

FORM 990PF, PART II - CORPORATE BONDSATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AT&T INC GLBL NT - 3.000% - 02	75,204.	75,153.
BERKSHIRE HATHAWAY FIN CORP -	52,318.	50,625.
BLACKROCK INC FR - 3.375% - 06	76,829.	77,751.
CISCO SYSTEMS INC - 3.625% - 0	103,129.	105,347.
COMCAST CORP - 3.600% - 03/01/	76,249.	78,188.
COMCAST CORP BOND - 2.850% - 0	76,178.	75,601.
DEERE JOHN CAP CORP - 2.800% -	20,139.	20,120.
INTEL CORP NOTE - 3.300% - 10/	49,968.	51,852.
PFIZER INC NT - 3.400% - 05/15	100,451.	103,840.
PRAXAIR INC NT - 2.200% - 08/1	45,819.	49,248.
STRYKER CORP - 3.375% - 11/01/	82,333.	81,910.
WAL MART STORES INC - 3.250% -	51,045.	51,513.
TOTALS	<u>809,662.</u>	<u>821,148.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AP ENERGY INFRASTRUCTURE FUND	881,783.	1,365,117.
COUGAR INVESTMENT FUND LLC.	252,127.	311,653.
LIGHTHOUSE DIVERSIFIED FD LTD	750,000.	1,067,526.
MBA INVESTMENT FUND, LLC (GROW	3,438,031.	5,514,725.
MBA INVESTMENT FUND, LLC (VALU	1,024,029.	1,217,429.
MBA INVESTMENTS, LLC (ENDOWMEN	38,268.	46,622.
PINEHURST INSTITUTIONAL LTD	775,000.	794,158.
TOTALS	<u>7,159,238.</u>	<u>10,317,230.</u>

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

Kind of Property		Description				P r o p e r t y	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,085,305.		PUBLICLY-TRADED SECURITIES 1,564,865.					520,440.	
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)					57,452.	
		CAPITAL GAIN ON FINAL DIST. - PRISMA SPE				P	04/28/2017 147.	12/14/2017
569,519.		PRISMA SPECTRUM FUND LTD. 500,000.				P	02/25/2011 69,519.	04/28/2017
TOTAL GAIN (LOSS)							<u>647,558.</u>	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DAVID R GRAHAM FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE	0.	0.	0.
LAUREL A GRAHAM FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	EXECUTIVE VP, TRUSTEE	0.	0.	0.
ROBERT H GRAHAM FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	PRES, TREAS, TRUSTEE 1.00	0.	0.	0.
SPENCER R GRAHAM FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE	0.	0.	0.
WHITNEY G MIXON FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE	0.	0.	0.
MARGARET WORDEN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	EXECUTIVE DIR, SEC 20.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
FOUNDATION SOURCE 55 WALLS DRIVE, 3RD FL FAIRFIELD, CT 06824	ADMINISTRATIVE	69,225.
TOTAL COMPENSATION		<u>69,225.</u>

ATTACHMENT 11

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

LAUREL A GRAHAM
ROBERT H GRAHAM

ATTACHMENT 12

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

FSREQUESTS.COM/TAPEATS

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

FSREQUESTS.COM/TAPEATS

990PF, PART XV - SUBMISSION DEADLINES

FSREQUESTS.COM/TAPEATS

ATTACHMENT 15

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

FSREQUESTS.COM/TAPEATS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
BAYOU PRESERVATION ASSOCIATION INC 7305 NAVAGATION BLVD STE A HOUSTON, TX 77011	N/A PC		GENERAL & UNRESTRICTED	2,500
BOS PLACE 10050 BUFFALO SPEEDWAY HOUSTON, TX 77054	N/A PC		GENERAL OPERATING SUPPORT	10,000
BRIARWOOD-BROOKWOOD INC 1752 FM 1489 BROOKSHIRE, TX 77423	N/A PC		HURRICANE HARVEY RELIEF - GREENHOUSE REPAIR PROJECT	10,000
BUFFALO BAYOU PARTNERSHIP 1019 COMMERCE ST STE 200 HOUSTON, TX 77002	N/A PC		GENERAL & UNRESTRICTED	10,000
CAMP ARANZAZU INC 5420 FM 1781 ROCKPORT, TX 78382	N/A PC		GENERAL & UNRESTRICTED	2,500
CAMP ARANZAZU INC 5420 FM 1781 ROCKPORT, TX 78382	N/A PC		EFFORTS TO REBUILD AFTER HURRICANE HARVEY	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CAMP FOR ALL FOUNDATION 10500 NW FWY STE 220 HOUSTON, TX 77092	N/A PC	CAMP FOR ALL EQUESTRIAN PROGRAM	5,000
CASA DE ESPERANZA DE LOS NINOS INCORPORATED PO BOX 66581 HOUSTON, TX 77266	N/A PC	RESIDENTIAL PROGRAM	5,000
CHILDRENS MUSEUM INC 1500 BINZ ST HOUSTON, TX 77004	N/A PC	CHILDREN'S MUSEUM OF HOUSTON - TO FUND FREE ADMISSIONS FOR LOW-INCOME FAMILIES AND FLOOD VICTIMS	10,000
CHINQUAPIN PREPARATORY SCHOOL 2615 E WALLISVILLE RD HIGHLANDS, TX 77562	N/A PC	CHINQUAPIN PREPARATORY SCHOOL OPERATING FUNDS	10,000
COLLABORATIVE FOR CHILDREN 1111 N LOOP W STE 600 HOUSTON, TX 77008	N/A PC	GENERAL & UNRESTRICTED	10,000
CRISTO REY JESUIT HIGH SCHOOL OF HOUSTON INC 6700 MOUNT CARMEL ST HOUSTON, TX 77087	N/A PC	GENERAL & UNRESTRICTED	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
DEFY VENTURES INC 5 PENN PLZ, 19TH FLR NEW YORK, NY 10001	N/A	PC	GENERAL & UNRESTRICTED	10,000
DOG TAG BREWING FOUNDATION PO BOX 4094 BOZEMAN, MT 59772	N/A	PC	GENERAL & UNRESTRICTED	3,750
DRESS FOR SUCCESS HOUSTON 3310 EASTSIDE ST HOUSTON, TX 77098	N/A	PC	THUMBS UP INVENTORY PROJECT	5,000
FOUNDATION FOR TEEN HEALTH 2726 BISSONNET ST STE 240 # 168 HOUSTON, TX 77005	N/A	PC	GENERAL & UNRESTRICTED	5,000
GEORGETOWN PROJECT PO BOX 957 GEORGETOWN, TX 78627	N/A	PC	GENERAL & UNRESTRICTED	12,500
GREATER HOUSTON COMMUNITY FOUNDATION 5120 WOODWAY DR STE 6000 HOUSTON, TX 77056	N/A	PC	HURRICANE HARVEY RELIEF FUND	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
HEIFER INTERNATIONAL FOUNDATION 1 WORLD AVE LITTLE ROCK, AR 72202	N/A PC		GENERAL & UNRESTRICTED	12,500
HOUSTON ARBORETUM & NATURE CENTER 4501 WOODWAY DR HOUSTON, TX 77024	N/A PC		OPERATING SUPPORT	2,500
HOUSTON FOOD BANK 535 PORTWALL ST HOUSTON, TX 77029	N/A PC		GENERAL & UNRESTRICTED	22,500
HOUSTON HABITAT FOR HUMANITY INC 3750 N MCCARTY ST HOUSTON, TX 77029	N/A PC		HURRICANE HARVEY RELIEF EFFORTS	12,500
HOUSTON PARKS BOARD 300 N POST OAK LN HOUSTON, TX 77024	N/A PC		OPERATIONS SUPPORT	5,000
HOUSTON PETS ALIVE 3619 BEACON HILL DR PEARLAND, TX 77584	N/A PC		GENERAL & UNRESTRICTED	12,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	TO	FROM			
HOUSTON SOCIETY FOR THE PREVENTION OF CRUELTY TO A 900 PORTWAY DR HOUSTON, TX 77024	N/A	PC		GENERAL & UNRESTRICTED	15,000
HOUSTON WILDERNESS INC 550 WESTCOTT ST , STE 305 HOUSTON, TX 77007	N/A	PC		OPERATIONS IN SUPPORT OF HOUSTON WILDERNESS' SLATE OF INITIATIVES	2,500
HOUSTON ZOO INC 1513 CAMBRIDGE ST HOUSTON, TX 77030	N/A	PC		GIANT ARMADILLO PROJECT	20,000
HOUSTON ZOO INC 1513 CAMBRIDGE ST HOUSTON, TX 77030	N/A	PC		CHARITABLE EVENT	10,000
KIDS MEALS INC 330 GARDEN OAKS BLVD HOUSTON, TX 77018	N/A	PC		GENERAL & UNRESTRICTED	2,500
KIPP INC 10711 KIPP WAY DR HOUSTON, TX 77099	N/A	PC		KIPP THROUGH COLLEGE PROGRAM	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARBRIDGE FOUNDATION INC PO BOX 2250 MANCHACA, TX 78652	N/A PC	TO PURCHASE EQUIPMENT OR MATERIALS NEEDED TO IMPROVE ACCESSIBILITY AND INDEPENDENCE FOR RESIDENTS WITH PHYSICAL DISABILITIES AT THE VILLA	10,000
MEDICAL BRIDGES INC 2706 MAGNET ST HOUSTON, TX 77054	N/A PC	GENERAL & UNRESTRICTED	10,000
MERCURY ONE INC 350 E ROYAL LN STE 119 IRVING, TX 75039	N/A PC	THE NAZARENE FUND	15,000
MGVP INC 1876 MANSION HOUSE DR BALTIMORE, MD 21217	N/A PC	GORILLA DOCTORS PROJECT	15,000
MONTANA LAND RELIANCE PO BOX 355 HELENA, MT 59624	N/A PC	REINTS RANCH PROJECT	5,000
MOUNTAINS AND PLAINS INSTITUTE FOR LIFELONG LEARNI 155 W HARVARD ST STE 202 FORT COLLINS, CO 80525	N/A PC	GENERAL & UNRESTRICTED	7,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NORAS GIFT FOUNDATION INC 8300 EL RIO ST HOUSTON, TX 77054	N/A PC	GENERAL & UNRESTRICTED	5,000
PANTHERA CORPORATION 8 W 40TH ST 18TH FL NEW YORK, NY 10018	N/A PC	PUMA CONSERVATION - A NORTH-SOUTH APPROACH PROJECT	10,000
PARKS AND WILDLIFE FOUNDATION OF TEXAS INC 2914 SWISS AVE DALLAS, TX 75204	N/A SO I	GENERAL & UNRESTRICTED	5,000
PATHWAYS FOR LITTLE FEET 9 GREENWAY PLZ STE 3150 HOUSTON, TX 77046	N/A PC	PATHWAYS PERPETUAL FAMILY FUND AND THE INSTITUTE FOR POST-ADOPTIVE CARE	5,000
PATRIOT PAWS SERVICE DOGS 254 RANCH TRL ROCKWALL, TX 75032	N/A PC	GENERAL & UNRESTRICTED	5,000
PEREGRINE FUND INC 5668 W FLYING HAWK LN BOISE, ID 83709	N/A PC	TO REPLACE APLOMADO FALCON NEST STRUCTURES THAT WERE DESTROYED BY HURRICANE HARVEY	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
POSITIVE COACHING ALLIANCE 1001 N RENGSTORFF AVE STE 100 MOUNTAIN VIEW, CA 94043	N/A PC		HOUSTON DIVISION	10,000
POSITIVE COACHING ALLIANCE 1001 N RENGSTORFF AVE STE 100 MOUNTAIN VIEW, CA 94043	N/A PC		PCA - CENTRAL TEXAS DIVISION	10,000
PRISON ENTREPRENEURSHIP PROGRAM 4140 DIRECTORS ROW STE B HOUSTON, TX 77092	N/A PC		GENERAL & UNRESTRICTED	20,000
PRO-VISION INC 4590 WILMINGTON ST HOUSTON, TX 77051	N/A PC		CORE PROGRAMS	10,000
PROJECT GRAD HOUSTON 3000 RICHMOND AVE STE 400 HOUSTON, TX 77098	N/A PC		GENERAL & UNRESTRICTED	2,500
PTSD FOUNDATION OF AMERICA 9724 DERRINGTON RD HOUSTON, TX 77064	N/A PC		CAMP HOPE	7,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RANCH HANDS RESCUE 8827 HWY 377 S ARGYLE, TX 76226	N/A PC	GENERAL & UNRESTRICTED	20,000
SMALL STEPS NURTURING CENTER 1709 DEPELCHIN ST HOUSTON, TX 77007	N/A PC	NUTRITION PROGRAM	10,000
SPARK PO BOX 1562 HOUSTON, TX 77251	N/A PC	PARK CONSTRUCTION SPARK PARKS PROJECT	2,500
ST JOHNS SCHOOL 2401 CLAREMONT LN HOUSTON, TX 77019	N/A PC	BREAKTHROUGH HOUSTON OPERATING SUPPORT	10,000
STUDENT CONSERVATION ASSOCIATION INC PO BOX 550 CHARLESTOWN, NH 03603	N/A PC	SCA PROGRAMS IN HOUSTON AND MONTANA	5,000
SUNSHINE KIDS FOUNDATION 2814 VIRGINIA ST HOUSTON, TX 77098	N/A PC	SUNSHINE KIDS TEEN LAKE ESCAPE PROGRAM	2,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
TEACH FOR AMERICA INC 25 BROADWAY, 12TH FL NEW YORK, NY 10004	N/A	PC	TEACHER RECRUITMENT & DEVELOPMENT PROGRAM	20,000
TEAM RUBICON 6171 CENTURY BLVD STE 310 LOS ANGELES, CA 90045	N/A	PC	GENERAL & UNRESTRICTED	5,000
TEAM RUBICON 6171 CENTURY BLVD STE 310 LOS ANGELES, CA 90045	N/A	PC	HURRICANE HARVEY RELIEF EFFORTS	15,000
TEXAS CHILDRENS HOSPITAL 1919 S BRAESWOOD BLVD STE 5214 HOUSTON, TX 77030	N/A	PC	TEXAS CHILDREN'S CANCER CENTER	10,000
THE MONARCH SCHOOL INC 2815 ROSEFIELD DR HOUSTON, TX 77080	N/A	PC	GENERAL & UNRESTRICTED	5,000
THE UNIVERSITY OF TEXAS AT AUSTIN PO BOX 7458 AUSTIN, TX 78713	N/A	GOV	LANDMARKS PROGRAM, VISUAL ARTS CENTER AND CENTER OF ARTS AND ENTERTAINMENT TECHNOLOGY AT THE COLLEGE OF FINE ARTS	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
W OSCAR NEUHAUS MEMORIAL FOUNDATION 4433 BISSONNET ST BELLAIRE, TX 77401	N/A PC	GENERAL & UNRESTRICTED	5,000
WARRIORS & QUIET WATERS FOUNDATION 351 EVERGREEN DR STE A BOZEMAN, MT 59715	N/A PC	GENERAL & UNRESTRICTED	5,000
WILD SKIES RAPTOR CENTER PO BOX 3676 MISSOULA, MT 59806	N/A PC	GENERAL & UNRESTRICTED	7,500
WILDLIFE CONSERVATION NETWORK INC 209 MISSISSIPPI ST SAN FRANCISCO, CA 94107	N/A PC	CHEETAH CONSERVATION BOTSWANA, ELEPHANT CRISIS FUND, ETHIOPIAN WOLF CONSERVATION PROGRAM, PAINTED DOG CONSERVATION, NIASSA LION PROJECT, SNOW LEOPARD CONSERVANCY, TIGRIS FOUNDATION	110,000
WOODS PROJECT INC 2700 SW FREEWAY STE A HOUSTON, TX 77098	N/A PC	GENERAL & UNRESTRICTED	10,000
YELLOWSTONE FOREVER PO BOX 117 YELLOWSTONE NATL PARK, WY 82190	N/A PC	GOLDEN EAGLE MONITORING PROJECT AND TRUMPETER SWAN RESEARCH PROJECT	30,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSYES PREP PUBLIC SCHOOLS INC
5515 S LOOP E STE B
HOUSTON, TX 77033PURPOSE OF GRANT OR CONTRIBUTION

REDEFINE POSSIBLE CAMPAIGN

AMOUNT

10,000

TOTAL CONTRIBUTIONS PAID

723,250

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 17

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	RELATED OR EXEMPT FUNCTION INCOME	
				AMOUNT	
K-1 INC/LOSS	525990	-19,076.	14	123,985.	
FEDERAL TAX REFUND			01	6,920.	
CLASS ACTION LAWSUIT PROCEEDS			01	102.	
TOTALS		-19,076.		131,007.	