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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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

, and ending

Name of foundation PAUL BECHTNER FOUNDATION C/O PAUL WEAVER		A Employer identification number 36-3973429
Number and street (or P.O. box number if mail is not delivered to street address) 660 PINE STREET	Room/suite	B Telephone number 847-446-5739
City or town, state, and ZIP code WINNETKA, IL 60093		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) \$ 17,482,739.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	7,933,288.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	598,785.	598,785.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<40,461.>			
	b Gross sales price for all assets on line 6a	1,485,815.			
	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	8,491,612.	598,785.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	19,032.	19,032.		0.
	c Other professional fees	583.	583.		0.
	17 Interest	37.	37.		0.
	18 Taxes	1,859.	1,859.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	104.	104.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	21,615.	21,615.		0.
	25 Contributions, gifts, grants paid	592,000.			592,000.
26 Total expenses and disbursements. Add lines 24 and 25	613,615.	21,615.		592,000.	
27 Subtract line 26 from line 12	7,877,997.				
a Excess of revenue over expenses and disbursements		577,170.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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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	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		107,903.	1,971,031.	1,971,031.
	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				
	7	Other notes and loans receivable ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations				
	b	Investments - corporate stock STMT 7	5,721,125.	11,488,146.	15,268,824.	
	c	Investments - corporate bonds				
11	Investments - land, buildings and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 8	0.	235,209.	235,209.		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶ MISC RECEIVABLE)	1,491.	7,675.	7,675.		
16	Total assets (to be completed by all filers)	5,830,519.	13,702,061.	17,482,739.		
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	0.	0.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	5,830,519.	13,702,061.			
30	Total net assets or fund balances	5,830,519.	13,702,061.			
31	Total liabilities and net assets/fund balances	5,830,519.	13,702,061.			

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	5,830,519.
2	Enter amount from Part I, line 27a	2	7,877,997.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	13,708,516.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	6,455.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,702,061.

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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 SEE STATEMENT	P		
b CAPITAL GAINS DIVIDENDS			
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 1,461,387.		1,526,276.	<64,889.>
b 24,428.			24,428.
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			<64,889.>
b			24,428.
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	<40,461.>
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 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	393,700.	7,887,811.	.049912
2010	342,250.	6,935,739.	.049346
2009	280,000.	6,375,128.	.043921
2008	362,779.	5,762,548.	.062955
2007	350,599.	6,672,808.	.052541

2 Total of line 1, column (d)	2	.258675
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	.051735
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	12,483,825.
5 Multiply line 4 by line 3	5	645,851.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,772.
7 Add lines 5 and 6	7	651,623.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	592,000.

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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)		1	11,543.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	11,543.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	11,543.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 2,363.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 10,500.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	12,863.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	7.	
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	1,313.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 1,313. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► PAUL WEAVER Telephone no ► 847-446-5739 Located at ► 660 PINE STREET, WINNETA, IL ZIP+4 ► 60093			
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 N/A			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	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	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 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 ►		
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) N/A	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 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) N/A	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 2012?	4b	X

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7b

C

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

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

Expenses

Amount

All other program-related investments See instructions

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	12,127,994.
b	Average of monthly cash balances	1b	545,940.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,673,934.
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	12,673,934.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	190,109.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,483,825.
6	Minimum investment return. Enter 5% of line 5	6	624,191.

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	624,191.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	11,543.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	11,543.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	612,648.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	612,648.
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	612,648.

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	592,000.
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	592,000.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	592,000.

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				612,648.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	1,104.			
b From 2008	77,594.			
c From 2009				
d From 2010				
e From 2011	2,186.			
f Total of lines 3a through e	80,884.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 592,000.				
a Applied to 2011, but not more than line 2a			0.	
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				592,000.
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))	20,648.			20,648.
6 Enter the net total of each column as indicated below	60,236.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
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 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	60,236.			
10 Analysis of line 9				
a Excess from 2008	58,050.			
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	2,186.			
e Excess from 2012				

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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	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
a Paid during the year				
VARIOUS PUBLIC CHARITIES - SEE SCHEDULE ATTACHED		PUBLIC CHARITY	GENERAL PURPOSE	592,000.
Total			3a	592,000.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII

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

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

[illegible]

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
N/A		

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

Sign Here ☒ Paul C Weaver ☒ 11/13/13 ☒ President

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	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	JEFFREY KRAUSE	<i>Jeffrey A. Krause</i>	11/13/13		P00032946
	Firm's name ▶ GIMBEL ABRAMS + SANGER			Firm's EIN ▶ 36-3663184	
	Firm's address ▶ 10 S. RIVERSIDE PLAZA, SUITE 1275 CHICAGO, IL 60606-3710			Phone no (312) 782-1010	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2012

Name of the organization

PAUL BECHTNER FOUNDATION
C/O PAUL WEAVER

Employer identification number

36-3973429

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization PAUL BECHTNER FOUNDATION C/O PAUL WEAVER	Employer identification number 36-3973429
---	--

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	EVERETT WEAVER 680 GREEN BAY ROAD, APT. 204 WINNETKA, IL 60093	\$ 200,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	MARJORIE WEAVER C/O KINNARD, 3215 TENNYSON SAN DIEGO, CA 92106	\$ 80,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	RITA C. WEAVER LIVING TRUST 660 PINE ST. WINNETKA, IL 60093	\$ 1,287,681.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	RITA C. WEAVER LIVING TRUST 660 PINE ST. WINNETKA, IL 60093	\$ 6,365,607.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

36-3973429

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

[illegible]

Name of organization

PAUL BECHTNER FOUNDATION
C/O PAUL WEAVER

Employer identification number

36-3973429

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Paul Bechtner Foundation									
SCHEDULE OF CAPITAL GAINS AND LOSSES									
December 31, 2012									
[a]	[b]	[c]	[d]	[e]	[g]	[h]			
	How Acquired	Date	Date	Gross Sales	Cost or	Gain or			
Description	P = purchased D = donation	Acquired	Sold	Price	Other Basis	(Loss)			
TCF Capital I Cap Sec Ser 1 - Common, 700 shares	D	5/1/2011	8/13/2012	17,500	18,724	(1,224)			
Badger TOB Asset Securitization, 5.75%, Due 6/1/12, 20 shares	D	5/1/2011	6/1/2012	20,000	21,125	(1,125)			
Badger TOB Asset Securitization, 6.00%, Due 6/1/17, 55 shares	D	5/1/2011	6/1/2012	55,000	58,241	(3,241)			
Campbell County (Wyoming) Pollution Control Revenue Bonds, 4.8%, Due 10/1/2014	D	5/1/2011	5/15/2012	35,000	35,050	(50)			
New Jersey Economic Development Authority - Revenue Bonds, 5%, Due 6/1/2015	D	5/1/2011	6/1/2012	5,000	5,135	(135)			
Sartell (MN) Health Care Hospital Nursing Home Revenue Bonds, 6.5%, Due 9/1/2016	D	5/1/2011	9/4/2012	5,000	5,007	(7)			
Sartell (MN) Health Care Hospital Nursing Home Revenue Bonds, 6.5%, Due 9/1/2016	D	5/1/2011	10/1/2012	5,000	5,007	(7)			
Thief River Falls (MN) - Housing and Development Revenue Bonds, 6.0%, Due 7/1/2021	D	5/1/2011	9/11/2012	5,955	1,000	4,955			
WebSense, Inc., 200 shares	P	VARIOUS	9/14/2012	3,326	3,676	(350)			
Avon Products, Inc., 150 common shares	P	VARIOUS	9/14/2012	2,428	4,591	(2,163)			
Bank of America Corporation, 150 common shares	D	1/19/2004	9/14/2012	1,417	5,939	(4,522)			
Dell, Inc., 27 common shares	D	1/19/2004	9/14/2012	282	946	(664)			
Delta Airlines, common, 267 shares	P	8/15/1997	9/14/2012	2,463	8,862	(6,399)			
Duke Energy Holdings, cash in lieu	P	VARIOUS	7/13/2012	44	0	44			
GMAC Senior Unsecured Series, 7.25%	P	VARIOUS	8/15/2012	50,000	50,000	0			
John Hancock Financial Opportunity Fund, 150 common shares	P	12/31/1999	9/14/2012	2,683	1,232	1,451			
Hecla Mining Corporation, 1,050 common shares	P	11/8/1995	9/14/2012	6,679	6,432	247			
Maxim Integrated Products, Inc., 121 common shares	D	1/19/2004	9/14/2012	3,406	6,653	(3,247)			

Paul Bechtner Foundation						
SCHEDULE OF CAPITAL GAINS AND LOSSES						
December 31, 2012						
[a]	[b]	[c]	[d]	[e]	[g]	[h]
	How Acquired	Date	Date	Gross Sales	Cost or Other	Gain or
Description	P = purchased	Acquired	Sold	Price	Basis	(Loss)
	D = donation					
Mirant Corporation - escrow	P	VARIOUS	3/29/2012	3		3
Progressive Corporation - Ohio, 252 common shares	D	1/19/2004	9/14/2012	5,227	5,314	(87)
Republic Services, Inc , 187 common shares	D	1/19/2004	9/14/2012	5,316	3,156	2,160
Waste Management, Inc , 198 common shares	P	VARIOUS	9/14/2012	6,698	6,206	492
Transocean Ltd , 63 ordinary shares	P	11/13/1997	9/14/2012	2,918	4,285	(1,367)
ASML Holding NV Escrow, 495 units	P	VARIOUS	12/3/2012	5,872	7,046	(1,174)
Annaly Capital Management, 2400 shares	P	VARIOUS	5/15/2012	39,637	45,420	(5,783)
Barrick Gold Corporation, 1000 shares	P	VARIOUS	6/12/2012	38,971	54,926	(15,955)
Barrick Gold Corporation, 200 shares	P	VARIOUS	6/12/2012	7,794	8,812	(1,018)
Barrick Gold Corporation, 800 shares	P	VARIOUS	7/11/2012	27,794	35,248	(7,454)
Barrick Gold Corporation, 600 shares	P	VARIOUS	7/11/2012	20,845	25,858	(5,013)
Microsoft Corporation, 1400 shares	P	VARIOUS	6/12/2012	40,592	47,021	(6,429)
Microsoft Corporation, 2600 shares	P	5/24/2011	6/12/2012	17,397	14,523	2,874
Newmont Mining Corporation, 1000 shares	P	VARIOUS	6/12/2012	50,441	63,191	(12,750)
Newmont Mining Corporation, 1000 shares	P	6/7/2011	6/12/2012	48,239	53,410	(5,171)
Time Warner Corporation, 1400 shares	P	VARIOUS	5/14/2012	50,112	54,026	(3,914)
Time Warner Corporation, 1800 shares	P	8/9/2011	5/14/2012	7,159	5,951	1,208
Vodafone Group PLC, 1600 shares	P	VARIOUS	5/15/2012	43,863	49,161	(5,298)
Target Corporation, 1000 shares	P	6/3/2011	4/27/2012	58,239	47,410	10,829
Republic Services, Inc , 4000 common shares	P	8/9/2011	3/8/2012	120,188	100,770	19,418
Freeport McMoran Copper, 800 shares	P	12/19/2011	1/3/2012	31,677	28,810	2,867
Canadian Oil Sands, 2100 shares	P	VARIOUS	6/12/2012	39,170	43,136	(3,966)
Canadian Oil Sands, 2900 shares	P	11/17/2011	7/11/2012	54,729	58,229	(3,500)
Western Union 3300 shares	P	3/1/2012	4/25/2012	60,214	57,755	2,459

Paul Bechtner Foundation									
SCHEDULE OF CAPITAL GAINS AND LOSSES									
December 31, 2012									
[a]	[b]	[c]	[d]	[e]	[g]	[h]			
	How Acquired	Date	Date	Gross	Cost or	Gain or			
	P = purchased	Acquired	Sold	Sales	Other	Loss			
	D = donation			Price	Base	(Loss)			
Description									
BB&T Capital Trust VI, 1600 units	D	5/1/2011	7/18/2012	40,000	44,672	(4,672)			
Delta Airlines, new, 379 shares	D	5/1/2011	9/14/2012	3,510	3,938	(428)			
Invesco Quality Municipal Securities, fractional shares	D	5/1/2011	10/19/2012	6	0	6			
MBNA Cap D Frd Trups, 8.125%, 600 units	D	5/1/2011	7/25/2012	15,000	15,432	(432)			
Valero Energy Corporation, 80 shares	D	5/1/2011	9/14/2012	2,690	2,258	432			
Badger TOB Sxctzn WI Settle Rev Asset CPN 6.25%, Due 6/1/2027	D	5/1/2011	6/1/2012	25,000	25,938	(938)			
Chicago Water Rev Rfdg Bond, Coupon 4 125%, Due 11/1/2013, partial call	D	5/1/2011	11/1/2012	10,000	10,505	(505)			
Chicago O'Hare International Airport, REV RFDG ST Ilen, Ser. A, Coupon 5 00%, Due 1/1/2013	D	5/1/2011	5/15/2012	5,000	5,014	(14)			
Deutsche Bank AG, Capped Knock Out note, Zero Coupon, Due 10/24/2012	D	5/1/2011	10/24/2012	30,000	25,000	5,000			
Deutsche Bank AG, Capped Knock Out note, Zero Coupon, Due 10/24/2012	D	5/1/2011	10/24/2012	27,500	25,000	2,500			
Goldman Sachs Equity Index, Zero Coupon, Due 12/15/2012	P	11/18/2011	12/15/2012	34,949	30,000	4,949			
Goldman Sachs Equity Index, Zero Coupon, Due 09/28/2012	D	5/1/2011	9/28/2012	21,945	20,379	1,566			
HSBC USA Inc, New Medium Term Note, Zero Coupon, Due 12/19/2012	P	12/2/2011	12/19/2012	27,500	25,000	2,500			
Illinois State First Ser Bond Improvement AGM, Coupon 5 00%, Due 12/1/2022	P	10/21/2011	12/3/2012	50,000	51,485	(1,485)			
Illinois Housing Development Authority - homeowner mortgage subscriber D1, Coupon 5.05%, Due 8/1/2017	D	5/1/2011	8/1/2012	5,000	5,030	(30)			

Paul Bechtner Foundation
CONTRIBUTIONS
December 31, 2012

Payee	Amount
Winnetka Family Services	\$ 15,000.00
Winnetka Community House	\$ 35,000.00
North Shore Country Day	\$ 35,000.00
Hadley School for the Blind	\$ 5,000.00
Ubunta Global Connections	\$ 2,500.00
Winnetka Historical Society	\$ 7,500.00
Promise Keepers	\$ 1,000.00
YMCA Camping Services	\$ 3,000.00
Protestants For the Common Good	\$ 10,000.00
La Casa Norte	\$ 5,000.00
Community Renewal Society	\$ 3,000.00
Interfaith House	\$ 2,000.00
Book Worm Angel	\$ 2,500.00
San diego history center	\$ 25,000.00
San diego museum of art	\$ 25,000.00
Claremont McKenna college	\$ 5,000.00
U. of San Diego Law School	\$ 5,000.00
Timken Museum of Art	\$ 5,000.00
Balboa Art Conservation Center	\$ 5,000.00
ARCS	\$ 5,000.00
Piedmont CASA	\$ 15,000.00
Robert Ford Haitian Orphanage	\$ 15,000.00
Charlottesville Free Clinic	\$ 15,000.00
Charlottesville Emergency Food Bank	\$ 10,000.00
Charlottesville Habitat for Humanity	\$ 10,000.00
Citicards	\$ 50,000.00
Cafn Order	\$ 5,000.00
Doctors without borders	\$ 10,000.00
Winnetka Community House	\$ 40,000.00
Paul Bechtner Education Foundation	\$ 25,000.00
Polestar Education	\$ 5,000.00
Nevada County Land Trust	\$ 10,000.00
Solar Cookers Intl	\$ 10,000.00
Jane Goodall Institute	\$ 15,000.00
Gateway Pacific Foundation - Earth Train	\$ 25,000.00
Appropriate Projects Water Charity	\$ 5,000.00
Robert Ford Haitian Orphanage	\$ 5,000.00
Congregation Bonai Shalom	\$ 15,000.00
Colorado Public Radio	\$ 10,000.00
Dublin School	\$ 5,000.00
Case Western Reserve Law School	\$ 5,000.00
CU Foundation	\$ 6,000.00
Tulane University	\$ 5,000.00
Denver Art Museum	\$ 5,000.00
Crazy Horse Memorial	\$ 5,000.00

Paul Bechtner Foundation
CONTRIBUTIONS
December 31, 2012

Payee	Amount
Consumer Union of the U.S.	\$ 4,000.00
Barnard Fund	\$ 5,000.00
Kellogg School of Mgmt	\$ 5,000.00
Vasculitis Foundation	\$ 1,000.00
Link Unlimited	\$ 1,000.00
Boulder JCC	\$ 3,000.00
Glencoe Union Church	\$ 1,000.00
YMCA - Boston	\$ 2,500.00
Northwestern Memorial Foundation	\$ 2,000.00
Chicago Public Media (WBEZ)	\$ 1,000.00
UBUNTU Global Connection	\$ 2,500.00
New Trier District 203	\$ 5,000.00
A Just Harvest	\$ 1,000.00
UW Foundation	\$ 2,500.00
Friends of Acadia	\$ 2,500.00
Northwestern University Gift	\$ 500.00
San Diego History Center	\$ 25,000.00
Total	<u>\$ 592,000.00</u>

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERITRADE #303969	161,878.	1,386.	160,492.
AMERITRADE #753947	32,749.	720.	32,029.
AMERITRADE 3969 SAVINGS	71,191.	0.	71,191.
ENERGY TRANSFER PARTNERS LP	242.	0.	242.
KINDER MORGAN ENERGY PARTNERS L.P.	105.	0.	105.
ONEOK PARTNERS, L.P.	1.	0.	1.
RITA WEAVER LIVING TRUST	235,209.	0.	235,209.
THIRD AVENUE FUNDS	14,991.	6,422.	8,569.
VANGUARD BROKERAGE	56,411.	5,807.	50,604.
VANGUARD FUNDS	50,436.	10,093.	40,343.
TOTAL TO FM 990-PF, PART I, LN 4	623,213.	24,428.	598,785.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	19,032.	19,032.		0.
TO FORM 990-PF, PG 1, LN 16B	19,032.	19,032.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	583.	583.		0.
TO FORM 990-PF, PG 1, LN 16C	583.	583.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES PAID	686.	686.		0.
FOREIGN TAXES	1,173.	1,173.		0.
TO FORM 990-PF, PG 1, LN 18	1,859.	1,859.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	104.	104.		0.
TO FORM 990-PF, PG 1, LN 23	104.	104.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
NONDEDUCTIBLE EXPENSES FROM FLOW-THROUGH PARTNERSHIPS	94.
DISALLOWED PASSIVE PTP LOSSES	6,361.
TOTAL TO FORM 990-PF, PART III, LINE 5	6,455.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERITRADE #3969	4,980,516.	7,093,641.
THIRD AVE MUTUAL FUNDS	348,420.	309,726.
AMERITRADE #3947	678,664.	745,385.
VANGUARD	5,480,546.	7,120,072.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,488,146.	15,268,824.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RITA WEAVER LIVING TRUST	COST	235,209.	235,209.
TOTAL TO FORM 990-PF, PART II, LINE 13		235,209.	235,209.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	9
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NAME OF CONTRIBUTOR	ADDRESS
RITA C. WEAVER LIVING TRUST	660 PINE STREET WINNETKA, IL 60093

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PAUL WEAVER 660 PINE STREET WINNETKA, IL 60093	DIRECTOR/PRES/TREAS 1.00	0.	0.	0.
EVERETT P WEAVER 680 GREEN BAY ROAD, APT. 204 WINNETKA, IL 60093	DIRECTOR 0.00	0.	0.	0.
ANNEMARIE WEAVER 257 E DELAWARE, APT 9C CHICAGO, IL 60611	DIRECTOR 0.00	0.	0.	0.
ROBERT P WEAVER 323 BELLEVUE DRIVE BOULDER, CO 80302	DIRECTOR 0.00	0.	0.	0.
WILLAM T WEAVER 1114 LITTLE HIGH STREET CHARLOTTESVILLE, VA 22902	DIRECTOR 0.00	0.	0.	0.
HELEN W KINNAIRD 3215 TENNYSON STREET SAN DIEGO, CA 92106	DIRECTOR 0.00	0.	0.	0.
MARTHA J WEAVER 13315 BUTTERMILK BEND NORTH SAN JUAN, CA 95960	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions PAUL BECHTNER FOUNDATION C/O PAUL WEAVER	Employer identification number (EIN) or 36-3973429
File by the due date for filing your return. See instructions. Number, street, and room or suite no. If a P.O. box, see instructions 660 PINE STREET	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions WINNETKA, IL 60093	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

PAUL WEAVER

• The books are in the care of **▶ 660 PINE STREET - WINNETKA, IL 60093**

Telephone No **▶ 847-446-5739**

FAX No **▶**

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) **▶** ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013**

5 For calendar year **2012**, or other tax year beginning **▶**, and ending **▶**

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

DUE TO THE DIVERSITY OF FINANCIAL TRANSACTIONS, ADDITIONAL TIME IS NEEDED TO FILE THE RETURN. IT IS EXPECTED THAT ALL INFORMATION WILL BE ASSEMBLED BY THE DATE REQUESTED IN THIS EXTENSION.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	12,063.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	12,063.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **▶**

Title **▶**

Date **▶**