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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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









OMB No 1545-0052

2012
Open to Public Inspection


For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation WARE FOUNDATION CO CHERRY BEKAERT LLP		A Employer identification number 23-7286585	
Number and street (or P O box number if mail is not delivered to street address) 2525 PONCE DE LEON BLVD SUITE 1040		B Telephone number (see instructions) (786) 693-6300	
City or town, state, and ZIP code CORAL GABLES, FL 33134		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <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		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"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 19,432,030		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,117	7,117		
	4 Dividends and interest from securities.	156,958	156,958		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	569,061			
	b Gross sales price for all assets on line 6a _____ 5,659,519				
	7 Capital gain net income (from Part IV, line 2)		569,061		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	311	311		
	12 Total. Add lines 1 through 11	733,447	733,447		
	13 Compensation of officers, directors, trustees, etc	131,000	65,500		65,500
	14 Other employee salaries and wages	27,030	13,515		13,515
	15 Pension plans, employee benefits	87,388	43,694		43,694
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	25,541	15,395		10,145
	c Other professional fees (attach schedule)	54,343	47,649		6,694
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	10,241	1,774		103
	19 Depreciation (attach schedule) and depletion . . .	1,038	0		
	20 Occupancy	21,882	10,941		10,941
	21 Travel, conferences, and meetings	4,552	2,276		2,276
	22 Printing and publications				
	23 Other expenses (attach schedule)	21,092	10,545		10,547
	24 Total operating and administrative expenses. Add lines 13 through 23	384,107	211,289		163,415
	25 Contributions, gifts, grants paid	678,508			678,508
	26 Total expenses and disbursements. Add lines 24 and 25	1,062,615	211,289		841,923
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-329,168			
	b Net investment income (if negative, enter -0-)		522,158		
	c Adjusted net income (if negative, enter -0-)				

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	584,942	429,339	429,339		
	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 page 15 of the 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	40,050	3,260	3,260		
	10a	Investments—U S and state government obligations (attach schedule)	1,728,627		7,002,261	8,297,330	
	b	Investments—corporate stock (attach schedule)	14,946,165		10,768,004	10,668,488	
	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 ▶ _____ 104,994 Less accumulated depreciation (attach schedule) ▶ _____ 103,640	2,392		1,354	1,354	
15	Other assets (describe ▶ _____)		2,950		32,259		32,259
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	17,305,126	18,236,477	19,432,030			
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 ▶ _____)		12,674		3,265	
23	Total liabilities (add lines 17 through 22)	12,674	3,265				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	17,292,452	18,233,212			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see page 17 of the instructions)	17,292,452	18,233,212			
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	17,305,126	18,236,477			

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	17,292,452
2	Enter amount from Part I, line 27a	2	-329,168
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	1,269,928
4	Add lines 1, 2, and 3	4	18,233,212
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	18,233,212

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	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a See Additional Data Table			
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	569,061
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	920,542	19,351,596	0 047569
2010	869,156	19,352,603	0 044912
2009	1,019,324	17,610,366	0 057882
2008	1,388,815	22,075,452	0 062912
2007	1,214,686	25,608,407	0 047433

2 Total of line 1, column (d).	2	0 260708
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 052142
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	18,656,787
5 Multiply line 4 by line 3.	5	972,802
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	5,222
7 Add lines 5 and 6.	7	978,024
8 Enter qualifying distributions from Part XII, line 4.	8	841,923

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See
the Part VI instructions

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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		1	10,443
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	10,443
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	10,443
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	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 checked="" type="checkbox"/> if Form 2220 is attached		8	183
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	10,626
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	Refunded	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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?	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) FL, DE _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ►WWW.WAREFOUNDATION.ORG				
14	The books are in care of ►MARK EDWARDS Telephone no ►(305) 662-5002 Located at ►5825 SUNSET DRIVE SUITE 306 SOUTH MIAMI FL ZIP +4 ►33143			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ►	15		
16	At any time during calendar year 2012, 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?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ►				

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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		
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 2012?.	1c		No
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. <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		
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 2012 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 2012.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2012?	4b		No

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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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)? (see instructions).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

5b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here.

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?

YesNo

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?

YesNo

6b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

YesNo

7b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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 Additional Data Table				

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.

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 (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.		0

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
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	18,233,877
b	Average of monthly cash balances.	1b	707,024
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,940,901
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	18,940,901
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	284,114
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,656,787
6	Minimum investment return. Enter 5% of line 5.	6	932,839

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	932,839
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	10,443
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,443
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	922,396
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	922,396
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	922,396

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	841,923
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	841,923
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	841,923
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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				922,396
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			517,877	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 841,923				
a Applied to 2011, but not more than line 2a			517,877	
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 2012 distributable amount.				324,046
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (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 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				598,350
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIVPrivate 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 2012, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

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 of the person to whom applications should be addressed

WARE FOUNDATION
5825 SUNSET DRIVE SUITE 306
MIAMI,FL 33143
(305) 662-5002

b

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

APPLICATION MUST BE IN WRITING A GRANT APPLICATION IS AVAILABLE FOR THIS PURPOSE TELEPHONE INQUIRES ARE NOT ACCEPTED PLEASE VISIT OUR WEBSITE AT WWW.WAREFOUNDATION.ORG

c

Any submission deadlines

SEPTEMBER 1, 2013

d

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

THERE ARE NO RESTRICTIONS OR LIMITATIONS ON THE AWARD

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	678,508
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	7,117	
4	Dividends and interest from securities. . . .			14	156,958	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					311
8	Gain or (loss) from sales of assets other than inventory			18	569,061	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		733,136	311
13	Total. Add line 12, columns (b), (d), and (e).			13		733,447

[illegible]

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?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

2

Other assets.

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

2

Purchases of assets from a noncharitable exempt organization.

3

Rental of facilities, equipment, or other assets.

4

Reimbursement arrangements.

5

Loans or loan guarantees.

6

Performance of services or membership or fundraising solicitations.

c

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

d

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

(a)

Line No

(b)

Amount involved

(c)

Name of noncharitable exempt organization

(d)

Description of transfers, transactions, and sharing arrangements

2a

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

☐

Yes

☒

No

b If "Yes," complete the following schedule

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

Sign Here

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

2013-11-14

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒

Yes

☐

No

Paid Preparer Use Only

Print/Type preparer's name

VICKI HINZ CPA

Preparer's Signature

VICKI HINZ CPA

Date

2013-11-14

Check if self-employed

☒

PTIN

P00356696

Firm's name

CHERRY BEKAERT LLP

2525 PONCE DE LEON BLVD SUITE 1040

Firm's address

CORAL GABLES, FL 33134

Firm's EIN

56-0574444

Phone no.

(786) 693-6300

Form 990-PF (2012)

TY 2012 Accounting Fees Schedule**Name:** WARE FOUNDATION CO CHERRY BEKAERT LLP**EIN:** 23-7286585

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHERRY BEKAERT & HOLLAND	10,500	7,875		2,625
CERVETTA-LAPHAM & ASSOCIATES	15,041	7,520		7,520

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: WARE FOUNDATION CO CHERRY BEKAERT LLP
EIN: 23-7286585

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT AND SOFTWARE	2001-12-20	3,397	2,378	200DB	5 0000000000000	0	0		
COMPUTER SOFTWARE	2001-12-26	8,846	6,192	200DB	5 0000000000000	0	0		
COMPUTER OFFICE & EQUIPMENT	2003-12-23	3,670		200DB	5 0000000000000	0	0		
FURNITURE FIXTRUES	2003-11-26	2,081		200DB	7 0000000000000	0	0		
COMPUTER	2004-02-18	32,176	16,088	200DB	5 0000000000000	0	0		
COMPUTER	2004-02-25	2,530	1,265	200DB	5 0000000000000	0	0		
COMPUTER	2004-04-28	1,560	780	200DB	5 0000000000000	0	0		
APPLE COMPUTER	2004-05-05	6,432	3,216	200DB	5 0000000000000	0	0		
APPLE COMPUTER	2004-05-10	6,990	3,495	200DB	5 0000000000000	0	0		
HP OFFICE JET 6110	2004-08-03	300	150	200DB	5 0000000000000	0	0		
APPLE COMPUTER	2006-01-24	999	999	200DB	5 0000000000000	0	0		
COMPUTER ACCESSORIES	2006-08-22	1,039	1,039	200DB	5 0000000000000	0	0		
COMPUTER	2006-08-22	4,896	4,896	200DB	5 0000000000000	0	0		
COMPUTER	2006-05-18	4,429	4,429	200DB	5 0000000000000	0	0		
COMPUTER	2005-04-12	749	749	200DB	5 0000000000000	0	0		
COMPUTER	2005-11-22	490	490	200DB	5 0000000000000	0	0		
FAX	2005-12-28	553	553	200DB	7 0000000000000	0	0		
FURNITURE	2005-02-01	251	251	200DB	7 0000000000000	0	0		
OFFICE EQUIPMENT	2006-07-31	995	862	200DB	7 0000000000000	89	0		
COMPUTER EQUIPMENT	2004-10-21	5,479	2,739	200DB	5 0000000000000	0	0		
APPLE COMPUTER	2008-04-30	3,091	1,278	200DB	5 0000000000000	178	0		
COMPUTER	2008-10-03	2,934	1,214	200DB	5 0000000000000	169	0		
FURNITURE-CONFERENCE TBLE CHRS SOFA	2008-08-29	5,243	1,802	200DB	7 0000000000000	234	0		
COMPUTER - EASON	2010-01-27	1,916	996	200DB	5 0000000000000	368	0		
COMPUTER	2011-09-09	2,650		200DB	5 0000000000000	0	0		

**TY 2012 Investments Corporate
Stock Schedule****Name:** WARE FOUNDATION CO CHERRY BEKAERT LLP**EIN:** 23-7286585

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	10,768,004	10,668,488

**TY 2012 Investments Government
Obligations Schedule****Name:** WARE FOUNDATION CO CHERRY BEKAERT LLP**EIN:** 23-7286585**US Government Securities - End of****Year Book Value:**

7,002,261

US Government Securities - End of**Year Fair Market Value:**

8,297,330

**State & Local Government
Securities - End of Year Book****Value:**

0

**State & Local Government
Securities - End of Year Fair****Market Value:**

0

TY 2012 Land, Etc. Schedule

Name: WARE FOUNDATION CO CHERRY BEKAERT LLP
EIN: 23-7286585

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT AND SOFTWARE	3,397	3,397	0	
COMPUTER SOFTWARE	8,846	8,846	0	
COMPUTER OFFICE & EQUIPMENT	3,670	3,670	0	
COMPUTER SOFTWARE	144	144	0	
FURNITURE FIXTRUES	2,081	2,081	0	
COMPUTER	32,176	32,176	0	
COMPUTER	2,530	2,530	0	
COMPUTER	1,560	1,560	0	
COMPUTER SOFTWARE	550	550	0	
APPLE COMPUTER	6,432	6,432	0	
APPLE COMPUTER	6,990	6,990	0	
HP OFFICE JET 6110	300	300	0	
MAC MS OFFICE 2004	296	296	0	
COREL DRAW GRAPHICS	308	308	0	
APPLE COMPUTER	999	999	0	
COMPUTER ACCESSORIES	1,039	1,039	0	
COMPUTER	4,896	4,896	0	
COMPUTER	4,429	4,429	0	
COMPUTER	749	749	0	
COMPUTER	490	490	0	
FAX	553	553	0	
FURNITURE	251	251	0	
OFFICE EQUIPMENT	995	951	44	
COMPUTER EQUIPMENT	5,479	5,479	0	
APPLE COMPUTER	3,091	3,002	89	
COMPUTER	2,934	2,850	84	
FURNITURE-CONFERENCE TBLE CHRS SOFA	5,243	4,658	585	
COMPUTER - EASON	1,916	1,364	552	
COMPUTER	2,650	2,650	0	

TY 2012 Other Assets Schedule**Name:** WARE FOUNDATION CO CHERRY BEKAERT LLP**EIN:** 23-7286585

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITY DEPOSIT	2,950	2,950	2,950
DISTRIBUTION RECEIVABLE		29,309	29,309

TY 2012 Other Expenses Schedule**Name:** WARE FOUNDATION CO CHERRY BEKAERT LLP**EIN:** 23-7286585

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES AND SUBSCRIPTIONS	6,090	3,045		3,045
OFFICE SUPPLIES AND EXPENSES	1,595	798		797
POSTAGE, SHIPPING AND DELIVERY	437	218		219
TELEPHONE	8,942	4,471		4,471
STORAGE	3,395	1,697		1,698
MEALS AND ENTERTAINMENT	633	316		317

TY 2012 Other Income Schedule

Name: WARE FOUNDATION CO CHERRY BEKAERT LLP

EIN: 23-7286585

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OLD WESTBURY PRIVATE EQUITY K-1	-357	-357	-357
THE WARE FAMILY MGMT COMPANY LLC K-1	668	668	668

TY 2012 Other Increases Schedule

Name: WARE FOUNDATION CO CHERRY BEKAERT LLP

EIN: 23-7286585

Description	Amount
CHANGE IN MARKET VALUE OF INVESTMENTS	1,269,928

TY 2012 Other Liabilities Schedule**Name:** WARE FOUNDATION CO CHERRY BEKAERT LLP**EIN:** 23-7286585

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO MARK EDWARDS	500	500
PAYROLL LIABILITIES	2,174	2,765
ACCURED EXPENSES	10,000	0

TY 2012 Other Professional Fees Schedule**Name:** WARE FOUNDATION CO CHERRY BEKAERT LLP**EIN:** 23-7286585

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JP MORGAN MANAGEMENT FEES	26,777	20,083		6,694
INVESTMENT FEES	27,566	27,566		0

TY 2012 Taxes Schedule**Name:** WARE FOUNDATION CO CHERRY BEKAERT LLP**EIN:** 23-7286585

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES AND LICENSES	109	54		55
FEDERAL TAX	8,364	0		0
	96	48		48
FOREIGN TAX	1,672	1,672		0

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
THE WARE FAMILY MGMT COMPANY K-1	P	2011-01-01	2012-12-31
OLD WESTBURY PRIVATE EQUITY- K-1 BESSEMER	P	2011-01-01	2012-12-31
JP MORGAN ST 1004	P	2012-01-01	2012-12-31
JP MORGAN ST 1004	P	2012-01-01	2012-12-31
JP MORGAN LT 1004	P	2011-01-01	2012-12-31
OLD WESTBURY PRIVATE EQUITY- K-1 BESSEMER	P	2012-01-01	2012-12-31
OLD WESTBURY PRIVATE EQUITY- K-1 BESSEMER	P	2011-01-01	2012-12-31
THE WARE FAMILY MGMT COMPANY K-1	P	2012-01-01	2012-12-31
THE WARE FAMILY MGMT COMPANY K-1	P	2011-01-01	2012-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(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)
98			98
		7	-7
288,118		304,500	-16,382
338,895		336,612	2,283
4,863,172		4,449,181	413,991
		158	-158
125,160			125,160
2,729			2,729
15,487			15,487
25,860			25,860

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			98
			-7
			-16,382
			2,283
			413,991
			-158
			125,160
			2,729
			15,487
			25,860

Form 990PF Part VIII Line 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
JAMES ODOM	TRUSTEE 5 00	12,000	0	0
2140 MEADOWCLIFF DRIVE ATLANTA,GA 30345				
MORGAN WARE-SOUMAH	TRUSTEE 30 00	32,000	0	0
6300 POWERS FERRY ROAD 600-330 ATLANTA,GA 30339				
MARK EDWARDS	SEC/ TREASURER 30 00	43,000	0	0
6870 GRANANDA BLVD CORAL GABLES,FL 33146				
ELIZABETH EASON	TRUSTEE 30 00	32,000	0	0
123 NOAHS MILL ROAD MADISON,MS 39110				
JOHN EDWARDS	TRUSTEE 5 00	12,000	0	0
41 BAY DRIVE NE FT WALTON BEACH,FL 32548				


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FLORIDA INTERNATIONAL UNIVERSITY 11200 SW 8TH STREET MIAMI,FL 33174	N/A	UNIVERSITY	EG WARE FOUNDATION - NEURO ENGINEERING PROFESSORSHIP	75,000
EMERALD COAST WILDLIFE REFUGE 406 MOUNTAIN DRIVE DESTIN,FL 32541	N/A	PRIVATE FUNDED NON-P	SUPPORT FOR WILDLIFE REFUGE EFFORTS	53,000
ATLANTA INTERNATIONAL SCHOOL 2890 NORTH FULTON DRIVE ATLANTA,GA 30305	N/A	SCHOOL	FINANCIAL AID ASSISTANCE	15,000
ATLANTA INTERNATIONAL SCHOOL 2890 NORTH FULTON DRIVE ATLANTA,GA 30305	N/A	SCHOOL	TECHNOLOGY PROGRAMS, ASSIST IN PURCHASING 10 LAPTOPS FOR FINANCIAL AID STUDENTS	10,000
MADISON HEIGHTS PRESBYTERIAN CHURCH 1048 B-GLUCKSTADT ROAD MADISON,MS 39110	N/A	CHURCH	BUILDING FUND	30,000
MIDDLE EASTERN DANCE EXCHANGE 2380 OVERBROOK DR MIAMI,FL 33133	N/A	NON PROFIT ORGANIZAT	SUPPORT ART/DANCE INITIATIVES	1,500
ONE CHILD INTERNATIONAL INC 590 SW 9 TERR 2 POMPANO BEACH,FL 33069	N/A	NON PROFIT ORGANIZAT	CHILD ABUSE WATCH NET	36,600
POSITIVE IMPACT INC 139 RALPH MCGILL BLVD SUITE 301 ATLANTA,GA 30308	N/A	NON PROFIT ORGANIZAT	HIV EDUCATION, COUNSELING AND OUTREACH	1,000
JULIA'S KIDS INC 590 SW 9 TERR 2 POMPANO BEACH,FL 33069	N/A	NON PROFIT ORGANIZAT	SUPPORT CHILDREN'S BASIC NEEDS	1,500
FSU COLLEGE OF LAW 425 W JEFFERSON ST TALLAHASSEE,FL 32310	N/A	NON PROFIT ORGANIZAT	WARE FUND FOR EXCELLENCE FOR THE PUBLIC INTEREST LAW CENTER	10,000
KRISTI HOUSE 1265 NW 12TH AVENUE MIAMI,FL 33136	N/A	NON PROFIT ORGANIZAT	SUPPORT VICTIMS OF SEX TRAFFICKING	25,000
MISSION MISSISSIPPI 840 EAST RIVER PLACE SUITE 506 JACKSON,MI 39202	N/A	NON PROFIT ORGANIZAT	SUPPORT RACIAL RECONCILIATION EFFORTS	25,000
KRISTI HOUSE 1265 NW 12TH AVENUE MIAMI,FL 33136	N/A	NON PROFIT ORGANIZAT	ASSIST IN PROJECT GOLD - DROP IN CENTER/SHELTER	2,245
WILSON MEMORIAL UNITED METHODIST CHRUCH RT 3 NORTH BOUNDLANDE GAMBRILLS,MD 21054	N/A	CHURCH	CHURCH FUNDRAISER	1,500
KIDIJAPA ONE GLENLAKE PARKWAY 950 ATLANTA,GA 30328	N/A	NON PROFIT ORGANIZAT	CLEFT LIP AND PALATE SURGERY ECUADOR MISSION FUNDS	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FLORIDA INTERNATIONAL UNIVERSITY STEP UP FOR KIDS 11200 SW 8TH STREET MIMI,FL 33199	N/A	UNIVERSITY	2012 DONATION	37,500
THE ALLIANCE 1175 NE 125 STREET 510 NORTH MIAMI,FL 33161	N/A	NON PROFIT ORGANIZAT	ASSIST IN PROVIDING SERVICES TO MIAMI-DADE COUNTY YOUTH	6,655
FLORIDA INTERNATIONAL UNIVERSITY 11200 SW 8TH STREET MIAMI,FL 33199	N/A	UNIVERSITY	AWARD- UNDERAGE DRINKING C- BIRG	33,250
KIDIJAPA ONE GLENLAKE PARKWAY 950 ATLANTA,GA 30328	N/A	NON PROFIT ORGANIZAT	CLEFT LIP AND PALATE SURGERY ECUADOR MISSION FUNDS	15,000
AMERICAN LEGION POST 143 1526 ACQUONI ROAD CHEROKEE,NC 28719	N/A	NON PROFIT ORGANIZAT	911 ARMED FORCES VETERANS	10,000
FARA 2001 JEFFERSON DAVIS HIGHWAY SUITE 209 ARLINGTON,VA 22202	N/A	NON PROFIT ORGANIZAT	FUNDING FOR CONTINUED RESEARCH FOR A CURE	10,000
MIAMI ZOOLOGICAL SOCIETY OF FLORIDA 12400 SW 152ND STREET MIAMI,FL 33177	N/A	NON PROFIT ORGANIZAT	SUPPORT FOR ZOO MIAMI	5,000
MISSISSIPPI BASKETBALL & ATHLETICS 2240 WESTBROOK ROAD JACKSON,MS 39211	N/A	SCHOOL	SUPPORT ATHLETIC PROGRAMS	25,000
MISSISSIPPI COLLEGE DYSLEXIA EDUCATION 200 S CAPITOL ST CLINTON,MS 39058	N/A	SCHOOL	SUPPORT FOR DYSLEXIA EDUCATION	15,000
PHOENIX MULTISPORT 4645 N BROADWAY UNIT C4 BOULDER,CO 80304	N/A	SCHOOL	OPERATION COST OF STAFF,EQUIPMENT AND PROGRAMS	50,000
THE MEDICAL INSTITUTE FOR SEXUAL HEALTH 1101 SCAPITOL OF TX HWY BLG B STE 100 AUSTIN,TX 78746	N/A	NON PROFIT ORGANIZAT	MEDICALLY ACCURATE INFORMATION DISSEMINATION TO VARIOUS ENTITIES	42,508
UHEALTH PEDIATRICS DIV OF ENDOCRINOLOGY PO BOX 016820 D-820 MIAMI,FL 33101	N/A	HOSPITAL/ UNIVERSITY	CHILDRENS HEALTH	35,000
WARE FUND FOR HEALTHY FAMILIES & CHILDREN 5825 SUNSET DRIVE SUITE 306 SOUTH MIAMI,FL 33143	N/A	NON PROFIT ORGANIZAT	CHILDRENS DEVELOPMENT	31,250
WOLF SANCTUM 131 WOLF CROSSING BAKERSVILLE,NC 28705	N/A	NON PROFIT ORGANIZAT	WOLF CONSERVATION AND EDUCATION	10,000
YOUTH SPARK 395 PRYOR STREET SW 2117 ATLANTA,GA 30312	N/A	NON PROFIT ORGANIZAT	TO PREVENT COMMERCIAL SEXUAL EXPLOITATION OF CHILDREN IN GEORGIA	25,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ONE CHILD INTERNATIONAL INC 590 SW 9 TERR 2 POMPANO BEACH, FL 33069	N/A	NON PROFIT ORGANIZAT	CHILD ABUSE WATCH NET	35,000
Total  3a				678,508