

For calendar year 2018 or tax year beginning 11/09/18, and ending 12/31/18

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

2949133410608 9

OMB No 1545-0052

2018

Open to Public Inspection

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

Name of foundation  
**ANTHONY & LEA ANN HILDEBRANDT  
FAMILY FOUNDATION**Number and street (or P O box number if mail is not delivered to street address)  
**21720 RHODES RD**

Room/suite

City or town, state or province, country, and ZIP or foreign postal code  
**SPRING TX 77388**

G Check all that apply

<input checked="" type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at  
end of year (from Part II, col (c),  
line 16) ► \$ **598,212** (Part I, column (d) must be on cash basis )

A Employer identification number

**83-2509886**

B Telephone number (see instructions)

**281-353-9138**C If exemption application is pending, check here ►  6D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the  
85% test, check here and attach computation ► E If private foundation status was terminated under  
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ► 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)

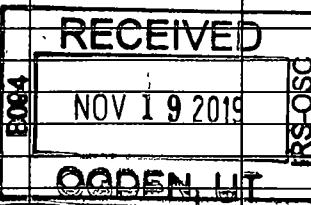
1 Contributions, gifts, grants, etc., received (attach schedule)	<b>600,000</b>		
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments			
4 Dividends and interest from securities	<b>413</b>	<b>413</b>	
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10			
b Gross sales price for all assets on line 6a			
7 Capital gain net income (from Part IV, line 2)		0	
8 Net short-term capital gain			0
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)			
12 Total. Add lines 1 through 11	<b>600,413</b>	<b>413</b>	0

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)			
17 Interest			
18 Taxes (attach schedule) (see instructions)			
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (att. sch.)			
24 Total operating and administrative expenses			
Add lines 13 through 23	0	0	0
25 Contributions, gifts, grants paid	0		0
26 Total expenses and disbursements. Add lines 24 and 25	0	0	0
27 Subtract line 26 from line 12			
a Excess of revenue over expenses and disbursements	<b>600,413</b>		
b Net investment income (if negative, enter -0-)		<b>413</b>	
c Adjusted net income (if negative, enter -0-)			0

For Paperwork Reduction Act Notice, see instructions.

DAA

Form 990-PF (2018)



6

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			4,590	4,590
	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 (att 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)				
	b Investments – corporate stock (attach schedule)			595,823	593,622
	c Investments – corporate bonds (attach schedule)				
	11 Investments – land, buildings, and equipment basis ►				
Less accumulated depreciation (attach sch) ►					
12 Investments – mortgage loans					
13 Investments – other (attach schedule)					
14 Land, buildings, and equipment basis ►					
Less accumulated depreciation (attach sch) ►					
15 Other assets (describe ►)		)			
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	0		600,413	598,212	
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	0
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26, and lines 30 and 31.				
	24 Unrestricted			600,413	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	0		600,413		
31 Total liabilities and net assets/fund balances (see instructions)	0		600,413		

## 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 0
- 2 Enter amount from Part I, line 27a 2 600,413
- 3 Other increases not included in line 2 (itemize) ► 3
- 4 Add lines 1, 2, and 3 4 600,413
- 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 6 600,413

**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 brck 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 <b>N/A</b>					
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			(l) 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		
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 **N/A**

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

- 1 Enter the appropriate amount in each column for each year, see the 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))
2017			
2016			
2015			
2014			
2013			

- 2 Total of line 1, column (d) 2
- 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
- 4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 4
- 5 Multiply line 4 by line 3 5
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6
- 7 Add lines 5 and 6 7
- 8 Enter qualifying distributions from Part XII, line 4 8

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

**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-)

**3** Add lines 1 and 2

**4** Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)

**5** **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

**6** Credits/Payments

**a** 2018 estimated tax payments and 2017 overpayment credited to 2018

**b** Exempt foreign organizations – tax withheld at source

**c** Tax paid with application for extension of time to file (Form 8868)

**d** Backup withholding erroneously withheld

**7** Total credits and payments Add lines 6a through 6d

**8** Enter any **penalty** for underpayment of estimated tax Check here  if Form 2220 is attached

**9** **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**

**10** **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

**11** Enter the amount of line 10 to be **Credited to 2019 estimated tax** ► **Refunded**

## Part VII-A Statements Regarding Activities

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?

1b 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

1c Did the foundation file **Form 1120-POL** for this year?

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_

1e 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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b If "Yes," has it filed a tax return on **Form 990-T** for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If "Yes," attach the statement required by *General Instruction T*

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?

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

8a Enter the states to which the foundation reports or with which it is registered See instructions ►  
**TX**

8b 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

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 2018 or the taxable year beginning in 2018? See instructions for Part XIV If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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**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  
 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  
 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

Website address ► **NOT APPLICABLE**

14 The books are in care of ► **LEA ANN HILDEBRANDT**  
**21720 RHODES ROAD**

Telephone no ► **281-353-9079**Located at ► **SPRING****TX**ZIP+4 ► **77388**

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  
 16 At any time during calendar year 2018, 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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

► **15** ► 

	Yes	No
16		<b>X</b>

**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)  
 (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  
 (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  
 (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  
 (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  
 (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)?  
 (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)

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 2018?

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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?  
 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 )  
 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?  
 b If "Yes," did it have excess business holdings in 2018 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 2018 )

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  
 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 2018?

 Yes  No Yes  No Yes  No Yes  No Yes  No Yes  No**N/A**

1b

**N/A**

1c

 Yes  No**N/A**

2b

 Yes  No**N/A**

3b

 Yes  No**N/A**

4a

 Yes  No**N/A**

4b

**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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Yes	No
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	<b>N/A</b>	<b>5b</b>	
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? If "Yes," attach the statement required by Regulations section 53 4945–5(d)	<b>N/A</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<b>6b</b>	<b>X</b>	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<b>N/A</b>	<b>7b</b>	
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 3				

**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				<b>0</b>

**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
<b>NONE</b>		
<b>Total number of others receiving over \$50,000 for professional services</b>		►

**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
<b>1 TO GIVE TO LOCAL CHURCHES AND OTHER TAX EXEMPT 501(C)(3) ORGANIZATIONS THAT FULFILL CHARITABLE, RELIGIOUS, OR EDUCATIONAL ACTIVITIES.</b>	
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 N/A	
2	
All other program-related investments. See instructions	
3	
<b>Total. Add lines 1 through 3</b>	►

**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	19,516
b	Average of monthly cash balances	1b	151
c	Fair market value of all other assets (see instructions)	1c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	19,667
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	19,667
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	295
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,372
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	141

**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	141
2a	Tax on investment income for 2018 from Part VI, line 5	2a	8
b	Income tax for 2018 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	8
3	Distributable amount before adjustments Subtract line 2c from line 1	3	133
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	133
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	133

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	0
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1b	
b	Program-related investments – total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	0
b	Cash distribution test (attach the required schedule)	5	0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	
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		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				133
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only				
b Total for prior years 20 _____, 20 _____, 20 _____				
3 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				
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 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) )				
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 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				133
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. Subtract lines 7 and 8 from line 6a				
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				

**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 2018, enter the date of the ruling ►

2a	Tax year	Prior 3 years			(e) Total
		(a) 2018	(b) 2017	(c) 2016	
b					
c					
d					
e					
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 foundation 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) )

**ANTHONY HILDEBRANDT****\$600,000**

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

**N/A****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., to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

a The name, address, and telephone number or email address of the person to whom applications should be addressed

**SEE STATEMENT 4**

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

**SEE STATEMENT 5**

c Any submission deadlines

**NONE**

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

**NONE**

## 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 Paid during the year N/A				
Total			► 3a	
b Approved for future payment N/A				
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	
<b>1</b>	<b>Program service revenue</b>					
a						
b						
c						
d						
e						
f						
<b>g</b>	<b>Fees and contracts from government agencies</b>					
<b>2</b>	<b>Membership dues and assessments</b>					
<b>3</b>	<b>Interest on savings and temporary cash investments</b>					
<b>4</b>	<b>Dividends and interest from securities</b>			<b>14</b>	<b>413</b>	
<b>5</b>	<b>Net rental income or (loss) from real estate</b>					
a	Debt-financed property					
b	Not debt-financed property					
<b>6</b>	<b>Net rental income or (loss) from personal property</b>					
<b>7</b>	<b>Other investment income</b>					
<b>8</b>	<b>Gain or (loss) from sales of assets other than inventory</b>					
<b>9</b>	<b>Net income or (loss) from special events</b>					
<b>10</b>	<b>Gross profit or (loss) from sales of inventory</b>					
<b>11</b>	<b>Other revenue</b> a					
b						
c						
d						
e						
<b>12</b>	<b>Subtotal Add columns (b), (d), and (e)</b>		<b>0</b>		<b>413</b>	<b>0</b>
<b>13</b>	<b>Total. Add line 12, columns (b), (d), and (e)</b>			<b>13</b>		<b>413</b>

(See worksheet in line 13 instructions to verify calculations )

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

**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash
- (2) Other assets

### **b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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
N/A			

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527?

Yes  No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

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

Sign  
Here

 Anthony Fieldstrand  
Signature of officer or trustee

110

Pres.

~~VP, SEC, TREAS~~

Paid Preparer Use Only	Print/Type preparer's name  <b>DAVID W CASTLE</b>	Preparer's signature   <b>DAVID W CASTLE</b>	Date  <b>11/05/19</b>	Check <input type="checkbox"/> if self-employed
	Firm's name ► <b>CASTLE, DUBOSE AND MCCULLOUGH, PLLC</b>	PTIN		
	Firm's address ► <b>7887 SAN FELIPE ST STE 122 HOUSTON, TX 77063-1600</b>	Firm's EIN ►	Phone no <b>713-629-9770</b>	

Name of the organization

**ANTHONY & LEA ANN HILDEBRANDT  
FAMILY FOUNDATION**

Employer identification number

**83-2509886**

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

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 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 33<sup>1/3</sup>% 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 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), 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 *exclusively* 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 *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

ANTHONY &amp; LEA ANN HILDEBRANDT

Employer identification number

83-2509886

**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
1	ANTHONY HILDEBRANDT 21720 RHODES ROAD  SPRING TX 77388	\$ 600,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions )</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions )</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions )</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions )</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions )</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions )</small>

**Federal Statements****Statement 1 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	\$	End of Year	\$	Basis of Valuation	Fair Market Value
					COST	
AO SMITH CORP				2,164		2,135
ABBOTT LABORATORIES				5,287		5,425
ADOBE INC				4,527		4,525
ALLIANCE DATA SYSTEM CORP				8,189		7,504
ALPHABET INC				2,068		2,090
ALTRIA GROUP INC				10,463		10,866
AMERICAN BALANCED CL F3				15,000		14,928
AMERICAN CAPITAL WORLD BOND CL F3				10,000		10,116
AMETEK INCORPORATED				2,434		2,370
AMPHENOL CORP				4,144		4,051
ANALOG DEVICES INC				4,401		4,292
AT&T INC				5,938		5,708
ATMOS ENERGY CORP				2,478		2,411
BAKER HUGHES GE				2,171		2,150
BB&T CORP				2,238		2,166
BCE INC				2,500		2,372
BLACKROCK INC				5,823		5,892
BOOKING HOLDINGS INC				3,548		3,445
BRISTOL-MYERS SQUIBB CO				5,137		5,198
BROADCOM INC				4,819		4,831
CEMER CORP				4,041		3,933
CH ROBINSON WORLDWIDE INC				1,704		1,682
CHECK POINT SOFTWARE TECHNOLOGIES LT				5,247		5,132
CHEVRON CORP				2,781		2,719
CITIGROUP INC				2,736		2,603
CONAGRA BRANDS INC				2,644		1,922
CORE LABORATORIES NV				3,244		2,983
COSTCO WHOLESALE CORP				3,067		3,056
CSX CORP				1,934		1,864
DEERE & CO				2,397		2,387
DEVON ENERGY CORP				2,504		2,254
DOMINION ENERGY INC				2,962		2,858
DUKE ENERGY CORP				2,444		2,416
ECOLAB INC				2,401		2,358
ENBRIDGE INC				10,269		10,878
ENCANA CORP				2,879		2,891
EOG RESOURCES INC				2,881		2,616
ESTEE LAUDER COMPANIES INC				3,942		3,903
FEDEX CORP				9,258		8,873

## Federal Statements

Statement 1 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	\$	End of Year	\$	Basis of Valuation	Fair Market Value
					COST	COST
FMC CORPORATION			2,477			2,367
FORD MOTOR CO DEL			15,170			15,032
FORTIS INC			3,008			2,936
FRANKLIN DYNATECH CL R6			5,000			4,959
FRANKLIN GROWTH CL R6			5,000			4,933
FRANKLIN RISING DIVIDENDS CL R6			5,000			4,918
GENERAL DYNAMICS CORP			1,638			1,572
HONEYWELL INTERNATIONAL INC			1,363			1,321
IBM			10,800			11,367
INVESCO EQUITY AND INCOME CL R6			5,000			4,935
INVESCO LTD			3,416			3,348
JACOBS ENGR GROUP INC			1,764			1,754
JOHN HANCOCK BOND CL R6			10,000			9,993
JOHN HANCOCK DISCIPLINED VALUE CL R6			5,000			4,950
JOHNSON & JOHNSON			14,014			13,808
JPMORGAN CHASE & CO			9,943			9,762
JPMORGAN CORE BOND CL R6			65,161			65,335
JPMORGAN GROWTH ADVANTAGE CL R6			8,000			7,911
JPMORGAN VALUE ADVANTAGE CL R6			10,204			9,844
KRAFT HEINZ CO			50,371			50,572
LINDE PLC			2,369			2,341
LOWES COMPANIES INC			2,755			2,771
MANULIFE FINANCIAL CORP			2,940			2,838
MARATHON OIL CORP			2,917			2,868
MCDONALDS CORP			3,630			3,551
MERCK & CO INC			5,626			5,731
MICROSOFT CORP			3,648			3,555
MOLSON COORS BREWING CO			1,817			1,685
MONDELEZ INTERNATIONAL INC			2,971			2,802
O'REILLY AUTOMOTIVE INC			3,471			3,443
OMNICOM GROUP INC			3,704			3,662
PAYPAL HOLDINGS INC			5,242			5,045
PEPSICO INC			2,253			2,210
PFIZER INC			25,278			26,888
PGIM GLOBAL TOTAL RETURN CL R6			10,000			10,108
PNC FINANCIAL SERVICES GROUP INC			5,880			5,846
PROCTER & GAMBLE CO			2,323			2,298
REGIONS FINANCIAL CORP			25,214			26,599
ROYAL DUTCH SHELL PLC SPONSORED ADR			2,906			2,913

## Federal Statements

**Statement 1 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	\$	End of Year	\$	Basis of Valuation	Fair Market Value
					COST	\$
SHERWIN WILLIAMS CO			2,295		COST	2,361
SNAP ON TOOL INC			1,475		COST	1,453
STANLEY BLACK & DECKER INC			1,211		COST	1,197
STATE STREET CORP			3,795		COST	3,784
TEXAS INSTRUMENTS INC			9,421		COST	9,450
TJX COMPANIES INC			2,229		COST	2,237
TRACTOR SUPPLY CO			2,188		COST	2,086
TRIMBLE NAVIGATION LTD			3,378		COST	3,291
ULTA BEAUTY INC			3,677		COST	3,673
UNITED PARCEL SERVICE INC			969		COST	975
V F CORP			3,692		COST	3,567
VERISK ANALYTICS INC			1,119		COST	1,090
VERIZON COMMUNICATIONS			2,796		COST	2,811
VISA INC			6,736		COST	6,597
VODAFONE GROUP PLC NEW SPONSORED ADR			10,151		COST	10,026
WALT DISNEY CO			3,314		COST	3,290
WELLS FARGO & CO			9,369		COST	9,216
YUM BRANDS INC			2,742		COST	2,758
ZIMMER BIOMET HOLDINGS INC			5,329		COST	5,186
<b>TOTAL</b>		<b>\$ 0</b>	<b>\$ 595,823</b>			<b>\$ 593,622</b>

**Statement 2 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors**

Name	Address	City, State, Zip
ANTHONY HILDEBRANDT	211720 RHODES ROAD	SPRING TX 77388

**Federal Statements****Statement 3 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.**

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
ANTHONY HILDEBRANDT 21720 RHODES ROAD SPRING TX 77388	PRESIDENT	2.00	0	0	0
LEA ANN HILDEBRANDT 21720 RHODES ROAD SPRING TX 77388	VP, SEC, TRE	2.00	0	0	0
ANGIE ENGEL 21720 RHODES ROAD SPRING TX 77388	DIRECTOR	0.25	0	0	0
STACY LOUPE 21720 RHODES ROAD SPRING TX 77388	DIRECTOR	0.25	0	0	0
RYAN HILDEBRANDT 21720 RHODES ROAD SPRING TX 77388	DIRECTOR	0.25	0	0	0
HEATHER DAVIS 21720 RHODES ROAD SPRING TX 77388	DIRECTOR	0.25	0	0	0
ASHLEY COGBILL 21720 RHODES ROAD SPRING TX 77388	DIRECTOR	0.25	0	0	0

**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
ANTHONY HILDEBRANDT	\$ 600,000
TOTAL	\$ 600,000

**Statement 4 - Form 990-PF, Part XV, Line 2a - Name, Address and Email for Applications**

Description
LEA ANN HILDEBRANDT 281-353-9079 21720 RHODES RD SPRING TX 77388 LEAHILDEBRANDT@HOTMAIL.COM

**Statement 5 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

Description
APPLICATIONS SHOULD BE SUBMITTED IN WRITING AND CONTAIN THE NAME AND ADDRESS OF THE CHARITABLE ORGANIZATION AND THE PURPOSE OF THE GRANT.

**Form 990-PF, Part XV, Line 2c - Submission Deadlines**

Description
NONE

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**

Description
NONE