

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

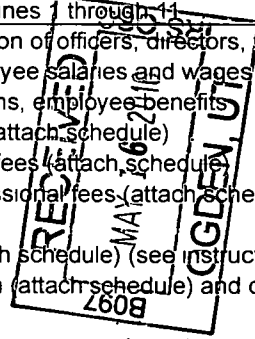
▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year **2015** or tax year beginning , and ending

| | | | | | |
|---|-------------------------------|--|--|--|--|
| Name of foundation Vision Works Inc | | | A Employer identification number 74-2924336 | | |
| Number and street (or P O box number if mail is not delivered to street address) PO Box 692153 | | Room/suite | B Telephone number (see instructions) 210-683-9594 | | |
| City or town San Antonio | State TX | ZIP code 78269 | | | |
| Foreign country name | Foreign province/state/county | Foreign postal code | C If exemption application is pending, check here <input type="checkbox"/> | | |
| G Check all that apply | | | D 1. Foreign organizations, check here <input type="checkbox"/> | | |
| <input 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 <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation | | | D 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> | | |
| <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust | | | <input type="checkbox"/> Other taxable private foundation | | |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 572,047 | | J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | | | |
| | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> | | | |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|---|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) | 339,778 | | | |
| | 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 | | | | |
| | 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) | | | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | | | | | |
| 12 Total. Add lines 1 through 11 | 339,778 | 0 | 0 | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 66,000 | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) | 600 | | | |
| | c Other professional fees (attach schedule) | 4,600 | | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) | | | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | 4,350 | | | |
| | 22 Printing and publications | 5,380 | | | |
| | 23 Other expenses (attach schedule) | 152,487 | | | |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 233,417 | 0 | 0 | 0 |
| | 25 Contributions, gifts, grants paid | | | | |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 233,417 | 0 | 0 | 0 | |
| 27 Subtract line 26 from line 12 | | | | | |
| a Excess of revenue over expenses and disbursements | 106,361 | | | | |
| b Net investment income (if negative, enter -0-) | | 0 | | | |
| c Adjusted net income (if negative, enter -0-) | | | 0 | | |

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| 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 | 468,742 | 572,047 | 572,047 |
| | 2 | Savings and temporary cash investments | | | |
| | 3 | Accounts receivable ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 4 | Pledges receivable ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 5 | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10a | Investments—U S and state government obligations (attach schedule) | | | |
| | b | Investments—corporate stock (attach schedule) | | | |
| | c | Investments—corporate bonds (attach schedule) | | | |
| | 11 | Investments—land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | | |
| 12 | Investments—mortgage loans | | | | |
| 13 | Investments—other (attach schedule) | | | | |
| 14 | Land, buildings, and equipment basis ▶ | | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | | |
| 15 | Other assets (describe ▶) | | | | |
| 16 | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I) | 468,742 | 572,047 | 572,047 | |
| Liabilities | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe ▶) | | | |
| | 23 | Total liabilities (add lines 17 through 22) | 0 | 0 | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/> | | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/> | | | | |
| | 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 | 0 | |
| 31 | Total liabilities and net assets/fund balances (see instructions) | 0 | 0 | | |

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 | 106,361 |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 106,361 |
| 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 | 106,361 |

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not 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)) |
|--|---|--|---|
| 2014 | 0 | 0 | 0.000000 |
| 2013 | 0 | 0 | 0.000000 |
| 2012 | | | 0.000000 |
| 2011 | | | 0.000000 |
| 2010 | | | 0.000000 |
| 2 | Total of line 1, column (d) | | 2 0.000000 |
| 3 | Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | | 3 0.000000 |
| 4 | Enter the net value of noncharitable-use assets for 2015 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 0 |
| 7 | Add lines 5 and 6 | | 7 0 |
| 8 | Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions | | 8 0 |

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 <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 | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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-) | | 0 | |
| 3 | Add lines 1 and 2 | | 0 | |
| 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- | | 0 | |
| 6 | Credits/Payments | | | |
| a | 2015 estimated tax payments and 2014 overpayment credited to 2015 | 6a | | |
| b | Exempt foreign organizations—tax withheld at source | 6b | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d | Backup withholding erroneously withheld | 6d | | |
| 7 | Total credits and payments Add lines 6a through 6d | 7 | 0 | |
| 8 | Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached | 8 | | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7 enter amount owed | 9 | 0 | |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 0 | |
| 11 | Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 11 | 0 | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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> | | X |
| c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i> | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i> | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | | X |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX | | |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i> | X | |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> | X | |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> | | X |

Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|---|----|-----|--------------------------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____ | 13 | | X |
| 14 | The books are in care of ▶ _____ Telephone no ▶ _____ Located at ▶ _____ ZIP+4 ▶ _____ | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | | <input type="checkbox"/> |
| 16 | At any time during calendar year 2015, 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 ▶ | 16 | Yes | No |
| | | | | X |

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

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

| | | Yes | No |
|----|--|-----|-----|
| 1a | During the year did the foundation (either directly or indirectly) | | |
| | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| | (2) 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 | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| | (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/> | 1b | N/A |
| 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 2015? | 1c | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | |
| a | At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____ | | |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) | 2b | N/A |
| 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If "Yes," did it have excess business holdings in 2015 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 2015) | 3b | N/A |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015? | 4b | X |

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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 |
|------------------------|---|---|---|---------------------------------------|
| See Attached Statement | 00 | 0 | | |
| | 00 | 0 | | |
| | 00 | 0 | | |
| | 00 | 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 |
|--|----------|
| 1 Children's Oncology Camp (Camp Discovery) 1 week camp that served 147 children between the ages of 7 and 16. Camp was held in July 2015, 100% of the children served were diagnosed with cancer. | 119,409 |
| 2 Visionworks Family Camp, a weekend camp that served 58 participants was held in September 2015. 100% of the participants were either diagnosed with cancer or were related to a participant diagnosed with cancer. | 7,330 |
| 3 | |
| 4 | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| 1 None | |
| 2 | |
| 3 All other program-related investments. See instructions. | |
| Total. Add lines 1 through 3 ▶ | 0 |

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

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

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 | |
| 2a | Tax on investment income for 2015 from Part VI, line 5 | 2a | |
| b | Income tax for 2015 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 0 |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 0 |

Part XII Qualifying Distributions (see instructions)

| | | | |
|----------|--|-----------|---|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes | | |
| a | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 | 1a | 0 |
| b | Program-related investments—total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 0 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 0 |

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 2014 | (c) 2014 | (d) 2015 |
|--|---------------|----------------------------|-------------|-------------|
| 1. Distributable amount for 2015 from Part XI, line 7 | | | | |
| 2. Undistributed income, if any, as of the end of 2015 | | | | |
| a Enter amount for 2014 only | | | 0 | |
| b Total for prior years 20____, 20____, 20____ | | | | |
| 3. Excess distributions carryover, if any, to 2015 | | | | |
| a From 2010 | | | | |
| b From 2011 | | | | |
| c From 2012 | | | | |
| d From 2013 | | | | |
| e From 2014 | | | | |
| f Total of lines 3a through e | | 0 | | |
| 4. Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ _____ | | | | |
| a Applied to 2014, 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 2015 distributable amount | | | | |
| e Remaining amount distributed out of corpus | | | | |
| 5. Excess distributions carryover applied to 2015 (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 | 0 | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | 0 | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b Taxable amount—see instructions | | | | |
| e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions | | | 0 | |
| f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016 | | | | 0 |
| 7. Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions) | | | | |
| 8. Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) | | | | |
| 9. Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a | | | | |
| 10. Analysis of line 9 | | | | |
| a Excess from 2011 | | | | |
| b Excess from 2012 | | | | |
| c Excess from 2013 | | | | |
| d Excess from 2014 | | | | |
| e Excess from 2015 | | | | |

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 2015, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

| | Tax year | | | | (e) Total |
|--|----------|----------|----------|----------|-----------|
| | (a) 2015 | (b) 2014 | (c) 2013 | (d) 2012 | |
| 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | 0 |
| b 85% of line 2a | | | | | 0 |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | 0 |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | 0 |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | | | | | 0 |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test—enter | | | | | |
| (1) Value of all assets | | | | | 0 |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | 0 |
| b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | 0 |
| 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) | | | | | 0 |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | 0 |
| (3) Largest amount of support from an exempt organization | | | | | 0 |
| (4) Gross investment income | | | | | 0 |

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))

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

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

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

- c** Any submission deadlines

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

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) | | | | |
| <p>a <i>Paid during the year</i></p> | | | | |
| <p>Total</p> | | | ▶ 3a | 0 |
| <p>b <i>Approved for future payment</i></p> | | | | |
| <p>Total</p> | | | ▶ 3b | 0 |

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2015

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

Vision Works Inc

Employer identification number

74-2924336

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *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. Do not 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 is not covered by the General Rule and/or the Special Rules does not 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 does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

| | |
|---|---|
| Name of organization Vision Works Inc | Employer identification number 74-2924336 |
|---|---|

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 | Concert for the Cure One Trinity Place San Antonio TX 78212 Foreign State or Province _____ Foreign Country _____ | \$ 30,000 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 2 | Hermann Sons 515 S St Marys San Antonio TX 78205 Foreign State or Province _____ Foreign Country _____ | \$ 13,000 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 3 | BioBridge Global 6211 IH-10 West San Antonio TX 78201 Foreign State or Province _____ Foreign Country _____ | \$ 5,925 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 4 | Greehey Family Foundation PO Box 780489 San Antonio TX 78278 Foreign State or Province _____ Foreign Country _____ | \$ 50,000 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 5 | HEB Tournament of Champions 646 S Main Avenue San Antonio TX 78204 Foreign State or Province _____ Foreign Country _____ | \$ 25,000 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 6 | KOA Care Camps 2981 Ford Street PMB 179 Ogdensburg NY 13669 Foreign State or Province _____ Foreign Country _____ | \$ 15,500 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |

| | |
|---|---|
| Name of organization Vision Works Inc | Employer identification number 74-2924336 |
|---|---|

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 |
|------------|---|----------------------------|---|
| 7 | Najim Family Foundation 613 NW Loop 410 San Antonio TX 78216 Foreign State or Province _____ Foreign Country _____ | \$ 50,000 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 8 | Orsinger Foundation PO Box 90987 San Antonio TX 78209 Foreign State or Province _____ Foreign Country _____ | \$ 10,000 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 9 | Teed Off at Cancer 27726 Laurel Bloom San Antonio TX 78260 Foreign State or Province _____ Foreign Country _____ | \$ 21,656 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 10 | Valero Energy One Valero Way San Antonio TX 78249 Foreign State or Province _____ Foreign Country _____ | \$ 25,000 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 11 | Young Texans Against Cancer 331 Burnside San Antonio TX 78209 Foreign State or Province _____ Foreign Country _____ | \$ 23,100 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 12 | Party City Corporation 25 Green Pond Road Suite 1 Rockaway NJ 07866 Foreign State or Province _____ Foreign Country _____ | \$ 33,973 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |

| | |
|---|---|
| Name of organization Vision Works Inc | Employer identification number 74-2924336 |
|---|---|

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 |
|------------|---|----------------------------|---|
| 13 | Pay Pal Inc ----- 2211 North First Street ----- San Jose CA 95131 Foreign State or Province ----- Foreign Country ----- | \$ ----- 6,249 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| ----- | ----- ----- ----- Foreign State or Province ----- Foreign Country ----- | \$ ----- | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| ----- | ----- ----- ----- Foreign State or Province ----- Foreign Country ----- | \$ ----- | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| ----- | ----- ----- ----- Foreign State or Province ----- Foreign Country ----- | \$ ----- | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| ----- | ----- ----- ----- Foreign State or Province ----- Foreign Country ----- | \$ ----- | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| ----- | ----- ----- ----- Foreign State or Province ----- Foreign Country ----- | \$ ----- | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| ----- | ----- ----- ----- Foreign State or Province ----- Foreign Country ----- | \$ ----- | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |

| | |
|--|--|
| Name of organization Vision Works Inc | Employer identification number 74-2924336 |
|--|--|

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|---------------------------|--|--|----------------------|
| ----- | ----- ----- ----- | \$ ----- | ----- |
| ----- | ----- ----- ----- | \$ ----- | ----- |
| ----- | ----- ----- ----- | \$ ----- | ----- |
| ----- | ----- ----- ----- | \$ ----- | ----- |
| ----- | ----- ----- ----- | \$ ----- | ----- |
| ----- | ----- ----- ----- | \$ ----- | ----- |
| ----- | ----- ----- ----- | \$ ----- | ----- |
| ----- | ----- ----- ----- | \$ ----- | ----- |

| | |
|---|---|
| Name of organization Vision Works Inc | Employer identification number 74-2924336 |
|---|---|

Part III *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.* Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$ _____ 0
Use duplicate copies of Part III if additional space is needed

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|-------------------------|-------------------------|-------------------------------------|
| ----- | ----- ----- ----- | ----- ----- ----- | ----- ----- ----- |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| ----- ----- ----- | ----- ----- ----- |
| For Prov _____ Country _____ | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|-------------------------|-------------------------|-------------------------------------|
| ----- | ----- ----- ----- | ----- ----- ----- | ----- ----- ----- |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| ----- ----- ----- | ----- ----- ----- |
| For Prov _____ Country _____ | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|-------------------------|-------------------------|-------------------------------------|
| ----- | ----- ----- ----- | ----- ----- ----- | ----- ----- ----- |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| ----- ----- ----- | ----- ----- ----- |
| For Prov _____ Country _____ | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|-------------------------|-------------------------|-------------------------------------|
| ----- | ----- ----- ----- | ----- ----- ----- | ----- ----- ----- |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| ----- ----- ----- | ----- ----- ----- |
| For Prov _____ Country _____ | |

Reasonable Cause Explanation (990-PF)

General Explanation (990-PF)

| Explanation | |
|-------------|--|
| 1 | |

Part II, Line 11 (990-PF) - Investments - Land, Buildings, and Equipment

| Asset Description | Cost or Other Basis | Accumulated Depreciation | Book Value Beg. of Year | Book Value End of Year | FMV End of Year |
|-------------------|------------------------|-----------------------------|----------------------------|---------------------------|--------------------|
| 1 | 0 | 0 | 0 | 0 | 0 |

Part II, Line 13 (990-PF) - Investments - Other

| Asset Description | | Basis of Valuation | Book Value Beg. of Year | Book Value End of Year | FMV End of Year |
|-------------------|--|--------------------|-------------------------|------------------------|-----------------|
| 1 | | | 0 | 0 | 0 |

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

| Asset Description | Cost or Other Basis | Accumulated Depreciation Beg. of Year | Accumulated Depreciation End of Year | Book Value Beg. of Year | Book Value End of Year | FMV End of Year |
|-------------------|---------------------|---------------------------------------|--------------------------------------|-------------------------|------------------------|-----------------|
| 1 | 0 | 0 | 0 | 0 | 0 | 0 |

Part II, Line 15 (990-PF) - Other Assets

| | Book Value Beg of Year | Book Value End of Year | FMV End of Year |
|-------------------|---------------------------|---------------------------|--------------------|
| 1 | 0 | 0 | 0 |
| Asset Description | | | |

Part II, Line 20 (990-PF) - Loans from Officers, Directors, Trustees, Other Disqualified Persons

| Name of Lender | | Title | Original Amount | Balance Due Beg of Year | Balance Due End of Year | Security Provided | Date of Note | Maturity Date | Repayment Terms | Interest Rate | Purpose of Loan | Consideration Description | Fair Market Value of Consideration |
|----------------|--|-------|-----------------|-------------------------|-------------------------|-------------------|--------------|---------------|-----------------|---------------|-----------------|---------------------------|------------------------------------|
| 1 | | | | 0 | 0 | | | | | | | | 0 |

Part II, Line 21 (990-PF) - Mortgages and Other Notes Payable

| Name of Lender | | Title | Check "X" if Business | Original Amount | Balance Due Beg of Year | Balance Due End of Year | Security Provided | Date of Note | Maturity Date | Repayment Terms | Interest Rate | Purpose of Loan | Description | Fair Market Value of Consideration * | Relationship |
|----------------|--|-------|-----------------------|-----------------|-------------------------|-------------------------|-------------------|--------------|---------------|-----------------|---------------|-----------------|-------------|--------------------------------------|--------------|
| | | | | | 0 | 0 | | | | | | | | 0 | |
| 1 | | | | | | | | | | | | | | | |

Part II, Line 22 (990-PF) - Other Liabilities

| | | 0 | 0 |
|-------------|--|-------------------|----------------|
| Description | | Beginning Balance | Ending Balance |
| 1 | | | |

Part III (990-PF) - Changes in Net Assets or Fund Balances

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

| Amount | | | | | | | | | | | | | |
|------------------------------|---------|--------------------|---------------|-----------|-------------------|----------------------|-------------|--|--------------|--------------------|-------------------------------|-----------------------------------|--|
| Long Term CG Distributions | 0 | | | | | | | | | | | | |
| Short Term CG Distributions | 0 | | | | | | | | | | | | |
| Description of Property Sold | CUSIP # | Acquisition Method | Date Acquired | Date Sold | Gross Sales Price | Depreciation Allowed | Adjustments | Cost or Other Basis Plus Expense of Sale | Gain or Loss | FMV as of 12/31/69 | Adjusted Basis as of 12/31/69 | Excess of FMV Over Adjusted Basis | *Gains Minus Excess FMV Over Adj Basis or Losses |
| | | | | | | | | | | | | | 0 |

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

Part VII-A, Line 10 (990-PF) - Substantial Contributors

| 1 | Name | Check "X" if Business | Street | City | State | Zip Code | Foreign Country |
|---|------|-----------------------|--------|------|-------|----------|-----------------|
| | | | | | | | |

Part VII-A, Line 11 (990-PF) - Controlled Entity

| Transferred To or From | Name of Controlled Entity | EIN | Street Address | City | State | Zip Code | Country | Description of Transfer | Amount of Transfer |
|------------------------|---------------------------|-----|----------------|------|-------|----------|---------|-------------------------|--------------------|
| 1 | | | | | | | | | 0 |

Part VII-A, Line 12 (990-PF) - Distribution to a Donor Advised Fund

Part VII-A, Line 16 (990-PF) - Authority over a Financial Account in a Foreign Country

At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?

If "Yes", enter the name of the foreign country

1

Part VII-B, Line 2b (990-PF) - Explanation Regarding the Incorrect Valuation of Assets

Part VII-B, Line 5c (990-PF) - Expenditure Responsibility

| Grantee Name | Check "X" if Business | Street | City | State | Zip Code | Foreign Country | Grant Date | Grant Amount | Grant Purpose | Amt. Expended by Grantee | Any Diversion by Grantee? | Dates of Reports by Grantee | Date of Verification | Verification |
|--------------|-----------------------|--------|------|-------|----------|-----------------|------------|--------------|---------------|--------------------------|---------------------------|-----------------------------|----------------------|--------------|
| 1 | | | | | | | | | | | | | | |

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

| | | | | | | | | | | | 66,000 | 0 | 40 |
|----|---------------------------------------|-----------------------|---------------|-------------|-------|----------|-----------------|----------------------|------------------|--------------|----------|-----------------|----|
| | Name | Check "X" if Business | Street | City | State | Zip Code | Foreign Country | Title | Avg Hrs Per Week | Compensation | Benefits | Expense Account | |
| 1 | Joel Cavazos | | PO Box 692153 | San Antonio | TX | 78269 | | Executive Director | 40.00 | 66,000 | | 40 | |
| 2 | John W Primomo | | PO Box 692153 | San Antonio | TX | 78269 | | Board President | | 0 | | | |
| 3 | Karen Torges | | PO Box 692153 | San Antonio | TX | 78269 | | Board Vice President | | 0 | | | |
| 4 | Keith Howard | | PO Box 692153 | San Antonio | TX | 78269 | | Board Secretary | | 0 | | | |
| 5 | Brandon Waterhouse, BSN, RN | | PO Box 692153 | San Antonio | TX | 78269 | | Board Treasurer | | 0 | | | |
| 6 | Maria G Falcon-Cantrell MD | | PO Box 693153 | San Antonio | TX | 78269 | | Board Member | | 0 | | | |
| 7 | Leah Dabaghian, Child Life Specialist | | PO Box 693153 | San Antonio | TX | 78269 | | Board member | | 0 | | | |
| 8 | Don Gregory Jr | | PO Box 693153 | San Antonio | TX | 78269 | | Board Member | | 0 | | | |
| 9 | Terr Boyce, RN, CPNP-AC | | PO Box 693153 | San Antonio | TX | 78269 | | Board Member | | 0 | | | |
| 10 | Peter Sakai | | PO Box 639153 | San Antonio | TX | 78269 | | Board Member | | 0 | | | |
| 11 | Howie Nestel | | PO Box 639153 | San Antonio | TX | 78269 | | Board Member | | 0 | | | |
| 12 | Bill Martin | | PO Box 639153 | San Antonio | TX | 78269 | | Board Member | | 0 | | | |

Part IX-B, Line 3 (990-PF) - Other Program-Related Investments

| 1 | Description 1 | Description 2 | Description 3 | Amount |
|---|---------------|---------------|---------------|--------|
| | | | | 0 |

Part X, Line 1e (990-PF) - Explanation of Reduction Claimed for Blockage or Other Factors

Part X, Line 4 (990-PF) - Explanation for Entering Amount Larger than 1 1/2% FMV of Assets

Cash deemed held for charitable activities _____ 0

Please provide an explanation for entering a cash amount larger than 1 1/2% of the fair market value of all assets

Part XII, Line 1a (990-PF) - Repayments Prior to January 1, 1970

Please provide the following information with regard to repayments of principal on funds borrowed prior to January 1, 1970.

| Lender's Name | Check "X" if Business | Lender's Street Address | City | State | Zip Code | Foreign Country | Amount Borrowed | Specific Use of Funds | Check "X" if Electing to Treat as a Qualifying Distribution | Election Explanation |
|---------------|-----------------------|-------------------------|------|-------|----------|-----------------|-----------------|-----------------------|---|----------------------|
| 1 | | | | | | | | | | |

Part XII, Line 3b (990-PF) - Projects that Satisfy the Cash Distribution Test

Amounts set aside for specific charitable projects that satisfy the cash distribution test _____

Please provide a explanation for amounts set aside for specific charitable projects that satisfy the cash distribution test

Part XIII, Line 4b (990-PF) - Qualifying Distribution Made Out of Prior Year Undistributed Income

If the private foundation is electing to treat a qualifying distribution as made out of the undistributed income of a prior taxable year, please provide an explanation

Part XIII, Line 4c (990-PF) - Qualifying Distribution Made Out of Corpus

If the private foundation is electing to treat a qualifying distribution as made out of corpus, please provide an explanation

Part XIII, Line 7 (990-PF) - Corpus Distribution

If the private foundation is electing to treat unused prior year corpus distributions as a current year distribution, please provide an explanation

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

List Managers who contributed more than 2% of the total contributions received by the foundation:

List Managers who own 10% or more of the stock of a corporation of which the foundation has a 10% or greater interest

1 _____
 2 _____
 3 _____
 4 _____
 5 _____
 6 _____
 7 _____
 8 _____
 9 _____
 10 _____

1 _____
 2 _____
 3 _____
 4 _____
 5 _____
 6 _____
 7 _____
 8 _____
 9 _____
 10 _____

Part XVI-A, Lines 1a-1f (990-PF) - Program Service Revenue

| | Unrelated Business Income | | Excluded by Section 512, 513, or 514 | | |
|----|---------------------------|--------|--------------------------------------|--------|-----------------------------------|
| | Business Code | Amount | Exclusion Code | Amount | Related or Exempt Function Income |
| 1 | | | | | |
| 2 | | | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |
| 11 | | | | | |
| 12 | | | | | |
| 13 | | | | | |
| 14 | | | | | |
| 15 | | | | | |
| 16 | | | | | |
| 17 | | | | | |
| 18 | | | | | |
| 19 | | | | | |
| 20 | | | | | |

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

| | Unrelated Business Income | | Excluded by Section 512, 513, or 514 | | | |
|----|---------------------------|---------------|--------------------------------------|----------------|--------|-----------------------------------|
| | Program Service Revenue | Business Code | Amount | Exclusion Code | Amount | Related or Exempt Function Income |
| 1 | | | | | 0 | |
| 2 | | | | | | |
| 3 | | | | | | |
| 4 | | | | | | |
| 5 | | | | | | |
| 6 | | | | | | |
| 7 | | | | | | |
| 8 | | | | | | |
| 9 | | | | | | |
| 10 | | | | | | |
| 11 | | | | | | |
| 12 | | | | | | |
| 13 | | | | | | |
| 14 | | | | | | |
| 15 | | | | | | |
| 16 | | | | | | |
| 17 | | | | | | |
| 18 | | | | | | |
| 19 | | | | | | |
| 20 | | | | | | |

Part XVI-B (990-PF) - Relationship of Activities

| Line Number | Explanation |
|-------------|-------------|
| 1 | |

Part XVII, Line 1d (990-PF) - Relationships With Noncharitable Exempt Organizations

| Line Number | Amount Involved | Name of Noncharitable Exempt Organization | Description of Transfers, Transactions, and Sharing Arrangements |
|-------------|-----------------|---|--|
| 1 | | | |

Part XVII, Line 2b (990-PF) - Tax-Exempt Organizations Other than 501(c)(3) or 527

| | Name of Organization | Type of Organization | Description of Relationship |
|---|----------------------|----------------------|-----------------------------|
| 1 | | | |

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

| Description | Amount | | CUSIP # | Check "X" to include to include in Part IV | Purchaser | Check "X" if Purchaser is a Business | Acquisition Method | Date Acquired | Date Sold | Gross Sales Price | Cost or Other Basis | Valuation Method | Expense of Sale and Cost of Improvements | Depreciation | Adjustments | Net Gain or Loss | |
|-------------|----------------------------|-----------------------------|---------|--|-----------|--------------------------------------|--------------------|---------------|-----------|-------------------|---------------------|------------------|--|--------------|-------------|------------------|---|
| | Long Term CG Distributions | Short Term CG Distributions | | | | | | | | | | | | | | | |
| | 0 | 0 | | | | | | | | | | | | | | | 0 |
| Totals | | | | | | | | | | | | | | | | | 0 |
| | | | | | | | | | | | | | | | | | 0 |
| | | | | | | | | | | | | | | | | | 0 |

Part I, Line 10 (990-PF) - Gross Profit

| | | 0 | 0 | 0 |
|---|----------------|---|-----------------------|-------------------------|
| | Inventory Type | Gross Sales Less Returns and Allowances | Cost of Goods Sold | Gross Profit or Loss |
| 1 | | | | 0 |

Part I, Line 11 (990-PF) - Other Income

| | | 0 | 0 | 0 |
|---|-------------|--------------------------------------|--------------------------|------------------------|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
| 1 | | | 0 | |

Part I, Line 16a (990-PF) - Legal Fees

| | | 0 | 0 | 0 | 0 |
|---|-------------|--------------------------------------|--------------------------|------------------------|--|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | | 0 | | | 0 |

Part I, Line 16b (990-PF) - Accounting Fees

| | | 600 | 0 | 0 | 0 |
|---|-------------|--------------------------------------|--------------------------|------------------------|--|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | | 600 | | | 0 |

Part I, Line 16c (990-PF) - Other Professional Fees

| | | 4,600 | 0 | 0 | 0 |
|---|------------------------|--------------------------------------|--------------------------|------------------------|--|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | Administrative | 3,000 | | | 0 |
| 2 | Misc Professional Fees | 400 | | | 0 |
| 3 | Medical Personnel | 1,200 | | | 0 |

Part I, Line 18 (990-PF) - Taxes

| | | 0 | 0 | 0 | 0 |
|---|-------------|--------------------------------------|--------------------------|------------------------|---|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
| 1 | | 0 | | | |

Part I, Line 19 (990-PF) - Depreciation and Depletion

| | Description | Date Acquired | Method of Computation | Asset Life | Cost or Other Basis | Beginning Accumulated Depreciation | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
|---|-----------------|---------------|-----------------------|------------|---------------------|------------------------------------|--------------------------------|-----------------------|---------------------|
| 1 | Laptop Computer | 10/30/2013 | SL | 5 | 1,155 | 1,155 | | | 0 |
| | | | | | | | | | 0 |

Part I, Line 23 (990-PF) - Other Expenses

| | | 152,487 | 0 | 0 | 0 |
|-------------|--|--------------------------------|-----------------------|---------------------|---------------------------------------|
| Description | | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
| 1 | Computer & Internet Expenses | 4,531 | 0 | | |
| 2 | Credit Card Fees | 97 | 0 | | |
| 3 | Liability Insurance | 4,909 | 0 | | |
| 4 | Meals & Entertainment | 1,967 | 0 | | |
| 5 | Payroll Expenses | 4,590 | 0 | | |
| 6 | Postage | 897 | 0 | | |
| 7 | Storage Rent | 1,793 | 0 | | |
| 8 | Donor Appreciation Gifts | 981 | 0 | | |
| 9 | Office Supplies | 2,726 | 0 | | |
| 10 | Program Expenses | 3,720 | 0 | | |
| 11 | Golf Cart Fees | 238 | 0 | | |
| 12 | Camp Discovery Catering | 2,063 | 0 | | |
| 13 | Camp Discovery ID Luggage Tags | 174 | 0 | | |
| 14 | Camp Discover Art Supplies | 1,501 | 0 | | |
| 15 | Background Checks | 1,280 | 0 | | |
| 16 | Association Membership Dues | 1,573 | 0 | | |
| 17 | Bank Fees | 6 | 0 | | |
| 18 | Camp Discovery Music | 2,500 | 0 | | |
| 19 | Camp Discovery Carnival | 9,655 | 0 | | |
| 20 | Camp Discovery Facility Rental | 87,697 | 0 | | |
| 21 | Camp Discovery Housekeeping | 2,202 | 0 | | |
| 22 | Camp Discovery Participant T-Shirts | 5,277 | 0 | | |
| 23 | Camp Discovery Registration Expenses for Camps | 981 | 0 | | |
| 24 | Camp Discovery Trophies & Awards | 292 | 0 | | |
| 25 | Transportation Costs/ Camp DiscoveryParticipants | 1,857 | 0 | | |
| 26 | Appreciation gifts for Camp Discovery Volunteers | 1,260 | 0 | | |
| 27 | Camp Discovery Misc Expenses | 390 | 0 | | |
| 28 | Family Camp Facilitation Services | 300 | 0 | | |
| 29 | Family Camp T-Shirts | 1,090 | 0 | | |
| 30 | Family Camp Facility Rental | 5,751 | 0 | | |
| 31 | Family Camp Meals | 143 | 0 | | |
| 32 | Family Camp Misc Expenses | 46 | 0 | | |

Part I, Line 23a (990-PF) - Amortization

| 1 | Description | Date Acquired | Amount Amortized | Amortization Period | Beginning Accumulated Amortization | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|---|-------------|---------------|------------------|---------------------|------------------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| | | | | | | | | | 0 |

Part II, Line 6 (990-PF) - Receivables from Officers, Directors, Trustees and Other Disqualified Persons

| | Borrower's Name | Title | Original Amount | Book Value at Beginning of Year | Book Value at End of Year | Ending FMV | Security Provided | Date of Note |
|---|-----------------|-------|-----------------|---------------------------------|---------------------------|------------|-------------------|--------------|
| 1 | | | 0 | 0 | 0 | 0 | | |

Part II, Line 6 (990-PF) - Receivables from Officers, Directors, Trustees and Other Disqualified Persons

| | Maturity Date | Repayment Terms | Interest Rate | Purpose of Loan | Consideration Description | Fair Market Value of Consideration |
|---|---------------|-----------------|---------------|-----------------|---------------------------|------------------------------------|
| 1 | | | | | | 0 |

Part II, Line 7 (990-PF) - Other Notes

| Borrower's Name | Check "X" if Business | Check "X" if 501(c)(3) Org | Original Amount | Net Balance Due Beginning of Year | Balance Due End of Year | Allowance for Doubtful Assets End of Year | FMV of Other Notes | Security Provided | Date of Note | Maturity Date | Repayment Terms | Interest Rate | Purpose of Loan | Consideration Description | Consideration FMV | Relationship |
|-----------------|-----------------------|----------------------------|-----------------|-----------------------------------|-------------------------|---|--------------------|-------------------|--------------|---------------|-----------------|---------------|-----------------|---------------------------|-------------------|--------------|
| 1 | | | 0 | 0 | 0 | 0 | 0 | | | | | | | | | |

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

| 1 | Description | State/Local | | Federal | | Book Value Beg. of Year | Book Value End of Year | FMV Beg. of Year | FMV End of Year | State/Local Obligation |
|---|-------------|---------------------------|-------------|---------|-------------|----------------------------|---------------------------|---------------------|--------------------|---------------------------|
| | | Num Shares/ Face Value | State/Local | Federal | State/Local | | | | | |
| | | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | . |

Part II, Line 10b (990-PF) - Investments - Corporate Stock

| Description | | Num Shares/ Face Value | Book Value Beg. of Year | Book Value End of Year | FMV Beg. of Year | FMV End of Year |
|-------------|--|---------------------------|----------------------------|---------------------------|---------------------|--------------------|
| 1 | | | 0 | 0 | 0 | 0. |

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

| 1 | Description | Interest Rate | Maturity Date | Book Value Beg. of Year | Book Value End of Year | FMV Beg. of Year | FMV End of Year |
|---|-------------|---------------|---------------|-------------------------|------------------------|------------------|-----------------|
| | | | | 0 | 0 | 0 | .0 |