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Form **990-PF** — Department of the Treasury, Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
ROBERT B & JANET A HOFFMAN FOUNDATION
C/O ETON ADVISORS LP

A Employer identification number
20-1798512

Number and street (or P O box number if mail is not delivered to street address)
5915 FARRINGTON ROAD SUITE 202

Room/suite

B Telephone number (see instructions)
(919) 422-1550

City or town, state or province, country, and ZIP or foreign postal code
CHAPEL HILL, NC 27517

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 1,692,408

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ____ *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	35,546	35,546		
	5a	Gross rents				
	b	Net rental income or (loss) ____				
	6a	Net gain or (loss) from sale of assets not on line 10	238,830			
	b	Gross sales price for all assets on line 6a 1,031,458				
	7	Capital gain net income (from Part IV, line 2)		238,830		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	10	10	0	
	12	**Total.** Add lines 1 through 11	274,386	274,386	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,000	3,000	0	0
	c	Other professional fees (attach schedule)	9,030	9,030	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,287	287	0	0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	13,317	12,317	0	0
	25	Contributions, gifts, grants paid	165,017			165,017
	26	**Total expenses and disbursements.** Add lines 24 and 25	178,334	12,317	0	165,017
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	96,052			
	b	**Net investment income** (if negative, enter -0-)		262,069		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	25,987	2,471	2,471
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,469,149	1,588,717	1,689,937
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,495,136	1,591,188	1,692,408
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	157,000	80,000	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	157,000	80,000	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,338,136	1,511,188	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,338,136	1,511,188	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,495,136	1,591,188	

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	1,338,136
2	Enter amount from Part I, line 27a	2	96,052
3	Other increases not included in line 2 (itemize) ▶	3	77,000
4	Add lines 1, 2, and 3	4	1,511,188
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,511,188

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	238,830
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	162,602	1,653,589	0 098333
2011	185,947	1,482,567	0 125422
2010	105,755	1,460,262	0 072422
2009	126,760	1,368,666	0 092616
2008	145,408	1,722,838	0 084400

2	**Total** of line 1, column (d).	2	0 473193
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 094639
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	1,659,419
5	Multiply line 4 by line 3.	5	157,046
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,621
7	Add lines 5 and 6.	7	159,667
8	Enter qualifying distributions from Part XII, line 4.	8	165,017

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ___________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	2,621
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	2,621
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,621
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,000		
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	1,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	3
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,624
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b		No
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶ROBERT HOFFMAN Telephone no ▶(919) 442-1550

Located at ▶10560 SAVANNAH DRIVE VERO BEACH FL ZIP+4 ▶32963

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 |

		Line	Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

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

		Line	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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ 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)? ☐ Yes ☑ 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) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

If "Yes" to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **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 compensation	**(e)** Expense account, other allowances
ROBERT HOFFMAN 10560 SAVANNAH DRIVE VERO BEACH, FL 32963	DIRECTOR 10 00	0	0	0
JANET HOFFMAN 10560 SAVANNAH DRIVE VERO BEACH, FL 32963	DIRECTOR 10 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments See page 24 of the instructions **3**	0
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,667,128
b	Average of monthly cash balances	1b	17,561
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,684,689
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,684,689
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,270
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,659,419
6	**Minimum investment return.** Enter 5% of line 5	6	82,971

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	82,971
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 2,621		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,621
3	Distributable amount before adjustments Subtract line 2c from line 1	3	80,350
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	80,350
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	80,350

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	165,017
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	165,017
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	2,621
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	162,396

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					80,350
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2013					
a From 2008.	60,258				
b From 2009.	59,291				
c From 2010.	33,597				
d From 2011.	113,269				
e From 2012.	81,353				
f **Total** of lines 3a through e.		347,768			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 165,017					
a Applied to 2012, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2013 distributable amount.					80,350
e Remaining amount distributed out of corpus		84,667			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		432,435			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		60,258			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		372,177			
10 Analysis of line 9					
a Excess from 2009. . . .	59,291				
b Excess from 2010. . . .	33,597				
c Excess from 2011. . . .	113,269				
d Excess from 2012. . . .	81,353				
e Excess from 2013. . . .	84,667				

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. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				165,017
b *Approved for future payment* VERO BEACH MUSEUM OF ART 3001 RIVERSIDE PARK DRIVE VERO BEACH, FL 32963	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	80,000
Total . . . . ▶ **3b**				80,000

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) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	35,546	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	10	
8 Gain or (loss) from sales of assets other than inventory			18	238,830	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		274,386	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 274,386

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	NOT APPLICABLE

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

******	2014-05-12	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
KEVIN ST GERMAIN		2014-05-08		P00292994

Firm's name ▶ GLASERDUNCAN CPAS	Firm's EIN ▶ 20-5788602
Firm's address ▶ 1040 ANNA KNAPP BLVD MOUNT PLEASANT, SC 29464	Phone no (843)628-1890

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
LONGLEAF PARTNERS FUNDS TRUST - 48 87 SH		2012-12-28	2013-11-08
LONGLEAF PARTNERS FUNDS TRUST - 135 65 SH		2013-11-07	2013-11-08
MAINSTAY EP GLOBAL CHOICE-IS - 35 94 SH		2012-12-11	2013-11-08
LAZARD FDS INC EMERG MKTS PORT - 82 36 SH		2012-12-24	2013-11-08
LONGLEAF PARTNERS FUNDS TRUST - 531 63 SH		2012-11-08	2013-11-08
HARBOR INTERNATIONAL FD - 154 58 SH		2011-09-28	2013-06-05
TOUCHSTONE SANDS CAP IN GRW - 542 89 SH		2009-11-02	2013-06-05
IVA FIDUCIARY TR IVA INTL FD - 447 86 SH		2011-09-28	2013-06-05
IVA FIDUCIARY TR IVA INTL FD - 73 19 SH		2011-12-14	2013-06-05
KALMAR POOLED INVT TR SMALL CA - 77 41 SH		2010-12-30	2013-06-05
KALMAR POOLED INVT TR SMALL CA - 238 87 SH		2011-12-29	2013-06-05
KALMAR POOLED INVT TR SMALL CA - 222 23 SH		2009-11-02	2013-06-05
LONGLEAF PARTNERS FUNDS TRUST - 337 95 SH		2012-05-08	2013-06-05
MAINSTAY EP GLOBAL CHOICE-IS - 533 05 SH		2012-05-08	2013-06-05
TWEEDY BROWNE FD INC WORLDWIDE - 43 32 SH		2011-12-29	2013-06-05
TWEEDY BROWNE FD INC WORLDWIDE - 879 19 SH		2011-09-28	2013-06-05
VANGUARD INSTL INDEX FD 94 SH - 7 63 SH		2010-12-28	2013-06-05
VANGUARD INSTL INDEX FD 94 SH - 6 63 SH		2011-03-30	2013-06-05
VANGUARD INSTL INDEX FD 94 SH - 6 47 SH		2011-06-29	2013-06-05
VANGUARD INSTL INDEX FD 94 SH - 4 41 SH		2011-09-29	2013-06-05
VANGUARD INSTL INDEX FD 94 SH - 4 67 SH		2011-12-27	2013-06-05
VANGUARD INSTL INDEX FD 94 SH - 3 57 SH		2012-03-29	2013-06-05
VANGUARD INSTL INDEX FD 94 SH - 34 23 SH		2009-11-02	2013-06-05
PIMCO FDS COMMODITY REALRETURN - 300 11 SH		2010-12-31	2013-06-05
PIMCO FDS COMMODITY REALRETURN - 388 59 SH		2011-03-17	2013-06-05
PIMCO FDS COMMODITY REALRETURN - 778 49 SH		2011-06-16	2013-06-05
PIMCO FDS COMMODITY REALRETURN - 161 47 SH		2011-09-15	2013-06-05
PIMCO ALL ASSETS ALL AUTH-IS - 40 24 SH		2010-09-16	2013-06-05
PIMCO ALL ASSETS ALL AUTH-IS - 10 87 SH		2010-12-08	2013-06-05
PIMCO ALL ASSETS ALL AUTH-IS - 46 74 SH		2011-06-16	2013-06-05

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
PIMCO ALL ASSETS ALL AUTH-IS - 834 99 SH		2009-11-02	2013-06-05
PIMCO UNCONSTRAINED BOND-INS - 9 19 SH		2011-06-30	2013-06-05
PIMCO UNCONSTRAINED BOND-INS - 7 1 SH		2011-07-29	2013-06-05
PIMCO UNCONSTRAINED BOND-INS - 7 98 SH		2012-03-30	2013-06-05
PIMCO UNCONSTRAINED BOND-INS - 7 23 SH		2012-04-30	2013-06-05
PIMCO UNCONSTRAINED BOND-INS - 7 65 SH		2012-05-31	2013-06-05
PIMCO UNCONSTRAINED BOND-INS - 394 89 SH		2010-06-24	2013-06-05
PROFESSIONALLY MANAGED - 50 95 SH		2011-06-15	2013-06-05
PROFESSIONALLY MANAGED - 39 75 SH		2012-03-15	2013-06-05
PROFESSIONALLY MANAGED - 328 41 SH		2010-06-24	2013-06-05
DOUBLELINE TOTAL RET BD-I - 51 19 SH		2011-07-29	2013-06-05
DOUBLELINE TOTAL RET BD-I - 50 65 SH		2011-08-31	2013-06-05
DOUBLELINE TOTAL RET BD-I - 50 29 SH		2011-09-30	2013-06-05
DOUBLELINE TOTAL RET BD-I - 46 59 SH		2011-10-31	2013-06-05
DOUBLELINE TOTAL RET BD-I - 50 06 SH		2011-11-30	2013-06-05
DOUBLELINE TOTAL RET BD-I - 97 78 SH		2012-01-31	2013-06-05
DOUBLELINE TOTAL RET BD-I - 84 45 SH		2012-02-29	2013-06-05
DOUBLELINE TOTAL RET BD-I - 89 94 SH		2012-03-30	2013-06-05
DOUBLELINE TOTAL RET BD-I - 83 75 SH		2012-04-30	2013-06-05
DOUBLELINE TOTAL RET BD-I - 88 84 SH		2012-05-31	2013-06-05
DOUBLELINE TOTAL RET BD-I - 636 25 SH		2011-02-24	2013-06-05
IVA FIDUCIARY TR IVA INTL FD - 85 02 SH		2010-12-15	2013-06-05
LONGLEAF PARTNERS FUNDS TRUST - 3329 42 SH		2011-09-28	2013-11-08
LONGLEAF PARTNERS FUNDS TRUST - 84 21 SH		2011-11-08	2013-11-08
LONGLEAF PARTNERS FUNDS TRUST - 16 32 SH		2011-12-29	2013-11-08
LONGLEAF PARTNERS FUNDS TRUST - 282 95 SH		2012-05-08	2013-11-08
LAZARD FDS INC EMERG MKTS PORT - 1490 83 SH		2011-09-28	2013-11-08
LAZARD FDS INC EMERG MKTS PORT - 92 17 SH		2011-12-28	2013-11-08
MAINSTAY EP GLOBAL CHOICE-IS - 6830 86 SH		2009-11-02	2013-11-08
MAINSTAY EP GLOBAL CHOICE-IS - 26 75 SH		2010-12-13	2013-11-08

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
MAINSTAY EP GLOBAL CHOICE-IS - 19 14 SH		2011-12-07	2013-11-08
MAINSTAY EP GLOBAL CHOICE-IS - 617 85 SH		2012-05-08	2013-11-08
FORUM FDS ABSOLUTE STRATEGIES - 9258 4 SH		2009-10-30	2013-11-08
FORUM FDS ABSOLUTE STRATEGIES - 49 42 SH		2010-12-31	2013-11-08
FORUM FDS ABSOLUTE STRATEGIES - 30 7 SH		2011-06-30	2013-11-08
FORUM FDS ABSOLUTE STRATEGIES - 42 59 SH		2011-12-13	2013-11-08
FORUM FDS ABSOLUTE STRATEGIES - 2 68 SH		2011-12-30	2013-11-08
ABSOLUTE OPPORTUNITIES FUND - 3907 97 SH		2009-11-02	2013-11-08
ABSOLUTE OPPORTUNITIES FUND - 332 26 SH		2009-12-10	2013-11-08
ABSOLUTE OPPORTUNITIES FUND - 77 7 SH		2010-12-09	2013-11-08
ABSOLUTE OPPORTUNITIES FUND - 135 57 SH		2011-12-13	2013-11-08
PROFESSIONALLY MANAGED - 4 21 SH		2012-09-17	2013-11-08
ARTIO GLOBAL HIGH INCOME-I - 2 8 SH		2011-07-28	2013-11-08
ARTIO GLOBAL HIGH INCOME-I - 2 15 SH		2011-06-29	2013-11-08
VANGUARD INSTL INDEX FD 94 SH - 4 19 SH		2012-06-28	2013-11-08
VANGUARD INSTL INDEX FD 94 SH - 4 35 SH		2012-09-27	2013-11-08
VANGUARD INSTL INDEX FD 94 SH - 122 39 SH		2009-11-02	2013-11-08
TOUCHSTONE SANDS CAP IN GRW - 314 53 SH		2009-11-02	2013-11-08
KALMAR POOLED INVT TR SMALL CA - 3965 75 SH		2009-11-02	2013-11-08
TWEEDY BROWNE FD INC WORLDWIDE - 98 03 SH		2012-06-28	2013-11-08
TWEEDY BROWNE FD INC WORLDWIDE - 4633 43 SH		2011-09-28	2013-11-08
HARBOR INTERNATIONAL FD - 684 2 SH		2011-09-28	2013-11-08
IVA FIDUCIARY TR IVA INTL FD - 167 44 SH		2011-12-14	2013-11-08
IVA FIDUCIARY TR IVA INTL FD - 2078 77 SH		2009-11-02	2013-11-08
HARRIS OAKMARK INTL SM CAP FD - 14 6 SH		2010-12-16	2013-11-08
HARRIS OAKMARK INTL SM CAP FD - 1 76 SH		2011-12-15	2013-11-08
HARRIS OAKMARK INTL SM CAP FD - 695 87 SH		2009-11-02	2013-11-08
PIMCO ALL ASSETS ALL AUTH-IS - 94 29 SH		2012-09-20	2013-11-08
PIMCO ALL ASSETS ALL AUTH-IS - 1369 12 SH		2009-11-02	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 1 11 SH		2011-10-27	2013-11-08

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
THE REMS R/E VALUE OPPORTUNITIES - 5 11 SH		2011-11-28	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 11 39 SH		2011-12-28	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 0 73 SH		2012-01-27	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 2 86 SH		2012-02-27	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 9 22 SH		2012-03-28	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 0 69 SH		2012-04-26	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 4 5 SH		2012-05-29	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 8 48 SH		2012-06-27	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 3 25 SH		2012-07-27	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 4 82 SH		2012-08-29	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 7 67 SH		2012-09-26	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 2 92 SH		2012-10-29	2013-11-08
THE REMS R/E VALUE OPPORTUNITIES - 575 82 SH		2011-09-28	2013-11-08
THIRD AVE REAL ESTATE VALUE FD - 62 01 SH		2010-12-21	2013-11-08
THIRD AVE REAL ESTATE VALUE FD - 109 29 SH		2009-10-30	2013-11-08
HARDING LOEVNER FRONT EMRG MKT - 101 07 SH		2011-09-28	2013-11-08
VANGUARD INTL EQUITY INDEX FD - 930 SH		2009-11-02	2013-11-08
DOUBLELINE TOTAL RET BD-I - 86 85 SH		2012-06-29	2013-11-08
DOUBLELINE TOTAL RET BD-I - 84 46 SH		2012-07-31	2013-11-08
DOUBLELINE TOTAL RET BD-I - 86 24 SH		2012-08-31	2013-11-08
DOUBLELINE TOTAL RET BD-I - 79 42 SH		2012-09-28	2013-11-08
DOUBLELINE TOTAL RET BD-I - 79 6 SH		2012-10-31	2013-11-08
DOUBLELINE TOTAL RET BD-I - 3249 79 SH		2011-02-24	2013-11-08
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,592		1,274	318
4,420		4,363	57
750		607	143
1,597		1,575	22
17,320		13,700	3,620
10,000		7,848	2,152
10,000		5,434	4,566
7,390		7,000	390
1,208		1,065	143
1,437		1,258	179
4,436		3,690	746
4,127		2,445	1,682
10,000		9,797	203
10,000		8,337	1,663
470		397	73
9,530		7,710	1,820
1,129		878	251
981		806	175
956		774	182
652		468	184
691		541	150
527		458	69
5,063		3,273	1,790
1,843		2,788	-945
2,386		3,629	-1,243
4,780		6,905	-2,125
991		1,364	-373
431		442	-11
116		118	-2
501		507	-6

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
8,951		8,993	-42
106		102	4
82		79	3
92		88	4
83		81	2
88		86	2
4,549		4,360	189
608		596	12
474		458	16
3,918		3,777	141
577		568	9
571		567	4
567		563	4
526		518	8
565		554	11
1,103		1,089	14
953		944	9
1,015		1,005	10
945		938	7
1,002		994	8
7,177		7,018	159
1,403		1,348	55
108,472		85,000	23,472
2,744		2,297	447
532		437	95
9,219		8,203	1,016
28,907		26,000	2,907
1,787		1,534	253
142,492		89,279	53,213
558		397	161

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
399		277	122
12,888		9,663	3,225
103,139		96,473	6,666
551		536	15
342		334	8
474		470	4
30		30	0
44,082		48,381	-4,299
3,748		3,858	-110
876		951	-75
1,529		1,573	-44
50		49	1
28		29	-1
22		22	0
680		509	171
706		576	130
19,889		11,705	8,184
7,165		3,148	4,017
86,850		43,623	43,227
1,137		895	242
53,748		40,635	13,113
47,730		34,737	12,993
2,986		2,436	550
37,064		30,184	6,880
254		204	50
31		21	10
12,115		8,100	4,015
966		1,052	-86
14,034		14,745	-711
17		12	5

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
80		51	29
178		124	54
11		9	2
45		36	9
144		117	27
11		9	2
70		56	14
133		107	26
51		42	9
76		64	12
120		104	16
46		39	7
9,017		5,494	3,523
1,810		1,412	398
3,190		2,171	1,019
850		635	215
46,033		39,050	6,983
948		971	-23
921		951	-30
941		978	-37
867		906	-39
869		905	-36
35,455		35,845	-390
30,672			30,672

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			318
			57
			143
			22
			3,620
			2,152
			4,566
			390
			143
			179
			746
			1,682
			203
			1,663
			73
			1,820
			251
			175
			182
			184
			150
			69
			1,790
			-945
			-1,243
			-2,125
			-373
			-11
			-2
			-6

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-42
			4
			3
			4
			2
			2
			189
			12
			16
			141
			9
			4
			4
			8
			11
			14
			9
			10
			7
			8
			159
			55
			23,472
			447
			95
			1,016
			2,907
			253
			53,213
			161

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			122
			3,225
			6,666
			15
			8
			4
			0
			-4,299
			-110
			-75
			-44
			1
			-1
			0
			171
			130
			8,184
			4,017
			43,227
			242
			13,113
			12,993
			550
			6,880
			50
			10
			4,015
			-86
			-711
			5

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			29
			54
			2
			9
			27
			2
			14
			26
			9
			12
			16
			7
			3,523
			398
			1,019
			215
			6,983
			-23
			-30
			-37
			-39
			-36
			-390
			30,672

Form 990PF Part XV Line 1a - 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).

ROBERT HOFFMAN
JANET HOFFMAN

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN ENTERPRISE INSTITUTE FOR PUBLIC POLICY RESEARCH 1150 17TH ST NW WASHINGTON,DC 20036	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	25,000
ANDERSON RANCH ARTS FOUNDATION PO BOX 5598 SNOWMASS VILLAGE,CO 81615	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	20,000
ASPEN INSTITUTE 1000 NORTH THIRD STREET ASPEN,CO 81611	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	3,500
ASPEN MUSIC FESTIVAL AND SCHOOL 2 MUSIC SCHOOL ROAD ASPEN,CO 81611	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	4,800
ATLANTIC CLASSICAL ORCHESTRA 141 NORTH US 1 FORT PIERCE,FL 34950	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	2,500
BOYS AND GIRLS CLUBS OF INDIAN RIVER COUNTY PO BOX 643068 VERO BEACH,FL 32964	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	1,000
CORNELL UNIVERSITY PO BOX 223623 PITTSBURGH,PA 15251	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	35,000
FLORIDA SHERIFFS YOUTH RANCHES INC PO BOX 2000 BOYS RANCH,FL 32064	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	500
INDIAN RIVER LAND TRUST 80 ROYAL PALM POINTE STE 301 VERO BEACH,FL 32960	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	250
INDIAN RIVER COMMUNITY FOUNDATION PO BOX 643968 VERO BEACH,FL 32964	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	1,000
INDIAN RIVER VOLUNTEER AMBULANCE SQUAD INC PO BOX 2240 VERO BEACH,FL 32961	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	50
PFIZER UNITED WAY CAMPAIGN PO BOX 2072 PRINCETON,NJ 08543	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	6,667
PHILLIPS EXETER ACADEMY 20 MAIN STREET EXETER,NH 03833	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	2,000
RIVERSIDE THEATRE INC 3250 RIVERSIDE PARK DRIVE VERO BEACH,FL 32963	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	5,000
THE DAWN REDWOODS CHARITABLE TRUST ONE BLACKFIELD DRIVE STE 331 TIBURON,CA 94920	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	1,000
Total . . . . ▶ **3a**				165,017

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE NATURE CONSERVANCY FLORIDA CHAPTER OFFICE PO BOX 6014 ALBERT LEA, MN 56007	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	250
VERO BEACH MUSEUM OF ART 3001 RIVERSIDE PARK DRIVE VERO BEACH, FL 32963	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	56,000
NATIONAL JEWISH HOSPITAL 1400 JACKSON ST DENVER, CO 80206	NONE	501(C)(3)	UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE	500
Total . . . . ▶ **3a**				165,017

TY 2013 Accounting Fees Schedule

Name: ROBERT B & JANET A HOFFMAN FOUNDATION
C/O ETON ADVISORS LP

EIN: 20-1798512

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,000	3,000	0	0

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TY 2013 All Other Program Related Investments Schedule

Name: ROBERT B & JANET A HOFFMAN FOUNDATION
C/O ETON ADVISORS LP

EIN: 20-1798512

Category	Amount
NONE	0

TY 2013 Investments Corporate Stock Schedule

Name: ROBERT B & JANET A HOFFMAN FOUNDATION
C/O ETON ADVISORS LP

EIN: 20-1798512

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	1,078,176	1,184,298
FIXED INCOME	510,541	505,639

TY 2013 Other Income Schedule

Name: ROBERT B & JANET A HOFFMAN FOUNDATION
C/O ETON ADVISORS LP

EIN: 20-1798512

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROC ADJUSTMENT	10	10	

TY 2013 Other Increases Schedule

Name: ROBERT B & JANET A HOFFMAN FOUNDATION
C/O ETON ADVISORS LP

EIN: 20-1798512

Description	Amount
GRANTS PAYABLE	77,000

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TY 2013 Other Professional Fees Schedule

Name: ROBERT B & JANET A HOFFMAN FOUNDATION
C/O ETON ADVISORS LP

EIN: 20-1798512

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	9,030	9,030	0	0

TY 2013 Taxes Schedule

Name: ROBERT B & JANET A HOFFMAN FOUNDATION
C/O ETON ADVISORS LP

EIN: 20-1798512

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	287	287	0	0
ESTIMATED TAXES	1,000	0	0	0