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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE RUSSELL BERRIE FOUNDATION, A NEW JERSEY NONPROFIT CORPORATION		A Employer identification number 22-2620908
Number and street (or P.O. box number if mail is not delivered to street address) 300 FRANK W. BURR BLVD., BLDG EAST		Room/suite 7TH FL
City or town, state or province, country, and ZIP or foreign postal code TEANECK, NJ 07666		B Telephone number 201-928-1880
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 237,107,418. (Part I, column (d) must be on cash basis.)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		421,222.	421,222.		STATEMENT 1
4 Dividends and interest from securities		2,379,691.	2,379,691.		STATEMENT 2
5a Gross rents		180,376.	180,376.		STATEMENT 3
b Net rental income or (loss)		180,376.			
6a Net gain or (loss) from sale of assets not on line 10		4,030,652.			
b Gross sales price for all assets on line 6a		51,206,153.			
7 Capital gain net income (from Part IV, line 2)			4,030,652.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		855,090.	855,090.		STATEMENT 4
12 Total. Add lines 1 through 11		7,867,031.	7,867,031.		
13 Compensation of officers, directors, trustees, etc.		604,500.	74,725.		529,775.
14 Other employee salaries and wages		568,891.	70,941.		497,950.
15 Pension plans, employee benefits		154,815.	19,305.		135,494.
16a Legal fees STMT 5		64,520.			64,520.
b Accounting fees STMT 6		79,231.	9,880.		69,343.
c Other professional fees STMT 7		936,050.	465,097.		470,953.
17 Interest					
18 Taxes STMT 8		203,459.	8,310.		58,320.
19 Depreciation and depletion		10,239.	0.		
20 Occupancy		174,875.	21,807.		153,051.
21 Travel, conferences, and meetings		145,741.	0.		145,741.
22 Printing and publications					
23 Other expenses STMT 9		87,670.	14,240.		81,258.
24 Total operating and administrative expenses. Add lines 13 through 23		3,029,991.	684,305.		2,206,405.
25 Contributions, gifts, grants paid		10,086,077.			10,168,132.
26 Total expenses and disbursements. Add lines 24 and 25		13,116,068.	684,305.		12,374,537.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<5,249,037.>			
b Net investment income (if negative, enter -0-)			7,182,726.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,502,676.	2,103,646.	2,103,646.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 13,668,070.			
	Less: allowance for doubtful accounts ▶	12,698,886.	13,668,070.	13,668,070.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 12	19,287,240.	12,163,443.	12,163,443.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 13	165,740,680.	206,823,875.	206,823,875.	
14 Land, buildings, and equipment: basis ▶ 243,803.				
Less: accumulated depreciation STMT 14 ▶ 229,561.	24,481.	14,242.	14,242.	
15 Other assets (describe ▶ OTHER ASSETS)	13,764,871.	2,334,142.	2,334,142.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	215,018,834.	237,107,418.	237,107,418.	
Liabilities	17 Accounts payable and accrued expenses	198,530.	53,686.	
	18 Grants payable	16,873,902.	16,791,847.	
	19 Deferred revenue	0.		
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 15)	0.	920,645.	
23 Total liabilities (add lines 17 through 22)	17,072,432.	17,766,178.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	185,247,516.	205,673,170.	
	25 Temporarily restricted	12,698,886.	13,668,070.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	197,946,402.	219,341,240.	
	31 Total liabilities and net assets/fund balances	215,018,834.	237,107,418.	

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	197,946,402.
2 Enter amount from Part I, line 27a	2	<5,249,037.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	29,526,194.
4 Add lines 1, 2, and 3	4	222,223,559.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	2,882,319.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	219,341,240.

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 COMMON STOCK - PUBLICLY TRADED	P		
b FIXED INCOME - PUBLICLY TRADED	P		
c LIMITED PARTNERSHIPS (SCHEDULE A)	P		
d OTHER ALTERNATIVE INVESTMENTS (P		
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 15,849,277.		11,998,063.	3,851,214.
b 25,187,229.		25,368,706.	<181,477.>
c 1,538,552.			1,538,552.
d 8,631,095.		9,808,732.	<1,177,637.>
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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	
a			3,851,214.
b			<181,477.>
c			1,538,552.
d			<1,177,637.>
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	4,030,652.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	20,475,900.	202,312,145.	.101209
2011	16,243,950.	214,842,772.	.075609
2010	15,722,843.	242,126,349.	.064937
2009	22,610,722.	213,853,070.	.105730
2008	25,777,460.	244,612,159.	.105381

2 Total of line 1, column (d)	2	.452866
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	.090573
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	226,192,234.
5 Multiply line 4 by line 3	5	20,486,909.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	71,827.
7 Add lines 5 and 6	7	20,558,736.
8 Enter qualifying distributions from Part XII, line 4	8	12,374,537.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	143,655.
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	143,655.
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	143,655.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	200,000.	
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	200,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	56,345.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NJ		
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	<input checked="" type="checkbox"/>	
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► RUSSELLBERRIEFOUNDATION.ORG	13	X	
14	The books are in care of ► ADAM HIRSCH Telephone no. ► 201-928-1880 Located at ► 300 FRANK W. BURR BLVD., BLDG. EAST, TEANECK, NJ ZIP+4 ► 07666-6704			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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 ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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	N/A
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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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)? ☒ 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 ☒

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?

N/A

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.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		604,500.	39,608.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
NAOMI SHANK - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	PROGRAM DIRECTOR 40.00	184,154.	31,125.	0.
JOANN TORTORICI - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ	ACCTN. MANAGER. 40.00	75,300.	22,732.	0.
KARIN VARON - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	PROGRAM OFFICER 40.00	83,500.	4,175.	0.
SUSAN COKE - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	GRANTS ADMINISTRATOR 40.00	66,500.	13,765.	0.
MARIANNE VIAUD - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	ACCOUNTING ASSOCIATE 40.00	64,000.	10,646.	0.

Total number of other employees paid over \$50,000

1

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ANAP, LTD	PHILANTHROPIC	
HOSHAYA, MP HAMOVIL, ISRAEL	CONSULTING	352,602.
PRIME BUCHHOLZ	INVESTMENT	
PO BOX 16011, LEWISTON, ME 04243	CONSULTING	183,154.
BARCLAYS - 200 PARK AVENUE, 4TH FLOOR, NEW YORK, NY 10166	INVESTMENT	
MARKS PANETH	MANAGEMENT SERVICES	114,160.
685 THIRD AVENUE, NEW YORK, NY 10017	ACCOUNTING SERVICES	79,231.
YACKTMAN ASSET MANAGEMENT - 6300 BRIDGEPOINT PARKWAY BUILDING ONE, SUITE 320, AUSTIN, TX	INVESTMENT	
	MANAGEMENT SERVICES	70,015.
Total number of others receiving over \$50,000 for professional services		2

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	55,777,820.
b Average of monthly cash balances	1b	5,404,363.
c Fair market value of all other assets	1c	168,454,603.
d Total (add lines 1a, b, and c)	1d	229,636,786.
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	229,636,786.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,444,552.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	226,192,234.
6 Minimum investment return. Enter 5% of line 5	6	11,309,612.

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	11,309,612.
2a Tax on investment income for 2013 from Part VI, line 5	2a	143,655.	
b Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	143,655.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	11,165,957.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	11,165,957.	
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	11,165,957.	

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	12,374,537.
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	12,374,537.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,374,537.

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				11,165,957.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	13,632,078.			
b From 2009	11,996,972.			
c From 2010	3,709,972.			
d From 2011	5,584,105.			
e From 2012	10,642,785.			
f Total of lines 3a through e	45,565,912.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 12,374,537.				
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				11,165,957.
e Remaining amount distributed out of corpus	1,208,580.			
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:	46,774,492.			
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	13,632,078.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	33,142,414.			
10 Analysis of line 9:				
a Excess from 2009	11,996,972.			
b Excess from 2010	3,709,972.			
c Excess from 2011	5,584,105.			
d Excess from 2012	10,642,785.			
e Excess from 2013	1,208,580.			

N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

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

**THE RUSSELL BERRIE FOUNDATION,
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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				
AMERICAN FRIENDS OF ITIM 5508 HUNTINGTON PARKWAY BETHESDA, MD 20814	NONE	501(C)(3)	CHARITABLE	25,000.
AMERICAN FRIENDS OF KESHET EILON 25 TRINITY PASS ROAD POUND RIDGE, NY 10576	NONE	501(C)(3)	CHARITABLE	5,000.
AMERICAN FRIENDS OF BEIT HATFUTSAT 633 THIRD AVE NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	25,000.
AMERICA'S GROW-A-ROW 150 PITTSTOWN ROAD PITTSTOWN, NJ 08867	NONE	501(C)(3)	CHARITABLE	1,000.
ASPEN INSTITUTE PO BOX 222 QUEENSTOWN, MD 21658	NONE	501(C)(3)	CHARITABLE	167,458.
Total SEE CONTINUATION SHEET(S) ▶ 3a				10,168,132.
b Approved for future payment				
AMERICAN FRIENDS OF ITIM 5508 HUNTINGTON PARKWAY BETHESDA, MD 20814	NONE	501(C)(3)	CHARITABLE	25,000.
AMERICAN SOCIETY FOR YAD VASHEM 500 5TH AVENUE, FLOOR 42 NEW YORK, NY 10110-0002	NONE	501(C)(3)	CHARITABLE	50,000.
HEALTH RESOUCES IN ACTION 95 BERKELY ST BOSTON, MA 02116	NONE	501(C)(3)	CHARITABLE	25,650.
Total SEE CONTINUATION SHEET(S) ▶ 3b				17,376,178.

Enter gross amounts unless otherwise indicated.

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

	N/A
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This image shows a single sheet of white paper with horizontal blue or grey ruling lines. A vertical margin line is positioned on the left side, creating a narrow left margin. The paper appears to be from a notebook or a standard ruled document. There are no markings, text, or drawings on the page.

**THE RUSSELL BERRIE FOUNDATION,
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
BEND THE ARC-A JEWISH PARTNERSHIP FOR JUSTICE 330 7TH AVENUE NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	1,000.
BOYS TOWN JERUSALEM 1 PENN PLAZA NEW YORK, NY 10019	NONE	501(C)(3)	CHARITABLE	2,000.
COMMUNITY FOUNDATION OF NEW JERSEY PO BOX 338 MORRISTOWN, NJ 07963	NONE	501(C)(3)	CHARITABLE	5,000.
CENTER FOR RELIGIOUS TOLERANCE 520 RALPH STREET SARASOTA, FL 34242	NONE	501(C)(3)	CHARITABLE	5,000.
COMMISSARIAT OF THE HOLY LAND USA P.O BOX 127 MALIBU, CA 90265	NONE	501(C)(3)	CHARITABLE	10,000.
ELIZABETH MORROW SCHOOL 435 LYDECKER STREET ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	10,000.
FRIENDS OF ETHIOPIAN JEWS P.O BOX 960059 BOSTON, MA 02196	NONE	501(C)(3)	CHARITABLE	10,000.
GARRISON INSTITUTE 14 MARY'S WAY GARRISON, NY 10524	NONE	501(C)(3)	CHARITABLE	1,000.
HEALTH RESOURCES IN ACTION 95 BERKELY ST BOSTON, MA 02116	NONE	501(C)(3)	CHARITABLE	30,950.
HOMEBOY INDUSTRIES 130 W BRUNO ST LOS ANGELES, CA 90012	NONE	501(C)(3)	CHARITABLE	1,000.
Total from continuation sheets				9,944,674.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
IKAR 5870 W OLYMPIC BLVD LOS ANGELES, CA 90036	NONE	501(C)(3)	CHARITABLE	1,000.
INFORMATION AGE LEARNING CENTER 2201 MARCONI RD. WALL TOWNSHIP, NJ 07719	NONE	501(C)(3)	CHARITABLE	5,000.
ADLER APHASIA CENTER 60 WEST HUNTER AVENUE MAYWOOD, NJ 07607	NONE	501(C)(3)	CHARITABLE	10,000.
COLUMBIA UNIVERSITY 116TH STREET AND BROADWAY NEW YORK, NY 10027	NONE	501(C)(3)	CHARITABLE	460,000.
CHILDREN'S MUSEUM OF THE ARTS 103 CHARLTON STREET NEW YORK, NY 10014	NONE	501(C)(3)	CHARITABLE	25,000.
INTERFAITH YOUTH CORE 325 NO. LA SALLE ST CHICAGO, IL 60654	NONE	501(C)(3)	CHARITABLE	1,500.
INVESTIGATE PROJECT ON TERRORISM FOUNDATION 5614 CONNECTICUT AVE NW WASHINGTON, DC 20015	NONE	501(C)(3)	CHARITABLE	100,000.
JEWISH FAMILY SERVICE 1485 TEANECK ROAD TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	37,000.
ISRAEL CHAMBER PROJECT 50 PARK TERRRACE WEST NEW YORK, NY 10034	NONE	501(C)(3)	CHARITABLE	5,000.
JEWISH FEDERATION OF GREATER OKLAHOMA CITY 710 WILSHIRE CREEK BLVD, OKLAHOMA CITY, OK 73116	NONE	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JEWISH FEDERATION OF NORTH AMERICA P.O BOX 157 NEW YORK, NY 10268	NONE	501(C)(3)	CHARITABLE	307,000.
AMERICAN SOCIETY FOR TECHNION 5 EAST 59TH STREET NEW YORK, NY 10022-1112	NONE	501(C)(3)	CHARITABLE	20,000.
MAHWAH ENVIRONMENTAL VOLUNTEERS ORGANIZATION 1170 RAMAPO VALLEY RD MAHWAH, NJ 07430	NONE	501(C)(3)	CHARITABLE	1,500.
MAKING A DIFFERENCE 911 MAIN STREET KANSAS CITY, MI 64105	NONE	501(C)(3)	CHARITABLE	189,995.
MUSIC FOR THE EARTH P.O BOX 1740 LITCHFIELD, CT 06759	NONE	501(C)(3)	CHARITABLE	5,000.
NETIYA - VALLEY BETH SHALOM 15739 VENTURA BLVD ENCINO, CA 91436	NONE	501(C)(3)	CHARITABLE	1,000.
PARKER FAMILY HEALTH CENTER 211 SHREWSBURY AVE RED BANK, NJ 07701	NONE	501(C)(3)	CHARITABLE	5,000.
PASSAIC RIVER COALITION 330 SPEEDWELL AVE MORRISTOWN, NJ 07960	NONE	501(C)(3)	CHARITABLE	3,400.
POLYPHONY FOUNDATION 99 RIVER ROAD COS COB, CT 06807	NONE	501(C)(3)	CHARITABLE	1,000.
AMERICAN FRIENDS OF RE'UT INSTITUTE 9100 WILSHIRE BLVD. SUITE 400W BEVERLY HILLS, CA 90212	NONE	501(C)(3)	CHARITABLE	246,717.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SCORE ASSOCIATION 409 3RD STREET SW WASHINGTON, DC 20024	NONE	501(C)(3)	CHARITABLE	2,500.
SEEING EYE, INC 10 WASHINGTON VALLEY RD MORRISTOWN, NJ 07960	NONE	501(C)(3)	CHARITABLE	5,000.
AMERICAN FRIENDS OF YAHAD IN UNUM 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036-4702	NONE	501(C)(3)	CHARITABLE	400,000.
AMERICAN JEWISH JOINT DISTRIBUTION 711 THIRD AVENUE NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	78,000.
SILVERTON FIRST AID SQUAD 86 MAINE ST TOMS RIVER, NJ 08753	NONE	501(C)(3)	CHARITABLE	5,000.
SUPPORT CENTER FOR CHILD ADVOCATES 1900 CHERRY ST. PHILADELPHIA, PA 19103	NONE	501(C)(3)	CHARITABLE	1,000.
RIVERVIEW SCHOOL 551 ROUTE 6A EAST SANDWICH, MA 02537	NONE	501(C)(3)	CHARITABLE	2,500.
TABLE TO TABLE P.O BOX 1051 ENGLEWOOD, NJ 07632	NONE	501(C)(3)	CHARITABLE	6,100.
BERGEN PERFORMING ARTS CENTER, INC. 30 N VAN BRUNT ST ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	10,000.
BERGEN VOLUNTEER MEDICAL INITIATIVE 241 MOORE STREET SUITE 101 HACKENSACK, NJ 07601	NONE	501(C)(3)	CHARITABLE	25,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
US FOUNDATION FOR THE INSPIRATION & RECOGNITION SCIENCE & TECHNOLOGY 200 BEDFORD ST MAMCHESTER, NH 03101	NONE	501(C)(3)	CHARITABLE	1,000.
TOY INDUSTRY FOUNDATION 1115 BROADWAY NEW YORK, NY 10010	NONE	501(C)(3)	CHARITABLE	5,500.
CAUCUS EDUCATIONAL CORPORATION INC. 75 MIDLAND AVE MONTCLAIR, NJ 07042-2915	NONE	501(C)(3)	CHARITABLE	127,500.
CENTER FOR FOOD ACTION IN NEW JERSEY 192A WEST DEMAREST AVENUE ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	1,100.
YOUR GRANDMOTHERS CUPBOARD 173 RT 37 W TOMS RIVER, NJ 08755	NONE	501(C)(3)	CHARITABLE	5,000.
CENTER FOR INTERRELIGIOUS UNDERSTANDING, INC. 492-C CEDAR LANE PMB 127 TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	200,000.
FOUNDATION FOR JEWISH CULTURE P.O. BOX 489 NEW YORK, NY 10011	NONE	501(C)(3)	CHARITABLE	32,500.
FRIENDS OF BEZALEL ACADEMY ARTS AND DESIGN, INC. 370 LEXINGTON AVENUE SUITE 1612 NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	52,500.
FRIENDS OF OFANIM 308 E LANCASTER AVE SUITE 110 WYNNEWOOD, PA 19096	NONE	501(C)(3)	CHARITABLE	36,200.
FRIENDS OF YEMIN ORDE 4501 CONNECTICUT AVENUE NW SUITE 813 WASHINGTON, DC 20008	NONE	501(C)(3)	CHARITABLE	20,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GILDA'S CLUB OF NORTHERN NEW JERSEY 575 MAIN STREET HACKENSACK, NJ 07601	NONE	501(C)(3)	CHARITABLE	3,500.
JERUSALEM FOUNDATION INC. 420 LEXINGTON AVE. #1645 NEW YORK, NY 10170	NONE	501(C)(3)	CHARITABLE	10,000.
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DRIVE PARAMUS, NJ 07652	NONE	501(C)(3)	CHARITABLE	1,127,039.
JEWISH FUNDERS NETWORK 150 WEST 30TH STREET SUITE 900 NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	20,000.
JEWISH HOME FOUNDATION OF NORTH JERSEY 41 ROOSEVELT BLVD N. CALDWELL, NJ 07006-4125	NONE	501(C)(3)	CHARITABLE	100,000.
WILLIAM PATERSON UNIVERSITY FOUNDATION 300 POMPTON ROAD WAYNE, NJ 07470	NONE	501(C)(3)	CHARITABLE	10,000.
METROPOLITAN OPERA 64TH STREET AND BROADWAY NEW YORK, NY 10023	NONE	501(C)(3)	CHARITABLE	50,000.
MIDDLE EAST MEDIA AND RESEARCH INSTITUTE 1500 WALNUT ST SUITE 1050 PHILADELPHIA, PA 19102	NONE	501(C)(3)	CHARITABLE	100,000.
VOLUNTEER CENTER OF BERGEN COUNTY 64 PASSAIC ST. HACKENSACK, NJ 07601	NONE	501(C)(3)	CHARITABLE	2,000.
NEFESH B'NEFESH JEWISH SOULS UNITED INC. 42 E 69TH ST NEW YORK, NY 10021	NONE	501(C)(3)	CHARITABLE	397,500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NEW ISRAEL FUND 1625 K STREET N W SUITE 500 WASHINGTON, DC 20006	NONE	501(C)(3)	CHARITABLE	85,000.
PROJECT EZRAH NEEDS 95 CEDAR LANE SUITE 12 ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	32,500.
RUTGERS HILLEL 83 SOMERSET ST NEW BRUNSWICK, NJ 08901-1281	NONE	501(C)(3)	CHARITABLE	75,000.
SHALOM HARTMAN INSTITUTE 11 GEDALYAHU ALON JERUSALEM, ISRAEL	NONE	FOREIGN GRANTEE	CHARITABLE	1,453,300.
SISTERS, SERVANTS OF THE IMMACULATE HEART 1140 KING ROAD IMMACULATA, PA 19345-0200	NONE	501(C)(3)	CHARITABLE	5,000.
THE ARNOLD GOLD FOUNDATION 619 E. PALISADE AVENUE, 1ST FLOOR ENGLEWOOD, NJ 07632	NONE	501(C)(3)	CHARITABLE	288,000.
AMERICAN FRIENDS OF THE ASSOCIATION FOR THE ADVANCEMENT OF COMMUNITY CENTER 40 WEST 57TH STREET NEW YORK, NY 10019	NONE	501(C)(3)	CHARITABLE	9,500.
THE NAZARETH PROJECT 237 NORTH PRINCE STREET, SUITE 203 LANCASTER, PA 17603	NONE	501(C)(3)	CHARITABLE	9,500.
CENTER FOR ASSESSMENT AND POLICY DEVELOPMENT 1622 RIVERSIDE DRIVE TRENTON, NJ 08618	NONE	501(C)(3)	CHARITABLE	23,673.
ENGLEWOOD HOSPITAL AND MEDICAL CENTER FOUNDATION 350 ENGLE STREET ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				

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Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BAR ILAN UNIVERSITY RAMAT-GAN ISRAEL 52900	NONE	FOREIGN GRANTEE	CHARITABLE	2,500,000.
1 GIANT MIND 13428 MAXELLA VE MARINA DEL RAY , CA 90292	NONE	501(C)(3)	CHARITABLE	5,000.
AMERICAN FRIENDS OF ASSAF HAROFEH MEDICAL CENTER 12367 E. CORNELL AVE AURORA , CO 80014	NONE	501(C)(3)	CHARITABLE	10,000.
AMERICAN FRIENDS OF RE'UT INSTITUTE 9100 WILSHIRE BLVD. SUITE 400W BERVERLY HILLS, CA 90212	NONE	501(C)(3)	CHARITABLE	20,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 5TH AVENUE NEW YORK, NY 10110-0002	NONE	501(C)(3)	CHARITABLE	100,000.
AMERICAN FRIENDS OF THE ISRAEL SPORT CENTER FOR THE DISABLED P.O BOX 667 DEERFIELD, IL 60015	NONE	501(C)(3)	CHARITABLE	15,000.
ARNOLD P. GOLD FOUNDATION 619E. PALISADE AVE ENGLEWOOD, NJ 07632	NONE	501(C)(3)	CHARITABLE	132,500.
ARTIS CONTEMPORARY ISRAELI ART FUND, INC. 401 BROADWAY NEW YORK, NY 10013	NONE	501(C)(3)	CHARITABLE	15,000.
ARTWORKS, THE NAOMI COHAIN FOUNDATION 96 ENGLE STREET ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	10,000.
BERGEN COUNTY Y, A JEWISH COMMUNITY CENTER 605 PASCACK ROAD TOWNSHIP OF WASHINGTON, NJ 07676	NONE	501(C)(3)	CHARITABLE	1,200.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
CENTER FOR INTERRELIGIOUS UNDERSTANDING, INC. 492-C CEDAR LANE PMB 127 TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	10,000.
CHILDREN'S MUSEUM OF THE ARTS 103 CHARLTON STREET NEW YORK, NY 10014	NONE	501(C)(3)	CHARITABLE	25,000.
COUNCIL ON THE ENVIRONMENT INC. 51 CHAMBER STREET NEW YORK, NY 10007	NONE	501(C)(3)	CHARITABLE	5,000.
FRIENDS OF BEZALEL ACADEMY ARTS AND DESIGN, INC. 370 LEXINGTON AVENUE SUITE 1612 NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	50,000.
FRIENDS OF ISRAEL SPORTS CENTER FOR THE DISABLED 718 ARCH STREET PHILADELPHIA, PA 19106	NONE	501(C)(3)	CHARITABLE	18,000.
FRIENDS OF OFANIM 308 E. LANCASTER AVE WYNNEWOOD, PA 19096	NONE	501(C)(3)	CHARITABLE	50,000.
GOLDA OCH ACADEMY, INC 1418 PLEASANT VALLEY WAY WEST ORANGE, NJ 07052	NONE	501(C)(3)	CHARITABLE	67,500.
HOLY NAME MEDICAL CENTER FOUNDATION 718 TEANECK ROAD TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	20,000.
JEWISH FEDERATIONS OF NORTHERN AMERICA 25 BROADWAY SUITE 1700 NEW YORK, NY 10004	NONE	501(C)(3)	CHARITABLE	25,000.
INVESTIGATE PROJECT ON TERRORISM FOUNDATION 5614 CONNECTICUT AVE NW WASHINGTON, DC 20015	NONE	501(C)(3)	CHARITABLE	15,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JEWISH FOUNDATION, INC 420 LEXINGTON AVE. #1645 NEW YORK, NY 10170	NONE	501(C)(3)	CHARITABLE	10,000.
JESPY HOUSE 102 PROPECT STREET SOUTH ORANGE, NJ 07079	NONE	501(C)(3)	CHARITABLE	15,000.
JEWISH BOOK COUNCIL 520 EIGHTH AVE., 4TH FL. NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	5,000.
JEWISH COMMUNITY CENTER OF METROWEST INC. 760 NORTHFIELD AVE WEST ORANGE, NJ 07052	NONE	501(C)(3)	CHARITABLE	62,500.
JEWISH COMMUNITY CENTERS ASSOCIATION OF NORTH AMERICA 520 EIGHT AVENUE NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	25,000.
JEWISH COMMUNITY PROJECT OF LOWER MANHATTAN 146 DUANE STREET NEW YORK, NY 10013	NONE	501(C)(3)	CHARITABLE	20,000.
JEWISH FEDERATION OF GREATER METROWEST NJ 901 ROUTE 10 WHIPPANY, NJ 07981	NONE	501(C)(3)	CHARITABLE	20,000.
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DRIVE PARAMUS, NJ 07652	NONE	501(C)(3)	CHARITABLE	50,000.
JEWISH FUNDERS NETWORK 150 WEST 30TH STREET SUITE 900 NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	10,000.
JEWISH HOME FOUNDATION OF NORTH JERSEY, INC. 10 LINK DRIVE ROCKLEIGH, NJ 07647	NONE	501(C)(3)	CHARITABLE	50,000.
Total from continuation sheets.				

**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

22-2620908

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JEWISH SERVICE FOR THE DEVELOPMENTALLY DISABLED OF METROWEST, INC. 270 PLEASANT VALLEY WAY WEST ORANGE, NJ 07052	NONE	501(C)(3)	CHARITABLE	10,000.
LEHIGH UNIVERSITY DEVELOPMENT OFFICE 27 MEMORIAL DRIVE WEST BETHLEHEM, PA 18015-3086	NONE	501(C)(3)	CHARITABLE	50,000.
AMERICAN FRIENDS OF RE'UT INSTITUTE 9100 WILSHIRE BLVD. SUITE 400W BERVERLY HILLS, CA 90212	NONE	501(C)(3)	CHARITABLE	5,000.
NAOMI BERRIE MEDICAL SCIENCE PAVILION 1150 ST NICHOLAS AVENUE NEW YORK, NY 10032	NONE	501(C)(3)	CHARITABLE	35,000.
NEW JERSEY PERFORMING ARTS CENTER 1 CENTER STREET NEWARK, NJ 07102	NONE	501(C)(3)	CHARITABLE	5,000.
NEW JERUSALEM ORCHESTRA 57 BROADVIEW AVENUE MAPLEWOOD, NJ 07040	NONE	501(C)(3)	CHARITABLE	5,000.
RIVERVIEW SCHOOL, INC 551 ROUTE 6A EAST SANDWICH, MA 02537	NONE	501(C)(3)	CHARITABLE	20,000.
SERVICES FOR CHILDREN WITH HIDDEN INTELLIGENCE 812 E. COUNTRY LINE ROAD LAKEWOOD, NJ 08701	NONE	501(C)(3)	CHARITABLE	15,000.
SHALOM HARTMAN INSTITUTE OF NORTH AMERICA 1 PENN PLAZA NEW YORK, NY 10119	NONE	501(C)(3)	CHARITABLE	10,000.
SUMMER SEARCH 90 BROAD STREET NEW YORK, NY 10004	NONE	501(C)(3)	CHARITABLE	13,000.
Total from continuation sheets				

THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION

22-2620908

Part XV: Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SUMMER STAGE AT LEONIA 311 OAKDENE AVE LEONIA, NJ 07605	NONE	501(C)(3)	CHARITABLE	1,000.
TANENBAUM CENTER FOR INTERRELIGIOUS UNDERSTANDING 254 WEST 31ST NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	15,000.
TENZIN GYATSO INSTITUTE FOR COMPASSION & WISDOM, INC P.O BOX 642847 SAN FRANCISCO, CA 94164	NONE	501(C)(3)	CHARITABLE	5,000.
THE SEFARIA PROJECT 580 BERGEN STREET BROOKLYN, NY 11238	NONE	501(C)(3)	CHARITABLE	30,000.
VILLAGE COMMUNITY SCHOOL 272 WEST 10TH STREET NEW YORK, NY 10014	NONE	501(C)(3)	CHARITABLE	25,000.
WOMEN MAKE MOVIES, INC 462 BROADWAY NEW YORK, NY 10013	NONE	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

22-2620908

Part XV, Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
JERUSALEM FOUNDATION INC. 420 LEXINGTON AVE. #1645 NEW YORK, NY 10170	NONE	501(C)(3)	CHARITABLE	150,000.
JEWISH FEDERATION OF NORTH AMERICA P.O BOX 157 NEW YORK, NY 10268	NONE	501(C)(3)	CHARITABLE	25,000.
MAKING A DIFFERENCE 911 MAIN STREET KANSAS CITY, MI 64105	NONE	501(C)(3)	CHARITABLE	179,000.
MIGAL APPLIED RESEARCH P.O BOX 831 KIRYAT SHMONA , ISRAEL 11016	NONE	FOREIGN GRANTEE	CHARITABLE	3,175,000.
AMERICA-ISRAEL CULTURAL FOUNDATION, INC. 1140 BROADWAY, SUITE 304 NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	40,000.
AMERICAN JEWISH COMMITTEE P.O. BOX 705 NEW YORK, NY 10150	NONE	501(C)(3)	CHARITABLE	608,000.
COLUMBIA UNIVERSITY 116TH STREET AND BROADWAY NEW YORK, NY 10027	NONE	501(C)(3)	CHARITABLE	6,370,000.
HOLY NAME HEALTH CARE FOUNDATION 718 TEANECK ROAD TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	2,500.
INSTITUTE FOR INTERNATIONAL EDUCATION 809 UNITED NATIONS PLAZA NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	812,706.
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DRIVE PARAMUS, NJ 07652	NONE	501(C)(3)	CHARITABLE	537,146.
Total from continuation sheets				17,275,528.

**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

22-2620908

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)				
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)				
SHALOM HARTMAN INSTITUTE 11 GEDALYAHU ALON JERUSALEM, ISRAEL	NONE	FOREIGN GRANTEE	CHARITABLE	800,000.
THE ARNOLD GOLD FOUNDATION 619 E. PALISADE AVENUE, 1ST FLOOR ENGLEWOOD, NJ 07632	NONE	501(C)(3)	CHARITABLE	512,000.
AMERICAN JEWISH JOINT DISTRIBUTION 711 THIRD AVENUE NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	117,000.
SHEBA MEDICAL CENTER SHEBA MEDICAL CENTER RAMAT GAN, ISRAEL 52621	NONE	FOREIGN GRANTEE	CHARITABLE	400,000.
AMERICAN FRIENDS OF RE'UT INSTITUTE 9100 WILSHIRE BLVD. SUITE 400W BEVERLY HILLS, CA 90212	NONE	501(C)(3)	CHARITABLE	59,066.
CENTER FOR ASSESSMENT AND POLICY DEVELOPMENT 1622 RIVERSIDE DRIVE TRENTON, NJ 08618	NONE	501(C)(3)	CHARITABLE	23,674.
ENGLEWOOD HOSPITAL AND MEDICAL CENTER FOUNDATION 350 ENGLE STREET ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	750,000.
FRIENDS OF OFANIM 308 LANCASTER AVENUE, SUITE 110 WYNNEWOOD, PA 19096	NONE	501(C)(3)	CHARITABLE	46,200.
FRIENDS OF YEMIN ORDE 4501 CONNECTICUT AVENUE NW SUITE 813 WASHINGTON, DC 20008	NONE	501(C)(3)	CHARITABLE	20,000.
AMERICAN SOCIETY FOR TECHNION 5 EAST 59TH STREET NEW YORK, NY 10022-1112	NONE	501(C)(3)	CHARITABLE	2,606,236.
Total from continuation sheets				

22-2620908

3 Grants and Contributions Approved for Future Payment (Continuation)

Total from continuation sheets

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BARCLAY'S	297.	297.	
LOGAN CIRCLE	419,949.	419,949.	
PECAUT & COMPANY	277.	277.	
YACKTMAN	699.	699.	
TOTAL TO PART I, LINE 3	421,222.	421,222.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BARCLAY'S	397,936.	0.	397,936.	397,936.	
EATON VANCE	134,938.	0.	134,938.	134,938.	
HARBOR FUNDS	244,487.	0.	244,487.	244,487.	
PECAUT & COMPANY	102,092.	0.	102,092.	102,092.	
ROYCE FUNDS	767,049.	0.	767,049.	767,049.	
VANGUARD	624,002.	0.	624,002.	624,002.	
YACKTMAN	109,187.	0.	109,187.	109,187.	
TO PART I, LINE 4	2,379,691.	0.	2,379,691.	2,379,691.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME/LOSS FROM PARTNERSHIPS	1	180,376.
TOTAL TO FORM 990-PF, PART I, LINE 5A		180,376.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME (LOSS) (SCHEDULE B)	855,090.	855,090.	
TOTAL TO FORM 990-PF, PART I, LINE 11	855,090.	855,090.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	64,520.	0.		64,520.
TO FM 990-PF, PG 1, LN 16A	64,520.	0.		64,520.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	79,231.	9,880.		69,343.
TO FORM 990-PF, PG 1, LN 16B	79,231.	9,880.		69,343.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	281,943.	281,943.		0.
PHILANTHROPIC CONSULTING & PROGRAM EVALUATION	470,953.	0.		470,953.
INVESTMENT ADVISORY AND CUSTODY FEES	183,154.	183,154.		0.
TO FORM 990-PF, PG 1, LN 16C	936,050.	465,097.		470,953.

FORM 990-PF

TAXES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	136,823.	0.		0.
PAYROLL TAXES	66,636.	8,310.		58,320.
TO FORM 990-PF, PG 1, LN 18	203,459.	8,310.		58,320.

FORM 990-PF

OTHER EXPENSES

STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	34,253.	0.		34,253.
OFFICE EXPENSE	15,576.	1,693.		13,883.
TELEPHONE	15,466.	1,929.		13,537.
MISCELLANEOUS	22,375.	10,618.		19,585.
TO FORM 990-PF, PG 1, LN 23	87,670.	14,240.		81,258.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	26,626,805.
CHANGE IN VALUE OF CHARITABLE LEAD UNITRUST	1,978,744.
INCREASE IN DEFERRED TAX LIABILITY	920,645.
TOTAL TO FORM 990-PF, PART III, LINE 3	29,526,194.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 11
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DESCRIPTION	AMOUNT
RECONCILIATION FROM FINANCIALS TO FORM K-1'S FOR PARTNERSHIPS	2,882,319.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,882,319.

FORM 990-PF	CORPORATE STOCK	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
YACKTMAN ASSET MANAGEMENT (SCHEDULE C)	4,986,464.	4,986,464.
PECAUT & COMPANY (SCHEDULE D)	7,176,979.	7,176,979.
BARCLAY'S WEALTH RACHLIN (SCHEDULE E)	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,163,443.	12,163,443.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ROYCE FUNDS	FMV	9,241,749.	9,241,749.
LOGAN CIRCLE	FMV	19,690,849.	19,690,849.
TPG - AXON PARTNERS	FMV	394,054.	394,054.
AXIOM INTERNATIONAL	FMV	12,000,176.	12,000,176.
VARDE INVESTMENT PARTNERS	FMV	10,932,769.	10,932,769.
BRAHMAN PARTNERS II	FMV	12,655,883.	12,655,883.
ONE EAST PARTNERS	FMV	662,850.	662,850.
OCH-ZIFF OVERSEAS FUND II	FMV	12,232,071.	12,232,071.
RIVA RIDGE OVERSEAS FUND II	FMV	7,671,263.	7,671,263.
CANYON VALUE REALIZATION FUND	FMV	13,368,507.	13,368,507.
GSO CAPITAL SOLUTIONS OVERSEAS	FMV	4,267,290.	4,267,290.
VPARTNERS III	FMV	2,227,364.	2,227,364.
JVP MEDIA V	FMV	1,645,873.	1,645,873.
GOLDMAN SACHS VINTAGE FUND II	FMV	699,608.	699,608.
IRVING PLACE CAPITAL	FMV	109,192.	109,192.
SHELTER VENTURE FUND	FMV	270,236.	270,236.
CERBERUS ASIA PARTNERS	FMV	78,287.	78,287.
MULTI FAMILY INVESTMENT II	FMV	1.	1.
ENTREPRENEURIAL III	FMV	38,308.	38,308.
ENTREPRENEURIAL IV	FMV	140,991.	140,991.
PRIVATE EQUITY PARTNERS XIV	FMV	102,166.	102,166.

MONTAUK SECURITY BUYOUT	FMV	159,278.	159,278.
KRG/GREENBRIAR PARTNERS	FMV	366,476.	366,476.
PRIVATE EQUITY PARTNERS XVIII	FMV	746,490.	746,490.
DISTRESSED OPPORTUNITIES	FMV	2,472.	2,472.
STRUCTURED PRODUCTS III	FMV	58,891.	58,891.
MILLENIUM	FMV	7,415,739.	7,415,739.
MEJOR ANGORA LLC	COST	552,672.	552,672.
MEJOR DONRUSS LLC	COST	62,828.	62,828.
EDMUNDS HOLDING COMPANY	COST	220,171.	220,171.
REDOX PHARMACEUTICAL CORP	COST	68,400.	68,400.
SHANNON RIVER PARTNERS	FMV	3,728,347.	3,728,347.
V3 REALTY PARTNERS	FMV	5,945,797.	5,945,797.
JVP OPPURTUNITIES FUND	FMV	1,490,953.	1,490,953.
GOLDMAN SACHS SPECIAL OPPORTUNITIES	FMV	507.	507.
VANGUARD	FMV	32,012,533.	32,012,533.
HARBOR FUNDS	FMV	11,252,827.	11,252,827.
EATON VANCE	FMV	9,001,081.	9,001,081.
YORK INVESTMENT LIMITED	FMV	11,850,443.	11,850,443.
BLACKSTONE RESOURCES OFFSHORE	FMV	4,811,864.	4,811,864.
HAWKEYES CAPITAL OFFSHORE	FMV	5,596,149.	5,596,149.
LAKEWOOD CAPITAL OFFSHORE FUND, LTD	FMV	3,050,470.	3,050,470.
TOTAL TO FORM 990-PF, PART II, LINE 13		206,823,875.	206,823,875.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 14
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND EQUIPMENT	243,803.	229,561.	14,242.
TOTAL TO FM 990-PF, PART II, LN 14	243,803.	229,561.	14,242.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	0.	920,645.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	920,645.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANGELICA BERRIE C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	PRESIDENT/TRUSTEE 20.00	0.	0.	0.
SCOTT BERRIE C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	VICE PRESIDENT 10.00	0.	0.	0.
MYRON ROSNER C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	SECRETARY 15.00	0.	0.	0.
STEPHEN SEIDEN C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TREASURER 10.00	0.	0.	0.
NORMAN SEIDEN C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TRUSTEE 5.00	0.	0.	0.
ILAN KAUFTHAL C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TRUSTEE 5.00	0.	0.	0.
RUTH SALZMAN C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	CEO 40.00	382,000.	11,500.	0.
ADAM HIRSCH C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	CFO 40.00	222,500.	28,108.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		604,500.	39,608.	0.

THE RUSSELL BERRIE FOUNDATION, A NEW JERSEY NON PROFIT CORPORATION
EIN: 22-2620908
SCHEDULE A - CAPITAL GAIN ON LIMITED PARTNERSHIPS
PART IV, 1D

GS Vintage Fund II	\$ (79,464)
GS SPECIAL OPPORTUNITIES (ASIA) FUND, L.P.	32
Boardwalk Pipeline Partners, LP	1,653
Cerberus Asia Partners, L.P.	9,268
Nustar GP Holdings, LLC	108
JVP Opportunity VI, L.P.	1,399,816
Energy Transfer Equity, L.P.	4,671
Western Gas Partners, LP	292
CMS Entrepreneurial Real Estate Fund III-Q LP	(637)
CMS Entrepreneurial Real Estate Fund IV-Q LP	(7,825)
CMS Private Equity Partners XIV, L.P.	31,178
CMS/Motauk Secondary Buyout Fund LP	49,826
CMS/KRG/Greenbriar Partners, L.P.	(30)
CMS Private Equity Partners XVIII, L.P.	42,288
CMS Distressed Opportunities Fund, L.P.	1,437
Shelter Venture Fund, L.P.	(18,358)
Vpartners III (Cayman) Fund, LP	24,959
Irving Place Capital Fund II, LP	79,338
	<hr/>
	\$ 1,538,552

THE RUSSELL BERRIE FOUNDATION, A NEW JERSEY NON PROFIT CORPORATION
EIN: 22-2620908
SCHEDULE B - OTHER INCOME
PART I, LINE 11

Name:

GS Vintage Fund II	\$	14,940
GS SPECIAL OPPORTUNITIES (ASIA) FUND, L.P.		280
Boardwalk Pipeline Partners, LP		(14,536)
Axiom International Equity Fund II		1,023,818
Inergy Mainstream, L.P.		1,684
Cerberus Asia Partners, L.P.		14,987
Nustar GP Holdings, LLC		(13,217)
JVP Opportunity VI, L.P.		41,663
Enterprise Products Partners, L.P.		(18,667)
CRESTWOOD EQUITY PARTNERS, LP		(31,014)
Energy Transfer Equity, L.P.		(34,171)
Cedar Fair LP		(6,129)
Western Gas Partners, LP		(18,887)
Alliance Holdings GP, L.P.		(741)
BlueKnight Energy Partners, L.P.		(14,290)
Spectra Energy Partner, LP		(22,941)
Penn Virginia Resource Partners LP		(39,330)
Regency Energy Partners, LP		(95,873)
BlueKnight Energy Partners, L.P. Series A		5,804
Suburban Propane Partners, L.P.		(41,148)
Mejor Angora, LLC		223
PAA Natural Gas Storage, L.P.		(4,484)
CMS Entrepreneurial Real Estate Fund III-Q LP		9,675
CMS Entrepreneurial Real Estate Fund IV-Q LP		53,063
CMS Private Equity Partners XIV, L.P.		(28,741)
CMS/Motauk Secondary Buyout Fund LP		1,598
CMS/KRG/Greenbriar Partners, L.P.		3,624
CMS Private Equity Partners XVIII, L.P.		46,065
CMS Distressed Opportunities Fund, L.P.		6,739
Shelter Venture Fund, L.P.		(14)
Vpartners III (Cayman) Fund, LP		22,077
SOUTHCROSS ENERGY PARTNERS, L.P		(4,096)
Irving Place Capital Fund II, LP		(2,871)
	\$	855,090



Citi Private Bank

THE RUSSELL BERRIE FOUNDATION
12/31/13
EIN: 22-2620908
SCHEDULE C



THE RUSSELL BERRIE FOUNDATION/YACKTMAN

Preferred Custody Account | 2510049013768 | Statement Period Dec-01-13 to Dec-31-13 | Page 25 of 12

ACCOUNT SUMMARY

Reference Currency: US\$

Asset Allocation

	Cost	Market Value	Accrued Interest or Dividend	Total Value	% of Total	Number of Positions	Total Value as of Nov 30 13	Change	Unrealized Gain/Loss
Cash & Short Term Investments	1,376,397.15	1,376,307.15	74.03	1,376,381.18	21.61	2	1,376,520.24	169	-
Equities	3,457,673.35	3,955,463.50	7,113.82	3,993,576.32	78.39	29	4,921,541.75	1,166	1,528,700.10
Fixed Income	--	--	--	--	0.00	0	--	--	--
Convertible Bonds	--	--	--	--	0.00	0	--	--	--
Multisector Asset Funds	--	--	--	--	0.00	0	--	--	--
Alternative Investments	--	--	--	--	0.00	0	--	--	--
Capital Markets	--	--	--	--	0.00	0	--	--	--
Others	--	--	--	--	0.00	0	--	--	--
Total Assets	4,833,980.50	6,362,770.65	7,188.87	6,369,959.52	100.00	31	6,275,161.99	1,516	1,528,790.10

Custody Officer

JOAN DUSHAKIAN, CPA
Phone: 212 787 7562

Consolidated Statement of Assets and Liabilities



THE RUSSELL BERRIE FOUNDATION/YACKTMAN

Preferred Custody Account | 25D0090013768 | Statement Period Dec-01-13 to Dec-31-13 | Page 26 of 127

ACCOUNT OVERVIEW

Reference Currency: USD

Cash Activity

	Cash Activity - Principal		Cash Activity - Income		Cash Activity - Total	
	Current Period	YTD	Current Period	YTD	Current Period	YTD
Opening Balance	773,892.15	191,186.66	579,546.32	483,780.26	1,353,438.47	674,966.92
Net Cash Deposits / Withdrawals	2.94	2.94	(2.94)	(2.94)	-	-
Assets Purchased		(873,973.86)				(873,973.86)
Assets Sold	12,200.67	1,538,894.90			12,200.67	1,538,894.90
Income Received			10,987.47	109,886.60	10,987.47	109,886.60
Taxes / Fees / Miscellaneous		(171,015.00)	(313.34)	(3,452.27)	(313.34)	(73,467.27)
Closing Balance	786,095.70	786,095.70	590,211.45	590,211.45	1,376,307.15	1,376,307.15

Asset Allocation

	Principal	Income		Total	
	Market Value as of Dec-31-13	Market Value as of Dec-31-13	Accrued Interest or Dividend	Total Value as of Dec-31-13	Estimated Annual Income
Cash & Short Term Investments	786,095.70	590,211.45	14.03	376,381.18	825.79
Equities	1,986,463.50		7,114.84	4,093,578.34	108,472.36
Fixed Income					
Convertible Bonds					
Multi Asset Class Funds					
Alternative Investments					
Capital Markets					
Others					
Total Assets	5,772,559.20	590,211.45	7,188.87	6,369,959.52	109,298.15



Citi Private Bank



THE RUSSELL BERRIE FOUNDATION/YACKTMAN

Preferred Custody Account | 35D049015768 | Statement Period Dec-01-13 to Dec-31-13 | Page 2 of 127

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Cash & Short Term Investments (12.34%)

Description	Nominal Quantity	Avg Unit Cost USD	Total Cost USD	Market Price Nom Ccy As of Date	Accrued Int USD Nom Ccy	Market Value USD Nom Ccy	Total Value USD % Total Assets	Est Ann Income USD Nom Ccy	Unrealized Asset Gain (Loss) USD Nom Ccy	Unrealized Currency Gain (Loss)	Total Unrealized Gain (Loss)
Short Term Investments											
CITIBANK MDA	746,955.7	100.50	748,095.10	100	42.27	786,095.70	786,137.97	471.66	0.00	0.00	0.00
CUSIP 9903CST76 Yield 06%							12.34				0.00
Nominal Currency: USD											

Total Cash & Short Term Investments

786,095.70 42.27 786,095.70 786,137.97 471.66 0.00 0.00

Equities (78.39%)

Description	Nominal Quantity	Avg Unit Cost USD	Total Cost USD	Market Price Nom Ccy As of Date	Acc Dividend USD Nom Ccy	Market Value USD Nom Ccy	Total Value USD % Total Assets	Est Ann Income USD Nom Ccy	Unrealized Asset Gain (Loss) USD Nom Ccy	Unrealized Currency Gain (Loss)	Total Unrealized Gain (Loss)
Common Stock											
APOLLO EDUCATION GRP INC	2,000	38.6799	77,359.78	27.32	0.00	54,640.00	54,640.00	0.00	(22,719.78)	0.00	(22,719.78)
Ticker/CUSIP APOL037601105				Dec-31-13							
Sector A											
Nominal Currency: USD											
AVON PRODUCTS INC	4,600	18.4186	84,725.11	17.22	0.00	79,212.00	79,212.00	1,104.00	(5,513.77)	0.00	(5,513.77)
Ticker/CUSIP AVP/054303102				Dec-31-13			1.24				
Yield 1.39% Sector B											
Nominal Currency: USD											
BANCORP INC DEL	3,450	5.306	18,305.70	17.91	0.00	61,789.50	61,789.50	0.00	43,483.80	0.00	43,483.80
Ticker/CUSIP B88K/05959A195				Dec-31-13			0.97				
Sector D											
Nominal Currency: USD											

APOLLO EDUCATION GROUP INC 12/31/13 17.32 0.00 54,640.00 54,640.00 1,104.00 (5,513.77) 0.00 (22,719.78)

Equity Sector Key

APOLLO EDUCATION GROUP INC 12/31/13 17.32 0.00 54,640.00 54,640.00 1,104.00 (5,513.77) 0.00 (22,719.78)

HE RUSSELL BERRIE FOUNDATION/YACKETMAN

Preferred Custody Account | 25D049013768 | Statement Period Dec-01-13 to Dec-31-13 | Page 28 of 127

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Equities (78.39%)

Description	Quantity	Avg Unit Cost USD Nom Ccy	Total Cost USD Nom Ccy	Market Price USD Nom Ccy As of Date	Dividend USD Nom Ccy	Market Value USD Nom Ccy	Total Value USD % Total Assets	Est Ann Income USD Nom Ccy	Unrealized Asset Gain/(Loss) USD Nom Ccy	Unrealized Currency Gain/(Loss)	Total Unrealized Gain/(Loss)
Common Stock											
ECTON DICKINSON & CO Ticker/CUSIP BDX/075887109 held 1.97% Sector F nominal Currency USD	400	78.1149	31,327.96 ✓	110.49 Dec-31-13	0.00	44,196.00	44,196.00 0.69	872.00	12,868.04	0.00	12,868.04
LACKBERRY LTD Ticker/CUSIP BBRV/09228F103 Sector H nominal Currency USD	1,400	7.0642	9,889.82 ✓	7.24 Dec-31-13	0.00	10,416.00	10,416.00 0.16	0.00	526.18	0.00	526.18
REARD INC NEW JERSEY Ticker/CUSIP BCF/057363109 held 53.5% Sector F nominal Currency USD	1,700	52.6655	89,530.54 ✓	133.94 Dec-31-13	0.00	227,698.00	227,698.00 3.57	1,428.00	70,167.46	0.00	70,167.46
H ROBINSON WORLDWIDE INC Ticker/CUSIP CHRW/12511V209 held 2.4% Sector G nominal Currency USD	1,500	57.9184	86,877.64 ✓	58.35 Dec-31-13	0.00	87,525.00	87,525.00 1.37	2,100.00	1,997.36	0.00	1,997.36
ISCO SYS INC Ticker/CUSIP CSCQ/17275R102 held 3.03% Sector H nominal Currency USD	12,300	16.4877	202,798.25 ✓	22.43 Dec-31-13	0.00	275,889.00	275,889.00 4.33	8,364.00	73,090.75	0.00	73,090.75
UDROX COMPANY DE Ticker/CUSIP CLX/189054109 held 3.06% Sector B nominal Currency USD	1,500	68.7146	103,071.90 ✓	97.76 Dec-31-13	0.00	139,140.00	139,140.00 2.18	4,260.00	36,068.10	0.00	36,068.10

Total Sector Key



Citi Private Bank



THE RUSSELL BERRIE FOUNDATION/YACKTMAN

Preferred Custody Account | 25D049013768 | Statement Period Dec-01-13 to Dec-31-13 | Page 29 of 127

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Equities (78.39%)

Description	Nominal Quantity	Avg Unit Cost		Total Cost		Market Price		Acc Dividend		Market Value		Total Value USD		Est Ann Income		Unrealized Asset		Unrealized Currency Gain/(Loss)		Total Unrealized Gain/(Loss)
		USD	Norm Ccy	USD	Norm Ccy	As of Date	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	
Common Stock																				
COCA-COLA CO	10,500	33.0393	346,913.76	✓	41.31	0.00	433,755.00	233,755.00	6.8%	11,760.60	86,341.84	0.00	86,341.84	0.00	0.00	0.00	86,341.84	0.00	86,341.84	
Ticker/CUSIP CO/208250104					Dec-31-13															
Yield 2.71% Sector B																				
Nominal Currency USD																				
CONOCO PHILLIPS	1,500	47.0159	70,523.89	✓	70.65	0.00	105,975.00	105,975.00	1.66	4,140.00	35,451.11	0.00	35,451.11	0.00	0.00	0.00	35,451.11	0.00	35,451.11	
Ticker/CUSIP COP/208250104					Dec-31-13															
Yield 3.91% Sector C																				
Nominal Currency USD																				
CORNING INC	4,000	13.4434	53,773.40	✓	17.82	0.00	71,280.00	71,280.00	1.12	1,600.00	17,506.60	0.00	17,506.60	0.00	0.00	0.00	17,506.60	0.00	17,506.60	
Ticker/CUSIP GLW/219350105					Dec-31-13															
Yield 2.28% Sector H																				
Nominal Currency USD																				
EBAY INC	1,700	50.785	86,334.48	✓	54.865	0.00	93,270.50	93,270.50	1.46	0.00	6,936.02	0.00	6,936.02	0.00	0.00	0.00	6,936.02	0.00	6,936.02	
Ticker/CUSIP EBAY/273662103					Dec-31-13															
Sector H																				
Nominal Currency USD																				
EXXON MOBIL CORP	1,800	91.0063	163,811.35	✓	101.20	0.00	182,160.00	182,160.00	2.86	4,536.00	18,348.65	0.00	18,348.65	0.00	0.00	0.00	18,348.65	0.00	18,348.65	
Ticker/CUSIP XOM/30231G102					Dec-31-13															
Yield 2.49% Sector C																				
Nominal Currency USD																				
HEWLETT PACKARD CO	1,700	25.0885	42,650.45	✓	27.98	246.84	17,566.00	17,566.00	0.75	987.36	4,915.55	0.00	4,915.55	0.00	0.00	0.00	4,915.55	0.00	4,915.55	
Ticker/CUSIP HPQ/228236103					Dec-31-13															
Yield 2.08% Sector H																				
Nominal Currency USD																				

Equity Sector Key

A = American Depositary Receipt (ADR) B = British Depositary Receipt (BDR) C = Canadian Depositary Receipt (CDR) D = Dutch Depositary Receipt (DDR) E = European Depositary Receipt (EDR) F = French Depositary Receipt (FDR) G = German Depositary Receipt (GDR) H = Hong Kong Depositary Receipt (HDR) I = Indian Depositary Receipt (IDR) J = Japanese Depositary Receipt (JDR) K = Korean Depositary Receipt (KDR) L = Latin American Depositary Receipt (LADR) M = Mexican Depositary Receipt (MDR) N = Norwegian Depositary Receipt (NDR) O = Overseas Depositary Receipt (ODR) P = Portuguese Depositary Receipt (PDR) Q = Qatari Depositary Receipt (QDR) R = Russian Depositary Receipt (RDR) S = South African Depositary Receipt (SADR) T = Taiwan Depositary Receipt (TDR) U = United Arab Emirates Depositary Receipt (UADR) V = Vietnamese Depositary Receipt (VDR) W = Welsh Depositary Receipt (WDR) X = Xian Depositary Receipt (XDR) Y = Yugoslav Depositary Receipt (YDR) Z = Zambian Depositary Receipt (ZDR)

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal									
Equities (78.39%)									
Description	Quantity	Avg Unit Cost	Total Cost	Market Price	Dividend	Market Value	Total Value	Est Ann Income	Unrealized Asset
		USD	USD	USD	USD	USD	USD	USD	Gain/(Loss) USD
		Norm Ccy	Norm Ccy	Norm Ccy	Norm Ccy	Norm Ccy	Norm Ccy	Norm Ccy	Norm Ccy
				As of Date			% Total Assets		
Common Stock									
JOHNSON & JOHNSON	2,000	59.1415	118,283.00	91.59	0.00	183,180.00	183,180.00	5,280.00	64,997.00
Ticker/CUSIP :JNJ/478160104				Dec 31 '13			2.88		0.00
Yield 2.88% Sector F									
Nominal Currency USD									
MICROSOFT CORP	7,000	24.6569	172,598.10	37.41	0.00	261,870.00	261,870.00	7,840.00	89,271.90
Ticker/CUSIP :MSFT/594918104				Dec 31 '13			4.11		0.00
Yield 2.99% Sector H									
Nominal Currency USD									
NEWS CORP NEW	1,000	6.90609	6,906.09	18.02	0.00	18,020.00	18,020.00	0.00	11,113.91
Ticker/CUSIP :NWSA/652468109				Dec 31 '13			0.28		0.00
Sector A									
Nominal Currency USD									
ORACLE CORP	6,500	31.2129	202,894.15	38.26	0.00	248,690.00	248,690.00	3,120.00	45,805.85
Ticker/CUSIP :ORCL/68389X105				Dec 31 '13			3.90		0.00
Yield 1.25% Sector H									
Nominal Currency USD									
PPSCO INC	6,000	58.1789	349,073.29	82.94	3,405.00	497,640.00	501,045.00	13,620.00	148,566.71
Ticker/CUSIP :PP713440106				Dec 31 '13			7.87		0.00
Yield 2.74% Sector B									
Nominal Currency USD									
PROCTER & GAMBLE CO	6,000	64.6201	387,720.45	81.11	0.00	488,460.00	488,460.00	14,436.00	100,739.55
Ticker/CUSIP :PG/72718109				Dec 31 '13			7.67		0.00
Yield 2.96% Sector B									
Nominal Currency USD									

Equity Sector Key



Citi Private Bank



THE RUSSELL BERRIE FOUNDATION/YACKTMAN

Preferred Custody Account | 25D049013768 | Statement Period Dec-01-13 to Dec-31-13 | Page 31 of 127

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Equities (78.39%)

Description	Nominal Quantity	Avg Unit Cost		Total Cost		Market Price		Market Value		Total Value USD		Est Ann Income		Unrealized Asset		Unrealized Currency		Total Unrealized Gain/Loss
		USD	Nom Ccy	USD	Nom Ccy	As of Date	USD	Nom Ccy	USD	% Total Assets	USD	Nom Ccy	USD	Nom Ccy	Gain/(Loss) USD	Nom Ccy	Gain/(Loss)	
Common Stock																		
RESOURCE AMERICA INC NEW CL	6,250	3.7568		23,480.27	/	9.36 Dec-31-13	0.00	58,500.00		58,500.00	0.92	1,250.00		35,019.73		0.00		35,019.73
icker/CUSIP REXI761195295 ield 2.14% Sector K ominal Currency USD					/													
IGMA-ALDRICH CORP	550	76.4179		42,046.35	/	94.01 Dec-31-13	0.00	51,705.50		51,705.50	0.81	473.00		9,659.15		0.00		9,659.15
icker/CUSIP SIAL7325552101 ield 9.1% Sector I ominal Currency USD					/													
TRYKER CORP	2,800	45.2042		126,571.72	/	75.14 Dec-31-13	854.00	210,392.00		211,246.00	3.32	3,416.00		83,820.28		0.00		83,820.28
icker/CUSIP SYK7863667101 ield 1.62% Sector F ominal Currency USD					/													
YSCO CORP	7,700	29.5539		227,642.20	/	36.10 Dec-31-13	2,733.00	277,970.00		280,203.00	4.40	8,932.00		50,327.60		0.00		50,327.60
icker/CUSIP SYV7871829107 ield 3.21% Sector B ominal Currency USD					/													
WENTY FIRST CENTURY-CL A	13,000	11.0408		143,531.03	/	35.17 Dec-31-13	0.00	457,210.00		457,210.00	7.18	1,250.00		313,678.97		0.00		313,678.97
icker/CUSIP FOXA90130A191 ield 7.1% Sector A ominal Currency USD					/													
IACOM INC NEW CLASS B	2,300	13.5397		33,441.31	/	87.34 Dec-31-13	0.00	200,882.00		200,882.00	3.15	2,760.00		167,110.69		0.00		167,110.69
icker/CUSIP VIAB92553P201 ield 1.37% Sector A ominal Currency USD					/													

July Sector Key:

Company Name

P-Preferred

S-Sector

D-Debt

F-Foreign

T-Tech

G-General

THE RUSSELL BERRIE FOUNDATION/YACHTMAN

Preferred Custody Account | 25(D0-1901.1768 | Statement Period Dec-01-13 to Dec-31-13 | Page 32 of 127

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Equities (78.39%)

Description	Nominal Quantity	Avg Unit Cost		Total Cost		Market Price: Arc Dividend	Market Value		Total Value USD % Total Assets	Est Ann Income		Unrealized Asset		Unrealized Currency Gain/(Loss)	Total Unrealized Gain/(Loss)
		USD	Norm Ccy	USD	Norm Ccy		USD	Norm Ccy		USD	Norm Ccy	USD	Norm Ccy		
Common Stock															
WAL-MART STORES INC Ticker/CUSIP WMT/931142103 Yield 2.39% Sector: A Nominal Currency USD	800	54.4797	43,583.76	78.69 Dec-31-13	376.00	62,052.00	63,328.00 0.99	1,504.00	19,368.24	0.00	19,368.24	0.00	19,368.24		
WELLS FARGO & CO NEW Ticker/CUSIP WFC/949746101 Yield 2.64% Sector: D Nominal Currency USD	1,200	37.8063	45,367.54	45.40 Dec-31-13	0.00	54,489.00	54,480.00 0.86	1,440.00	9,112.46	0.00	9,112.46	0.00	9,112.46		
Total Equities			3,457,673.35		7,114.84	4,986,463.50	4,993,578.34	108,472.36	1,528,790.15	0.00	1,528,790.15	0.00	1,528,790.15		

Equity Sector Key

A: US Stocks
B: International Stocks
C: Fixed Income
D: Cash
E: Other



Citi Private Bank



THE RUSSELL BERRIE FOUNDATION/YACKTMAN

Preferred Custody Account | 25D019013768 | Statement Period Dec-01-13 to Dec-31-13 | Page 33 of 12

POSITION DETAILS

Reference Currency: USD

Investment Positions - Income

Cash & Short Term Investments (9.27%)

Description	Nominal Quantity	Avg Unit Cost		Total Cost		Market Price		Accrued Int		Market Value		Total Value USD		Est Ann Income		Unrealized Asset		Unrealized		Total Unrealized Gain/Loss
		USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	Gain (Loss) USD	Norm Ccy	Currency Gain/(Loss)	Norm Ccy	
Short Term Investments	590,211.45	100.00		590,211.45		1.00		31.76*		590,211.45		590,243.21		354.13		0.00		0.00		0.00
CITIBANK MDA																				
CUSIP 9903GCT76 Yield 96%																				
Nominal Currency USD												9.27								

Total Cash & Short Term Investments

590,211.45	31.76	590,211.45	590,243.21	354.13	0.00	0.00
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Total Investment Positions

Accrued Int at Dividend	Market Value	Total Value	Unrealized Asset Gain/(Loss)	Unrealized Currency Gain/(Loss)	Total Unrealized Gain/(Loss)
7,188.87	6,362,770.65	6,369,959.52	1,528,790.15	0.00	1,528,790.15

*For non-integer amounts, the values are rounded to the nearest cent.



Citi Private Bank

THE RUSSELL BERRIE FOUNDATION

12/31/13

EIN: 22-2620908

SCHEDULE D



THE RUSSELL BERRIE FOUNDATION/PECAUT

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ACCOUNT SUMMARY

Reference Currency: USD

Asset Allocation

	Cost	Market Value	Accrued Interest or Dividend	Total Value	% of Total	Num of Positions	Total Value as of Nov-30-13	% Change	Unrealized Gain/Loss
Cash & Short Term Investments	685,451.94	685,451.94	36.94	685,488.88	8.71	2	673,465.21	1.79	--
Equities	4,765,680.31	7,175,978.30	3,427.50	7,180,405.80	91.29	29	7,043,617.10	1.94	2,411,298.25
Fixed Income	--	--	--	--	0.00	0	--	--	--
Convertible Bonds	--	--	--	--	0.00	0	--	--	--
Multi Asset Class Funds	--	--	--	--	0.00	0	--	--	--
Alternative Investments	--	--	--	--	0.00	0	--	--	--
Real Estate	--	--	--	--	0.00	0	--	--	--
Other	--	--	--	--	0.00	0	--	--	--
Total Assets	5,451,132.25	7,862,430.74	3,464.44	7,865,895.18	100.00	31	7,717,082.37	1.93	2,411,298.49

Custody Officer

DAN CUSHMAN, 222

Phone 212 783 7694

Assets Under Management



Equities
91.29%

THE RUSSELL BERRIE FOUNDATION/PECAUT

Preferred Custody Account | 2510049004768 | Statement Period Dec-01-13 to Dec-31-13 | Page 13 of 127

ACCOUNT OVERVIEW

Reference Currency: USD

Cash Activity

	Cash Activity - Principal		Cash Activity - Income		Cash Activity - Total	
	Current Period	YTD	Current Period	YTD	Current Period	YTD
Opening Balance	457,031.19	91,455.81	216,400.94	132,915.35	673,432.13	224,371.16
Net Cash Deposits / Withdrawals	1.76	1.76	(11.76)	(11.76)	--	--
Assets Purchased	--	(1,157,525.81)	--	--	--	(1,157,525.81)
Assets Sold	--	1,571,900.19	--	--	--	1,571,900.19
Income Received	--	2,600.00	12,405.10	102,456.49	2,405.10	105,056.49
Fees / Fees - Miscellaneous	--	(51,395.00)	(385.29)	(6,951.09)	(385.29)	(58,350.09)
Closing Balance	457,032.95	457,032.95	228,418.99	228,418.99	685,451.94	685,451.94

Asset Allocation

	Principal		Income		Total	
	Market Value as of Dec-31-13	Market Value as of Dec-31-13	Accrued Interest or Dividend	Market Value as of Dec-31-13	Total Value as of Dec-31-13	Estimated Annual Income
Cash & Short Term Investments	457,032.95	278,418.99	36.94	685,488.88	411.27	
Equities	7,176,978.80	--	3,427.50	7,180,406.30	98,784.93	
Fixed Income	--	--	--	--	--	
Convertible Bonds	--	--	--	--	--	
Multi-Asset Class Funds	--	--	--	--	--	
Alternative Investments	--	--	--	--	--	
Global Markets	--	--	--	--	--	
Others	--	--	--	--	--	
Total Assets	7,634,011.75	228,418.99	3,464.44	7,865,895.18	99,196.20	



Citi Private Bank



THE RUSSELL BERRIE FOUNDATION/PECAUT

Preferred Custody Account | 25D049004768 | Statement Period Dec-01-13 to Dec-31-13 | Page 14 of 12

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Cash & Short Term Investments (5.81%)

Description	Nominal Quantity	Avg Unit Cost USD	Total Cost USD	Market Price USD	Accrued Int USD	Market Value USD	Total Value USD	Est Ann Income USD	Unrealized Asset Gain/(Loss) USD	Unrealized Currency Gain/(Loss)	Total Unrealized Gain/(Loss)
		Nom Ccy	Nom Ccy	Nom Ccy As of Date	Nom Ccy	Nom Ccy	% Total Assets	Nom Ccy	Nom Ccy		
Short Term Investments											
CITIBANK MDA	457,032.95	100.00	457,032.95	1.00	24.79*	457,032.95	457,057.74	274.72	0.00	0.00	0.00
CUSIP 990325ST76 Yield 0.65%							5.81				
Nominal Currency: USD											

Total Cash & Short Term Investments

457,032.95	24.79	457,032.95	457,057.74	274.72	0.00	0.00	0.00
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Equities (91.29%)

Description	Nominal Quantity	Avg Unit Cost USD	Total Cost USD	Market Price USD	Dividend USD	Market Value USD	Total Value USD	Est Ann Income USD	Unrealized Asset Gain/(Loss) USD	Unrealized Currency Gain/(Loss)	Total Unrealized Gain/(Loss)
		Nom Ccy	Nom Ccy	Nom Ccy As of Date	Nom Ccy	Nom Ccy	% Total Assets	Nom Ccy	Nom Ccy		
Common Stock											
AMERICAN EXPRESS CO	4,200	47.5559	199,773.45	90.73	0.00	382,920.00	362,920.00	3,680.00	172,606.55	0.00	172,606.55
Ticker/CUSIP AXP/025816109				Dec-31-13			4.61				
Yield 1.01% Sector D											
Nominal Currency: USD											
AMERICAN INTL GROUP INC	6,000	33.7157	202,294.35	51.05	0.00	306,300.00	306,300.00	2,500.00	104,005.65	0.00	104,005.65
Ticker/CUSIP AIG/026874764				Dec-31-13			3.96				
Yield 78% Sector D											
Nominal Currency: USD											
APPLE INC	500	345.5037	172,751.85	561.02	0.00	280,510.00	280,510.00	6,100.00	77,758.15	0.00	77,758.15
Ticker/CUSIP AAPL/037833100				Dec-31-13			3.57				
Yield 2.17% Sector J*											
Nominal Currency: USD											

* Annualized 12-month yield based on the most recent 12-month period ending on the date of the statement.

Equity Sector Key

- A - American
- D - Domestic
- J - International
- S - Sector

THE RUSSELL BERRIE FOUNDATION/PECAUT

Preferred Custody Account | 2510099004768 | Statement Period Dec-01-13 to Dec-31-13 | Page 15 of 127

POSITION DETAILS

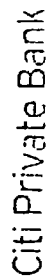
Reference Currency: USD

Investment Positions - Principal

Equities (91.29%)

Equities (91.23%)																	
Description	Nominal Quantity	Avg Unit Cost		Total Cost		Market Price		Market Value		Total Value USD		Est Gain Income		Unrealized Asset		Unrealized Current Gain/Loss	Total Unrealized Gain/Loss
		USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy		
Common Stock																	
BERKSHIRE HATHAWAY INC CL B Ticker/CUSIP BRK/B/084670707	5.750	57.7627	✓	369,898.25	118.55 Dec-31-13	0.00	0.00	360,180.00	860,280.00 10.17	860,280.00	0.00	210,381.75	0.00	0.00	210,381.75	0.00	210,381.75
Sector D Nominal Currency USD																	
BURGER KING WORLDWIDE INC Ticker/CUSIP BKW/12/220107	14,000	19.8319	✓	277,646.90	22.86 Dec-31-13	0.00	0.00	320,040.00	320,040.00 2.97	320,040.00	3,920.00	42,393.10	0.00	0.00	42,393.10	0.00	42,393.10
Yield 1.22%, Sector A Nominal Currency USD																	
COCOA-COLA CO Ticker/CUSIP KO/1912/6100	7,000	21.5425	✓	150,797.30	22.31 Dec-31-13	0.00	0.00	289,170.00	289,170.00 3.68	289,170.00	7,840.00	138,372.20	0.00	0.00	138,372.20	0.00	138,372.20
Yield 2.71%, Sector B Nominal Currency USD																	
EXCO RESOURCES INC NEW Ticker/CUSIP XCO/269279407	20,000	8.1238	✓	162,476.95	5.31 Dec-31-13	0.00	0.00	106,200.00	106,200.00 1.35	106,200.00	4,000.00	156,276.95	0.00	0.00	156,276.95	0.00	156,276.95
Yield 3.77%, Sector C Nominal Currency USD																	
GENERAL MOTORS COMPANY Ticker/CUSIP GM/37045V/09	6,000	26.035	✓	156,209.75	40.87 Dec-31-13	0.00	0.00	245,220.00	245,220.00 3.12	245,220.00	0.00	89,010.25	0.00	0.00	89,010.25	0.00	89,010.25
Sector A Nominal Currency USD																	
GENWORTH FINL INC Ticker/CUSIP GNW/37247D/06	10,000	5.2131	✓	52,130.95	15.53 Dec-31-13	0.00	0.00	155,300.00	155,300.00 1.97	155,300.00	0.00	103,169.05	0.00	0.00	103,169.05	0.00	103,169.05
Sector D Nominal Currency USD																	

Equity Sector Key



Preferred Custody Account | 25D049004768 | Statement Period Dec-01-13 to Dec-31-13 | Page 16 of 127

POSITION DETAILS

Investment Positions - Principal

Equities (91.29%)

Description	Nominal Quantity	Avg Unit Cost USD Nom Ccy	Total Cost USD Nom Ccy	Market Price USD As of Date	Dividend USD Nom Ccy	Market Value USD Nom Ccy	Total Value USD % Total Assets	Est Ann Income USD Nom Ccy	Unrealized Asset Gain/Loss USD Nom Ccy	Unrealized Currency Gain/(Loss)	Total Unrealized Gain/(Loss)
Common Stock											
INTL BUSINESS MACHINES CORP Ticker/CUSIP IBM/259200101 Yield 2.03% Sector H Nominal Currency USD	1,000	189.67	✓ 189,669.95	187.57 Dec-31-'13	0.00	187,570.00	187,570.00 2.3%	3,800.00	(2,099.95)	0.00	(2,099.95)
JOHNSON & JOHNSON Ticker/CUSIP JNJ/478160104 Yield 2.88% Sector F Nominal Currency USD	2,000	57.11	✓ 114,836.86	91.59 Dec-31-'13	0.00	183,180.00	183,180.00 7.3%	5,780.00	68,343.14	0.00	68,343.14
JOHNSON CONTROLS INC Ticker/CUSIP JCI/478366107 Yield .72% Sector A Nominal Currency USD	4,000	27.58	✓ 82,756.61	51.30 Dec-31-'13	660.00	153,900.00	154,560.00 1.9%	2,640.00	71,143.39	0.00	71,143.39
KINDER MORGAN INC DEL Ticker/CUSIP KMI/294568101 Yield 4.56% Sector C Nominal Currency USD	2,115	24.40	• 51,616.61	36.00 Dec-31-'13	0.00	76,140.00	76,140.00 0.97	3,468.60	24,523.39	0.00	24,523.39
LEUCADIA NATIONAL CORP Ticker/CUSIP LUK/527288101 Yield .88% Sector K Nominal Currency USD	12,000	18.82	✓ 275,911.26	28.34 Dec-31-'13	0.00	340,080.00	340,080.00 4.3%	3,000.00	114,168.74	0.00	114,168.74
LOEWS CORP Ticker/CUSIP L/540421105 Yield .52% Sector D Nominal Currency USD	1,000	38.11	✓ 190,578.70	48.24 Dec-31-'13	0.00	241,200.00	241,200.00 3.07	• 250.00	40,621.30	0.00	50,621.30

Equity Sector Key

1. The first step is to identify the problem or question that needs to be answered. This involves understanding the context and the specific requirements of the task.

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THE RUSSELL BERRIE FOUNDATION/PECAUT

Preferred Custody Account | 2510190004768 | Statement Period Dec-01-13 to Dec-31-13 | Page 17 of 17

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Equities (91.29%)

Description	Nominal Quantity	Avg Unit Cost		Total Cost		Market Price		Dividend		Market Value		Total Value		Est Ann Income		Unrealized Asset		Unrealized Currency Gain (Loss)	Total Unrealize Gain/Loss
		USD	Nom Ccy	USD	Nom Ccy	As of Date	USD	Nom Ccy	USD	Nom Ccy	USD	Nom Ccy	% Total Assets	USD	Nom Ccy	USD	Nom Ccy		
Common Stock																			
MONDLEZ INTERNATIONAL	1,500	20.0306	150,229.39	✓	35.30	1,050.00	264,750.00	265,800.00	4,200.00	114,520.61	0.00	114,520.61	0.00	114,520.61	0.00	114,520.61	0.00	114,520.61	
Ticker/CUSIP: MDLZ/609207105					Dec-31-13							3.38							
Yield: 5% Sector: B																			
Nominal Currency: USD																			
NESTLE S.A SPONSORED ADR	7,500	29.7447	223,085.33	✓	73.4244	0.00	550,683.00	550,683.00	13,616.33	327,597.67	0.00	327,597.67	0.00	327,597.67	0.00	327,597.67	0.00	327,597.67	
Ticker/CUSIP: NSRGV/641069406					Dec-31-13							1.00							
Yield: 2.47% Sector: B																			
Conv. Ratio: 1:1																			
Nominal Currency: USD																			
NEWMONT MINING CORP	3,500	45.4031	158,911.00	✓	23.03	0.00	80,605.00	80,605.00	2,800.00	(78,306.00)	0.00	(78,306.00)	0.00	(78,306.00)	0.00	(78,306.00)	0.00	(78,306.00)	
Ticker/CUSIP: NEM/65639106					Dec-31-13							0.02							
Yield: 3.47% Sector: I																			
Nominal Currency: USD																			
PANHANDLE OIL & GAS INC	7,000	19.4168	135,917.40	✓	33.41	0.00	233,870.00	233,870.00	2,240.00	91,952.60	0.00	91,952.60	0.00	91,952.60	0.00	91,952.60	0.00	91,952.60	
Ticker/CUSIP: PHX/698477106					Dec-31-13							2.97							
Yield: 96% Sector: C																			
Nominal Currency: USD																			
PEPSICO INC	1,000	64.6546	64,654.55	✓	82.94	567.50	82,940.00	83,507.50	2,270.00	18,285.45	0.00	18,285.45	0.00	18,285.45	0.00	18,285.45	0.00	18,285.45	
Ticker/CUSIP: PEP/713248106					Dec-31-13							1.06							
Yield: 2.7% Sector: B																			
Nominal Currency: USD																			
PRICE SMART INC	2,000	8.3891	16,778.22	✓	115.54	0.00	231,080.00	231,080.00	1,200.00	214,301.78	0.00	214,301.78	0.00	214,301.78	0.00	214,301.78	0.00	214,301.78	
Ticker/CUSIP: PSMT/741511109					Dec-31-13							2.94							
Yield: 5% Sector: A																			
Nominal Currency: USD																			

Equity Sector Key:

A: Aggressive Growth
B: Conservative Growth
C: Conservative Income
I: Income
M: Mid-Cap
S: Small-Cap
T: Technology
U: Utility
V: Value
W: World
X: Emerging Markets
Y: International
Z: Other

B: 0.00%
C: 0.00%
I: 0.00%
M: 0.00%
S: 0.00%
T: 0.00%
U: 0.00%
V: 0.00%
W: 0.00%
X: 0.00%
Y: 0.00%
Z: 0.00%

B: 0.00%
C: 0.00%
I: 0.00%
M: 0.00%
S: 0.00%
T: 0.00%
U: 0.00%
V: 0.00%
W: 0.00%
X: 0.00%
Y: 0.00%
Z: 0.00%

B: 0.00%
C: 0.00%
I: 0.00%
M: 0.00%
S: 0.00%
T: 0.00%
U: 0.00%
V: 0.00%
W: 0.00%
X: 0.00%
Y: 0.00%
Z: 0.00%



Citi Private Bank



THE RUSSELL BERRIE FOUNDATION/PECAUT

Preferred Custody Account | 25D049004768 | Statement Period Dec-01-13 to Dec-31-13 | Page 18 of 127

POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Equities (91.29%)

Description	Nominal Quantity	Avg Unit Cost		Total Cost		Market Price		Market Value		Total Value		Est. Ann Income		Unrealized Asset		Unrealized		Total Unrealized Gain/(Loss)
		USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	USD	Norm Ccy	Gain/(Loss)	Gain/(Loss)	
Common Stock																		
SURSEA 7 SA-SPON ADR	6,000	22.7992	✓	136,795.40	✓	19.1368	✓	114,820.80	✓	114,820.80	✓	3,480.00	✓	(21,974.60)	✓	0.00	✓	(21,974.60)
Ticker/CUSIP: SUBCY/864323100																		
Yield 3.03%, Sector C																		
Conv. Ratio 1:1																		
Nominal Currency: USD																		
UNITED PARCELL SERVICE CL B	2,500	78.327	✓	195,817.45	✓	105.08	✓	262,700.00	✓	262,700.00	✓	6,200.00	✓	66,882.55	✓	0.00	✓	66,882.55
Ticker/CUSIP: UPS/9113:2106																		
Yield 2.36%, Sector G																		
Nominal Currency: USD																		
US BANCORP DEL NEW	5,000	19.9617	✓	99,808.45	✓	40.50	✓	202,900.00	✓	203,150.00	✓	4,600.00	✓	102,191.55	✓	0.00	✓	102,191.55
Ticker/CUSIP: USB/932973304																		
Yield 2.28%, Sector D																		
Nominal Currency: USD																		
USG CORPORATION NEW	8,000	39.3013	✓	314,409.15	✓	23.38	✓	227,040.00	✓	227,040.00	✓	0.00	✓	(47,370.15)	✓	0.00	✓	(47,370.15)
Ticker/CUSIP: USG/93293305																		
Sector G																		
Nominal Currency: USD																		
VERISK ANALYTICS INC CL A	4,000	31.0726	✓	124,290.32	✓	65.72	✓	262,880.00	✓	262,880.00	✓	0.00	✓	138,589.68	✓	0.00	✓	138,589.68
Ticker/CUSIP: VRSK/92345Y106																		
Sector A																		
Nominal Currency: USD																		
WELLS FARGO & CO NEW	9,000	33.8518	✓	304,666.46	✓	45.40	✓	408,600.00	✓	408,600.00	✓	10,900.00	✓	103,933.54	✓	0.00	✓	103,933.54
Ticker/CUSIP: WFC/949746101																		
Yield 2.64%, Sector D																		
Nominal Currency: USD																		

Equity Sector Key:

A: All Sectors
B: Financial
C: Consumer
D: Industrial
E: Technology
F: Healthcare
G: Energy
H: Other

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POSITION DETAILS

Reference Currency: USD

Investment Positions - Principal

Equities (91.29%)

Description	Nominal Quantity	Avg Unit Cost	Total Cost	Market Price	Dividend	Market Value	Total Value	Est Ann Income	Unrealized Asset	Unrealized Currency	Total Unrealized
Common Stock											
WPX ENERGY INC	10,000	19.5516	195,515.95	20.38	0.00	203,800.00	203,800.00	0.00	8,284.05	0.00	8,284.05
Ticker/CUSIP WPX/98212B103 Sector C Nominal Currency: USD											
Rights and Warrants											
RIS EXCO RESOURCES INC	20,000	0.00	0.00	0.16	0.00	3,200.00	3,200.00	0.00	3,200.00	0.00	3,200.00
Ticker/CUSIP XCO/269279139 Sector C Nominal Currency: USD											

Total Equities

4,765,680.31	3,427.50	7,176,978.80	7,180,406.30	98,784.93	2,411,298.49	0.00	2,411,298.49
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Equity Sector Key

1. US
2. Foreign
3. Other

RUSSELL BERRIE FOUNDATION
12/31/13
EIN: 22-2620908
ATTACHMENT TO PART VII-B, 5a (4)

Shalom Hartman Institute – Be’eri Initiative

Amount and Date of Grants Paid

5/28/2013	\$437,500
9/30/2013	\$750,000

The Purpose of the Grant

The Be’eri program, which pioneers a new model for secular Jewish pluralism, works with select schools in Israel to empower educators, students, and parents to serve as change agents active in transforming Jewish studies from a marginal discipline into a cornerstone of secular Israeli education.

Dates reports were received from the Grantee

1/21/2013	Organization - annual operating budget: a projected sources and uses operating budget for the coming fiscal year for the period 1/1/2013 to 12/31/2013.
1/31/2013	Organization: a detailed fiscal year-end financial report that summarizes the quarterly actual and uses operating budget.
2/4/2013	Organization: for the fiscal year-end, a detailed fundraising report that includes a list of collected pledges, showing donor name & amount, earned and indirect income, in-kind contributions from public and private sources.
4/3/2013	Be’eri Program (9/1/2012 to 2/28/2013): a comparison of budgeted vs. actual sources and uses of funds statement in US dollars; included updated monthly cash flow projections for 12 months rolling forward.
4/3/2013	Be’eri Program (9/1/2012 to 2/28/2013): a list of pledged contributions, collected pledges showing donor name & amount, earned & indirect income, in-kind contributions from public and private sources.
4/3/2013	Be’eri Program (9/1/2012 to 2/28/2013): an analysis on progress of program development and outputs, outcomes, and benchmarks.
4/3/2013	Be’eri Program (9/1/2012 to 2/28/2013): a report on program expenditures and revenues comparing actual to budgeted amount and explaining positive and negative variances.

- 5/13/2013 Be'eri Program: a revised annual program budget for the coming academic/program year indicating how line items would change if the Foundation approved a reduction in the numbers of schools for 2013-2014. The budget must show projected expenses and revenues for the program year based on the Targeted Growth Scenario budget.
- 7/17/2013 Organization (1/1/2013-12/31/2013): a revised projected operating budget for the current fiscal year.
- 7/17/2013 Organization (1/1/2012 to 12/31/2012): a final report on projected vs. actual expenditures for FY 2012.
- 7/17/2013 Organization (7/1/2012 to 7/1/2013): a cash flow report with projections for 12 months rolling forward for the period.
- 10/3/2013 Be'eri Program: a Be'eri evaluation Scope of Work for the FY 2013-2014 academic year.
- 9/30/2013 Be'eri Program: (9/1/2012 to 8/31/2013): a list of pledged contributions showing donor name & amount, earned & indirect income, in-kind contributions from public and private sources that should directly correspond to the report of program expenditures and revenues.
- 9/30/2013 Be'eri Program (9/1/2012 to 8/31/2013): a report on program expenditures and revenues comparing actual to budgeted amount and explaining positive and negative variances.
- 9/30/2013 Be'eri Program (9/1/2012 to 8/31/2013): a comparison of budgeted vs. actual sources and uses of funds statement in US dollars; includes updated monthly cash flow projections for 12 months rolling forward.
- 9/30/2013 Be'eri Program (9/1/2012 to 8/31/2013): a year-end analysis on progress of program development, outputs, outcomes, and benchmarks.
- 10/18/2013 Organization (1/1/2013 to 8/31/2013): a fundraising report that includes a list of pledged contributions, list of collected pledges showing donor name & amount, earned & indirect income, in-kind contributions from public and private sources.
- 10/18/2013 Organization (1/1/2013 to 8/31/2013): a comparison of budgeted vs. actual sources and uses of funds statement; included updated monthly cash flow projection for 12 months rolling forward.

**Shalom Hartman Institute -
Kogod Research Center for Contemporary Jewish Thought**

Amount and Date of Grants Paid

9/30/2013	\$200,000
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The Purpose of the Grant

To support the 2013-2014 academic year of the Beit Midrash Program for Emerging Leaders. The Kogod's Center, Beit Midrash Program for Emerging Leaders seeks to cultivate a new generation of pluralistic researchers and thinkers from a range of ideological backgrounds and enable them to contribute to enriching the Jewish-Israeli discourse as they fill key positions in academia and society.

Dates reports were received from the Grantee

- | | |
|-----------|--|
| 3/22/2013 | For the period 9/1/2012 to 12/31/2012: a detailed narrative description of what was accomplished by the grant, including a description of progress made toward achieving the goals, specific outcomes, unexpected circumstances, problems, areas of concern, successes, and lessons learned. |
| 3/22/2013 | For the period 9/1/2012 to 12/31/2012: a financial statement in US dollars on all expenditures of Foundation funds expended and any earned income earned on those funds during the grant period. |
| 4/19/2013 | For the period 10/1/2011 to 6/30/2012: a final narrative description of what was accomplished by the grant, including a description of progress made toward achieving the goals, specific outcomes, unexpected circumstances, problems, areas of concern, successes, and lessons learned. |
| 4/19/2013 | For the period of 10/1/2011 to 6/30/2012: a final financial statement in US dollars on all expenditures of Foundation funds expended and any income earned on those funds during the grant period. |

Shalom Hartman Institute - Muslim Leadership Initiative

Amount and Date of Grants Paid:

5/28/2013 \$50,000

The Purpose of the Grant:

The Muslim Leadership Institute brings together an elite group of emerging North American Muslim leaders to study Judaism and Israel. Participants are drawn from a cross-section of academic institutions and religious and community organizations. The goal is to help transform the relationship between American Jews and American Muslims.

Dates Reports were received from the Grantee:

- No reports are due in 2013 as the initial annual accounting period closes in 2014.

RUSSELL BERRIE FOUNDATION
12/31/13
EIN: 22-2620908
ATTACHMENT TO PART VII-B, 5a (4)

Medical Research Infrastructure Development and Health Services Fund
by the Sheba Medical Center

MSR on Wheels Project

Amount and Date of Grants Paid:

First payment was disbursed on December 28, 2012; no payments made in 2013.

The Purpose of the Grant:

The goal of the MSR on Wheels project is to improve the training and quality of healthcare professionals in the Northern Israel in order to improve the quality of care given to patients. MSR's objective is to collaborate with local healthcare institutions and health professional schools to provide training for northern Israel on a routine and regular basis.

Dates Reports were received from the Grantee:

- 11/18/2013 For the period 1/1/2013 to 9/30/2013: an interim narrative report on the progress of the program based on the 3-year work plan and fundraising progress. The report includes actual numbers of faculty training courses, participants, specific locations in northern Israel where MSR Mobile has been used including number of days spent at each location.
- 11/18/2013 For the period 1/1/2013 to 9/30/2013: a year-to-date revenue and expense financial report for the MSR on Wheels Program.

RUSSELL BERRIE FOUNDATION
12/31/13
EIN: 22-2620908
ATTACHMENT TO PART VII-B, 5a (4)

Center for Interreligious Understanding (CIU)

Amount and Date of Grants Paid

4/18/2013	\$ 10,000
7/3/2013	\$100,000
12/5/2013	\$100,000

The Purpose of the Grant

General operating support for the mission of the CIU: to explore the theological foundations and common goals of the world's religions, to prevent religious stereotypes and intolerance, and to foster genuine understanding.

Dates reports were received from the Grantee

4/30/2013	Narrative report for the period 7/1/2012 to 3/31/2013: a 3 rd quarter report describing what was accomplished by the Grant including progress made toward achieving the goals of the Grant, what were the outcomes, unexpected circumstances, problems and areas of concern, and successes achieved.
4/30/2013	A financial report for the period 7/1/2012 to 3/31/2013: report on how Foundation funds were spent through the 3 rd quarter of CIU's fiscal year; includes a revenue and expense report.
5/15/2013	A proposed budget for fiscal year 2013-2014.
5/15/2013	A fundraising report for the period July 1, 2012 to May 15, 2013; includes pledge cards/letters and copies of canceled checks of donations received from other sources.
9/30/2013	A final financial statement for the period 7/1/2012 to 6/30/2013 on all expenditures of Grant funds and any income earned on those funds.