

Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

**2013**

**Open to Public Inspection**

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. By law, the IRS cannot redact the information on the form.
- Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013

Name of foundation THE LAZOF FAMILY FOUNDATION INC		<b>A Employer identification number</b> 27-2122130
Number and street (or P O box number if mail is not delivered to street address) Room/suite 2555 N PEARL ST ROOM/SUITE 1601		<b>B Telephone number (see instructions)</b> (949) 400-8545
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75201		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (From Part II, col. (c), line 16) \$ 1,862,839	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	26	26	26	
	<b>4</b> Dividends and interest from securities	82,567	82,567	82,567	
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	98,894			
	<b>b</b> Gross sales price for all assets on line 6a 788,782				
	<b>7</b> Capital gain net income (from Part IV, line 2)		98,894		
	<b>8</b> Net short-term capital gain			33,057	
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	711	711	711		
<b>12 Total.</b> Add lines 1 through 11	182,198	182,198	116,361		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	4,500	2,250		2,250
	<b>c</b> Other professional fees (attach schedule)				
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	984	984		
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule)	245	123		122	
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	5,729	3,357		2,372	
<b>25</b> Contributions, gifts, grants paid	132,867			132,867	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	138,596	3,357		135,239	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	43,602				
<b>b Net investment income</b> (if negative, enter -0-)		178,841			
<b>c Adjusted net income</b> (if negative, enter -0-)			116,361		

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

<b>Part II Balance Sheets</b>		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	3,301	80,070	80,070	
	<b>2</b> Savings and temporary cash investments . . . . .	14,331			
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>5</b> Grants receivable . . . . .				
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>8</b> Inventories for sale or use . . . . .				
	<b>9</b> Prepaid expenses and deferred charges . . . . .				
	<b>10a</b> Investments—U S and state government obligations (attach schedule)				
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	854,714 <input checked="" type="checkbox"/>	1,035,176	1,082,769	
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	848,207 <input checked="" type="checkbox"/>	646,669	700,000	
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	<b>12</b> Investments—mortgage loans . . . . .				
	<b>13</b> Investments—other (attach schedule) . . . . .				
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
<b>15</b> Other assets (describe ▶ _____)					
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,720,553	1,761,915	1,862,839		
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .				
	<b>18</b> Grants payable . . . . .				
	<b>19</b> Deferred revenue . . . . .				
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons				
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b> Other liabilities (describe ▶ _____)				
<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0			
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b> Unrestricted . . . . .	1,720,553	1,761,915		
	<b>25</b> Temporarily restricted . . . . .				
	<b>26</b> Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	<b>27</b> Capital stock, trust principal, or current funds . . . . .				
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund				
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,720,553	1,761,915			
<b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,720,553	1,761,915			

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	1,720,553
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	43,602
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,764,155
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	<b>5</b>	2,240
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	1,761,915

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	98,894
<b>3</b> 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		<b>3</b>	33,057

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1** Enter the appropriate amount in each column for each year, see page 18 of 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))
2012	147,779	1,941,966	0.076098
2011	147,618	1,942,306	0.076001
2010	111,752	1,987,022	0.056241
2009			
2008			

<b>2</b> Total of line 1, column (d).	<b>2</b>	0.208340
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.069447
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	<b>4</b>	1,905,920
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	132,360
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	1,788
<b>7</b> Add lines 5 and 6.	<b>7</b>	134,148
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	135,239

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 page 18 of the instructions)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	1,788
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	1,788
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	1,788
<b>6</b>	Credits/Payments		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	1,008
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	1,008
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	780
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?. . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <b>\$</b> _____ <b>(2)</b> On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?. . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>TX</b>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	<b>8b</b>	Yes
<b>9</b> 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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<b>10</b>	No

**Part VII-A Statements Regarding Activities (continued)**

<b>11</b> 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).	<b>11</b>		<b>No</b>
<b>12</b> 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)	<b>12</b>		<b>No</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b> The books are in care of <b>RONALD C LAZOF</b> Telephone no <b>(949) 400-8545</b> Located at <b>2555 PEARL STREET 1601 DALLAS TX</b> ZIP +4 <b>75201</b>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. <b>15</b>			
<b>16</b> At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	<b>16</b>	<b>Yes</b>	<b>No</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.			Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly)				
<b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(2)</b> Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(5)</b> Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(6)</b> Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>1b</b>			
<b>c</b> 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 2013?	<b>1c</b>			<b>No</b>
<b>2</b> 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))				
<b>a</b> At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years <b>20</b> ____, <b>20</b> ____, <b>20</b> ____, <b>20</b> ____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions).	<b>2b</b>			
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20</b> ____, <b>20</b> ____, <b>20</b> ____, <b>20</b> ____				
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If "Yes," did it have excess business holdings in 2013 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969, <b>(2)</b> 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 <b>(3)</b> the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> )	<b>3b</b>			
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>			<b>No</b>
<b>b</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 2013?	<b>4b</b>			<b>No</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> 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</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(5)</b> 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</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? . . . . . <b>5b</b></p> <p>Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/></p> <p><b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p><b>6a</b> 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</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <b>6b</b> <span style="float:right"><b>No</b></span></p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p><b>7a</b> 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</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . <b>7b</b></p>	
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**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
RONALD C LAZOF 2555 NORTH PEARL STREET 1601 DALLAS, TX 75201	PRESIDENT 1 00	0	0	0
VINCENCIA M LAZOF 2555 NORTH PEARL STREET 1601 DALLAS, TX 75201	VICE PRES 0 25	0	0	0
CHRISTOPHER E CARSON 5088 STILLWATER TRAIL FRISCO, TX 75034	DIRECTOR 0 25	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
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 relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See page 24 of the instructions	
<b>3</b>	

**Total.** Add lines 1 through 3 . . . . . ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	1,882,976
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	51,968
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	1,934,944
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	1,934,944
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	29,024
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	1,905,920
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	95,296

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	95,296
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5. . . . .	<b>2a</b>	1,788
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	1,788
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	93,508
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	93,508
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	93,508

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	135,239
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	135,239
<b>5</b>	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). . . . .	<b>5</b>	1,788
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	133,451

**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 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				93,508
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .				
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .				
<b>b</b> From 2009. . . . .				
<b>c</b> From 2010. . . . .				32,326
<b>d</b> From 2011. . . . .				52,567
<b>e</b> From 2012. . . . .				42,697
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	127,590			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>135,239</u>				
<b>a</b> Applied to 2012, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2013 distributable amount. . . . .				93,508
<b>e</b> Remaining amount distributed out of corpus	41,731			
<b>5</b> Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	169,321			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9</b> <b>Excess distributions carryover to 2014.</b> Subtract lines 7 and 8 from line 6a. . . . .	169,321			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .				
<b>b</b> Excess from 2010. . . . .				32,326
<b>c</b> Excess from 2011. . . . .				52,567
<b>d</b> Excess from 2012. . . . .				42,697
<b>e</b> Excess from 2013. . . . .				41,731

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 2013, enter the date of the ruling. . . . .

**b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

NONE

**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

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

RONALD C LAZOF  
2555 PEARL STREET 1601  
DALLAS, TX 75201  
(949) 400-8545

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

PERSONAL LETTER, NO FORM NECESSARY

**c** Any submission deadlines

NONE - APPLICATIONS ACCEPTED YEAR AROUND

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

GRANTS GENERALLY LIMITED TO EDUCATIONAL PURPOSES, PRIMARILY UNDERGRADUATE 4 YEAR DEGREES

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>▶ 3a</b> 132,867
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>▶ 3b</b>



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

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

	Yes	No
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of		
<b>(1)</b> Cash. . . . .	<b>1a(1)</b>	No
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>	No
<b>b</b> Other transactions		
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>	No
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>	No
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>	No
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>	No
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>	No
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>	No
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>	No

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  Yes  No

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

\*\*\*\*\* 2014-02-12 \*\*\*\*\*  
Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr.)?  Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name GENE C STONER CPA	Preparer's Signature	Date 2014-02-19	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00085508
	Firm's name ▶	STONER ALBRIGHT & COMPANY		Firm's EIN ▶	
	Firm's address ▶	12655 N CENTRAL EXPRESSWAY SUITE DALLAS, TX 75243		Phone no (972) 233-9600	

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
BANK OF AMERICA CORP SUBORDINATED	P	2003-12-12	2013-08-15
F&C/CLAYMORE TOTAL RETURN	P	2011-11-16	2013-04-17
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-09-08	2013-06-11
LORD ABBETT SHORT - FRAC SHARES	P	2012-05-03	2013-12-31
HSBC FINANCE CORP GLB 4 75	P	2003-12-12	2013-07-15
FLAHERTY & CRUMRINE	P	2010-01-25	2013-02-15
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-10-06	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2013-01-08	2013-06-11
ROYAL BANK OF SCOTLAND PLC SUB	P	2003-12-12	2013-11-12
FLAHERTY & CRUMRINE	P	2011-01-28	2013-02-15
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-11-06	2013-06-11
APPLE INC	P	2013-08-06	2013-10-15
CHK CBN ISSUER HSBC	P	2012-02-09	2013-02-25
FLAHERTY & CRUMRINE	P	2011-01-28	2013-04-17
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-11-09	2013-06-11
APPLE INC	P	2013-04-17	2013-10-15
BANK OF AMERICA	P	2009-05-29	2013-05-28
FLAHERTY & CRUMRINE	P	2011-11-15	2013-04-17
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-12-04	2013-06-11
L SAYLES STRAT INC C - FRAC SHARES	P	2013-06-11	2013-12-31
ENBRIDGE ENERGY PARTNERS, L P	P	2012-02-02	2013-02-15
FLAHERTY & CRUMRINE	P	2011-11-15	2013-04-17
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-01-06	2013-06-11
ENBRIDGE ENERGY PARTNERS, L P	P	2012-03-14	2013-02-15
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-03-05	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-01-06	2013-06-11
KINDER MORGAN ENERGY PARTNERS, L P	P	2012-02-02	2013-02-15
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-04-06	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-01-07	2013-06-11
KINDER MORGAN ENERGY PARTNERS, L P	P	2012-03-14	2013-02-15

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-05-11	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-02-04	2013-06-11
F&C/CLAYMORE TOTAL RETURN	P	2010-01-25	2013-02-15
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-06-04	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-03-04	2013-06-11
F&C/CLAYMORE TOTAL RETURN	P	2010-01-26	2013-02-15
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-07-07	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-03-05	2013-06-11
F&C/CLAYMORE TOTAL RETURN	P	2010-01-27	2013-02-15
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-07-08	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-04-07	2013-06-11
F&C/CLAYMORE TOTAL RETURN	P	2011-01-20	2013-02-15
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-08-06	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-05-10	2013-06-11
F&C/CLAYMORE TOTAL RETURN	P	2011-01-20	2013-04-17
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-08-07	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-05-11	2013-06-11
F&C/CLAYMORE TOTAL RETURN	P	2011-01-21	2013-04-17
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2009-09-04	2013-06-11
LOOMIS SAYLES INVESTMENT GRADE BOND	P	2010-06-04	2013-06-11

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
100,000		99,765	235
23,710		20,850	2,860
12		11	1
3		3	
50,000		49,526	474
20,247		14,539	5,708
173		162	11
14,734		15,014	-280
50,000		50,000	
15,185		12,437	2,748
185		173	12
50,042		46,554	3,488
29,919		30,000	-81
25,971		20,728	5,243
12		11	1
125,104		101,415	23,689
20,000		15,432	4,568
15,583		13,459	2,124
173		164	9
9		9	
25,269		24,910	359
9,321		8,075	1,246
123		116	7
28,077		27,677	400
52,346		40,002	12,344
197		186	11
30,633		24,873	5,760
222		172	50
12		11	1
30,633		24,873	5,760



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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
197		160	37
185		176	9
10,500		7,795	2,705
185		156	29
185		177	8
10,294		7,677	2,617
198		170	28
12		11	1
10,294		7,642	2,652
12		10	2
185		179	6
1,338		1,125	213
210		188	22
173		169	4
22,870		18,360	4,510
12		11	1
12		11	1
5,389		4,368	1,021
197		179	18
185		177	8

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			235
			2,860
			1
			474
			5,708
			11
			-280
			2,748
			12
			3,488
			-81
			5,243
			1
			23,689
			4,568
			2,124
			9
			359
			1,246
			7
			400
			12,344
			11
			5,760
			50
			1
			5,760

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			37
			9
			2,705
			29
			8
			2,617
			28
			1
			2,652
			2
			6
			213
			22
			4
			4,510
			1
			1
			1,021
			18
			8

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE G W BUSH PRESIDENTIAL LIBRARY 1725 LAKEPOINT DRIVE LEWISVILLE, TX 75057	NONE	EXEMPT	CHARITABLE	100,000
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 20002	NONE	EXEMPT	EDUCATIONAL	1,000
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET 400 ATLANTA, GA 30303	NONE	EXEMPT	CHARITABLE	410
STEAMBOAT SPRINGS SCHOOL DIST PO BOX 774368 STEAMBOAT SPRINGS, CO 80477	NONE	EXEMPT	EDUCATIONAL	4,000
FRISCO FOOTBALL LEAGUE PO BOX 2136 FRISCO, TX 75034	NONE	EXEMPT	CHARITABLE	250
JOB CREATORS ALLIANCE 15455 NORTH DALLAS PARKWAY ADDISON, TX 75001	NONE	EXEMPT	CHARITABLE	5,000
SMU COX SCHOOL OF BUSINESS 6214 BISHOP BOULEVARD DALLAS, TX 75275	NONE	EXEMPT	EDUCATIONAL	1,550
CITIZENS AGAINST GOVERNMENT WASTE 1301 PENNSYLVANIA AVE NW WASHINGTON, DC 20004	NONE	EXEMPT	CHARITABLE	5,000
AMERICAN ENTERPRISE INSTITUTE 1150 SEVENTEENTH ST NW WASHINGTON, DC 20036	NONE	EXEMPT	CHARITABLE	10,000
GIRL SCOUTS OF THE USA 420 FIFTH AVENUE NEW YORK, NY 100182798	NONE	EXEMPT	CHARITABLE	82
NORTHERN ILLINOIS FOOD BANK 273 DEARBORN COURT GENEVA, IL 60134	NONE	EXEMPT	CHARITABLE	100
PARTNERS IN ROUTT COUNTY 465 ANGLERS DR STE 1-E STEAMBOAT SPRINGS, CO 80487	NONE	EXEMPT	CHARITABLE	350
NATIONAL MS FOUNDATION 733 THIRD AVE 3RD FLOOR NEW YORK, NY 10017	NONE	EXEMPT	CHARITABLE	125
TEXAS PUBLIC POLICY FOUNDATION 900 CONGRESS AVE STE 400 AUSTIN, TX 78701	NONE	EXEMPT	CHARITABLE	5,000
<b>Total . . . . .</b>				<b>132,867</b>

## TY 2013 Accounting Fees Schedule

**Name:** THE LAZOF FAMILY FOUNDATION INC

**EIN:** 27-2122130

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	4,500	2,250		2,250

## TY 2013 Compensation Explanation

**Name:** THE LAZOF FAMILY FOUNDATION INC

**EIN:** 27-2122130

Person Name	Explanation
RONALD C LAZOF	
VINCENCIA M LAZOF	
CHRISTOPHER E CARSON	

# TY 2013 Investments Corporate Bonds Schedule

**Name:** THE LAZOF FAMILY FOUNDATION INC

**EIN:** 27-2122130

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALABAMA POWER CO 5.5%	25,438	28,234
BANK OF AMERICA CORP SUBORDINATED		
BEAR STEARNS CO INC GLB 5.7%	25,056	26,113
CATERPILLAR FIN SERV CORP 4.75%	48,934	52,384
GENERAL ELEC CAP CORP	52,595	55,713
GENERAL ELEC CAP CORP GLB 5.375%	77,033	83,544
GENERAL ELEC CAP CORP GLB 5.4%	22,335	27,823
GOLDMAN SACHS GROUP INC GLB 5.125%	23,917	26,115
GOLDMAN SACHS GROUP INC GLB 5.75%	24,297	27,900
HSBC FINANCE CORP GLB 4.75%		
JP MORGAN CHASE & CO SUBORDINATED	38,411	42,218
KIMBERLY-CLARK 6.125%	26,027	28,837
LOWE'S COMPANIES INC 5.0%	29,221	32,308
MERRILL LYNCH & CO BOND 5.0%	38,924	41,677
NM GENL ELEC CAP CORP BE 4.75%	32,887	35,936
NM MERRILL LYNCH & CO BE 5.3%	21,951	23,556
NM WALT DISNEY CO BE 6.2%	25,133	25,697
PARKER-HANNIFIN CORP 5.5%	24,911	28,320
ROYAL BANK OF SCOTLAND PLC SUB. GLB		
WACHOVIA CORPORATION SUBORDINATED	50,011	51,359
WELLS FARGO SUBORDINATED GLB 5.0%	40,051	41,510
WELLS FARGO SUBORDINATED GLB 5.0%	19,537	20,756

## TY 2013 Investments Corporate Stock Schedule

**Name:** THE LAZOF FAMILY FOUNDATION INC

**EIN:** 27-2122130

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHEVRON CORP	68,165	69,950
HEALTH CARE REIT INC.	24,435	26,785
BANK OF AMERICA - PREFERRED 8.625%		
FIRST REPUBLIC BANK (FRC) PFD STK	24,695	23,680
WELLS FARGO & CO NEW PREFERRED 8.0%	17,599	22,368
FIRST EAGLE	98,061	121,230
DOW 30 PREMIUM & DIVID	57,187	62,280
INVESCO CONVERTIBLE SECUITIES FUND	50,023	49,811
EATON VANCE FLOATING RATE FUND CLASS	50,010	50,114
F&C/CLAYMORE TOTAL RTN		
FLAHERTY & CRUMRINE		
LOOMIS SAYLES INVESTMENT		
LOOMIS SAYLES STRATEGIC	132,310	157,651
LORD ABBETT SHORT	41,788	44,724
LORD ABBETT SHORT - FRAC SHARE		
LORD ABBETT SHORT DURATION	65,006	62,926
PIMCO INCOME FUND CLASS A	130,023	125,763
PIMCO INVESTMENT GRADE	44,474	47,268
PIMCO REAL RETURN FD CL A	65,014	57,373
PIMCO REAL RETURN FD CL C	30,008	28,851
PIMCO UNCONSTRAINE BOND	50,009	47,155
WESTERN ASSET INVT GRADE	86,369	84,840
CHK CBN ISSUER HSBC CPN 9.5%		
KINDER MORGAN ENERGY PARTNERS LP		
ENBRIDGE ENERGY PARTNERS LP		



**TY 2013 Other Decreases Schedule**

**Name:** THE LAZOF FAMILY FOUNDATION INC

**EIN:** 27-2122130

Description	Amount
NONCASH ADJUSTMENTS TO BASIS OF BONDS	2,240

## TY 2013 Other Expenses Schedule

**Name:** THE LAZOF FAMILY FOUNDATION INC

**EIN:** 27-2122130

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK FEES	245	123		122

**TY 2013 Other Income Schedule**

**Name:** THE LAZOF FAMILY FOUNDATION INC

**EIN:** 27-2122130

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
"CHK CBN ISSUER HSBC"	711	711	711

# TY 2013 Taxes Schedule

**Name:** THE LAZOF FAMILY FOUNDATION INC

**EIN:** 27-2122130

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2013 ESTIMATED TAXES PD IN 2013	984	984		