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2018

OMB No 1545-0052

Return of Private Foundation

Form 990-PF

Department of the Treasury

Internal Revenue Service

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 <u>www.irs.gov/Form990PF</u> for instructions and the latest information.

Open to Public Inspection

or	caler	ndar year 2018, or tax year beginning 01-01-20	18 , aı	nd er	nding 12-31-	2018		
		Indation			A Employer id	entıfıcatıon numbe	•	
		CHARITABLE FOUNDATION INC		75-2874187				
		I street (or P O box number if mail is not delivered to street address) T TEXAS SUITE 945	Room/suite		B Telephone nu	mber (see instruction	is)	
(432) 683-7700								
		, state or province, country, and ZIP or foreign postal code X 79701			C If exemption	application is pending	g, check here	
G Ch	neck al	I that apply Initial return Initial return of a	former public charity		D 1. Foreign or	ganızatıons, check he	re _	
		☐ Final return ☐ Amended return				ganizations meeting		
		Address change Name change			test, chec	k here and attach cor	nputation 🕨 📙	
1 Ch	eck ty	pe of organization Section 501(c)(3) exempt private i	oundation			undation status was t n 507(b)(1)(A), chec		
	Section	1 4947(a)(1) nonexempt charitable trust	private foundation					
			☑ Cash ☐ Accru	al		ation is in a 60-month		
		rom Part II, col (c), ▶\$ 7,476,304	be on cash basıs)		under section	n 507(b)(1)(B), chec	k here	
Pa	rt I	Analysis of Revenue and Expenses (The total		<u> </u>			(d) Disbursements	
		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	(ь)	Net investment income	(c) Adjusted net income	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	8,139		8,139			
	4	Dividends and interest from securities	39,657		39,657			
	5a	Gross rents						
	b	Net rental income or (loss)						
χ	6a	Net gain or (loss) from sale of assets not on line 10	28,041					
Revenue	ь 7	Gross sales price for all assets on line 6a 582,696 Capital gain net income (from Part IV, line 2)			28,041			
~	8	Net short-term capital gain			20,011	48,233		
	9	Income modifications				,		
	10a	Gross sales less returns and allowances						
	b	Less Cost of goods sold						
	С	Gross profit or (loss) (attach schedule)						
	11	Other income (attach schedule)	12,781		12,781			
	12	Total. Add lines 1 through 11	88,618		88,618	48,233		
	13	Compensation of officers, directors, trustees, etc						
	14	Other employee salaries and wages						
6S	15	Pension plans, employee benefits						
SLI	16a	Legal fees (attach schedule)						
ž	b	Accounting fees (attach schedule)						
e F	С	Other professional fees (attach schedule)	31,138		31,138			
}	17	Interest						
Stre	18	Taxes (attach schedule) (see instructions)	37,619		1 54			
Operating and Administrative Expenses	19	Depreciation (attach schedule) and depletion						
Ę	20	Occupancy						
υ υ	21	Travel, conferences, and meetings						
E	22	Printing and publications						
E E	23	Other expenses (attach schedule)	40					
rat	24	Total operating and administrative expenses.						
<u>g</u>		Add lines 13 through 23	68,797		31,292		1	
ر	25	Contributions, gifts, grants paid	419,000				419,00	
	26	Total expenses and disbursements. Add lines 24 and 25	487,797		31,292		419,00	
	27	Subtract line 26 from line 12						
	a	Excess of revenue over expenses and disbursements	-399,179					
	ь	Net investment income (If negative, enter -0-)	333,273		57,326			
	С	Adjusted net income (If negative, enter -0-)				48,233		
_								

7,587,559

10,000

7,577,559

7,587,559

7,587,559

7,274,693

10,000

7,264,693

7,274,693

7,274,693

7,587,559

-399,179

106,540

20,227

7,294,920

7,274,693

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493,628

5.932.839

7,476,304

	_			
		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)		
sets		Less allowance for doubtful accounts ▶	199,055	
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
As	10a	Investments—U S and state government obligations (attach schedule)		
	b	Investments—corporate stock (attach schedule)		
	С	Investments—corporate bonds (attach schedule)	418,802	491,099
	11	Investments—land, buildings, and equipment basis ▶		
		Less accumulated depreciation (attach schedule) ▶		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	3,769,242	5,733,757
	14	Land, buildings, and equipment basis ▶		

Less accumulated depreciation (attach schedule) ▶

Total assets (to be completed by all filers—see the

Foundations that follow SFAS 117, check here ▶

and complete lines 24 through 26 and lines 30 and 31.

Foundations that do not follow SFAS 117, check here

Paid-in or capital surplus, or land, bldg, and equipment fund

Capital stock, trust principal, or current funds

Retained earnings, accumulated income, endowment, or other funds

Total net assets or fund balances (see instructions)

Total liabilities and net assets/fund balances (see instructions) .

Analysis of Changes in Net Assets or Fund Balances

Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-

Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30

Loans from officers, directors, trustees, and other disqualified persons

Mortgages and other notes payable (attach schedule).

Total liabilities(add lines 17 through 22)

Other assets (describe ▶ _

Other liabilities (describe -_

Grants payable

Unrestricted

Temporarily restricted

Permanently restricted

and complete lines 27 through 31.

of-year figure reported on prior year's return)

Add lines 1, 2, and 3

Decreases not included in line 2 (itemize) ▶

Other increases not included in line 2 (itemize)

Enter amount from Part I, line 27a

instructions Also, see page 1, item I)

Accounts payable and accrued expenses .

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Part III

2

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Liabilities

Net Assets or Fund Balances

Page **3**

	e the kınd(s) of property sold (e g , irehouse, or common stock, 200 sh		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1aSee Additional Data Table	e				
b					
С					
d					
e					
	(f)		(g)	(h)
(e) Gross sales price	Depreciation allowed (or allowable)	Cost or	other basis ense of sale	Gain o	r (loss)) minus (g)
a See Additional Data Table	e				
b					
c					
d					
e					
Complete only for assets	showing gain in column (h) and ow	ned by the foundation	on 12/31/69	(I)
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	Excess	(k) of col (ı) (լ), ıf any	Gains (Col (col (k), but not	h) gain minus less than -0-) or om col (h))
a See Additional Data Table		0721 231	()), ii aii,		
b	-				
С					
 e					
If gain, also enter in Pa in Part I, line 8 Part V Qualification L	gain or (loss) as defined in sections rt I, line 8, column (c) (see instructions or column). Juder Section 4940(e) for Regrivate foundations subject to the se	educed Tax on Net	Investment In		28,041 48,233
f "Yes," the foundation does no	e section 4942 tax on the distributa ot qualify under section 4940(e) Do	not complete this part	· 		es No
	nount in each column for each year,	see instructions before	making any entrie:	(d)	
(a) Base period years Calendar year (or tax year beginning in) 2017	(b) Adjusted qualifying distributions	(c) Net value of noncharitab	le-use assets	Distribution rati (col (b) divided by c	
2016					
2015					
2014					
2013					
2 Total of line 1, column (d)		2		
 3 Average distribution ration number of years the four 4 Enter the net value of no 5 Multiply line 4 by line 3 6 Enter 1% of net investme 7 Add lines 5 and 6 	o for the 5-year base period—divide idation has been in existence if less ncharitable-use assets for 2018 from	than 5 years			
	ons from Part XII, line 4 ,			 	e the Dart \/T
If line 8 is equal to or gre instructions	eater than line 7, check the box in P	art vI, line 1b, and com	ipiete that part usin	ig a 1% tax rate. Se	e tne Part VI
mos accord				Fc	orm 990-PF (2018)

Page **6**

5a	During the year did the foundation	pay o	r incur any amount to						Yes	No
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?									
	(2) Influence the outcome of any specific public election (see section 4955), or to carry									
	on, directly or indirectly, any voter registration drive?									
	(3) Provide a grant to an individual for travel, study, or other similar purposes?									
	(4) Provide a grant to an organization other than a charitable, etc , organization described									
	in section 4945(d)(4)(A)? See ii	nstrud	tions			☐ Yes	✓ 1	No O		
	(5) Provide for any purpose other t	han r	eligious, charitable, scien	tific, literary, or				-		
	educational purposes, or for the	prev	ention of cruelty to childr	ren or anımals?		☐ Yes	✓ r	No.		
b	If any answer is "Yes" to $5a(1)-(5)$,	dıd a	iny of the transactions fa	all to qualify under the ex	ceptions desc			.		
	Regulations section 53 4945 or in a	curre	nt notice regarding disas	ter assistance? See instr	uctions			5b		No
	Organizations relying on a current r	otice	regarding disaster assist	ance check here		▶				
C	If the answer is "Yes" to question 5	a(4),	does the foundation clain	n exemption from the						
	tax because it maintained expenditi	ıre re	sponsibility for the grant	[?]		Yes	✓ 1	No O		
	If "Yes," attach the statement requi	red b	y Regulations section 53	4945-5(d)				-		
6 a	Did the foundation, during the year	, rece	ive any funds, directly or	ındırectly, to pay premit	ıms on					
	a personal benefit contract?					□ ves	✓ r	v.		
b	Did the foundation, during the year	, pay	premiums, directly or ind	lirectly, on a personal be	nefit contract?			1 0 6b		No
	If "Yes" to 6b, file Form 8870									
7a	At any time during the tax year, wa	s the	foundation a party to a p	prohibited tax shelter trai	nsaction?	□ ves	✓ 1	v.		
b	If yes, did the foundation receive ar	ny pro	ceeds or have any net in	come attributable to the	transaction?			1 0 7b		No
8	Is the foundation subject to the sec	tion 4	960 tax on payment(s) o	of more than \$1,000,000	ın remuneratı	on or				
	excess parachute payment during t	he ye	ar ⁹			□ voc	✓ 1	<u>ــا</u> م		
	Information About (Offic	ers. Directors. Trust	tees. Foundation Ma	nagers, Hi				S.	
Pa	and Contractors		,,	,		,,		, ,	-,	
1	List all officers, directors, truste	es. fo	undation managers ar	nd their compensation	See instruct	ions				
	<u> </u>		b) Title, and average	(c) Compensation (If	(d) Contr		to	(-) F		
	(a) Name and address	`	hours per week	not paid, enter	employee be	nefit plan:	s and	(e) Expe	ense aco allowan	
		_	devoted to position	-0-)	deferred co	mpensat	ion	- Cirici		
	ARD T MCMILLAN	Pres/ 0 00	DIR	0						
	/ TEXAS SUITE 945 AND, TX 79701									
	ATE MCMILLAN	Direc	tor	0						
500 V	/ TEXAS SUITE 945	0 00								
MIDL	AND, TX 79701									
	IN E MCMILLAN GILLESPIE	Direc 0 00	tor	0						
	/ TEXAS SUITE 945 AND, TX 79701									
2		id en	nplovees (other than t	l hose included on line 1	l L−see instru	ctions).	If none	e, enter	"NONE	."
					(d) Cont			-,		-
(a)	Name and address of each employee	paid	(b) Title, and average hours per week	(c) Compensation	employe	ee benefit	t ((e) Expe		-
	more than \$50,000		devoted to position	(c) compensation		d deferre	d	other a	llowand	ces
NON	<u> </u>				Соттре	ensation				
NON	-									
Tota	I number of other employees paid ov	er \$5	0,000			. ▶				
	. , ,		·					Form 9		

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Part VIII Information About Officers, Directors, Trustees, and Contractors (continued)	Foundation Managers, Highly P	aid Employees,
3 Five highest-paid independent contractors for professional service	es (see instructions). If none, ente	r "NONE".
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		•
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include released organizations and other beneficiaries served, conferences convened, research papers produced to the conference of the conferen		er of Expenses
1		
2		
3		
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	ne tax year on lines 1 and 2	Amount
1		
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		•
Total Add Inles I tillough 5		Form 990-PF (2018)
		FOLIN 330-FF (2018)

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for

Amounts set aside for specific charitable projects that satisfy the

the section 4940(e) reduction of tax in those years

Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

3

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3a 3h

4

5

419,000

419,000

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6 Enter the net total of each column as

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 2013 not applied on line 5 or line 7 (see instructions) . . .

9 Excess distributions carryover to 2019.

10 Analysis of line 9

a Excess from 2014. . . **b** Excess from 2015. . c Excess from 2016. . . . d Excess from 2017. . . e Excess from 2018. . .

Subtract lines 7 and 8 from line 6a

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 e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions f Undistributed income for 2018 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019

indicated below:

358,756

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Page 9 Part XIII Undistributed Income (see instructions) (a) (b) (c) (d) Years prior to 2017 2017 2018 Corpus Distributable amount for 2018 from Part XI, line 7 409,899

2 Undistributed income, if any, as of the end of 2018 367,857 a Enter amount for 2017 only. **b** Total for prior years Excess distributions carryover, if any, to 2018 a From 2013.

b From 2014. c From 2015. . . . d From 2016. e From 2017.

f Total of lines 3a through e. 4 Qualifying distributions for 2018 from Part

XII, line 4 🕨 \$ a Applied to 2017, but not more than line 2a 367,857

b Applied to undistributed income of prior years (Election required—see instructions). c Treated as distributions out of corpus (Election

51,143 **d** Applied to 2018 distributable amount. e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))



m 990-PF art XVI		Activities		ı		Page 1
er gross	amounts unless otherwise indicated	Unrelated bu	siness income	Excluded by section	512, 513, or 514	(e) Related or exemp
Program	service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	function income (See instructions
	nd contracts from government agencies ship dues and assessments.	 				
	on savings and temporary cash					
nvestm				14	8,139	
Dividend	ls and interest from securities			14	39,657	
	al income or (loss) from real estate					
	nanced property.					
	bt-financed property					
Net rent	al income or (loss) from personal property					
	vestment income					
	(loss) from sales of assets other than					
nventor	·					28,04
	me or (loss) from special events					
	ofit or (loss) from sales of inventory					
Other re						
	M PASS-THROUGHS				12,781	
		-				
		-				
- با با با با	M d d = = 1, / d \ = d / - \	-			60 577	20.04
Total A	d Add columns (b), (d), and (e)			10	60,577 3	28,04 88,61
(See wo	ksheet in line 13 instructions to verify calcu	lations)			,	00,01
	B Relationship of Activities to th		ment of Exem	pt Purposes		
e No. ▼	Explain below how each activity for which the accomplishment of the foundation's ex	income is reporte cempt purposes (c	d in column (e) o other than by pro	of Part XVI-A contributividing funds for such	ted importantly to purposes) (See	
	instructions)					
\longrightarrow						

•	,
VVTT	Information Regarding Transfers To and Transactions and Relationships With Noncharitable
rt XVII	Exempt Organizations

Pa	rt XVI		formation R empt Organ		rans	ters To a	and Transact	tions	and	Relatio	nships With Noi	ncharit	able		
		rganızatı	on directly or i	ndırectly enga			following with 527, relating to				n described in secti	on 501		Yes	No
•	, ,		, ,,	, -	•		empt organizati		cai oig	amzadon	J	ŀ			
		:h										.	1a(1)		No
	-	er assets										1	1a(2)		No
b 0	b Other transactions											l	, ,		
(1) Sale	es of asse	ts to a noncha	rıtable exemp	t orga	nization.						[1b(1)		No
(2) Purc	chases of	assets from a	noncharitable	exem	npt organiz	zation					[1b(2)		No
(3) Rent	tal of fac	ılıtıes, equipme	ent, or other a	ssets.								1 b(3)		No
•	-		_									ŀ	1 b(4)		No
												ŀ	1b(5)		No
•	•					-	icitations					ŀ	1b(6)		No
	-			-		-							1c		No
											ways show the fair r d less than fair mar				
											ts, or services recei				
(a) ∐	ıne No	(b) An	nount involved	(c) Name of	nonch	arıtable exe	mpt organization	1 4	(d) Des	cription of	transfers, transactions	and shar	ına arrai	ngement	ts
(4)	110 110	(2)	ioune involved	(c) name or	Honen	arreadic exc	inpe organization	<u> </u>	(4) 500	cription or	transfers, transactions	, una snar	ing arrai	igenien	
2a I	the for	ındatıon	directly or indi	rectly affiliated	l with	or relate	d to, one or mo	re tax	r-evem	int organi	zations				
			•	•		•	in section 527?					es 🔽	No		
			the following		1 301((0)(0)) 01 1	in section 527	• •				C3 <u>L</u>	1110		
D 11	163,	•	ame of organizat			(1	b) Type of organiz	ation		I	(c) Description	of relatio	nship		
		. ,				,					• • • • • • • • • • • • • • • • • • • •				
	1	4		7 d. d. d. d.											
	of r	my know		ef, it is true, co							ng schedules and st than taxpayer) is ba				
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Her	e L	*****					2019-11-15		_ \ ^	*****		return with th	e prepai	ar show	ın
		<u> </u>	6 . 66				D-+-		- y -	F.A.I.		below	е ргери	CI SIION	""
		Signatu	re of officer or	trustee			Date		l	Γıtle		(see ın	str)? 🖣	Z γes [□No
		Drint	Type preparer	's name	Dran	arer's Sıgr	nature					PTIN			
		111110	. The breharer	3 Haine	i i eb	arer a argi	iacui e	ا	ate		Check if self-		D04==	04.5	
			Fodd Bright								employed ▶ 🗌		P01251	U13	
Pai	d	١	roda Brigint												
Pre	pare	r Firm's	name ▶ BRI	GHT & BRIGH	T LLP						1	F	N 5 75	10453	45
Use	Only	y										Fırm's EI	.N ►/5	10452	45
		Firm's	address ► 5	944 LUTHER L	N ST	E 600									
				ALLAS, TX 7	52255	918						Phone no	(214)	363-0	0211

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, (c) (d) (b) How acquired (a) 2-story brick warehouse, or common stock, 200 shs MLC Co) Date acquired Date sold P—Purchase (mo, day, yr) (mo, day, yr) D-Donation Р 2015-07-17 2018-02-01 100,000 AT&T INC GLOBAL NTS 100,000 MCDONALDS CORP MEDIUM TERM NTS Ρ 2015-07-22 2018-03-01 CAPITAL GAIN DISTIBUTIONS Р 2012-12-31 2018-12-31 195 CA INC Р 2018-01-12 2018-07-12 225 CHEVRON CORPORATION Ρ 2018-01-12 2018-04-30 Ρ 84 CISCO SYSTEMS INC 2018-01-12 2018-03-05 Ρ 105 INTEL CORPORATION 2018-01-12 2018-03-05 Р 64 MARATHON OIL CORP 2018-01-12 2018-05-11 11 NORTHROP GRUMMAN CO Ρ 2018-01-12 2018-03-05 17 RAYTHEON COMPANY Р 2018-01-12 2018-03-05 Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h (e) Gross sales price Depreciation allowed Cost or other basis Gain or (loss) (f) (or allowable) (g) plus expense of sale (h) (e) plus (f) minus (g) 108,980 100,000 -8,980 100,000 109,160 -9,160 106 106 8.561 6.624 1,937 28,573 29,972 -1,3993,731 3,411 320 5,139 4,525 614 1,350 1,201 149 3,744 3,464 280 3.351 3,631 280 Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 Gains (Col (h) gain minus col (k), but not less than -0-) or (i) F M V as of 12/31/69 Adjusted basis Excess of col (1) **(I)** Losses (from col (h)) (j) as of 12/31/69 (k) over col (j), if any -8,980 -9,160106 1,937 -1,399320 614 149 280 280

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, (c) (d) (b) How acquired (a) 2-story brick warehouse, or common stock, 200 shs MLC Co) Date acquired Date sold P—Purchase (mo, day, yr) (mo, day, yr) D-Donation 68 ADOBE SYSTEMS INC Р 2018-01-12 2018-06-06 111 ADOBE SYSTEMS INC Ρ 2018-01-12 2018-08-29 24 ALIGN TECHNOLOGY INC Р 2018-01-12 2018-07-05 12 ALIGN TECHNOLOGY INC Р 2018-01-12 2018-07-05 24 ALIGN TECHNOLOGY INC Ρ 2018-01-12 2018-10-12 Ρ 355 CELGENE CORP 2018-01-12 2018-01-23 Ρ 76 GARTNER INC 2018-01-12 2018-12-07 Р 124 NIKE INC 2018-01-12 2018-11-14 242 ORACLE CORP Ρ 2018-01-12 2018-08-29 10 PRICELINE GROUP Р 2018-01-12 2018-02-06 Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h (e) Gross sales price Depreciation allowed Cost or other basis Gain or (loss) (f) (or allowable) (g) plus expense of sale (h) (e) plus (f) minus (g) 17,107 13,245 3,862 29,699 21,621 8,078 8,179 6,208 1,971 4,085 3.104 981 7,799 6,208 1,591 37,372 37,703 -331 11,175 9,906 1,269 9,560 8,020 1,540 11,814 11,993 -179 18,413 19,133 -720 Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 Gains (Col (h) gain minus col (k), but not less than -0-) or (i) F M V as of 12/31/69 Adjusted basis Excess of col (1) **(I)** Losses (from col (h)) (j) as of 12/31/69 (k) over col (j), if any 3,862 8,078 1,971 981 1,591 -331 1,269 1,540 -179 -720

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, (d) (b) (c) (a) 2-story brick warehouse, or common stock, 200 shs MLC Co) How acquired Date acquired Date sold P-Purchase (mo, day, yr) (mo, day, yr) D-Donation Р 2018-01-12 2018-11-12 347 STARBUCKS CORP CIGNA CORP 2018-01-12 2018-12-26 1 369 EXPRESS SCRIPTS HLDG XXX Р 2018-01-12 2018-12-24 100,000 ANHEUSER-BUSCH INBEV Р 2016-12-20 2018-04-23 690 CA INC Ρ 2018-01-12 2018-11-05 Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h (e) Gross sales price Depreciation allowed Cost or other basis Gain or (loss) (or allowable) (q) plus expense of sale (h) (e) plus (f) minus (g) (f) 23,815 20,956 2,859 149 272 -12317.989 17.989 100,000 102,158 -2,158 30.705 23,440 7,265 Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 Gains (Col (h) gain minus col (k), but not less than -0-) or (i) F M V as of 12/31/69 Adjusted basis Excess of col (1) Losses (from col (h)) **(I)** (j) as of 12/31/69 (k) over col (j), if any 2.859 -123 17,989

-2,158 7,265

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business)

or substantial contributor

a Paid during the year				
MANOR PARK 2208 NORTH LOOP 250 WEST MIDLAND, TX 79707	NONE	N/A	ALZHEIMER'S UNIT	10,000

MIDLAND MONTESSORI HOUSE 1011 AUSTIN STREET MIDLAND, TX 79703	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	5,000
HILL CREET SCHOOL	NONE	NI/A	CENERAL CURRORT	30,000

1011 AUSTIN STREET MIDLAND, TX 79703			CONTRIBUTION	•
HILLCREST SCHOOL 3520 NORTH A STREET BLDG C MIDLAND. TX 79705	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	20,00

MIDLAND, TX 79703				
HILLCREST SCHOOL 3520 NORTH A STREET BLDG C MIDLAND, TX 79705	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	20,000
Total			▶ 3a	419,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment Recipient Purpose of grant or If recipient is an individual, Foundation Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business) or substantial contributor a Paid during the year CASA DE AMIGOS NONE N/A YOUTH EDUCATION PROGRAMS 25,000 1101 EAST GARDEN LANE

MIDLAND, TX 79701				
PERMIAN BASIN AREA FOUNDATION 3312 ANDREWS HIGHWAY MIDLAND, TX 79703	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	30,000
HOSPICE MIDLANDRO BOX 2621	NONE	N/A	GENERAL SURPORT	5 000

MIDLAND, TX 79703			
HOSPICE MIDLANDPO BOX 2621 MIDLAND, TX 79701	NONE	 GENERAL SUPPORT CONTRIBUTION	5,000

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to contribution status of any foundation manager recipient

Name and address (home or business)	or substantial contributor	recipiente		
a Paid during the year				
JOHN AUSTIN CHELEY FOUNDATION	NONE	N/A	GENERAL SUPPORT	28,000

1420 OGDEN STREET SUITE 102 DENVER, CO 80218			CONTRIBUTION	
JOHN AUSTIN CHELEY FOUNDATION	NONE	N/A	GENERAL SUPPORT	

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

CO 80218		CONTRIBUTION	
SOCIETY OF LEFLORE COUNTY	NONE	 GENERAL SUPPORT CONTRIBUTION	
OOD. MS 38930		CONTRIBOTION	

HUMANE SOCIETY OF LEFLORE COUNTY 601 IONE GREENWOOD, MS 38930	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	5
LEBONHEUR CHILDREN'S MED CTR	NONE	N/A	GENERAL SUPPORT	2,5

GREENWOOD, MS 38930			CONTRIBOTION	
LEBONHEUR CHILDREN'S MED CTR 50 NORTH DUNLAP MEMPHIS, TN 38103	NONE	N/A	GENERAL SUPPORT CONTRIBUTION - REHAB SERVICES	2,500

500

GREENWOOD, MS 38930				
LEBONHEUR CHILDREN'S MED CTR 50 NORTH DUNLAP MEMPHIS,TN 38103	NONE	N/A	GENERAL SUPPORT CONTRIBUTION - REHAB SERVICES	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business)

or substantial contributor.

a Paid during the year				
UNIV OF MISSISSIPPI FOUNDATION 406 UNIVERSITY AVENUE OXFORD, MS 38655	NONE	N/A	DEPARTMENT OF COMMUNICATION DISORDERS	1,000

OXI OND, 113 38033				
UNIV OF THE SOUTH 735 UNIVERSITY AVENUE SEWANEE, TN 37383	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	6,000
CHURCH OF THE NATIVITY	NONE	N/A	GENERAL SUPPORT	15,000

735 UNIVERSITY AVENUE SEWANEE, TN 37383			CONTRIBUTION	
CHURCH OF THE NATIVITY 400 HOWARD STREET GREENWOOD, MS 38935	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	15,000

SEWANEE, TN 37383			CONTRIBUTION	
CHURCH OF THE NATIVITY 400 HOWARD STREET GREENWOOD, MS 38935	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	15,000
Total			▶ 3a	419,000

Recipient If recipient is an individual, show any relationship to any foundation manager or substantial contributor

a Paid during the year

Recipient Show any relationship to any foundation manager or substantial contributor

Amount Status of recipient recipient Status of recipient status of recipient status of recipient status of recipient recipient status of re

GREENWOOD, MS 38935	NONE	N/A	KINDERGARTEN PROGRAM	1,000
TEXAS PARKS WILDLIFE 2914 SWISS AVENUE DALLAS, TX 75204	NONE	N/A	PRIORITY LAND CONSERVATION ACQUISITIONS PROGRAMS	15,000

2914 SWISS AVENUE DALLAS, TX 75204		•	ACQUISITIONS PROGRAMS	,
ALABAMA COASTAL FOUNDATION PO BOX 1073 MOBILE, AL 36633	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Foundation Purpose of grant or Recipient Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business) or substantial contributor a Paid during the year NOLS SCHOLARSHIPS NONE N/A GENERAL SUPPORT 20,000

254 LINCOLN STREET LANDER, WY 82520			CONTRIBUTION	
MIDLAND COLLEGE FOUNDATION 3600 NORTH GARFIELD	NONE	N/A	CHAPARRAL ENDOWMENT	10,000

3600 NORTH GARFIELD MIDLAND, TX 79705				
SUFFIELD ACADEMYPO BOX 999	NONE	N/A	GENERAL SUPPORT	3,000
CLIEFTELD OF ACADA				

MIDLAND, TX 79705				
SUFFIELD ACADEMYPO BOX 999 SUFFIELD, CT 06078	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	3,000

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business) or substantial contributor a Paid during the year

SEED EFFECTPO BOX 141223 DALLAS, TX 75214	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	30,000
PILLOW ACADEMY	NONE	N/A	GENERAL SUPPORT	5,000

LLOW ACADEMY 9601 HIGHWAY 82 WEST REENWOOD, MS 38930	NONE	N/A	GENERAL SUPPORT CONTRIBUTION
OOK CHILDREN'S HOSPITAL	NONE	N/A	SIT, STAY, AND PLAY PROGRAI

Total .

GREENWOOD, MS 38930			CONTRIBUTION	ı
COOK CHILDREN'S HOSPITAL 801 7TH AVENUE	NONE	N/A	SIT, STAY, AND PLAY PROGRAM	

COOK CHILDREN'S HOSPITAL 801 7TH AVENUE FORT WORTH, TX 76104	NONE	N/A	SIT, STAY, AND PLAY PROGRAM	10,000

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business) or substantial contributor

a Paid during the year				
FORT WORTH ZOO 1989 COLONIAL PARKWAY FORT WORTH, TX 76110	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	6,250

FORT WORTH, TX 76110				
TEXAS STATE HISTORY MUSEUM PO BOX 12456 AUSTIN, TX 78711	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	5,000
MIDLAND MEMORIAL FOUNDATION 400 ROSALIND REDFERN GROVER	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	10,000

Total		> 2-	410.000
MIDLAND MEMORIAL FOUNDATION 400 ROSALIND REDFERN GROVER PARKWAY MIDLAND, TX 79701	NONE	 GENERAL SUPPORT CONTRIBUTION	10,000
TEXAS STATE HISTORY MUSEUM PO BOX 12456 AUSTIN, TX 78711	NONE	 GENERAL SUPPORT CONTRIBUTION	5,000

AUSTIN, TX 78711				
MIDLAND MEMORIAL FOUNDATION 400 ROSALIND REDFERN GROVER PARKWAY MIDLAND, TX 79701	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	10,000
Total			> 3a	419,000

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business)

or substantial contributor

	or substantial contributor			
a Paid during the year				
CAMP BRATTON-GREEN1530 WAY ROAD	NONE	N/A	GENERAL SUPPORT	2,000

CANTON, MS 39046	1.01.2	,	CONTRIBUTION	_,555
ST JUDE CHILDRENS RESEARCH HOSPITAL 262 DANNY THOMAS PLACE	NONE	N/A	IN HONOR OF HELEN MILLER	3,000

ST JUDE CHILDRENS RESEARCH HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE	N/A	IN HONOR OF HELEN MILLER	3,000
ALEXANDER DAWSON SCHOOL 10455 DAWSON DRIVE LAFAYETTE, CO 80026	NONE	N/A	ANNUAL FUND	55,000

HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105				
ALEXANDER DAWSON SCHOOL 10455 DAWSON DRIVE LAFAYETTE, CO 80026	NONE	N/A	ANNUAL FUND	55,000

MEMPHIS, TN 38105				
ALEXANDER DAWSON SCHOOL 10455 DAWSON DRIVE LAFAYETTE, CO 80026	NONE	N/A	ANNUAL FUND	55,000
Total			> 3a	419,000

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business)

or substantial contributor

Total .

a Paid during the year				
UNITED WAY OF LEFLOR COUNTY PO BOX 524 GREENWOOD, MS 38930	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	1,000

TEXAS SCOTTISH RITE HOSPITAL 2222 WELBORN STREET DALLAS, TX 75219	NONE	N/A	CENTER FOR DYSLEXIA	40,000
CITELITITO DA TITO DO SOCIO				

2222 WELBORN STREET DALLAS, TX 75219		,		,
VOICES FOR CHILDREN 6672 GUNPARK DRIVE SUITE 100 BOULDER CO. 80301	NONE	N/A	GENERAL SUPPORT CONTRITUTION	5,000

DALLAS, TX 75219				
VOICES FOR CHILDREN 6672 GUNPARK DRIVE SUITE 100 BOULDER, CO 80301	NONE	l '	GENERAL SUPPORT CONTRITUTION	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution

Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
SAVE MUNY	NONE	N/A	GENERAL SUPPORT	2,500

4315 GUADALUPE STREET SUITE 300 AUSTIN, TX 78751	NONE	N/A	CONTRIBUTION	2,300
FIRST UNITED METHODIST CHURCH DAY S	NONE	N/A	CHILDREN'S MINISTRY	10,000

JS11N, 1X /8/51				
RST UNITED METHODIST CHURCH AY S	NONE	N/A	CHILDREN'S MINISTRY	
00 WEST 5TH STREET DRT WORTH, TX 76102				

ADTRI ACE MICCICCIPPIDO DOV 303	NONE	NI / A	CENEDAL CUDDODT	1 0
800 WEST 5TH STREET FORT WORTH, TX 76102				
DAY S	NONE	N/A	CHILDREN'S MINISTRY	10,00

800 WEST 5TH STREET FORT WORTH, TX 76102				
ARTPLACE MISSISSIPPIPO BOX 303 GREENWOOD, MS 38933	NONE	N/A	GENERAL SUPPORT	1,000

FORT WORTH, TX 76102				
ARTPLACE MISSISSIPPIPO BOX 303 GREENWOOD, MS 38933	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	1,000

ARTPLACE MISSISSIPPIPO BOX 303	NONE	N/A	GENERAL SUPPORT	1,
GREENWOOD, MS 38933			CONTRIBUTION	

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business) or substantial contributor

a Paid during the year				
CAMP THURMAN3001 SARAH DR PANTEGO, TX 76013	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	6,250

1111200,170 70015			CONTINUED TON	
DRT WORTH COUNTRY DAY SCHOOL 200 COUNTRY DAY LN DRT WORTH, TX 76109	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	

Total . .

RIVERTREE ACADEMYPO BOX 101268	NONE	N/A	GENERAL SUPPORT	2 500
FORT WORTH COUNTRY DAY SCHOOL 4200 COUNTRY DAY LN FORT WORTH, TX 76109	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	5,000

FORT WORTH, TX 76109				
RIVERTREE ACADEMYPO BOX 101268 FORT WORTH, TX 76185	NONE	N/A	GENERAL SUPPORT	2,5

FORT WORTH, IX 70109				
RIVERTREE ACADEMYPO BOX 101268 FORT WORTH, TX 76185	NONE	N/A	GENERAL SUPPORT CONTRIBUTION	2,5

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment Recipient If recipient is an individual, Foundation Purpose of grant or Amount contribution show any relationship to status of any foundation manager

recipient

Name and address (home or business)	or substantial contributor	recipione		
a Paid during the year				
HILL COUNTRY CONSERVANCY	NONE	N/A	GENERAL SUPPORT	20,000

ILL COUNTRY CONSERVANCY	NONE	N/A	GENERAL SUPPORT
O BOX 163125			CONTRIBUTION
USTIN, TX 78746			

AUSTIN, TX 78746				
PO BOX 163125			CONTRIBUTION	
HILL COUNTRY CONSERVANCY	NONE	N/A	GENERAL SUPPORT	20

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -		DLN: 934913190	21539
TY 2018 Other Decreases Scho				
Name:	THE L & M CH	ARITABLE FOUNDATION INC		
EIN:	75-2874187			
Software ID:	18007218			
Software Version:	2018v3.1			
Description			Amount	
UNREALIZED LOSS ON WRITE OFF OF INVESTMENT				1,239

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -		DLN	: 93491319021539	
TY 2018 Other Expenses Schedule					
Name:	THE L & M CHA	RITABLE FOUND	ATION INC		
EIN:	75-2874187				
Software ID:	: 18007218				
Software Version:	2018v3.1				
Other Expenses Schedule		,			
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
BANK CHARGES	40				

TY 2018 Other Income Sched	ule			
Name:	THE L & M (CHARITABLE FOUNI	DATION INC	
EIN:	75-2874187	7		
Software ID:	18007218			
Software Version:	2018v3.1			
Other Income Schedule				
Description		Revenue And	Net Investment	Adjusted Net Income

Expenses Per Books

12,781

Income

12,781

DLN: 93491319021539

NI FROM PASS-THROUGHS

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -		DLN: 93491319021539		
TY 2018 Other Increases Schedule					
Name:	THE L & M CH	ARITABLE FOUNDATION INC			
EIN:	75-2874187				
Software ID:	18007218				
Software Version:	2018v3.1				
De	escription		Amount		
NONDIVIDEND DISTRIBUTIONS			7,716		

efile GRAPHIC print - DO NOT PROCE	SS As Filed Data	-	DLN	i: 93491319021539	
TY 2018 Other Professional Fees Schedule					
Name: THE L & M CHARITABLE FOUNDATION INC					
EIN: 75-2874187					
Software ID: 18007218					
Software Version: 2018v3.1					
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
INVESTMENT FEES	31,138	31,138	0	0	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data	-	DI	N: 93491319021539		
TY 2018 Taxes Schedule						
Name:	THE L & M C	HARITABLE FOUNI	DATION INC			
EIN:	EIN: 75-2874187					
Software ID:	Software ID: 18007218					
Software Version: 2018v3.1						
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes		
EXCISE TAX ON 2017 NET INVESTMENT INCOME	18,665					
EXCISE TAX ON 2018 NET INVESTMENT INCOME	18,800					
FOREIGN TAXES WITHHELD FROM DIVIDENDS	154	154				