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## Return of Private Foundation

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

OMB No 1545-0052

2013

Department of the Treasury  
Internal Revenue Service► Do not enter Social Security numbers on this form as it may be made public.  
► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

|  |  |   |  |  |  |  |                                      |  |
|--|--|---|--|--|--|--|--------------------------------------|--|
| Name of foundation<br><b>WILLIAM AND DIANE HEIN FOUNDATION</b>   |  | <b>A</b> Employer identification number<br><b>16-1484562</b>                          |  |  |  |  |                                      |  |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>6500 MAIN STREET SUITE 5</b>  |  | <b>B</b> Telephone number (see instructions)<br><b>716-633-6500</b>                   |  |  |  |  |                                      |  |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>WILLIAMSVILLE NY 14221</b>  |  | <b>C</b> If exemption application is pending<br>check here ► <input type="checkbox"/> |  |  |  |  |                                      |  |
| <b>G</b> Check all that apply <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table> |  | <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 | <b>D</b> 1 Foreign organizations, check here ► <input type="checkbox"/><br>2 Foreign organizations meeting the 85% test check here and attach computation ► <input type="checkbox"/> |
| <input type="checkbox"/> Initial return  | <input type="checkbox"/> Initial return of a former public charity   |   |  |  |  |  |                                      |  |
| <input type="checkbox"/> Final return  | <input type="checkbox"/> Amended return  |   |  |  |  |  |                                      |  |
| <input type="checkbox"/> Address change  | <input type="checkbox"/> Name change   |   |  |  |  |  |                                      |  |
| <b>H</b> Check type of organization <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>                   |  | <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation       | <input type="checkbox"/> Other taxable private foundation          | <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust | <input type="checkbox"/> Other taxable private foundation          | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>   |                                      |  |
| <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation  | <input type="checkbox"/> Other taxable private foundation  |   |  |  |  |  |                                      |  |
| <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust   | <input type="checkbox"/> Other taxable private foundation  |   |  |  |  |  |                                      |  |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16)<br>► \$ <b>8,005,756.</b>   | <b>J</b> Accounting method <table border="0"> <tr> <td><input checked="" type="checkbox"/> Cash</td> <td><input type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify) _____</td> </tr> </table><br>(Part I, column (d) must be on cash basis) | <input checked="" type="checkbox"/> Cash  | <input type="checkbox"/> Accrual                                   | <input type="checkbox"/> Other (specify) _____                         |  | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ► <input type="checkbox"/> |                                      |  |
| <input checked="" type="checkbox"/> Cash   | <input type="checkbox"/> Accrual   |   |  |  |  |  |                                      |  |
| <input type="checkbox"/> Other (specify) _____   |  |   |  |  |  |  |                                      |  |
| <b>Part I</b> Analysis of Revenue and Expenses<br>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instr.) )  |  | <b>(a)</b> Revenue and expenses per books   | <b>(b)</b> Net investment income                                   | <b>(c)</b> Adjusted net income   | <b>(d)</b> Disbursements for charitable purposes (cash basis only) |  |                                      |  |
| Revenue  | 1 Contributions gifts, grants, etc received (attach schedule)  | 579,000.  |  |  |  |  |                                      |  |
|  | 2 Check ► <input type="checkbox"/> required to attach Sch B  |   |  |  |  |  |                                      |  |
|  | 3 Interest on savings and temp cash investments  |   |  |  |  |  |                                      |  |
|  | 4 Dividends and interest from securities   | 272,448.  | 169,899.   |  |  |  |                                      |  |
|  | 5a Gross rents<br>(Net rental income or (loss))  | 3,901.  |  |  |  |  |                                      |  |
|  | 6a Net gain/(loss) from sale of assets not on line 10<br>Gross sales price for all assets on line 6a   | (267,259.)  |  |  |  |  |                                      |  |
|  | 7 Capital gain net income (from Part IV line 2)  |   |  | 135  | RECEIVED   |  |                                      |  |
|  | 8 Net short-term capital gain  |   |  | 285  | JUL 14 2014  |  |                                      |  |
|  | 9 Income modifications   |   |  |  | IRS CSC  |  |                                      |  |
|  | 10a Gross sales less rts. & allowances<br>b Less Cost of goods sold  |   |  |  |  |  |                                      |  |
|  | c Gross profit or (loss) (attach schedule)   |   |  |  |  |  |                                      |  |
|  | 11 Other income (attach schedule)  | 208,025.  |  |  |  |  |                                      |  |
| <b>12 Total.</b> Add lines 1 through 11  | 796,115.   | 169,899.  |  |  |  |  |                                      |  |
| <b>Operating and Administrative Expenses</b>   |  |   |  |  |  |  |                                      |  |
| Operating and Administrative Expenses  | 13 Compensation of officers, directors, trustees, etc  |   |  |  |  |  |                                      |  |
|  | 14 Other employee salaries and wages   |   |  |  |  |  |                                      |  |
|  | 15 Pension plans, employee benefits  |   |  |  |  |  |                                      |  |
|  | 16a Legal fees (attach schedule)   | 15,083.   | 3,083.   |  |  |  |                                      |  |
|  | b Accounting fees (attach schedule)  |   |  |  |  |  |                                      |  |
|  | c Other professional fees (attach schedule)  |   |  |  |  |  |                                      |  |
|  | 17 Interest  |   |  |  |  |  |                                      |  |
|  | 18 Taxes (attach schedule) (see instructions)  | 178,427.  | 8,500.   |  | 3,494.   |  |                                      |  |
|  | 19 Depreciation (attach sch) and depletion   | 37,641.   |  |  |  |  |                                      |  |
|  | 20 Occupancy   |   |  |  |  |  |                                      |  |
|  | 21 Travel, conferences, and meetings   |   |  |  |  |  |                                      |  |
|  | 22 Printing and publications   |   |  |  |  |  |                                      |  |
|  | 23 Other expenses (attach schedule)  | 7,626.  |  |  | 7,103.   |  |                                      |  |
|  | <b>24 Total operating and administrative expenses</b> Add lines 13 through 23  | 238,777.  | 11,583.  |  | 10,597.  |  |                                      |  |
|  | 25 Contributions, gifts, grants paid   | 200,000.  |  |  | 200,000.   |  |                                      |  |
| <b>26 Total exp &amp; disbursements</b> Add lines 24 and 25  | 438,777.   | 11,583.   |  | 210,597.   |  |  |                                      |  |
| <b>27 Subtract line 26 from line 12</b>  |  |   |  |  |  |  |                                      |  |
| a <b>Excess of revenue over expenses and disbursements</b>   | 357,338.   |   |  |  |  |  |                                      |  |
| b <b>Net investment income</b> (if neg enter -0-)  |  | 158,316.  |  |  |  |  |                                      |  |
| c <b>Adjusted net income</b> (if neg, enter -0-)   |  |   |  |  |  |  |                                      |  |

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

| <b>Part II Balance Sheets</b>      |   | Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst.)                 | <b>Beginning of year</b> | <b>End of year</b>    |                              |
|------------------------------------|---|---|--------------------------|-----------------------|------------------------------|
|                                    |   |   | <b>(a) Book Value</b>    | <b>(b) Book Value</b> | <b>(c) Fair Market Value</b> |
| <b>Assets</b>                      | 1   | Cash - non-interest-bearing   | 659,021.                 | 56,607.               | 56,607.                      |
|                                    | 2   | Savings and temporary cash investments  |                          |                       |                              |
|                                    | 3   | Accounts receivable ►   |                          |                       |                              |
|                                    |   | Less allowance for doubtful accts ►   |                          |                       |                              |
|                                    | 4   | Pledges receivable ►  |                          |                       |                              |
|                                    |   | Less allowance for doubtful accts ►   |                          |                       |                              |
|                                    | 5   | Grants receivable   |                          |                       |                              |
|                                    | 6   | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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   |                          |                       |                              |
|                                    | 10a   | Investments - U S and state govt obligations (attach schedule)  | 2,000,232.               | 1,901,136.            | 2,050,836.                   |
|                                    | b   | Investments - corporate stock (attach schedule)   | 286,025.                 | 1,403,731.            | 1,490,916.                   |
|                                    | c   | Investments - corporate bonds (attach schedule)   | 3,067,062.               | 2,798,179.            | 2,696,082.                   |
|                                    | 11  | Investments - land, buildings and equipment basis ►   |                          |                       |                              |
|                                    | Less accumulated depreciation (attach schedule) ►   |   |                          |                       |                              |
| 12                                 | Investments - mortgage loans  | 143,585.  | 139,186.                 | 139,186.              |                              |
| 13                                 | Investments - other (attach schedule)   |   |                          |                       |                              |
| 14                                 | Land, buildings and equipment basis ►   | 1,917,495.  |                          |                       |                              |
|                                    | Less accumulated depreciation (attach schedule) ►   | 345,366.  | 1,357,704.               | 1,572,129.            |                              |
| 15                                 | Other assets (describe ► <u>INVESTMENT ADJUSTM</u> )  | (28.)   | (28.)                    |                       |                              |
| 16                                 | <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item 1) | 7,513,601.  | 7,870,940.               | 8,005,756.            |                              |
| <b>Liabilities</b>                 | 17  | Accounts payable and accrued expenses   |                          |                       |                              |
|                                    | 18  | Grants payable  |                          |                       |                              |
|                                    | 19  | Deferred revenue  |                          |                       |                              |
|                                    | 20  | Loans from officers, directors, trustees, and other disqualified persons  |                          |                       |                              |
|                                    | 21  | Mortgages and other notes payable (attach schedule)   |                          |                       |                              |
|                                    | 22  | Other liabilities (describe ► )   |                          |                       |                              |
| 23                                 | <b>Total liabilities</b> (add lines 17 through 22)  |   |                          |                       |                              |
| <b>Net Assets or Fund Balances</b> | 24  | Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>  |                          |                       |                              |
|                                    |   | and complete lines 24 through 26 and lines 30 and 31.   |                          |                       |                              |
|                                    | 25  | Unrestricted  | 7,513,602.               | 7,870,940.            |                              |
|                                    | 26  | Temporarily restricted  |                          |                       |                              |
|                                    | 27  | Permanently restricted  |                          |                       |                              |
|                                    |   | Foundations that do not follow SFAS 117, ck. here ► <input type="checkbox"/>  |                          |                       |                              |
|                                    |   | and complete lines 27 through 31.   |                          |                       |                              |
|                                    | 28  | Capital stock, trust principal, or current funds  |                          |                       |                              |
|                                    | 29  | Paid-in or capital surplus, or land, bldg , and equipment fund  |                          |                       |                              |
|                                    | 30  | Retained earnings accumulated income endowment or other funds   |                          |                       |                              |
| 31                                 | <b>Total net assets or fund balances</b> (see instructions)   | 7,513,602.  | 7,870,940.               |                       |                              |
|                                    | <b>Total liabilities and net assets/fund balances</b> (see instructions)                            | 7,513,602.  | 7,870,940.               |                       |                              |

**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 | 7,513,602. |
| 2 | Enter amount from Part I, line 27a   | 2 | 357,338.   |
| 3 | Other increases not included in line 2 (itemize) ►   | 3 |            |
| 4 | Add lines 1, 2, and 3  | 4 | 7,870,940. |
| 5 | Decreases not included in line 2 (itemize) ►   | 5 |            |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  | 6 | 7,870,940. |

**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.)         | (d) Date sold<br>(mo., day, yr.)   |
|---|--|--|--|--|
| <b>1 a PUBLICLY TRADED SECURITIES</b>   |  |  |  |  |
| <b>b</b>  |  |  |  |  |
| <b>c</b>  |  |  |  |  |
| <b>d</b>  |  |  |  |  |
| <b>e</b>  |  |  |  |  |
| (e) Gross sales price   | (f) Depreciation allowed (or allowable)  | (g) Cost or other basis plus expense of sale     | (h) Gain or (loss)<br>(e) plus (f) minus (g) |  |
| a 1,378,733.  |  | 1,645,991.                                       | (267,258.)                                   |  |
| b   |  |  |  |  |
| c   |  |  |  |  |
| d   |  |  |  |  |
| e   |  |  |  |  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69                                       |  |  |  | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
| (i) FMV as of 12/31/69  | (j) Adjusted basis as of 12/31/69  | (k) Excess of col (i) over col (j), if any       |  |  |
| a   |  |  | (267,258.)                                   |  |
| b   |  |  |  |  |
| c   |  |  |  |  |
| d   |  |  |  |  |
| e   |  |  |  |  |
| 2 Capital gain net income or (net capital loss)   | If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7                                |  | 2  | (267,258.)   |
| 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)<br>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 the instructions before making any entries

| (a)<br>Base period years<br>Calendar year (or tax year beginning) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
|---|--|--|---|
| 2012  | 210,434.                                 | 6,332,844.                                   | 0.0332  |
| 2011  | 357,928.                                 | 5,723,085.                                   | 0.0625  |
| 2010  | 205,975.                                 | 5,017,419.                                   | 0.0411  |
| 2009  | 151,500.                                 | 4,040,353.                                   | 0.0375  |
| 2008  | 102,500.                                 | 3,509,895.                                   | 0.0292  |

2 Total of line 1, column (d) 2 0.2035

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 0.0407

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 6,320,751.

5 Multiply line 4 by line 3 5 257,255.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 1,583.

7 Add lines 5 and 6 7 258,838.

8 Enter qualifying distributions from Part XII, line 4 8 210,597.

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

|    |  |    |        |
|----|--|----|--------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr) | 1  | 3,166. |
| 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  | 2  | 0      |
| c  | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)  | 3  | 3,166. |
| 2  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)   | 4  | 0      |
| 3  | Add lines 1 and 2  | 5  | 3,166. |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)   |    |        |
| 5  | <b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-  |    |        |
| 6  | <b>Credits/Payments</b>  |    |        |
| a  | 2013 estimated tax payments and 2012 overpayment credited to 2013  | 6a | 4,935. |
| 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  | 4,935. |
| 8  | Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached  | 8  |        |
| 9  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>  | 9  |        |
| 10 | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>  | 10 | 1,769. |
| 11 | Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> ► 1,769.   <b>Refunded</b> ► 11  | 11 |        |

**Part VII-A Statements 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 |
| 1b | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?<br>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   |    |
| 1c | Did the foundation file <b>Form 1120-POL</b> for this year?  | X   |    |
| d  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____  |     |    |
| e  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____  |     |    |
| 2  | Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>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 <b>Form 990-T</b> for this year?  | X   |    |
| 5  | Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>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<br>• By language in the governing instrument, or<br>• 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) ► NY  |     |    |
| 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 2013 or the taxable year beginning in 2013 (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   |    |

**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)?<br>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?<br>Website address ►   | 13  | X           |
| 14 | The books are in care of ► WILLIAM S HEIN<br>Located at ► 6500 MAIN STREET NY WILLIAMSVILLE  | Telephone no ► 716-633-6500<br>ZIP+4 ► 14221-5854 |             |
| 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  | ► □         |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?<br>See 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<br>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 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 2013?  |                            | 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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?  | <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 the 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 2013 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 2013) |                            | 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 2013?  |                            | 4b X                                       |

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes  No Yes  No Yes  No Yes  No Yes  No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see the 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? If "Yes," attach the statement required by Regulations section 53 4945-5(d) Yes  No**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes  No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes  No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

**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 comp | (e) Expense account, other allowances |
|-------------------------------------|---|---|---|---------------------------------------|
| WILLIAM S HEIN<br>6500 MAIN STREET  | DIRECTOR<br>3   | 0   |   |                                       |
| DIANE HEIN<br>6500 MAIN STREET      | DIRECTOR<br>1   | 0   |   |                                       |
| WILLIAM C MORAN<br>6500 MAIN STREET | DIRECTOR<br>1   | 0   |   |                                       |
| JAMEY MORAN<br>6500 MAIN STREET     | DIRECTOR<br>1   | 0   |   |                                       |

**2** Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| NONE  |   |                  |   |                                       |
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Total number of other employees paid over \$50,000 ►

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services (see the instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE  |                     |                  |
|   |                     |                  |
|   |                     |                  |
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|   |                     |                  |

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical info such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

|   |  |          |
|---|--|----------|
| 1 |  | Expenses |
| 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

|                              |  |        |
|------------------------------|--|--------|
| 1                            |  | Amount |
| 2                            |  |        |
| 3                            |  |        |
| Total. Add lines 1 through 3 |  | ►      |

**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 6,112,049. |
| b | Average of monthly cash balances   | 1b 304,957.   |
| c | Fair market value of all other assets (see instructions)   | 1c            |
| d | <b>Total</b> (add lines 1a, b, and c)  | 1d 6,417,006. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c<br>(attach detailed explanation) | 1e            |
| 2 | Acquisition indebtedness applicable to line 1 assets   | 2             |
| 3 | Subtract line 2 from line 1d   | 3 6,417,006.  |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount,<br>see instructions)  | 4 96,255.     |
| 5 | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4   | 5 6,320,751.  |
| 6 | <b>Minimum investment return.</b> Enter 5% of line 5   | 6 316,038.    |

**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   | 1 316,038. |
| 2 a | Tax on investment income for 2013 from Part VI, line 5  | 2a 3,166.  |
| b   | Income tax for 2013 (This does not include the tax from Part VI )                                       | 2b         |
| c   | Add lines 2a and 2b   | 2c 3,166.  |
| 3   | Distributable amount before adjustments Subtract line 2c from line 1                                    | 3 312,872. |
| 4   | Recoveries of amounts treated as qualifying distributions   | 4 4,399.   |
| 5   | Add lines 3 and 4   | 5 317,271. |
| 6   | Deduction from distributable amount (see instructions)  | 6          |
| 7   | <b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7 317,271. |

**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 210,597. |
| b | Program-related investments-total from Part IX-B   | 1b          |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes  | 2           |
| 3 | Amounts set aside for specific charitable projects that satisfy the  | -           |
| a | Suitability test (prior IRS approval required)   | 3a          |
| b | Cash distribution test (attach the required schedule)  | 3b          |
| 4 | <b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                                       | 4 210,597.  |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income<br>Enter 1% of Part I, line 27b (see instructions) | 5           |
| 6 | <b>Adjusted qualifying distributions</b> Subtract line 5 from line 4   | 6 210,597.  |

**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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7   |               |                            |             | 317,271.    |
| 2 Undistributed income, if any, as of the end of 2013  |               |                            | 106,809.    |             |
| a Enter amount for 2012 only   |               |                            |             |             |
| b Total for prior yrs 20____, 20____, 20____   |               |                            |             |             |
| 3 Excess distribs carryover, if any, to 2013   |               |                            |             |             |
| a From 2008  |               |                            |             |             |
| b From 2009  |               |                            |             |             |
| c From 2010  |               |                            |             |             |
| d From 2011  |               |                            |             |             |
| e From 2012  |               |                            |             |             |
| f Total of lines 3a through e  |               |                            |             |             |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 210,597.  |               |                            | 106,809.    |             |
| a Applied to 2012, but not more than line 2a   |               |                            |             |             |
| b Applied to undistributed income of prior years (Election required - see instructions)  |               |                            |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)  |               |                            |             |             |
| d Applied to 2013 distributable amount   |               |                            |             | 103,788.    |
| e Remaining amt distributed out of corpus  |               |                            |             |             |
| 5 Excess distribs carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in col (a) )  |               |                            |             |             |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, & 4e Subtract line 5  |               |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b  |               |                            |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               |                            |             |             |
| d Subtract line 6c from line 6b Taxable amount - see instructions  |               |                            |             |             |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions  |               |                            |             |             |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014  |               |                            |             | 213,483.    |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)                                  |               |                            |             |             |
| 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)  |               |                            |             |             |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a  |               |                            |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2009   |               |                            |             |             |
| b Excess from 2010   |               |                            |             |             |
| c Excess from 2011   |               |                            |             |             |
| d Excess from 2012   |               |                            |             |             |
| e Excess from 2013   |               |                            |             |             |

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

|    |   |   |               |                          |            |
|----|---|---|---------------|--------------------------|------------|
| 1a | If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling | ► |               |                          |            |
| 1b | Check box to indicate whether the foundation is a private operating foundation described in section   |   | 4942(j)(3) or | <input type="checkbox"/> | 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   |   |               |                          |            |
| 2b | 85% of line 2a  |   |               |                          |            |
| 2c | Qualifying distributions from Part XII, line 4 for each year listed   |   |               |                          |            |
| 2d | Amounts included in line 2c not used directly for active conduct of exempt activities   |   |               |                          |            |
| 2e | Qualifying distributions made directly for active conduct of exempt activities<br>Subtract line 2d from line 2c   |   |               |                          |            |
| 3  | Complete 3a, b, or c for the alternative test relied upon   |   |               |                          |            |
| 3a | "Assets" alternative test - enter   |   |               |                          |            |
|    | (1) Value of all assets   |   |               |                          |            |
|    | (2) Value of assets qualifying under section 4942(j)(3)(B)(i)   |   |               |                          |            |
| 3b | "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed  |   |               |                          |            |
| 3c | "Support" alternative test - enter  |   |               |                          |            |
|    | (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)                             |   |               |                          |            |
|    | (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)  |   |               |                          |            |
|    | (3) Largest amount of support from an exempt organization   |   |               |                          |            |
|    | (4) Gross investment income   |   |               |                          |            |

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

WILLIAM S HEIN

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

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

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

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

WILLIAM S HEIN 716-882-2600 2350 N FOREST R GETZVILLE NY 14068

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

**WRITTEN GRANT REQUESTS ONLY**

c Any submission deadlines

OCTOBER 15TH

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
NONE

**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              |   |                                |                                  |        |
| <b>Total</b>                        |   |                                |                                  | ► 3a   |
| b Approved for future payment       |   |                                |                                  |        |
| <b>Total</b>                        |   |                                |                                  | ► 3b   |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

|  | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See instructions ) |
|--|---------------------------|---------------|--------------------------------------|---------------|--|
|  | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Excl<br>code                  | (d)<br>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       |                           |               |                                      |               |  |
| 4 Dividends and interest from securities                   |                           |               |                                      |               |  |
| 5 Net rental income or (loss) from real estate             | 511130                    | 84 .          | 14                                   | 169,899 .     | 102,465 .  |
| a Debt-financed property                                   |                           |               |                                      |               |  |
| b Not debt-financed property                               |                           |               | 16                                   | 3,901 .       |  |
| 6 Net rental income or (loss) from personal property       |                           |               |                                      |               |  |
| 7 Other investment income                                  |                           |               |                                      |               |  |
| 8 Gain or (loss) from sales of assets other than inventory |                           |               |                                      |               |  |
| 9 Net income or (loss) from special events                 |                           |               |                                      |               |  |
| 10 Gross profit or (loss) from sales of inventory          |                           |               |                                      |               |  |
| 11 Other revenue a S CORP NET RE                           | 511130                    | 2,089 .       |                                      |               |  |
| b S CORP NET   |                           |               |                                      |               |  |
| c BUSINESS INCOME  | 511130                    | 205,936 .     |                                      |               |  |
| d FROM W S HEIN  |                           |               |                                      |               |  |
| e & CO INC   |                           |               |                                      |               |  |
| 12 Subtotal Add columns (b), (d), and (e)                  |                           | 208,109 .     |                                      | 173,800 .     | 102,465 .  |
| 13 Total Add line 12, columns (b), (d), and (e)            |                           |               |                                      | 13            | 484,374 .  |

(See worksheet in line 13 instructions to verify calculations )

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

| Line No.<br>▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions) |
|---------------|---|
| 04            | INTEREST INCOME FROM MORTGAGE LOAN TO EXEMPT SCHOOL - 6490 DOLLARS  |
| 04            | TAX-EXEMPT MUNICIPAL BOND INTEREST - 95975 DOLLARS  |
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**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

OMB No. 1545-0047

**2013**

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

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

|  |   |
|--|---|
| <b>Name of the organization</b><br>WILLIAM AND DIANE HEIN FOUNDATION | <b>Employer identification number</b><br>16-1484562 |
|--|---|

**Organization type (check one)**

**Filers of:** **Section:**

Form 990 or 990-EZ  501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF  501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

|   |  |
|---|--|
| Name of organization<br>WILLIAM AND DIANE HEIN FOUNDATION | Employer identification number<br>16-1484562 |
|---|--|

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

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4   | (c)<br>Total contributions | (d)<br>Type of contribution  |
|------------|---|----------------------------|--|
| 1          | WILLIAM S HEIN<br>2350 N FOREST ROAD<br>WILLIAMSVILLE NY 14221-             | \$ 550,000.                | <input checked="" type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |
| 2          | 2012 HEIN FOUNDATION TRUST<br>2350 N FOREST ROAD<br>WILLIAMSVILLE NY 14221- | \$ 29,000.                 | <input type="checkbox"/> Person<br><input checked="" type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |
|            |   | \$ _____                   | <input type="checkbox"/> Person<br><input checked="" type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |
|            |   | \$ _____                   | <input type="checkbox"/> Person<br><input checked="" type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |
|            |   | \$ _____                   | <input type="checkbox"/> Person<br><input checked="" type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |
|            |   | \$ _____                   | <input type="checkbox"/> Person<br><input checked="" type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |
|            |   | \$ _____                   | <input type="checkbox"/> Person<br><input checked="" type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |
|            |   | \$ _____                   | <input type="checkbox"/> Person<br><input checked="" type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |
|            |   | \$ _____                   | <input type="checkbox"/> Person<br><input checked="" type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br><br>(Complete Part II for noncash contributions) |

**William and Diane Hein Foundation  
EIN 16-1484562  
Form 990-PF  
2013**

**Amount**

**Page 1, Part I, Line 16a, Column A**  
**Legal Fees**

Total Legal, Accounting and Tax Preparation Fees Paid  
by Taxpayer to William C Moran & Associates, P C 15,083 21

15,083 21

12,000 00

**Form 990-PF, Page 1, Line 16a, Column B - Legal Fees  
Allocated to Net Investment Income**

3,083.21

**William and Diane Hein Foundation**  
**EIN 16-1484562**  
**Form 990-PF**  
**2013**  
**Schedule B**

**Part I, line 1**

**Contributions**

| <b>Contributor</b>         | <b>Amount</b>              | <b>Description</b> |
|----------------------------|----------------------------|--------------------|
| William S Hein             | \$ 550,000 00              | cash               |
| 2012 Hein Foundation Trust | \$ 29,000 00               | cash               |
| <b>TOTAL</b>               | <b><u>\$579,000.00</u></b> |                    |

## Detail Sheet

2013

Name: WILLIAM AND DIANE HEIN FOUNDATION

ID: 16-1484562

**Description:** FORM 990-PF PG 1 LN 6A

## Detail Sheet

2013

Name. WILLIAM AND DIANE HEIN FOUNDATION

ID: 16-1484562

**Description:** FORM 990-PF, PG 1, PART I, LN 6B

**US 990****Other Income****2013**

| Description                     | Revenue and expenses<br>per books | Investment<br>income | Adjusted net<br>income |
|---------------------------------|-----------------------------------|----------------------|------------------------|
| NET BUSINESS INCOME FROM S CORP | 205,936.<br>205,936.              |                      |                        |

**US 990****Legal Fees****2013**

| Description  | Expenses<br>per books | Net investment<br>income | Adjusted net<br>income | Charitable<br>purposes |
|--|-----------------------|--------------------------|------------------------|------------------------|
| WILLIAM C. MORAN & ASSOC PC<br>(INCLUDES ACCOUNTING AND RETURN<br>PREPARATION) | 15,083.               | 3,083.                   |                        |                        |
|  | 15,083.               | 3,083.                   |                        |                        |

**US 990****Taxes****2013**

| Description  | Expenses<br>per books | Net investment<br>income | Adjusted net<br>income | Charitable<br>purposes |
|--------------|-----------------------|--------------------------|------------------------|------------------------|
| SEE SCHEDULE | 178,427.<br>178,427.  | 8,500.<br>8,500.         |                        | 3,494.<br>3,494.       |

William and Diane Hein Foundation  
EIN 16-1484562  
Form 990-PF  
2013

Page 1, Part I, Line 18 - Taxes - Cash Basis

| Description  | Amount             | Subtotals           |
|--|--------------------|---------------------|
| <b>Form 990-PF</b>   |                    |                     |
| Estimated Tax Payments during Current Year   | \$1,500 00         |                     |
| Application of Prior Year Refund to Current Year Taxes                                   |                    |                     |
| Balance Due from Prior Year  | <u>\$7,000 00</u>  |                     |
|  |                    | \$8,500 00          |
| <b>Form 990-T</b>  |                    |                     |
| Estimated Tax Payments during Current Year   | \$26,000 00        |                     |
| Application of Prior Year Refund to Current Year Taxes                                   |                    |                     |
| Balance Due from Prior Year  | <u>\$85,023 00</u> |                     |
|  |                    | \$111,023 00        |
| <b>New York Form CT-13</b>   |                    |                     |
| Estimated Tax Payments during Current Year   | \$0 00             |                     |
| Balance Due from Prior Year  | <u>\$55,410 00</u> |                     |
| Refund of Prior Year Taxes   | <u>\$0 00</u>      |                     |
|  |                    | \$55,410 00         |
| <b>Real Property Taxes on Exempt-Use Properties - To Pg 1, Part I, Line 18, Column D</b> |                    |                     |
| Amherst, and Wlmsvl, NY Properties   | \$1,208 67         |                     |
| Ellicottville Property   | <u>\$2,285 12</u>  |                     |
|  |                    | <u>\$3,493 79</u>   |
| <b>Total - To Page 1, Part I, Line 18</b>  |                    | <u>\$178,426 79</u> |

US 990-T/PF

## Estimated Tax Payments

2013

Name: WILLIAM AND DIANE HEIN FOUNDATION

EIN: 16-1484562

## **Federal Estimated Tax Payments**

|                    | 990-PF              |                      | 990-T              |                     |                      |
|--------------------|---------------------|----------------------|--------------------|---------------------|----------------------|
|                    | Payment<br>Due Date | Amount of<br>Payment | State<br>Payments  | Payment<br>Due Date | Amount of<br>Payment |
| Credited last year |                     | 3,435.               | Credited last year |                     |                      |
| 1                  | <u>05/15/2013</u>   |                      |                    | <u>04/15/2013</u>   | <u>6,500.</u>        |
| 2                  | <u>06/15/2013</u>   | 1,500.               |                    | <u>06/15/2013</u>   | <u>6,500.</u>        |
| 3                  | <u>09/15/2013</u>   |                      |                    | <u>09/15/2013</u>   | <u>6,500.</u>        |
| 4                  | <u>12/15/2013</u>   |                      |                    | <u>12/15/2013</u>   | <u>6,500.</u>        |
| <b>Totals</b>      |                     | 4,935.               | <b>Totals</b>      |                     | <b>26,000.</b>       |

### **State Estimated Tax Payments**

## Detail Sheet

2013

Name: WILLIAM AND DIANE HEIN FOUNDATION

ID: 16-1484562

**Description:** FORM 990-PF - DEPRECIATION

**PF Pg 01 Ln 19 Deprec Exp - Last year**

1/1/2013 through 12/31/2013

| 7/7/2014 | Page 1                            |     |             |      |     |     |                      |
|----------|-----------------------------------|-----|-------------|------|-----|-----|----------------------|
| Date     | Account                           | Num | Description | Memo | Tag | Clr | Amount               |
|          |                                   |     |             |      |     |     | <b>-37,640.84</b>    |
|          | <b>EXPENSES</b>                   |     |             |      |     |     | <b>-37,640.84</b>    |
|          | Depreciation                      |     |             |      |     |     | <b>-2,255.10</b>     |
|          | Depreciation Exp - 36 Northampton |     |             |      |     |     | <b>-20,327.43</b>    |
|          | Depreciation Exp - 5830 Main St   |     |             |      |     |     | <b>-5,058.31</b>     |
|          | Depreciation Exp - Ellicottville  |     |             |      |     |     | <b>-10,000.00</b>    |
|          |                                   |     |             |      |     |     | <b>OVERALL TOTAL</b> |
|          |                                   |     |             |      |     |     | <b>-37,640.84</b>    |

**US 990****Other Expenses****2013**

| Description  | Expenses<br>per books | Net investment<br>income | Adjusted net<br>income | Charitable<br>purposes |
|--|-----------------------|--------------------------|------------------------|------------------------|
| BANK CHARGE  | 2.                    |                          |                        |                        |
| MISC   | 521.                  |                          |                        |                        |
| MAINTENANCE EXP FOR EXEMPT USE<br>PROPERTY - ELLICOTTVILLE, NY | 7,103.                |                          |                        | 7,103.                 |
|  | 7,626.                |                          |                        | 7,103.                 |

**US 990****Other Assets****2013**

| Description           | Beginning of year<br>book value | End of year<br>book value | FMV |
|-----------------------|---------------------------------|---------------------------|-----|
| INVESTMENT ADJUSTMENT | (28.)<br>(28.)                  | (28.)<br>(28.)            |     |

**William and Diane Hein Foundation**  
**EIN 16-1484562**  
**Form 990-PF**  
**2013**  
**Page 2, Part II, Line 10 - Investments - End of Year**

| Description   | Book Value            | Fair Market Value     | Date Acquired |
|---|-----------------------|-----------------------|---------------|
| <b>Line 10a - U.S. Government Obligations</b>                                       |                       |                       |               |
| Fed Natl Mtg Assn Deb 6 25% 5/15/2029   | \$154,934.74          | \$188,046.00          | 1/31/2002     |
| Federal Farm Cr Bks Cons Systemwide BDS 4 75% 01/16/29                              | \$105,186.48          | \$106,876.62          | 6/2/2010      |
| Federal Farm Cr Bks Cons Systemwide BDS 4 75% 01/16/29                              | \$101,564.26          | \$102,685.38          | 6/2/2010      |
| US Treasury BDS 4 750%  | \$560,097.66          | \$632,846.50          | 3/21/2011     |
| <b>Total U.S. Government Obligations</b>  | <b>\$921,783.14</b>   | <b>\$1,030,454.50</b> |               |
| <b>Line 10a - State and Local Obligations</b>                                       |                       |                       |               |
| Camden, NY Central School District 4 0% 3/15/23                                     | \$250,111.11          | \$259,485.00          | 3/10/2009     |
| Nassau Cnty NY Taxable-Ser I-Build Amer 6 15% 10/01/30                              | \$127,100.00          | \$130,442.50          | 12/7/2009     |
| New York Dorm Auth Revs NonSt 5 0% 10/01/24   | \$100,000.00          | \$107,621.00          | 3/13/2009     |
| New York NY City Hsg Dev Corp Multifamily 4 25% 11/01/24                            | \$151,833.33          | \$155,263.50          | 9/30/2009     |
| New York St Ser A 5 0% 2/15/34  | \$150,225.00          | \$161,106.00          | 3/13/2009     |
| Port Jervis, NY Var Pupr 4 3% 9/15/24   | \$50,011.94           | \$49,785.00           | 9/10/2009     |
| Renssleear NY Pub 5 125% 4/1/2037   | \$50,072.00           | \$52,511.50           | 3/23/2011     |
| Rush Henrietta NY Cent Sch Dist 4 5% 06/15/26                                       | \$100,000.00          | \$104,166.00          | 1/26/2009     |
| <b>Total State and Local Obligations</b>  | <b>\$979,353.38</b>   | <b>\$1,020,380.50</b> |               |
| <b>Total - Line 10a</b>   | <b>\$1,901,136.52</b> | <b>\$2,050,835.00</b> |               |
| <b>Line 10b - Corporate Stock</b>   |                       |                       |               |
| William S. Hein & Co , Inc - 147 Shares   | \$128,648.22          | \$415,128.00          | Various       |
| M&T Bk Corp Cum Perpetual Pfd Ser C 5% Call 11/15/18q                               | \$100,083.00          | \$91,485.00           | 8/20/2012     |
| OppenheimerFunds - Rochester AMT-Free New York Municipal Fund A - 94,462.833 Shares | \$1,175,000.00        | \$984,302.72          | Various 2013  |
| <b>Total - Line 10b</b>   | <b>\$1,403,731.22</b> | <b>\$1,490,915.72</b> |               |
| <b>Line 10c - Corporate Bonds</b>   |                       |                       |               |
| <b>Long-Term Corporate Bonds</b>  |                       |                       |               |
| AT&T Inc Fixed Rt Nt 5 55% 8/15/41 B/E  | \$151,216.50          | \$152,229.00          | 12/5/2013     |
| Barclays Bank PLC Notes 5 125% 01/08/20   | \$200,000.00          | \$221,766.00          | 3/25/2010     |
| Berkshire Hathaway Fin Corp Gtd Sr NT 4 4% 5/15/42                                  | \$303,915.00          | \$274,344.00          | 2/22/2013     |
| Berkshire Hathaway Inc Del Fixed Rate 4 5% 2/11/43                                  | \$196,680.00          | \$184,890.00          | 6/19/2013     |
| Coca Cola Enterprises Inc Deb 6 75% 9/15/2023                                       | \$100,000.00          | \$117,041.00          | 5/9/2001      |
| Disney Walt Co New Medium Term Notes 4 125% 12/01/41                                | \$248,812.50          | \$226,872.50          | 3/20/2012     |
| Gen Elec Cap Corp Internotes 3 55% 01/15/33   | \$100,000.00          | \$90,866.00           | 1/7/2013      |
| Gen Elec Cap Corp Internotes 3 8% 02/15/33  | \$50,000.00           | \$45,874.50           | 2/11/2013     |
| Goldman Sachs Group Inc Medium Term Nts 4 65% 12/15/19                              | \$125,000.00          | \$130,363.75          | 12/7/2009     |
| Goldman Sachs Group Inc Medium Term Nts 5% 8/15/33                                  | \$125,000.00          | \$119,326.25          | 8/26/2013     |
| Goldman Sachs Group Inc Medium Term Nts 4 75% 10/15/33                              | \$150,000.00          | \$143,574.00          | 9/30/2013     |
| Goldman Sachs Group Inc Medium Term Nts 4 65% 6/15/42                               | \$100,000.00          | \$91,355.00           | 6/24/2013     |

|  |                              |                              |           |
|--|------------------------------|------------------------------|-----------|
| Hewlett Packard Co Global NT 4 050% 9/15/22        | \$154,341 00                 | \$147,447 00                 | 9/21/2012 |
| JP Morgan Chase & Co Fixed Rt Nt 4 950% 03/25/20   | \$200,000 00                 | \$221,806 00                 | 3/25/2010 |
| Lloyds TSB Bk PLC Medium Term Bk Nts 5 0% 04/12/27 | \$50,000 00                  | \$49,883 50                  | 4/5/2012  |
| Pepsico Inc Sr Nt 4 0% 03/05/42 B/E                | \$242,622 50                 | \$217,707 50                 | 3/22/2012 |
| Pepsico Inc Sr Nt 4 0% 03/05/42 B/E                | \$149,800 50                 | \$130,624 50                 | 5/20/2013 |
| Target Corp NT 4 0% 07/01/42 B/E                   | \$150,790 50                 | \$130,111 50                 | 6/29/2012 |
| <b>Total Long-Term Corporate Bonds</b>             | <b>\$2,798,178.50</b>        | <b>\$2,696,082.00</b>        |           |
| <b>Total - Line 10c</b>                            | <b><u>\$2,798,178.50</u></b> | <b><u>\$2,696,082.00</u></b> |           |

William and Diane Hein Foundation  
EIN 16-1484562  
Form 990-PF  
2013

Land, Buildings and Equipment  
Page 2, Part II, Line 14

| Description  | Cost or Basis         | Accumulated Depreciation | Book Value            | Fair Market Value     |
|--|-----------------------|--------------------------|-----------------------|-----------------------|
| Building - 327 N Ellicott Creek Road<br>Amherst, New York  | \$650,000 00          | \$170,000 00             | \$480,000 00          | \$480,000 00          |
| Building - 5830 Main Street<br>Williamsville, New York   | \$813,097 07          | \$152,455 72             | \$660,641 35          | \$660,641 35          |
| Unit 421 II<br>Ellicottville, New York<br>Real Property  | \$202,332 48          | \$20,654 77              | \$181,677 71          | \$181,677 71          |
| Building - 36 Northampton Street<br>Buffalo, New York  | \$252,065 22          | \$2,255 10               | \$252,065 22          | \$252,065 22          |
| <hr/>  |                       |                          |                       |                       |
| Above Buildings (other than the Ellicottville, NY property) Are Provided Without Rent Charge to Exempt Organizations   |                       |                          |                       |                       |
| The Ellicottville, NY Property is used primarily for charitable purposes (Taxpayer derives minimal rent income from third-party rental of the premises which is reported on Page 1, Line 5a) |                       |                          |                       |                       |
| <b>Totals</b>  | <b>\$1,917,494.77</b> | <b>\$345,365.59</b>      | <b>\$1,574,384.28</b> | <b>\$1,574,384.28</b> |

**List of Officers, Directors, Trustees, and Key Employees**

**US 990-PF**

**990PF: Page 6, Part VIII**

**2013**

| <b>A</b><br>Name and address<br>(For address, enter Street, Zip code<br>State, and City in that order) | <b>B</b><br>Title and avg hours<br>per week<br>devoted to position | <b>C</b><br>Compensation | <b>D</b><br>Contributions to<br>employee benefit plans<br>and deferred<br>compensation | <b>E</b><br>Expense account<br>& other allowances |
|--|--|--------------------------|--|---|
| WILLIAM S HEIN<br>6500 MAIN ST STE 5<br>WILLIAMSVILLE NY 14221   | DIRECTOR<br>3  | 0                        |  |   |
| DIANE HEIN<br>6500 MAIN ST STE 5<br>WILLIAMSVILLE NY 14221   | DIRECTOR<br>1  | 0                        |  |   |
| WILLIAM C MORAN<br>6500 MAIN ST STE 5<br>WILLIAMSVILLE NY 14221  | DIRECTOR<br>1  | 0                        |  |   |
| JAMEY MORAN<br>6500 MAIN ST STE 5<br>WILLIAMSVILLE NY 14221  | DIRECTOR<br>1  | 0                        |  |   |
|  |  |                          |  |   |
|  |  |                          |  |   |
|  |  |                          |  |   |
|  | DIRECTOR   |                          |  |   |
|  |  |                          |  |   |
|  |  |                          |  |   |
|  |  |                          |  |   |
|  |  |                          |  |   |
|  |  |                          |  |   |
|  |  |                          |  |   |

William and Diane Hein Foundation  
EIN 16-1484562  
Form 990-PF  
2013

Page 8, Part X, Line 1

**Schedule of Monthly Balances of  
Investment Income and Cash**

|   | <b>Securities</b>            | <b>Checking Account<br/>and Petty Cash</b> |
|---|------------------------------|--|
| January   | \$6,235,442 01               | \$147,180 13                               |
| February  | \$6,264,911 81               | \$350,796 56                               |
| March   | \$6,250,215 43               | \$378,821 67                               |
| April   | \$5,953,642 71               | \$1,083,558 13                             |
| May   | \$6,394,065 96               | \$299,238 52                               |
| June  | \$6,140,931 48               | \$336,208 70                               |
| July  | \$6,093,893 80               | \$355,184.06                               |
| August  | \$5,999,796 26               | \$101,164 64                               |
| September   | \$6,034,292 47               | \$146,128 83                               |
| October   | \$6,055,219 09               | \$188,924 72                               |
| November  | \$5,970,824 05               | \$211,285 79                               |
| December  | \$5,951,358 34               | <u>\$56,208 38</u>                         |
| Total   | \$73,344,593 42              | \$3,654,700 13                             |
| Monthly Average   | <u>\$6,112,049 45</u>        | <u>\$304,558 34</u>                        |
| Add Average Balance of Petty Cash<br>For Each Month         |                              | <u>\$399 00</u>                            |
| <b>Monthly Average - To Form 990-PF,<br/>Page 8, Part X</b> | <b><u>\$6,112,049.45</u></b> | <b><u>\$304,957.34</u></b>                 |

**William and Diane Hein Foundation**  
**EIN 16-1484562**

**Form 990-PF, Pg 8, Part XI, Line 4**  
**2013**

**CCA Mortgage Principal Received fr  
Christian Central Academy (CCA)**

**(Recovery of Amounts Treated as  
Qualifying Distributions)**

|   |                     |
|---|---------------------|
| Mortgage Balance - End of Prior<br>Reporting Period | \$143,584 96        |
| Mortgage Balance - End of This<br>Reporting Period  | <u>\$139,185 79</u> |

Difference is Reported on 990PF, Pg 8,  
Part XI, Line 4 (Recoveries of amounts  
treated as qualifying distributions) **\$4,399.17**

**William and Diane Hein Foundation**  
**EIN 16-1484562**  
**Form 990-PF**  
**2013**

**Page 11, Part XV, Line 3a**

**Grants and Contributions**

| <b>Donee Name</b>   | <b>Address</b>  | <b>Status</b> | <b>Purpose</b>             | <b>Amount</b> |
|---|---|---------------|----------------------------|---------------|
| Athletes in Action  | 54 Crownview Terrace,<br>Hamburg, NY 14075  | Public        | Charitable                 | \$4,000 00    |
| Billy Graham Training Center  | 1 Billy Graham Parkway<br>Charlotte, NC 28201-0001<br>PO Box 496                                    | Public        | Charitable                 | \$1,000 00    |
| Buffalo City Mission  | Buffalo, NY 14205<br>Attn Pastor Eric Johns<br>PO Box 394   | Public        | Charitable                 | \$3,000 00    |
| Buffalo Dream Center  | Buffalo, NY 14201-0934  | Public        | Charitable                 | \$3,000 00    |
| CBN Disaster Relief   | 977 Centerville Turnpike<br>Virginia Beach, VA 23463  | Public        | Charitable                 | \$3,000 00    |
| Christian Central Academy   | 39 Academy<br>Williamsville, NY 14221<br>9070 Main Street, Clarence,<br>NY 14031                    | Public        | Educational &<br>Religious | \$3,500 00    |
| Christian Counseling Ministries<br>Circle "C" Ranch (Living Waters<br>Ministries, Inc ) | 10451 Ashcraft Road<br>Delevan, NY 14042-9664<br>PO Box 6500<br>Colorado Springs, CO 80962-<br>9951 | Public        | Religious                  | \$6,000 00    |
| Compassion International  | 150 East North Street<br>Buffalo, NY 1423<br>PO Box 64  | Public        | Charitable                 | \$3,000 00    |
| Cornerstone   | Tonawanda, NY 14150<br>PO Box 119   | Public        | Charitable                 | \$2,000 00    |
| Cross Training Football   | Kenmore, NY 14217   | Public        | Educational                | \$3,000 00    |
| EduNations  | 130 E Kiowa St #200<br>Colorado Springs, CO 80903<br>PO Box 3817                                    | Public        | Charitable                 | \$5,000 00    |
| Faith to the Nations  | Broken Arrow, OK 74013<br>2905 Staley Road  | Public        | Religious                  | \$2,000 00    |
| Fellowship of Christian Athletes  | Grand Island, NY 14072<br>PO Box 1862   | Public        | Charitable                 | \$2,500 00    |
| Gliding Stars   | Amherst, NY 14226   | Public        | Charitable                 | \$2,500 00    |
| Good Neighbors Health Center (Harvest<br>House of South Buffalo, Inc )                  | 1782 Seneca Street<br>Buffalo, NY 14210-1895<br>P O Box 437   | Public        | Charitable                 | \$5,000 00    |
| Hearts for the Homeless   | Buffalo, NY 14223<br>225 Como Park Blvd,  | Public        | Charitable                 | \$3,000 00    |
| Hospice Foundation  | Cheektowaga, NY 14227<br>One Willard Avenue   | Public        | Charitable                 | \$1,000 00    |
| Houghton College  | Houghton, NY14744<br>3859 N Buffalo St<br>P O Box 643   | Public        | Educational                | \$7,500 00    |
| Hunters Hope Foundation, Inc  | Orchard Park, NY 14127<br>610 Ashland Avenue  | Public        | Charitable                 | \$3,000 00    |
| I Oppose  | Buffalo, NY 14222   | Public        | Charitable                 | \$2,000 00    |

|                                    |   |        |                          |                            |
|------------------------------------|---|--------|--------------------------|----------------------------|
| Ilio DiPaolo Scholarship Fund, Inc | 3785 S Park Avenue<br>Blasdell, NY 14219<br>7071 Transit Rd<br>East Amherst, NY 14051                                   | Public | Charitable               | \$3,000 00                 |
| Imagine Community Gardens          | 672 Conestoga Rd<br>PO Box 370<br>Villanova, PA 19085<br>P O Box 82416<br>Columbus, OH 43202                            | Public | Charitable               | \$4,000 00                 |
| In Faith                           | 184 Barton Street<br>Buffalo, NY 14213<br>8550 Sheridan Dr<br>Williamsville, NY 14221                                   | Public | Charitable               | \$6,500 00                 |
| Jericho Road Ministries            | PO Box 2430<br>Agoura Hills, CA 91376<br>3111 Saunders Settlement<br>Road Sanborn, NY 14132                             | Public | Religious                | \$5,000 00                 |
| Kingdom Bound Ministries           | PO Box 18070<br>Fairfield, OH 45018-0070<br>P O Box 932<br>Buffalo, NY 14205  | Public | Charitable               | \$7,000 00                 |
| Life Without Limits                | P O Box 9994<br>Chattanooga, TN 37412   | Public | Religious                | \$3,000 00                 |
| NCCC Wrestling                     | Attn 84 Green Street Project<br>238 Highland Avenue<br>Malden, MA 02148<br>327 N Ellicott Creek Rd<br>Amherst, NY 14228 | Public | Charitable & Educational | \$3,000 00                 |
| Operation Serve International      | 143 Gilmore Road<br>Ft Erie, Ontario, Canada<br>University at Buffalo<br>66 Alumni Arena<br>Buffalo, NY 14260           | Public | Charitable               | \$2,000 00                 |
| Prince of Peace Christian Church   | 500 Crosspointe Parkway<br>Getzville, NY 14068<br>University at Buffalo<br>66 Alumni Arena<br>Buffalo, NY 14260         | Public | Religious                | \$10,000 00                |
| Score International                | PO Box 628211<br>Orlando, FL 32862-8211   | Public | Charitable               | \$5,000 00                 |
| <b>Total</b>                       |   |        |                          | <b><u>\$200,000.00</u></b> |

William and Diane Hein Foundation  
EIN 16-1484562  
Form 990-PF  
2013

Page 12, Part XVI-A, Line 5b - Net Rental  
Income from Real Estate - Not Debt-  
Financed

From Ellicottville, NY Rental Units  
(Excluded from Net Investment Income via  
Code 16)

\$3,900.84

Total Gross Rental Income \$3,900.84

Deductions

|                 |            |
|-----------------|------------|
| Property Tax    | \$2,285 12 |
| Maintenance Fee | \$7,103 31 |

Total Expenses \$9,388.43

Net Rent Income - to Page 12, Line 5b,  
Columns A and D -\$5,487.59

NOTE such property is used primarily for functions  
related to the organization's tax-exempt purposes  
Therefore, the above expenses are reported on  
Column D of Page 1, Part I, on Lines 18 and 23,  
respectively

US 990

**Other Revenue**  
**990-PF: Page 12, Line 11**

2013

| Description                | Unrelated Business Income |             | Excluded by Section 512, 513, or 514 |             | E<br>Related or Exempt<br>Function Income |
|----------------------------|---------------------------|-------------|--------------------------------------|-------------|---|
|                            | A<br>Business Code        | B<br>Amount | C<br>Exclusion Code                  | D<br>Amount |   |
| S CORP NET RENT            | 511130                    | 2,089.      |                                      |             |   |
| S CORP NET BUSINESS INCOME | 511130                    | 205,936.    |                                      |             |   |
| FROM W S HEIN & CO INC     |                           | 208,025.    |                                      |             |   |

**US 990PF****Substantial Contributors****2013**

| Name   | Address<br>(Enter street, zip code, state, and city, in that order) |
|--|---|
| TWO THOUSAND TWELVE<br>HEIN FOUNDATION TRUST | 6500 MAIN ST STE 5 14221- NY WILLIAMSVILLE                          |

Application for Extension of Time To File an  
Exempt Organization Return

► File a separate application for each return.  
► Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns*

Enter filer's identifying number, see instructions

|   |  |   |
|---|--|---|
| Type or print   | Name of exempt organization or other filer, see instructions<br>WILLIAM AND DIANE HEIN FOUNDATION                | Employer identification number (EIN) or<br>16-1484562 |
| 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<br>6500 MAIN STREET SUITE 5                 | Social security number (SSN)                          |
|   | City, town or post office, state, and ZIP code For a foreign address, see instructions<br>WILLIAMSVILLE NY 14221 |   |

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-T (corporation)          | 07          |
| Form 990-BL                             | 02          | Form 1041-A                       | 08          |
| Form 4720 (individual)                  | 03          | Form 4720 (other than individual) | 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          |

- The books are in the care of ► WILLIAM S HEIN  
Telephone No ► 716-633-6500 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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUG 15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for  
►  calendar year 2013 or  
►  tax year beginning \_\_\_\_\_, 20 \_\_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_\_

2 If the tax year entered in line 1 is for less than 12 months, check reason  Initial return  Final return  
 Change in accounting period

|  |                      |
|--|----------------------|
| 3a 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                                     | 3a \$ <u>3000.60</u> |
| b If this application is for Form 990-PF or 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit | 3b \$ <u>4,935.</u>  |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions               | 3c \$ <u>0</u>       |

Caution. If you are going to make an electronic fund withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 1-2014)