

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

2009

Department of the Treasury
Internal Revenue Service

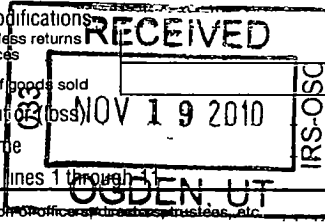
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2009, or tax year beginning _____, and ending _____

G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation ELIZABETH HUTH COATES CHARITABLE FOUNDATION OF 1992		A Employer identification number 74-6399782
	Number and street (or P O box number if mail is not delivered to street address) Room/suite P O BOX 17001		B Telephone number (210)283-6700
City or town, state, and ZIP code SAN ANTONIO, TX 78217-0001		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 33,429,963. (Part I, column (d) must be on cash basis)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

Part I	Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" 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	982,879.	982,879.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-454,155.			
	b Gross sales price for all assets on line 6a 8,456,692.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)				
	11 Other income				
	12 Total. Add lines 1 through 11	528,724.	982,879.		
	13 Compensation of officers, directors, trustees, etc.	58,493.	29,246.		29,247.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	7,075.	3,538.		3,537.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	19,961.	13,309.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	85,529.	46,093.		32,784.
	25 Contributions, gifts, grants paid	1,675,046.			1,675,046.
	26 Total expenses and disbursements. Add lines 24 and 25	1,760,575.	46,093.		1,707,830.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-1,231,851.			
	b Net investment income (if negative, enter -0-)		936,786.		
	c Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,144,964.	2,122,140.	2,122,140.
	3 Accounts receivable ▶ 1,102.			
	Less: allowance for doubtful accounts ▶	3,382.	1,102.	1,102.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	22,498.	15,846.	15,846.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	24,396,216.	21,180,957.	22,523,078.
	c Investments - corporate bonds STMT 5	1,500,243.	3,010,155.	3,083,717.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans STMT 6	1,687,975.	2,082,588.	2,160,300.	
13 Investments - other STMT 7	3,103,648.	3,214,287.	3,523,780.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers)	32,858,926.	31,627,075.	33,429,963.	
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			
	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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	27,889,443.	27,889,443.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	4,969,483.	3,737,632.		
30 Total net assets or fund balances	32,858,926.	31,627,075.		
31 Total liabilities and net assets/fund balances	32,858,926.	31,627,075.		

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	32,858,926.
2 Enter amount from Part I, line 27a	2	-1,231,851.
3 Other increases not included in line 2 (itemize) ▶ _____	3	0.
4 Add lines 1, 2, and 3	4	31,627,075.
5 Decreases not included in line 2 (itemize) ▶ _____	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	31,627,075.

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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	SALE OF PUBLICLY TRADED SECURITIES	P		
b	LITIGATION SETTLEMENT JANUS HIGH YIELD	P		
c	ADJUSTMENT FOR COST BASIS SL-GREEN	P		
d	CAPITAL GAINS DIVIDENDS			
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 8,453,249.		8,878,911.	-425,662.
b 749.			749.
c		31,936.	-31,936.
d 2,694.			2,694.
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) 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	
a			-425,662.
b			749.
c			-31,936.
d			2,694.
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	-454,155.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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))
2008	1,917,340.	34,976,022.	.054819
2007	1,741,610.	39,485,962.	.044107
2006	1,721,055.	36,466,337.	.047196
2005	1,660,200.	35,227,577.	.047128
2004	1,538,673.	33,670,462.	.045698
2 Total of line 1, column (d)			.238948
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			.047790
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			29,180,477.
5 Multiply line 4 by line 3			1,394,535.
6 Enter 1% of net investment income (1% of Part I, line 27b)			9,368.
7 Add lines 5 and 6			1,403,903.
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.			1,707,830.

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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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	9,368.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	9,368.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	9,368.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	15,846.
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	15,846.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,478.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>BROADWAY NATIONAL BANK</u> Telephone no. ► <u>210-283-6700</u> Located at ► <u>P O BOX 17001, SAN ANTONIO, TX</u> ZIP+4 ► <u>78217</u>			
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 <u>N/A</u>			

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 checked="" type="checkbox"/> Yes <input 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 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 2009) <u>N/A</u>	3b	
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 2009?	4b	X

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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 509(a)(1), (2), or (3), or section 4940(d)(2)? 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 N/A

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). N/A

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.

(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
BROADWAY NATIONAL BANK P O BOX 17001 SAN ANTONIO, TX 782170001	TRUSTEE 8.00	58,493.	0.	0.
BETTY ANN STIEREN KELSO 7373 BROADWAY SUITE 406 SAN ANTONIO, TX 78209	DISTRIB COMM. 2.00	0.	0.	0.
AMY STIEREN 7373 BROADWAY SUITE 406 SAN ANTONIO, TX 78209	DISTRIB COMM. 2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investments, Amount. Row 1 contains 'N/A'. Total at bottom is 0.

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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	27,523,749.
b	Average of monthly cash balances	1b	2,101,101.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	29,624,850.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	29,624,850.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	444,373.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,180,477.
6	Minimum investment return. Enter 5% of line 5	6	1,459,024.

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	1,459,024.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	9,368.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,368.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,449,656.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,449,656.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,449,656.

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	1,707,830.
b	Program-related investments - total from Part IX-B	1b	0.
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	1,707,830.
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	5	9,368.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,698,462.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,449,656.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,705,864.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 1,707,830.				
a Applied to 2008, but not more than line 2a			1,705,864.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				1,966.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				1,447,690.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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		Prior 3 years		(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the 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 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:
-

**ELIZABETH HUTH COATES CHARITABLE
FOUNDATION OF 1992**

Form 990-PF (2009)

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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 align="center">SEE STATEMENT 8</p>				
<p>Total</p>				<p align="right">▶ 3a 1,675,046.</p>
<p>b <i>Approved for future payment</i></p> <p align="center">NONE</p>				
<p>Total</p>				<p align="right">▶ 3b 0.</p>

ELIZABETH HUTH COATES CHARITABLE FOUNDATION OF 1992

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, membership dues, interest on savings, dividends, rental income, and other revenue.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

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

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

Table with Yes/No columns and rows 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c.

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

(1) Cash

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

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

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

Table with columns (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.

Table with columns (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Signature of officer or trustee BY [Signature]

Signature of officer or trustee Vice President & Trust Officer

Sign Here

Paid Preparer's Use Only

Preparer's signature

[Signature]

Firm's name (or yours if self-employed), address, and ZIP code

CARNEIRO, CHUMNEY & CO., 40 NE LOOP 410, SUITE 20 SAN ANTONIO, TX 78216-5

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BROADWAY NATIONAL BANK	491,161.	2,694.	488,467.
BROADWAY NATIONAL BANK	169,025.	0.	169,025.
BROADWAY NATIONAL BANK	44,090.	0.	44,090.
BROADWAY NATIONAL BANK	1,438.	0.	1,438.
OVERSEAS CAP PARTNERS INC	279,859.	0.	279,859.
TOTAL TO FM 990-PF, PART I, LN 4	985,573.	2,694.	982,879.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CARNEIRO, CHUMNEY & CO., L.C. SAN ANTONIO, TX	7,075.	3,538.		3,537.
TO FORM 990-PF, PG 1, LN 16B	7,075.	3,538.		3,537.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	6,652.	0.		0.
FOREIGN TAXES	13,309.	13,309.		0.
TO FORM 990-PF, PG 1, LN 18	19,961.	13,309.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
48586.794 SHS VANGUARD INFLATION PROTECTED SECURITIES	1,191,067.	1,197,664.
6000 SHS MERRILL LYNCH CAPITAL TR V 7.28% PFD	150,000.	128,160.
11555 SHS IPATH DOW JONES-AIG COMMODITY INDEX FD	425,455.	488,314.
13765 SHS POWERSHARES DB COMMODITY INDEX	334,991.	338,894.
7555 SHS SPDR GOLD TRUST	460,399.	810,727.
53362.901 SHS ABSOLUTE STRATEGIES OPPORTUNITY FUND	539,006.	614,741.
62344.312 SHS ABSOLUTE STRATEGIES FUND CL 1	671,963.	651,498.
7610 SHS INGERSOLL-RAND COMPANY	290,446.	271,981.
4220 NOBLE CORPORATION	129,779.	171,754.
7890 SHS ADOBE SYSTEMS INC	179,590.	290,194.
6920 ALLSTATE CORP	287,937.	207,877.
9480 SHS ALTRIA GROUP INC	194,645.	186,092.
6900 SHS AMPHENOL CORP	199,964.	318,642.
1870 SHS APACHE CORP COM	78,892.	192,928.
1975 SHS APPLE INC	177,322.	416,196.
9950 SHS AT&T INC	259,198.	278,899.
45 SHS BERKSHIRE HATHAWAY INC CL B	149,344.	147,870.
4585 SHS BRISTOL MYERS SQUIBB	105,547.	115,771.
5090 SHS CVS CAREMARK CORP	117,338.	163,949.
5865 SHS CATERPILLAR INC	419,512.	334,246.
9465 SHS CHARLES SCHWAB CORP NEW	175,850.	178,131.
3290 SHS CHEVRON CORPORATION	199,503.	253,297.
11860 SHS CISCO SYSTEMS INC	282,588.	283,928.
2425 SHS COLGATE-PALMOLIVE COMPANY	162,196.	199,214.
3285 SHS COSTCO WHOLESALE CORP	115,590.	194,373.
3695 SHS DANAHER CORP DEL COM	186,819.	277,864.
2695 SHS DEVON ENERGY CORPORATION	170,823.	198,083.
15670 SHS EMC CORP/MASS	225,664.	273,755.
1290 SHS EXPRESS SCRIPTS INC	106,242.	111,482.
3060 SHS EXXON MOBIL CORPORATION	249,644.	208,661.
3780 SHS GENERAL DYNAMICS CORP	170,830.	257,683.
13440 SHS GENERAL ELECTRIC COMPANY	92,268.	203,347.
2905 SHS GENERAL MILLS INC	192,946.	205,703.
2695 SHS GENZYME CORPORATION	193,651.	132,082.
1360 SHS GOLDMAN SACHS GROUP INC	276,972.	229,622.
9015 SHS HCC INSURANCE HOLDINGS INC.	272,400.	252,150.
2315 SHS IBM	219,624.	303,034.
4240 SHS JOHNSON & JOHNSON	243,407.	273,098.
3740 SHS JPMORGAN CHASE & CO.	171,892.	155,846.
12010 SHS M D U RESOURCES GROUP INC	320,326.	283,436.
6960 SHS MEDTRONIC INC	270,487.	306,101.
3995 SHS MONSANTO CO	320,476.	326,591.
3930 SHS NIKE INC CLASS B	251,295.	259,655.
2720 SHS OCCIDENTAL PETROLEUM CORP	153,119.	221,272.
12905 SHS ORACLE CORPORATION	155,118.	316,560.

4105 SHS PEPSICO INC	287,550.	249,584.
7880 SHS PFIZER INC	132,668.	143,337.
3500 SHS PHILIP MORRIS INTERNATIONAL INC	166,321.	168,665.
8330 SHS PPL CORP COM	260,092.	269,142.
3350 SHS PROCTER & GAMBLE CO	109,940.	203,111.
5110 SHS TARGET CORP	183,265.	247,171.
6000 SHS THERMO FISHER SCIENTIFIC INC	208,549.	286,140.
4930 SHS UNITED TECHNOLOGIES INC	204,595.	342,191.
3680 SHS VF CORPORATION	288,808.	269,523.
4755 SHS WALGREEN COMPANY	152,789.	174,604.
8705 SHS WALT DISNEY COMPANY	259,565.	280,736.
4930 SHS ZIMMER HOLDINGS INC	353,523.	291,412.
11000 SHS NOKIA CORP ADR A	180,892.	141,350.
2270 SHS SCHLUMBERGER LIMITED	115,257.	147,754.
2435 TOTAL SA-SPON ADR	154,261.	155,937.
7689 SHS VODAFONE GROUP PLC	197,717.	177,539.
20642.002 SHS LOOMIS SAYLES SMALL CAP VALUE FUND	524,846.	441,739.
8359.805 SHS VANGUARD EXPLORER FUND ADMIRAL SHARES	618,114.	445,578.
26340.943 SHS LOOMIS SAYLES GLOBAL BOND FUND	366,667.	420,928.
37402.431 SHS AMERICAN EUROPACIFIC GROWTH FUND CL A	1,572,791.	1,426,903.
7000 SHS ISHARES S & P EUROPE	189,656.	272,720.
69202.934 SHS TEMPLETON FOREIGN EQUITY SERIES	1,575,152.	1,335,617.
10900 SHS ISHARES MSCI EAFE INDEX FUND	802,481.	602,552.
19676.654 SHS AMERICAN CAPITAL WORLD BOND FD CL F	366,667.	392,746.
31818.712 SHS TEMPLETON GLOBAL BOND FUND CL A	366,666.	404,734.
TOTAL TO FORM 990-PF, PART II, LINE 10B	21,180,957.	22,523,078.

FORM 990-PF

CORPORATE BONDS

STATEMENT

5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
300000 FV GTE NORTHWEST INC 6.3%	302,595.	305,821.
350000 FV AT&T MOBILITY LLC 6.5%	376,491.	380,564.
400000 FV GENERAL ELEC CAP CORP 5.65%	398,848.	427,093.
400000 FV GOLDMAN SACHS GROUP INC 5.7%	399,868.	430,265.
400000 FV BLACKROCK INC 2.250%	401,580.	398,249.
350000 FV BERKSHIRE HATHAWAY FIN 4.6%	361,518.	369,635.
400000 FV GLAXOSMITHKLINE CAP INC 4.850%	432,680.	429,380.
335000 FV PROCTER & GAMBLE CO 3.5%	336,575.	342,710.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,010,155.	3,083,717.

FORM 990-PF	MORTGAGE LOANS	STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
US GOVERNMENT AGENCIES	2,055,230.	2,130,484.	
GNMA MORTGAGE POOLS	26,404.	28,858.	
AGENCY MORTGAGE POOLS	954.	958.	
TOTAL TO FORM 990-PF, PART II, LINE 12	2,082,588.	2,160,300.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
625 SHS BOSTON PROPERTIES INC	COST	20,116.	41,919.
1300 SHS HCP INC TRUST	COST	22,961.	39,702.
920 SHS HEALTHCARE REALTY TRUST INC	COST	20,847.	19,743.
2800 SHS HOSPITALITY PROPERTIES TRUST	COST	78,885.	66,388.
1500 SHS KIMCO REALTY CORPORATION	COST	43,957.	20,295.
1830 SHS MACK-CALI REALTY CORPORATION	COST	51,237.	63,263.
1000 SHS PUBLIC STORAGE INC	COST	27,101.	81,450.
350 SHS REALTY INCOME CORPORATION	COST	8,957.	9,069.
1599.84 SHS SIMON PROPERTY GROUP	COST	38,311.	127,667.
1200 SHS TANGER FACTORY OUTLET CENTER	COST	19,670.	46,788.
1859.3888 UNITS OVERSEAS CAP PARTNERS INC	COST	2,882,245.	2,976,890.
31.0969 UNITS OVERSEAS CAP PARTNERS INC LEHMAN	COST	0.	30,606.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,214,287.	3,523,780.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 8

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALA ASSOCIATION-SOUTH TEXAS CHAPTER 8600 WURZBACH SUITE 700 SAN ANTONIO, TX 78240	N/A UNRESTRICTED	PUBLIC	5,000.
ALAMO AREA COUNCIL OF BOYS SCOUTS OF AMERICA 2226 N W MILITARY HWY SAN ANTONIO, TX 78213-1894	N/A UNRESTRICTED	PUBLIC	10,000.
CACTUS PEAR MUSIC FESTIVAL P O BOX 880 CONVERSE, TX 78109	N/A UNRESTRICTED	PUBLIC	5,000.
CHILDREN'S CHORUS OF SAN ANTONIO P O BOX 460042 SAN ANTONIO, TX 78246	N/A UNRESTRICTED	PUBLIC	5,000.
FIRST UNITED METHODIST CHURCH OF NIXON 400 FRANKLIN NIXON, TX 78140	N/A UNRESTRICTED	PUBLIC	50,000.
GOOD SAMARITAN CENTER 1600 SALTILLO SAN ANTONIO, TX 78207	N/A UNRESTRICTED	PUBLIC	50,000.
GUIDE DOGS OF TEXAS INC 1503 ALLENA DR SAN ANTONIO, TX 78213	N/A UNRESTRICTED	PUBLIC	25,000.
HISTORICAL CENTRE FOUNDATION P O BOX 831078 SAN ANTONIO, TX 78283-1078	N/A UNRESTRICTED	PUBLIC	20,000.

IMMACULATE CONCEPTION SCHOOL 305 NORTH BRITTON AVE RIO GRANDE CITY, TX 78582	N/A UNRESTRICTED	PUBLIC	25,000.
JUNIOR ACHIEVEMENT OF SOUTH TEXAS INC 403 E RAMSEY SUITE 201 SAN ANTONIO, TX 78216	N/A UNRESTRICTED	PUBLIC	5,000.
JUVENILE DIABETES RESEARCH FOUNDATION 8700 CROWNHILL BLVD SAN ANTONIO, TX 78209	N/A UNRESTRICTED	PUBLIC	25,000.
KIPP ASPIRE ACADEMY 735 FREDERICKSBURG SAN ANTONIO, TX 78201	N/A UNRESTRICTED	PUBLIC	25,000.
MCNAY ART MUSEUM P.O. BOX 6069 SAN ANTONIO, TX 78209	N/A UNRESTRICTED	PUBLIC	50,000.
MITCHELL LAKE AUDUBON CENTER 10750 PLEASANTON BLVD SAN ANTONIO, TX 78221	N/A UNRESTRICTED	PUBLIC	10,000.
MUSICAL BRIDGES AROUND THE WORLD INC 7904 SUMMIT CIRCLE SAN ANTONIO, TX 78256	N/A UNRESTRICTED	PUBLIC	15,000.
OLD SPANISH MISSIONS INC P O BOX 7804 SAN ANTONIO, TX 78207	N/A UNRESTRICTED	PUBLIC	100,000.
OUR LADY OF THE LAKE UNIVERSITY 411 S W 24TH STREET SAN ANTONIO, TX 78207	N/A THE HARRY JERSIG CENTER	PUBLIC	15,000.
SAMM MINISTRIES 5254 BLANCO RD SAN ANTONIO, TX 78216	N/A UNRESTRICTED	PUBLIC	17,000.

SAN ANTONIO LIGHTHOUSE FOR THE BLIND 2305 ROOSEVELT AVE SAN ANTONIO, TX 78210	N/A UNRESTRICTED	PUBLIC	20,000.
SAN ANTONIO LIVESTOCK EXPOSITION INC P O BOX 200230 SAN ANTONIO, TX 78220-0230	N/A UNRESTRICTED	PUBLIC	10,000.
SAN ANTONIO MUSEUM OF ART 200 WEST JONES SAN ANTONIO, TX 78215	N/A UNRESTRICTED	PUBLIC	150,000.
SAN ANTONIO PARKS FOUNDATION 314 E COMMERCE SUITE 720 SAN ANTONIO, TX 78205	N/A UNRESTRICTED	PUBLIC	50,000.
SAN ANTONIO RIVER FOUNDATION P O BOX 830045 SAN ANTONIO, TX 78283	N/A UNRESTRICTED	PUBLIC	100,000.
SAN ANTONIO ZOOLOGICAL SOCIETY 3903 N ST MARYS STREET SAN ANTONIO, TX 78212-3199	N/A UNRESTRICTED	PUBLIC	100,000.
SOUTHWEST FOUNDATION FOR BIOMEDICAL RESEARCH PO BOX 760549 SAN ANTONIO, TX 78245	N/A UNRESTRICTED	PUBLIC	94,446.
ST MARY'S UNIVERSITY ONE CAMINO SANTA MARIA SAN ANTONIO, TX 78284	N/A UNRESTRICTED	PUBLIC	100,000.
SUMMER DREAMS P O BOX 788 HUNT, TX 78024	N/A UNRESTRICTED	PUBLIC	37,000.
SUNSHINE COTTAGE SCHOOL OF DEAF CHILDREN 103 TULETA SAN ANTONIO, TX 78212-3196	N/A UNRESTRICTED	PUBLIC	100,000.

TEXAS A & M KINGSVILLE FOUNDATION INC P O BOX 2202 KINGSVILLE, TX 78363	N/A UNRESTRICTED	PUBLIC	40,000.
TEXAS MILITARY INSTITUTE 20955 WEST TEJAS TRAIL SAN ANTONIO, TX 78257	N/A UNRESTRICTED	PUBLIC	200,000.
TEXAS PUBLIC RADIO 8401 DATAPOINT DRIVE SUITE 800 SAN ANTONIO, TX 78229	N/A UNRESTRICTED	PUBLIC	15,000.
THE BALLET CONSERVATORY OF SOUTH TEXAS 5200 BROADWAY SAN ANTONIO, TX 78209	N/A UNRESTRICTED	PUBLIC	10,000.
THE CHILDREN'S SHELTER 2939 W WOODLAWN SAN ANTONIO, TX 78228	N/A UNRESTRICTED	PUBLIC	16,350.
THE MAGIK THEATRE 420 SOUTH ALAMO ST. SAN ANTONIO, TX 78205	N/A UNRESTRICTED	PUBLIC	10,000.
TRANSPLANTS FOR CHILDREN 7550 IH10 WEST SUITE 104 SAN ANTONIO, TX 78229	N/A UNRESTRICTED	PUBLIC	20,250.
UNITED CEREBRAL PALSY OF GREATER HOUSTON INC 4500 BISSONNET BELLAIRE, TX 77401-3006	N/A UNRESTRICTED	PUBLIC	10,000.
UNIVERSITY OF TEXAS FOUNDATION MAIL CODE 7840 7703 FLOYD CURL SAN ANTONIO, TX 78229-3900	N/A UTHSCSA DEPARTMENT OF SURGERY	PUBLIC	100,000.
YOUTH ACHIEVEMENT FOUNDATION 10650 CULEBRA RD SUITE 104 BOX #47 SAN ANTONIO, TX 78229-3900	N/A UNRESTRICTED	PUBLIC	5,000.

ELIZABETH HUTH COATES CHARITABLE FOUNDAT

74-6399782

YOUTH ORCHESTRAS OF SAN ANTONIO N/A
106 AUDITORIUM CIRCLE SUITE 130 UNRESTRICTED
SAN ANTONIO, TX 78205

PUBLIC

30,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

1,675,046.