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Return of Private Foundation

OMB No 1545-0052

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

2013

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

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation

THE FOGELSON FOUNDATION

Number and street (or P O. box number if mail is not delivered to street address)

Room/suite

1455 S. MICHIGAN AVENUE

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 28262

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

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) ► \$ 3,765,402.
 J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

A Employer identification number

20-2902485

B Telephone number (see instructions)

800-352-3705

C If exemption application is pending, check here ► 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 ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	118,579.	98,501.	95,834.	STMT 1
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	7,995.	225,075.	7,965.	STMT 4
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	NONE	NONE	NONE	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,000.			STMT 5
	c Other professional fees (attach schedule)	37,134.			STMT 6
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	9,851.		2,351.	STMT 7
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	4,712.			4,712.
	22 Printing and publications				
	23 Other expenses (attach schedule)	34,973.		56.	34,917.
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	88,670.			41,629.
	25 Contributions, gifts, grants paid	508,904.			508,904.
	26 Total expenses and disbursements Add lines 24 and 25	597,574.		39,541.	550,533.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-372,499.			
	b Net investment income (if negative, enter -0-)			182,837.	
	c Adjusted net income (if negative, enter -0-)				

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		3,493.	4,883.	4,883.
	2 Savings and temporary cash investments		47,359.	75,932.	75,932.
	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 ►	NONE			
Assets	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10 a Investments- U S and state government obligations (attach schedule) STMT 9		234,278.	150,205.	160,025.
	b Investments - corporate stock (attach schedule) STMT 10		2,997,947.	2,048,640.	2,724,101.
	c Investments - corporate bonds (attach schedule) STMT 15		178,127.	809,002.	800,461.
	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)		3,461,204.	3,088,662.	3,765,402.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		3,461,204.	3,088,662.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		3,461,204.	3,088,662.	
	31 Total liabilities and net assets/fund balances (see instructions)		3,461,204.	3,088,662.	

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	3,461,204.
2 Enter amount from Part I, line 27a	2	-372,499.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 16	3	4,565.
4 Add lines 1, 2, and 3	4	3,093,270.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 17	5	4,608.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,088,662.

Form 990-PF (2013)

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 PUBLICLY TRADED SECURITIES					
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 1,335,707.		1,217,128.	118,579.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			118,579.		
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	118,579.	
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 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	478,964.	3,980,750.	0.120320
2011	240,851.	4,062,621.	0.059285
2010	374,313.	3,977,501.	0.094108
2009	318,009.	3,268,702.	0.097289
2008	329,425.	4,368,666.	0.075406
2 Total of line 1, column (d)		2	0.446408
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	0.089282
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4	3,787,905.
5 Multiply line 4 by line 3		5	338,192.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	1,828.
7 Add lines 5 and 6		7	340,020.
8 Enter qualifying distributions from Part XII, line 4		8	550,533.
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 . . .	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	1,828.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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		
3	Add lines 1 and 2	3	1,828.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,828.	
6 Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,396.	
b	Exempt foreign organizations - tax withheld at source	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	4,396.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10	10	2,568.	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ► 1,828. Refunded ► 11	11	740.	

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?	1a	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
<i>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.</i>				
1c	Did the foundation file Form 1120-POL for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (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? <i>If "Yes," attach a detailed description of the activities</i>	2		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? <i>If "Yes," attach a conformed copy of the changes</i>	3		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>IL</u>			
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	8b	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)? <i>If "Yes," complete Part XIV</i>	9		X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	The books are in care of ► <u>SEE STATEMENT 18</u>	Telephone no. ►
Located at ►		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/>	and enter the amount of tax-exempt interest received or accrued during the year. ► <input type="checkbox"/> 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? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?		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 ►		
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)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 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.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/>	5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>		X
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEORGIA B FOGELSON 1455 S MICHIGAN AVENUE, CHICAGO, IL 60605	DIRECTOR 1	-0-	-0-	-0-
GERALD W FOGELSON 1455 S MICHIGAN AVENUE, CHICAGO, IL 60605	PRESIDENT 1	-0-	-0-	-0-
TAMARA L TROCK 1455 S MICHIGAN AVENUE, CHICAGO, IL 60605	VP/SECRETARY/TRE 1	-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		NONE	NONE	NONE
Total number of other employees paid over \$50,000				NONE

Form 990-PF (2013)

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		NONE

Total number of others receiving over \$50,000 for professional services ► **NONE**

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	NONE	
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	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3 ►		

Form 990-PF (2013)

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	3,739,357.
b	Average of monthly cash balances	1b	106,232.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,845,589.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,845,589.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,684.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,787,905.
6	Minimum investment return. Enter 5% of line 5	6	189,395.

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	189,395.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,828.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,828.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	187,567.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	187,567.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	187,567.

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	550,533.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	550,533.
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	1,828.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	548,705.

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				187,567.
2 Undistributed income, if any, as of the end of 2013			NONE	
a Enter amount for 2012 only				
b Total for prior years 20 11, 20 20		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	112,423.			
b From 2009	155,617.			
c From 2010	177,078.			
d From 2011	41,496.			
e From 2012	283,714.			
f Total of lines 3a through e	770,328.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 550,533.				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				187,567.
e Remaining amount distributed out of corpus	362,966.			
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	1,133,294.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions		NONE		
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	112,423.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,020,871.			
10 Analysis of line 9.				
a Excess from 2009	155,617.			
b Excess from 2010	177,078.			
c Excess from 2011	41,496.			
d Excess from 2012	283,714.			
e Excess from 2013	362,966.			

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

NOT APPLICABLE

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

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see 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 STATEMENT 19

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.

N/A

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:

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

§ 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 34				508,904.
Total			► 3a	508,904.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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					
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					
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 MUTUAL FUND FACT					
b FIDELITY BROKERAGE					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					
13 Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions to verify calculations.)

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

NOT APPLICABLE

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

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

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

a	Transfers from the reporting foundation to a noncharitable exempt organization of:	
	(1) Cash	1a(1) X
	(2) Other assets	1a(2) X
b	Other transactions:	
	(1) Sales of assets to a noncharitable exempt organization	1b(1) X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2) X
	(3) Rental of facilities, equipment, or other assets	1b(3) X
	(4) Reimbursement arrangements	1b(4) X
	(5) Loans or loan guarantees	1b(5) X
	(6) Performance of services or membership or fundraising solicitations	1b(6) X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation: If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.	

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

<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.</p>		
<p>Sign Here</p>		<p>5/5/14</p>
<p>Signature of officer or trustee</p>	<p>Date</p>	<p>President</p>
		<p>May the IRS discuss this return with the preparer shown below (see instructions)?</p>
		<p><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>

**Sign
Here**

Signature of officer or trustee

Date:

► President

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

THE FOGELSON FOUNDATION

THE FOGELSON FOUNDATION				Date	Check <input type="checkbox"/> if self-employed	PTIN
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature		04/24/2014	P01031673	
	DERRICK PUCKETT	<i>DPT.S</i>				
	► WELLS FARGO BANK, N.A.			Firm's EIN ► 94-3080771		
Firm's address ► 1525 W W.T. HARRIS BLVD. D1114-044 CHARLOTTE, NC 28262			Phone no 800-691-8916			

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AFLAC INC COM	852.	852.
AQR MANAGED FUTURES STR-I #15213	50.	50.
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	336.	336.
ABBVIE INC	240.	240.
AMERICAN CAMPUS CMNTYS INC	227.	203.
ANHEUSER-BUSCH INBEV SPN ADR	162.	162.
APPLE COMPUTER INC COM	2,175.	2,175.
ABERDEEN GLOBAL HIGH INCOME FD #1525	7,131.	7,131.
BANK OF MONTREAL 2.125% 6/28/13	531.	531.
BANK OF NOVA SCOTIA 2.375% 12/17/13	1,188.	1,188.
BERKSHIRE HATHAWAY 4.850% 1/15/15	1,213.	1,213.
CVS CORP COM	563.	563.
CHEVRONTEXACO CORP COM	1,460.	1,460.
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	765.	765.
CONOCOPHILLIPS COM	1,683.	1,683.
DIAGEO PLC SPONSORED ADR NEW	750.	750.
DIGITAL RLTY TR INC	883.	883.
DRIEHAUS ACTIVE INCOME FUND	2,432.	2,432.
E M C CORP MASS COM	160.	160.
EPR PROPERTIES	1,448.	1,032.
EATON VANCE FLOATING RATE FD-I #924	6,417.	6,417.
EATON VANCE GLOBAL MACRO - I #0088	2,723.	780.
FLEMING CAP MUTUAL FUND GROUP J P MORGAN	842.	842.
GATEWAY FUND - Y #1986	560.	560.
GENERAL ELEC CO COM	836.	836.
HCP INC	487.	453.
HSBC HLDGS PLC SPONSORED ADR NEW	300.	300.
HOME DEPOT INC COM	741.	741.
INTL BUSINESS MACHINES CORP COM	740.	740.
ISHARES INC MSCI SOUTH KOREA	733.	733.
ISHARES IBOXX \$ INVESTMENT	2,306.	2,306.
ISHARES LATIN AMERICA 40 ETF	1,326.	1,326.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JPMORGAN CHASE & CO 2.050% 1/24/14	1,025.	1,025.
JP MORGAN CHASE & CO COM	1,178.	1,178.
JOHNSON & JOHNSON COM	1,229.	1,229.
MCDONALDS CORP COM	1,248.	1,248.
MERGER FD SH BEN INT	2,215.	2,215.
MICROSOFT CORP COM	1,205.	1,205.
ASG GLOBAL ALTERNATIVES-Y #1993	1,360.	1,360.
NESTLE S A SPONSORED ADR REPSTG REG SH	1,082.	1,082.
NOVARTIS AG SPONSORED ADR	1,456.	1,456.
OPPENHEIMER DEVELOPING MKT-Y #788	1,030.	1,030.
PIMCO FDS PAC INV MGMT SER LOW DURATION	637.	637.
PIMCO FDS PAC INV MGMT SER TOTAL RETURN	506.	506.
PIMCO FOREIGN BOND (UNHEDGED) #1853	1,461.	1,461.
PIMCO EMERGING LOCAL BOND IS #332	4,647.	4,647.
PRINCIPAL MIDCAP FD-IN #4749	1,123.	1,123.
PROCTER & GAMBLE CO COM	1,179.	1,179.
QUALCOMM INC COM W/RTS ATTACHED	810.	810.
ROWE T PRICE SMALL CAP STOCK FD	161.	161.
SPDR DJ WILSHIRE INTERNATIONAL REAL	724.	724.
SCHLUMBERGER LTD COM	525.	525.
SENIOR HSG PPTYS TR SH BEN INT	1,024.	774.
TARGET CORP COM	1,704.	704.
TEMPLETON FRONTIER MARKET-AD #674	1,731.	1,731.
TEVA PHARMACEUTICAL INDs LTD ADR	659.	659.
3M CO COM	762.	762.
TOTAL FINA ELF S A SPONSORED ADR	1,860.	1,860.
US BANCORP DEL COM NEW W/RIGHTS ATTACHED	889.	889.
UNION PAC CORP COM	715.	715.
UNITED PARCEL SERVICE CL B COM	1,054.	1,054.
U S TREASURY NOTE 4.250% 8/15/14	3,202.	3,202.
U S TREASURY NOTES 5.125% 5/15/16	3,844.	3,844.
U S TREAS INFL IND 2.375% 1/15/17	2,195.	2,195.
UNITED TECHNOLOGIES CORP COM	873.	873.
UU5245 5892 04/24/2014 07:46:52		

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VANGUARD SHORT TERM BOND ETF	1,551.	1,551.
VANGUARD MSCI EMERGING MARKETS EFT	1,262.	1,262.
VANGUARD FTSE PACIFIC ETF	1,888.	1,888.
VANGUARD FTSE EUROPE ETF	1,707.	1,707.
VANGUARD MIDCAP VIPER	776.	776.
VANGUARD SMALL CAP VIPER	576.	576.
VERIZON COMMUNICATIONS COM	1,660.	1,660.
VISA INC - CLASS A SHRS	278.	278.
VODAFONE GROUP PLC SPONSORED ADR	2,158.	2,158.
FEDERATED GOVT OBLIGATION #5	9.	9.
FRANCO NEW CORP NPV	63.	63.
TOTAL	98,501.	95,834.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME - MUTUAL FUND FACTORING	7,917.	7,917.
OTHER CASH RECEIPT - FIDELITY BROKERAGE	78.	48.
TOTALS	7,995.	7,965.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	2,000.			2,000.
TOTALS	2,000.	NONE	NONE	2,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WELLIS FARGO BANK - AGENT	37,134.	37,134.
TOTALS	37,134.	37,134.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,595.	1,595.
FEDERAL TAX PAYMENT - PRIOR YE	5,000.	
FEDERAL ESTIMATES - PRINCIPAL	2,500.	
FOREIGN TAXES ON QUALIFIED FOR	544.	544.
FOREIGN TAXES ON NONQUALIFIED	212.	212.
TOTALS	9,851.	2,351.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CONSULTING FEES-GRANTS	33,000.	56.	33,000.
GRANT ADMIN FEES	1,889.	56.	1,889.
ADR FEES	56.	28.	
STATE FILING FEES			
TOTALS	34,973.	56.	34,917.

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US TREASURY INFLATION INDEX	-	-
US TREASURY NOTE DTD 08/15/04	-	-
US TREASURY NOTE DTD 05/15/06	-	-
912828CT5 U S TREASURY NOTE	73,764.	76,910.
912828FF2 U S TREASURY NOTES	76,441.	83,115.
TOTALS	150,205.	160,025.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV	ENDING - - -
ARTIO GLOBAL HIGH INCOME I			
EATON VANCE FLOATING RATE FUND			
ISHARES IBOXX \$ INVESTMENT			
PIMCO TOTAL RETURN FUND			
VANGUARD SHORT TERM BOND ETF			
PIMCO EMERGING LOCAL BOND FUND			
PIMCO FOREIGN BOND FUND			
HOME DEPOT INC			
MCDONALDS CORP			
TARGET CORP			
WALT DISNEY CO			
CVS/CAREMARK CORPORATION			
PROCTER & GAMBLE CO			
CHEVRON CORP			
CONOCOPHILLIPS			
AFLAC INC			
BERKSHIRE HATHAWAY INC			
JPMORGAN CHASE & CO			
US BANCORP DEL NEW			
ABBOTT LABS			
JOHNSON & JOHNSON			
GENERAL ELECTRIC CO			
UNION PACIFIC CORP			
UNITED PARCEL SERVICE-CL B			
UNITED TECHNOLOGIES CORP			
3M CO			
APPLE INC			
CISCO SYSTEMS INC			
E M C CORP MASS			

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOOGLE INC INTERNATIONAL BUSINESS MACHS	---	---
MICROSOFT CORP	---	---
QUALCOMM INC	---	---
VISA INC-CLASS A SHRS	---	---
VERIZON COMMUNICATIONS	---	---
DIAGEO PLC ADR	---	---
FRANCO NEW CORP NPV	---	---
NESTLE S A REGISTERED SHARES	---	---
NOVARTIS AG ADR	---	---
SCHLUMBERGER LTD	---	---
TEVA PHARMACEUTICAL INDUSTRIES	---	---
TOTAL S A - ADR	---	---
VODAFONE GROUP PLC NEW	---	---
VANGUARD MIDCAP VIPER	---	---
VANGUARD SMALL CAP VIPER	---	---
ISHARES S&P LATIN AMERICA 40	---	---
OPPENHEIMER DEVELOPING MKT	---	---
TEMPLETON FRONTIER MARKETS FD	---	---
VANGUARD MSCI EMERGING MARKETS	---	---
VANGUARD MSCI EUROPE ETF	---	---
VANGUARD MSCI PACIFIC ETF	---	---
DRIEHAUS ACTIVE INCOME FUND	---	---
EATON VANCE GLOBAL MACRO	---	---
GATEWAY FUND	---	---
MERGER FD SH BEN INT	---	---
IPATH DOW JONES UBS COMMODITY	---	---
JP MORGAN ALERIAN MLP INDEX	---	---
001055102 AFLAC INC	28,587.	40,080.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
00203H859 AQR MANAGED FUTURES	45,000.	46,997.
002824100 ABBOTT LABS	14,073.	22,998.
024835100 AMERICAN CAMPUS CMNT	21,036.	16,105.
03524A108 ANHEUSER-BUSCH INBEV	18,368.	21,292.
037833100 APPLE INC	57,719.	112,204.
084670702 BERKSHIRE HATHAWAY I	16,760.	35,568.
126650100 CVS/CAREMARK CORPORA	14,636.	35,785.
166764100 CHEVRON CORP	23,308.	37,473.
17275R102 CISCO SYSTEMS INC	30,825.	33,645.
20825C104 CONOCOPHILLIPS	21,663.	35,325.
25243Q205 DIAGEO PLC - ADR	9,732.	19,863.
253868103 DIGITAL RLTY TR INC	26,440.	19,648.
254687106 WALT DISNEY CO	20,766.	45,840.
268648102 E M C CORP MASS	19,656.	20,120.
26884U109 EPR PROPERTIES	23,540.	24,580.
339128100 J.P. MORGAN MID CAP VA	40,000.	46,749.
369604103 GENERAL ELECTRIC CO	15,475.	28,030.
38259P508 GOOGLE INC	18,376.	44,828.
40414L109 HCP INC	23,275.	18,160.
404280406 HSBC - ADR	16,605.	16,539.
437076102 HOME DEPOT INC	12,372.	32,936.
459200101 INTERNATIONAL BUSINE	22,767.	37,514.
464286772 ISHARES MSCI SOUTH K	43,127.	45,269.
464287390 ISHARES LATIN AMERIC	48,973.	37,040.
46625H100 JPMORGAN CHASE & CO	19,975.	35,088.
46625H365 JP MORGAN ALERIAN ML	133,995.	162,225.
478160104 JOHNSON & JOHNSON	23,672.	36,636.
580135101 MCDONALD'S CORP	26,436.	38,812.
589509108 MERGER FD SH BEN INT	89,899.	90,817.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV	---
594918104 MICROSOFT CORP	26,046.	41,151.	
63872T885 ASG GLOBAL ALTERNATI	45,000.	44,831.	
641069406 NESTLE S.A. REGISTER	24,656.	36,795.	
66987V109 NOVARTIS AG - ADR	19,589.	32,152.	
683974505 OPPENHEIMER DEVELOPI	160,000.	189,689.	
729251108 PLUM CREEK TIMBER CO	23,840.	23,255.	
74253Q747 PRINCIPAL MIDCAP FD-	40,000.	48,440.	
742718109 PROCTER & GAMBLE CO	24,061.	32,564.	
747525103 QUALCOMM INC	21,172.	40,838.	
74925K581 ROBECO BP LNG/SHRT R	90,000.	93,837.	
779572106 T ROWE PRICE SMALL C	25,000.	26,632.	
78463X863 SPDR DJ WILSHIRE INT	24,828.	24,720.	
806857108 SCHLUMBERGER LTD	16,291.	27,033.	
81721M109 SENIOR HOUSING PROP	24,988.	22,230.	
870297801 MLN ELEMENTS ROGERS	75,964.	77,288.	
87612E106 TARGET CORP	21,160.	25,308.	
88019R641 TEMPLETON FRONTIER M	50,000.	62,119.	
88579Y101 3M CO	15,118.	28,050.	
89151E109 TOTAL S.A. - ADR	25,800.	36,762.	
902973304 US BANCORP DEL NEW	22,600.	40,400.	
907818108 UNION PACIFIC CORP	15,030.	33,600.	
911312106 UNITED PARCEL SERVIC	26,766.	42,032.	
913017109 UNITED TECHNOLOGIES	21,341.	34,140.	
922042858 VANGUARD FTSE EMERGI	42,213.	41,140.	
922042866 VANGUARD FTSE PACIFI	61,374.	73,560.	
922042874 VANGUARD FTSE EUROPE	45,565.	58,800.	
922908629 VANGUARD MIDCAP VIP	37,404.	66,012.	
922908751 VANGUARD SMALL CAP V	23,576.	43,980.	
92343V104 VERIZON COMMUNICATIO	23,873.	39,312.	

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
92826C839 VISA INC-CLASS A SHR	14,488.	44,536.
92857W209 VODAFONE GROUP PLC N	31,208.	51,103.
ZB29NF314 FRANCO NEV CORP NPV	2,633.	3,626.
TOTALS	2,048,640.	2,724,101.

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STATEMENT 14
46

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BANK OF MONTREAL		
BANK OF NOVA SCOTIA		
BERKSHIRE HATHAWAY FIN CORP		
JP MORGAN CHASE & CO	100,710.	105,865.
04315J860 ABERDEEN GLOBAL HIGH	25,795.	26,168.
084664AT8 BERKSHIRE HATHAWAY	103,326.	105,178.
262028855 DRIEHAUS ACTIVE INCO	151,062.	154,706.
277911491 EATON VANCE FLOATING	26,177.	28,547.
464287242 ISHARES IBOXX \$ INVE	50,211.	50,000.
46623EJE0 JPMORGAN CHASE & CO	17,486.	17,151.
693390700 PIMCO TOTAL RET FD-I	92,048.	85,729.
722005220 PIMCO FOREIGN BOND (110,670.	97,630.
72201F516 PIMCO EMERGING LOCAL	131,517.	129,487.
921937827 VANGUARD SHORT TERM		
TOTALS	809,002.	800,461.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	4,104.
TIPS ADJUSTMENTS	461.
TOTAL	4,565.

STATEMENT 16

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND POSTING DATE AFTER TYE	2,873.
ROC BASIS ADJUSTMENTS	1,713.
ROUNDING	22.
TOTAL	4,608.

STATEMENT 17

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF

=====

NAME: WELLS FARGO BANK NA

ADDRESS: ONE WEST 4TH STREET D4000-062
WINSTON SALEM, NC 27101-4000

TELEPHONE NUMBER: (800)352-3705

STATEMENT 18

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

=====

GEORGIA B FOGELSON
GERALD W FOGELSON

STATEMENT 19

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

HILLEL - THE FDN FOR JEWISH
CAMPUS LIFE

ADDRESS:

52 MOUNT AUBURN STREET
CAMBRIDGE, MA 02138

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

ST BALDRICKS FDN

ADDRESS:

1800 MAIN STREET SUITE 250
DALLAS, TX 75201

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE EVENT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 450.

RECIPIENT NAME:

PAYTON PREP INITIATIVE FOR
EDUCATION

ADDRESS:

1034 N WELLS ST
CHICAGO, IL 60610

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 20

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

JEWISH CAMPUS ACTIVITES BOARD

ADDRESS:

215 S 39TH STREET

PHILADELPHIA, PA 19104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PENN-HILLEL EDUCATION PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

JEWISH FEDERATION OF THE DESERT

ADDRESS:

69710 HIGHWAY 111

RANCHO MIRAGE, CA 92270

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

THE TRUST FOR PUBLIC LAND

ADDRESS:

101 MONTGOMERY ST STE 900

SAN FRANCISCO, CA 94104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

BLOOMINGDALE TRAIL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

STATEMENT 21

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

PALM SPRINGS UNIFIED SCHOOL
DISTRICT

ADDRESS:

980 E TAHQUITZ CANYON WAY
PALM SPRINGS, CA 92262

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

YOUTH FITNESS PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 54,521.

RECIPIENT NAME:

USA PENTATHLON INC

ADDRESS:

1 OLYMPIC PLAZA
COLORADO SPRINGS, CO 80909

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

DESERT AIDS PROJECT

ADDRESS:

PO BOX 2890
PALM SPRINGS, CA 92262

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,500.

STATEMENT 22

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

BARBARA SINATRA CHILDRENS
CENTER

ADDRESS:

39000 BOB HOPE DRIVE
RANCHO MIRAGE, CA 92270

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE EVENT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

JEWISH FAMILY SERVICE OF
THE DESERT

ADDRESS:

801 W TAHQUITZ CYN WY 202
PALM SPRINGS, CA 92262

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

DESERT CANCER FOUNDATION

ADDRESS:

74091 LARREA ST
PALM DESERT, CA 92260

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 23

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

THE MUSICAL ARTS ASSOCIATION

ADDRESS:

11001 EUCLID AVENUE
CLEVELAND, OH 44106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BERNARD ZELL ANSHE EMET DAY
SCHOOL

ADDRESS:

3751 N BROADWAY STREET
CHICAGO, IL 60613

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

JEWISH UNITED FUND OF
METROPOLITAN CHICAGO

ADDRESS:

BEN GURION WAY 30 S WELLS ST
CHICAGO, IL 60606

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL AND UNRESTRICTED

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,600.

STATEMENT 24

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

ROOSEVELT UNIVERSITY

ADDRESS:

430 S MICHIGAN AVE
CHICAGO, IL 60605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

RESURRECTION UNIVERSITY

ADDRESS:

7435 W TALCOTT AVENUE
CHICAGO, IL 60631

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DONATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

UNITED CREBRAL PALSY ASSOCIATION
OF GREATER CHICAGO

ADDRESS:

7550 183RD STREET
TINLEY PARK, IL 60477

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 25

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

CLEARBROOK

ADDRESS:

205 WEST WACKER DRIVE
CHICAGO, IL 60606

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ANNUAL FUND RAISER

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 75,000.

RECIPIENT NAME:

LITTLE CITY FOUNDATION

ADDRESS:

1760 W ALGONQUIN RD
PALATINE, IL 60067

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE EVENT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BRIAN RESEARCH FOUNDATION

ADDRESS:

111 W WASHINGTON ST STE 1710
CHICAGO, IL 60602

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 100.

STATEMENT 26

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

RESOURCE CENTER

ADDRESS:

222 E 135TH PL

CHIGAGO, IL 60827

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ENVIRONMENT INITIATIVE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:

NEAR SOUTH PLANNING BOARD

ADDRESS:

2600 S MICHIGAN AVENUE

CHICAGO, IL 60616

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:

AUDITORIUM THEATRE OF ROOSEVELT

UNIVERSITY INC

ADDRESS:

50 E CONGRESS PKWY

CHICAGO, IL 60605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,750.

STATEMENT 27

THE FOGELSON FOUNDATION
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

20-2902485

=====

RECIPIENT NAME:
RESURRECTION DEVELOPMENT
FDN AT PRESENCE HEALTH
ADDRESS:
2900 N LAKESHORE DRIVE
CHICAGO, IL 60657
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
AMERICAN THEATER COMPANY
ADDRESS:
1909 W BRYON AVENUE
CHICAGO, IL 60613
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 8,500.

RECIPIENT NAME:
MARWEN FOUNDATION
ADDRESS:
833 N ORLEANS ST
CHICAGO, IL 60610
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

STATEMENT 28

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

LOOKINGGLASS THEATRE COMPANY

ADDRESS:

875 N MICHIGAN AVE STE 1430

CHICAGO, IL 60611

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

FRIENDS UNITED FOR JUVENILE
DIABETES RESEARCH

ADDRESS:

444 N MICHIGAN AVE STE 1930

CHICAGO, IL 60611

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

YOUNG WOMENS LEADERSHIP
CHARTER SCH OF CHICAGO

ADDRESS:

2641 S CALUMET AVE

CHICAGO, IL 60616

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE EVENT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

STATEMENT 29

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

 FRIENDS OF PAYTON ASSN.

ADDRESS:

 1034 N WELLS ST
 CHICAGO, IL 60610

RELATIONSHIP:

 NONE

PURPOSE OF GRANT:

 GENERAL AND UNRESTRICTED

FOUNDATION STATUS OF RECIPIENT:

 PC

AMOUNT OF GRANT PAID 14,000.

RECIPIENT NAME:

 FAITH IN PLACE

ADDRESS:

 70 E LAKE STREET
 CHICAGO, IL 606001

RELATIONSHIP:

 NONE

PURPOSE OF GRANT:

 GENERAL

FOUNDATION STATUS OF RECIPIENT:

 PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

 COLUMBIA COLLEGE

ADDRESS:

 600 S MICHIGAN AVE
 CHICAGO, IL 60605

RELATIONSHIP:

 NONE

PURPOSE OF GRANT:

 GENERAL

FOUNDATION STATUS OF RECIPIENT:

 PC

AMOUNT OF GRANT PAID 20,000.

STATEMENT 30

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

JEWISH FEDERATION OF PEORIA INC

ADDRESS:

2000 W PIONEER PKWY STE 10B

PEORIA, IL 61615

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

BE THE MATCH FOUNDATION

ADDRESS:

3001 BROADWAY STRETT NE

MINNEAPOLIS, MN 55413

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

NOSTIGMAS

ADDRESS:

PO BOX 10401

CHICAGO, IL 60610

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 31

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

HABITAT FOR HUMANITY INTERNATIONAL
INC

ADDRESS:

6114 W RIDGE ROAD
GARY, IN 46408

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

KIVUNIM

ADDRESS:

300 CENTRAL PARK W
NEW YORK, NY 10024

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

CIRCLE OF FRIENDS

ADDRESS:

709 48TH STREET
WESTERN SPRINGS, IL 60558

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 100.

STATEMENT 32

THE FOGELSON FOUNDATION
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

20-2902485

=====

RECIPIENT NAME:
CYSTIC FIBROSIS FOUNDATION
ADDRESS:
3915 E BROADWAY BLVD
TUCSON, AZ 85711
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,500.

RECIPIENT NAME:
PALM SPRINGS ART MUSUEM
ADDRESS:
PO BOX 2310
PALM SPRINGS, CA 92263
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 62,800.

RECIPIENT NAME:
COLLEGE OF THE DESERT FDN
ADDRESS:
43500 MONTEREY AVE
PALM DESERT, CA 92260
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

STATEMENT 33

THE FOGELSON FOUNDATION

20-2902485

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

BETTY FORD CENTER
AT EISENHOWER

ADDRESS:

39000 BOB HOPE DRIVE
RANCHO MIRAGE, CA 92270

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

MEDICAL RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 33,833.

TOTAL GRANTS PAID:

508,904.

=====

STATEMENT 34