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Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

**2013**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
Do not enter Social Security numbers on this form as it may be made public

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

ENVELOPE  
POSTMARK DATE  
OCT 23 2014

Name of foundation: **BURKET-PLACK FOUNDATION INC 0649-01-4/9**

Number and street (or P O box number if mail is not delivered to street address): **C/O GLENMEDE TRUST CO., N.A., 1650 MARKET**

Room/suite: \_\_\_\_\_

City or town, state or province, country, and ZIP or foreign postal code: **PHILADELPHIA, PA 19103-7391**

**A Employer identification number** 23-2735643

**B Telephone number (see instructions)** 215-419-6000

**C** If exemption application is pending, check here

**D** 1 Foreign organizations, check here   
2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

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

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16)  $\blacktriangleright$  \$ 7,794,874.

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	161,900.	161,900.		STMT 1
	5a Gross rents	5,000.	5,000.		
	b Net rental income or (loss) NONE				
	6a Net gain or (loss) from sale of assets not on line 10	585,016.			
	b Gross sales price for all assets on line 6a 2,583,027.				
	7 Capital gain net income (from Part IV, line 2)		585,016.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	685.	21,840.		STMT 5	
12 Total Add lines 1 through 11	752,601.	773,756.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 6	1,500.	NONE	NONE	1,500.
	c Other professional fees (attach schedule) STMT 7	45,180.	41,680.		3,500.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 8	5,128.	1,468.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 9	29,145.	23,169.		5,976.
	24 Total operating and administrative expenses Add lines 13 through 23	80,953.	66,317.	NONE	10,976.
	25 Contributions, gifts, grants paid	333,000.			333,000.
26 Total expenses and disbursements Add lines 24 and 25	413,953.	66,317.	NONE	343,976.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	338,648.				
b Net investment income (if negative, enter -0-)		707,439.			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing . . . . .	3,199.	5,072.	5,072.
	2 Savings and temporary cash investments . . . . .	222,184.	173,233.	173,233.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) . . . . .			
	b Investments - corporate stock (attach schedule) . . . . .			
	c Investments - corporate bonds (attach schedule) . . . . .			
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . .	6,494,557.	6,886,362.	7,616,569.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ )				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	6,719,940.	7,064,667.	7,794,874.	
Liabilities	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶ )			
23 Total liabilities (add lines 17 through 22) . . . . .			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds . . . . .	6,719,940.	7,064,667.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29 Retained earnings, accumulated income, endowment, or other funds . . . . .				
30 Total net assets or fund balances (see instructions) . . . . .	6,719,940.	7,064,667.		
31 Total liabilities and net assets/fund balances (see instructions) . . . . .	6,719,940.	7,064,667.		

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	6,719,940.
2	Enter amount from Part I, line 27a . . . . .	2	338,648.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10 . . . . .	3	6,079.
4	Add lines 1, 2, and 3 . . . . .	4	7,064,667.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	7,064,667.

**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)
<b>1a PUBLICLY TRADED SECURITIES</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
<b>a</b> 2,583,027.		1,998,011.	585,016.			
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
<b>a</b>			585,016.			
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>2 Capital gain net income or (net capital loss)</b>				<b>2</b>	585,016.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>				<b>3</b>		
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8						

**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	333,994.	6,978,450.	0.047861
2011	346,179.	7,119,705.	0.048623
2010	247,705.	6,728,761.	0.036813
2009	209,050.	5,925,690.	0.035279
2008	191,779.	6,103,321.	0.031422
<b>2 Total of line 1, column (d)</b>			0.199998
<b>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</b>			0.040000
<b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>		7,429,243.	
<b>5 Multiply line 4 by line 3</b>			297,170.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			7,074.
<b>7 Add lines 5 and 6</b>			304,244.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			343,976.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	7,074.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
3	Add lines 1 and 2 . . . . .	3	7,074.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	NONE
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	7,074.
6	<b>Credits/Payments</b>		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .	6a	4,080.
b	Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	6,960.
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d . . . . .	7	11,040.
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	9.
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	3,957.
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> ▶ 3,957. <b>Refunded</b> ▶	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
b		X
c		X
d		
e		
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? 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? . . . . .	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ SEE STATEMENT 11 Telephone no ▶			
Located at ▶ ZIP+4 ▶				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15				
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
				X
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . <input type="checkbox"/>	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? . . . . .	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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) . . . . .	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  **5b** N/A

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?  Yes  No  
 If "Yes" to 6b, file Form 8870 **6b** X

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?  Yes  No **7b** N/A

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE SCHEDULE ATTACHED		-0-	-0-	-0-

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

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

**Total number of other employees paid over \$50,000**  **NONE**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
<b>Total number of others receiving over \$50,000 for professional services</b>		NONE

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

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total. Add lines 1 through 3</b>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	7,353,462.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	188,917.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	7,542,379.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	7,542,379.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	113,136.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	7,429,243.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	371,462.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	371,462.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	7,074.
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	7,074.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	364,388.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	364,388.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	364,388.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	<b>1a</b>	343,976.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	343,976.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	7,074.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	336,902.

**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 . . . . .				364,388.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only . . . . .			334,101.	
b Total for prior years 20 <u>11</u> , 20 <u>    </u> , 20 <u>    </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008 . . . . .	NONE			
b From 2009 . . . . .	NONE			
c From 2010 . . . . .	NONE			
d From 2011 . . . . .	NONE			
e From 2012 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>343,976.</u>				
a Applied to 2012, but not more than line 2a . . . . .			334,101.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2013 distributable amount . . . . .				9,875.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				NONE
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				354,513.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2009 . . . . .	NONE			
b Excess from 2010 . . . . .	NONE			
c Excess from 2011 . . . . .	NONE			
d Excess from 2012 . . . . .	NONE			
e Excess from 2013 . . . . .	NONE			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . .

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

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

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

**1 Information Regarding Foundation Managers:**

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

N/A

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

NONE

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

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

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

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><b>a</b> <i>Paid during the year</i></p> <p>SEE SCHEDULE ATTACHED</p>				333,000.
<b>Total</b> . . . . . ▶ <b>3a</b>				333,000.
<p><b>b</b> <i>Approved for future payment</i></p> <p>N/A</p>				
<b>Total</b> . . . . . ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include Program service revenue, membership dues, interest on savings, dividends, rental income, investment income, gain from sales, and other revenue.

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

NOT APPLICABLE



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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AQR RISK PARITY FUND -I	15,632.	15,632.
ABBOTT LABORATORIES	158.	158.
ABBVIE INC COM	378.	378.
ADVANCE AUTO PARTS	23.	23.
ALLERGAN INC	24.	24.
AMERICAN EXPRESS CO.	129.	129.
AMPHENOL CORP-CL A	58.	58.
APPLE COMPUTER INC.	566.	566.
ASTRAZENECA GROUP PLC - SPONS ADR	532.	532.
C R BARD INC.	84.	84.
BAXTER INTL. INC.	305.	305.
BLACKROCK INC	50.	50.
BLACKROCK FLOATING RATE INCOME DTD 10/1/	4,796.	4,796.
CHEVRON CORP	720.	720.
CISCO SYSTEMS	281.	281.
COCA COLA CO.	286.	286.
COLGATE PALMOLIVE CO.	104.	104.
DFA INTERNATIONAL CORE EQUITY	1,919.	1,919.
DFA EMERG MKTS CORE EQUITY	917.	917.
DANAHER CORP	9.	9.
DISCOVER FINANCIAL SERVICES	41.	41.
DREYFUS GLOBAL REAL ESTATE SECURITIES FD	10,165.	10,165.
EMERSON ELECTRIC CO.	164.	164.
EXPEDITORS INTL WASH INC	147.	147.
EXXON MOBIL CORPORATION	129.	129.
FLIR SYSTEMS INC	25.	25.
FLUOR CORP (NEW) -WI	26.	26.
FRANKLIN RESOURCES INC.	74.	74.
GMO QUALITY FUND IV	7,407.	7,407.
THE GAP INC.	63.	63.
GENERAL MILLS INC.	163.	163.
GLENMEDE FUND INC-CORE FIXED INCOME PORT	22,510.	22,510.
IR3681 K493 10/06/2014 10:33:31	0649-01-4/9	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GLENMEDE FUND INC-ADVISOR SMALL CAP VALU	2,092.	2,092.
GLENMEDE INTL SECURED OPTIONS PORT	9,891.	9,891.
GLENMEDE FUND INC SECURED OPTIONS	11,013.	11,013.
GLENMEDE TOTAL MARKET PORTFOLIO	766.	766.
GLENMEDE LARGE CAP CORE FUND	1,203.	1,203.
GLENMEDE FUND INC-LARGE CAP VALUE PORT	17,304.	17,304.
W W GRAINGER INC	48.	48.
HALLIBURTON CO.	69.	69.
HANESBRANDS INC	67.	67.
OAKMARK INTERNATIONAL FD I	3,025.	3,025.
HELMERICH & PAYNE INC.	157.	157.
HOME DEPOT INC.	257.	257.
HONEYWELL INTERNATIONAL INC	133.	133.
HUBBELL (HARVEY) INC CLASS B	112.	112.
HUMANA INC.	23.	23.
INTERNATIONAL BUSINESS MACHINES CORP.	215.	215.
INTERNATIONAL GAME TECHNOLOGY	97.	97.
JP MORGAN CHASE & CO	277.	277.
JOHNSON & JOHNSON	183.	183.
KELLOGG CO.	53.	53.
KIMBERLY CLARK CORP.	93.	93.
LEGG MASON BW GLOBAL OP BD-IS DTD 6/1/20	2,445.	2,445.
LONGLEAF PARTNERS FUND	672.	672.
AMG TIMESSQUARE MID CAP GROWTH	852.	852.
MEDTRONIC INC.	221.	221.
MICROSOFT CORP.	415.	415.
MONSANTO CO	124.	124.
NATIONAL-OILWELL INC	114.	114.
NETAPP INC	47.	47.
NORDSTROM INC.	41.	41.
NOVO-NORDISK A/S	140.	140.
OCCIDENTAL PETROLEUM CORP.	70.	70.
ORACLE CORP	124.	124.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PNC FINANCIAL SERVICES GROUP INC	94.	94.
PARKER-HANNIFIN CORP.	214.	214.
PATTERSON COS INC	52.	52.
PEPSICO INC.	108.	108.
PHILIP MORRIS INTERNATIONAL	548.	548.
PIMCO ALL ASSETS AUTH -IS	16,789.	16,789.
PRECISION CASTPARTS CORP	2.	2.
T ROWE PRICE INST EMERGING STOCK FD	1,639.	1,639.
T ROWE PRICE GROUP INC	101.	101.
PROCTER & GAMBLE CO.	303.	303.
QUALCOMM CORP.	64.	64.
RAYTHEON COMPANY	132.	132.
ROCHE HOLDINGS LTD-SPONS ADR	291.	291.
ROCKWELL COLLINS INC.	36.	36.
ROSS STORES INC	85.	85.
ROYCE SPECIAL EQUITY FUND -IN	1,558.	1,558.
SCHLUMBERGER LTD.	118.	118.
CHARLES SCHWAB CORP.	67.	67.
SCRIPPS NETWORKS INTERAC	57.	57.
STATE STREET CORP	151.	151.
TEMPLETON GLOBAL BOND FD-AD	6,509.	6,509.
THORNBURG INTL VALUE FD-I	5,571.	5,571.
3M CO	70.	70.
TIAA CREF HIGH YIELD FUND - IN DTD 5/1/2	1,180.	1,180.
TORCHMARK CORP	69.	69.
U S BANCORP	321.	321.
VAN ECK INTL INVEST GOLD -I	271.	271.
VANGUARD PRIMECAP FUND ADMIRAL SHARES	3,896.	3,896.
WABTEC	10.	10.
WAL MART STORES INC.	80.	80.
WELLS FARGO CO	572.	572.
WESTERN DIGITAL CORP.	61.	61.
WISCONSIN ENERGY CORP.	77.	77.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
YUM BRANDS INC	137.	137.
ACCENTURE PLC	285.	285.
LYONDELLBASELL INDUSTRIES NV	154.	154.
TOTAL	161,900.	161,900.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INCOME ON 2013 K-1	685.	21,840.
UNRELATED BUSINESS INCOME ON PSK-1'S	-----	-----
TOTALS	=====	=====
	685.	21,840.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC)	1,500.			1,500.
TOTALS	1,500.	NONE	NONE	1,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
THE GLENMEDE INVESTMENT MANAGE	41,680.	41,680.	
PHILANTHROPIC ADVISORY SERVICE	3,500.		3,500.
TOTALS	45,180.	41,680.	3,500.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	81.	81.
FEDERAL TAX PAYMENT - PRIOR YE	460.	
FEDERAL ESTIMATES - PRINCIPAL	3,200.	
FOREIGN TAXES ON QUALIFIED FOR	1,201.	1,201.
FOREIGN TAXES ON NONQUALIFIED	186.	186.
TOTALS	5,128.	1,468.

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
REAL ESTATE TAX PAID 134 FITZW	6,666.	6,666.	
RENTAL EXPENSES AT 134 FITZWAT	16,503.	16,503.	
SHORT CERT FOR THE CARMEN BURK	10.		10.
ADMINISTRATIVE EXPENSES	1,547.		1,547.
BUSINESS INSURANCE	2,360.		2,360.
TRUSTEE LIABILITY INSURANCE	2,059.		2,059.
TOTALS	29,145.	23,169.	5,976.
	=====	=====	=====

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

=====

DESCRIPTION -----	AMOUNT -----
ROUNDING	1.
MUTUAL FUND TIME DIFFERENCE	2,833.
COST BASIS ADJUSTMENT	3,930.
	-----
TOTAL	6,764.
	=====

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

NAME: THE GLENMEDE TRUST COMPANY

ADDRESS: 1650 MARKET STREET, SUITE 1200  
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

=====

RECIPIENT NAME:

NINA COHEN

ADDRESS:

C/O THE GLEMEDE TRUST COMPANY, N.A. 1650 MARKET ST  
PHILADELPHIA, PA 19103

RECIPIENT'S PHONE NUMBER: 215-419-6000

FORM, INFORMATION AND MATERIALS:

NO SPECIAL FORM

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THE FOUNDATION IS FORMED FOR CHARITABLE PURPOSES SPECIFICALLY INCLUDIN  
THE PREVENTION TO CRUELTY TO ANIMALS AND PRESERVING THE ENVIRONMENT.

BURKET-PLACK FOUNDATION INC  
 ACCOUNT #0649-01-4/9  
 E.I.N. 23-2735643  
 TAX YEAR ENDING 12/31/2013

ATTACHMENTS PAGE 6 FORM 990-PF  
 PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

NAME AND ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPEN- SATION	EXPENSE ACCT	EMPLOYEE BEN PLAN CONTRIB
1 HOWARD WELLENS C/O THE GLENMEDE TRUST CO, N A, 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	DIRECTOR	1	0	0	0
2 NANCY C SMITH C/O THE GLENMEDE TRUST CO, N A, 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	DIRECTOR	1	0	0	0
3 BARBARA REIBMAN C/O THE GLENMEDE TRUST CO, N A, 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	DIRECTOR	10	0	0	0

BURKET-PLACK FOUNDATION INC  
 AC# 0649-01-4/9  
 EIN 23-2735643  
 TAX YEAR ENDING 12/31/2013

PART XV, FORM 990-PF, PAGE 11  
 2013 GRANTS AND CONTRIBUTION -PAID-

<b>DONEE, LOCATION AND PURPOSE</b>	<b>AMOUNT</b>	<b>DATE</b>
<b>22 Reasons</b>	3,000.00	4/10/2013
Gwynedd Valley, PA General Charitable Purposes		
<b>Animal Rescue Network</b>	8,500.00	4/10/2013
Philadelphia, PA General Charitable Purposes		
<b>C.A.R.E. Compassionate Animal Relief Effort, Inc.</b>	5,000.00	4/10/2013
Philadelphia, PA General Charitable Purposes		
<b>City Kitties</b>	5,000.00	4/10/2013
Philadelphia, PA General Charitable Purposes		
<b>Diamond Rock Wildlife Rehabilitation</b>	5,000.00	4/10/2013
Malvern, PA General Charitable Purposes		
<b>Marine Mammal Stranding Center</b>	40,000.00	4/10/2013
Brigantine, NJ General Charitable Purposes		
<b>Mobilization for Animals</b>	15,000.00	4/10/2013
Eagleville, PA General Charitable Purposes		
<b>Nonlethal Options for Animals, Inc.</b>	5,000.00	4/10/2013
Philadelphia, PA General Charitable Purposes		
<b>PACT</b>	10,000.00	4/10/2013
Gladwyne, PA General Charitable Purposes		
<b>PAWS (Philadelphia Animal Welfare Society)</b>	15,000.00	4/10/2013
Philadelphia, PA Indigent Pet Owner's Pharmaceutical Supplies at Grays Ferry Clinic		
<b>PAWS (Philadelphia Animal Welfare Society)</b>	25,000.00	4/10/2013
Philadelphia, PA General Operations at Grays Ferry Clinic		
<b>Pet Helpers Rescue &amp; Adoption Center</b>	10,000.00	4/10/2013
Charleston, SC General Charitable Purposes		
<b>Philadelphia Community Cats Council (PCCC)</b>	3,000.00	4/10/2013
Philadelphia, PA Spay/Neuter Cats		

BURKET-PLACK FOUNDATION INC  
AC# 0649-01-4/9  
EIN 23-2735643  
TAX YEAR ENDING. 12/31/2013

PART XV, FORM 990-PF, PAGE 11  
2013 GRANTS AND CONTRIBUTION -PAID-

<b>Ryerss Farm for Aged Equines</b> Pottstown, PA General Charitable Purposes	1,000.00	4/10/2013
<b>Spay &amp; Save</b> Lafayette Hill, PA General Charitable Purposes	7,500.00	4/10/2013
<b>The Schuylkill Center Wildlife Rehabilitation Clinic</b> Philadelphia, PA General Charitable Purposes of The Schuylkill Center's Wildlife Rehabilitation Clinic	15,000.00	4/10/2013
<b>The Science and Conservation Center</b> Billings, MT Payment #4 of 5-year Grant Commitment for General Charitable Purposes	20,000.00	4/10/2013
<b>The Spayed Club</b> Broomall, PA General Charitable Purposes	15,000.00	4/10/2013
<b>WVU Foundation</b> Morgantown, WV To Support Research of Todd Katzner, Ph.D. at the Division of Forestry and Natural Resources, West Virginia University	20,000.00	4/10/2013
<b>Animals in Crisis, Inc.</b> Philadelphia, PA General Charitable Purposes	7,500.00	5/21/2013
<b>Avian Conservation Center of Appalachia, Inc.</b> Morgantown, WV General Charitable Purposes	10,000.00	5/24/2013
<b>Friends of Southern Ocean County Animal Shelter</b> Barnegat Light, NJ Restricted for the Spay-Neuter Feral Cats Program (Long Beach Island Cats)	20,000.00	7/17/2013
<b>Nonlethal Options for Animals, Inc.</b> Philadelphia, PA General Charitable Purposes	7,500.00	7/17/2013
<b>Animals in Crisis, Inc.</b> Philadelphia, PA General Charitable Purposes	5,000.00	8/6/2013
<b>22 Reasons</b> Gwynedd Valley, PA General Charitable Purposes	2,000.00	12/12/2013

BURKET-PLACK FOUNDATION INC  
AC# 0649-01-4/9  
EIN 23-2735643  
TAX YEAR ENDING 12/31/2013

PART XV, FORM 990-PF, PAGE 11  
2013 GRANTS AND CONTRIBUTION -PAID-

<b>Animal Rescue Network</b>	1,500.00	12/12/2013
Philadelphia, PA General Charitable Purposes		
<b>C.A.R.E. Compassionate Animal Relief Effort, Inc.</b>	5,000.00	12/12/2013
Philadelphia, PA General Charitable Purposes		
<b>Jane Goodall Institute for Wildlife Research Education &amp; Conservation</b>	6,500.00	12/12/2013
Vienna, VA General Charitable Purposes		
<b>Mobilization for Animals</b>	5,000.00	12/12/2013
Eagleville, PA General Charitable Purposes		
<b>PACT</b>	5,000.00	12/12/2013
Gladwyne, PA General Charitable Purposes		
<b>Red Paw Emergency Relief Team</b>	5,000.00	12/12/2013
Philadelphia, PA General Charitable Purposes		
<b>The Science and Conservation Center</b>	10,000.00	12/12/2013
Billings, MT General Charitable Purposes		
<b>WVU Foundation</b>	5,000.00	12/12/2013
Morgantown, WV For Research by and Education of Students in Northern Kazakhstan, through the Programs of Dr. Todd Katzner at WVU		
<b>WVU Foundation</b>	5,000.00	12/12/2013
Morgantown, WV For Education and Research by Students Working with Dr. Todd Katzner at WVU		
<b>Friends of Southern Ocean County Animal Shelter</b>	5,000.00	12/31/2013
Barnegat Light, NJ Restricted for the Spay-Neuter Feral Cats Program (Long Beach Island Cats)		

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Grand Totals (35 items) 333,000.00

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/13  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
173233	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GTGXX)		1.00	173,233	1.00	173,233		0	0.00
5072+	Cash		1.00	5,072	1.00	5,072		0	0.00
Cash & Reserves Total 178,305 178,305 0 0.00									
Fixed Income									
Other Taxable Bond Mutual Funds									
66013+	GLENMEDE FUND INC-CORE FIXED INCOME PORTFOLIO (GTGXX)		11.04	728,853	10.98	724,818	4,035-	21,388	2.95 *#
9047+	TEMPLETON GLOBAL BOND FD-AD (TGBAX)		13.00	117,625	13.09	118,422	797	4,641	3.92 #
22325+	BLACKROCK FLOATING RATE INCOME DTD 10/1/2012 (BFRIX)		10.47	233,674	10.51	234,631	957	8,181	3.49 #
10857+	LEGG MASON BW GLOBAL OP BD-IS DTD 6/1/2009 (GOBSX)		10.34	112,278	10.79	117,148	4,870	4,446	3.80 #
Total				1,192,430		1,195,019	2,589	38,656	3.23
Fixed Income Total 1,192,430 1,195,019 2,589 38,656 3.23									
Equities									

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/13  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b>Basic Industries</b>									
105	DANAHER CORP (DHR)		63.33	6,650	77.20	8,106	1,456	11	0.13
105	EMERSON ELECTRIC CO. (EMR)		56.59	5,942	70.18	7,369	1,427	181	2.45
155	EXPEDITORS INTL WASH INC (EXPD)		38.52	5,970	44.25	6,859	889	93	1.36
95	FLUOR CORP (NEW) (FLR)		65.26	6,200	80.29	7,628	1,428	61	0.80
40	HUBBELL (HARVEY) INC CLASS B NON-VTG (HUB.B)		96.55	3,862	108.90	4,356	494	80	1.84
70	LYONDELLBASELL INDUSTRIES NV (LYB)		69.76	4,883	80.28	5,620	737	168	2.99
65	PARKER-HANNIFIN CORP. (PH)		89.05	5,788	128.64	8,362	2,573	117	1.40
90	RAYTHEON COMPANY (RTN)		67.09	6,038	90.70	8,163	2,125	198	2.43
<b>Total</b>				45,333		56,463	11,129	909	1.61
<b>Consumer Discretionary</b>									
75	BED BATH & BEYOND INC (BBBY)		58.56	4,392	80.30	6,023	1,630	0	0.00
140	DOLLAR TREE INC (DLTR)		40.14	5,619	56.42	7,899	2,280	0	0.00
115	GARTNER GROUP CLASS A (IT)		52.09	5,990	71.05	8,171	2,181	0	0.00
100	HANESBRANDS INC (HBI)		50.00	5,000	70.27	7,027	2,027	80	1.14
100	HOME DEPOT INC. (HD)		49.58	4,958	82.34	8,234	3,276	156	1.89
320	INTERNATIONAL GAME TECHNOLOGY (IGT)		16.93	5,418	18.16	5,811	394	141	2.42
100	ROSS STORES INC (ROST)		60.07	6,007	74.93	7,493	1,486	68	0.91
105	SCRIPPS NETWORKS INTERAC (SNI)		68.37	7,179	86.41	9,073	1,894	63	0.69
<b>Total</b>				44,563		59,731	15,168	508	0.85
<b>Consumer Staples</b>									
200	ALTRIA GROUP INC (MO)		35.23	7,045	38.39	7,678	633	384	5.00
150	GENERAL MILLS INC. (GIS)		48.94	7,341	49.91	7,487	145	228	3.05

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/13  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
80	KIMBERLY CLARK CORP. (KMB)		95.84	104.46	8,357	690	259	3.10 #
100	PEPSICO INC. (PEP)		84.82	82.94	8,294	188-	227	2.74 #
105	WAL MART STORES INC. (WMT)		77.78	78.69	8,262	95	197	2.39 #
	<b>Total</b>		38,702		40,078	1,376	1,295	3.23
<b>Energy</b>								
95	CHEVRON CORP (CVX)		67.75	124.91	11,866	5,431	380	3.20 #
100	HALLIBURTON CO. (HAL)		42.58	50.75	5,075	817	60	1.18
90	HELMERICH & PAYNE INC. (HP)		62.81	84.08	7,567	1,914	225	2.97 #
77	NATIONAL OILWELL VARCO INC (NOV)		66.77	79.53	6,124	983	80	1.31 #
	<b>Total</b>		21,488		30,632	9,145	745	2.43
<b>Financials</b>								
105	DISCOVER FINANCIAL SERVICES (DFS)		49.22	55.95	5,875	707	84	1.43
148	FRANKLIN RESOURCES INC. (BEN)		36.30	57.73	8,544	3,172	71	0.83 #
190	JPMORGAN CHASE & CO (JPM)		49.93	58.48	11,111	1,625	289	2.60
190	PROGRESSIVE CORP OHIO (PGR)		25.06	27.27	5,181	420	54	1.04
105	STATE STREET CORP (STT)		60.09	73.39	7,706	1,397	109	1.42
55	T ROWE PRICE GROUP INC (TROW)		74.49	83.77	4,607	511	84	1.81
70	TORCHMARK CORP (TMK)		59.44	78.15	5,471	1,310	48	0.87
220	US BANCORP (USB)		25.29	40.40	8,888	3,325	202	2.28 #
223	WELLS FARGO CO (WFC)		28.31	45.40	10,124	3,811	268	2.64 #
	<b>Total</b>		51,231		67,507	16,277	1,209	1.79

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/13  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b>Health Care</b>									
205	ABBOTT LABORATORIES (ABT)		33.53	6,873	38.33	7,858	985	180	2.30
165	ABBVIE INC COM (ABBV)		38.67	6,381	52.81	8,714	2,333	264	3.03
80	ALLERGAN INC (AGN)		90.28	7,222	111.08	8,886	1,665	16	0.18
165	ASTRAZENECA PLC SPONSORED ADR (AZN)		48.63	8,024	59.37	9,796	1,772	462	4.72
140	MEDTRONIC INC. (MDT)		45.90	6,426	57.39	8,035	1,609	157	1.95
200	PATTERSON COS INC (PDCO)		41.36	8,271	41.20	8,240	31-	128	1.55
100	STRYKER CORP. (SYK)		73.43	7,343	75.14	7,514	171	122	1.62
<b>Total</b>				50,540		59,043	8,503	1,329	2.25
<b>Technology</b>									
150	ACCENTURE PLC (ACN)		70.40	10,560	82.22	12,333	1,773	279	2.26
90	AMPHENOL CORP-CL A (APH)		74.54	6,709	89.18	8,026	1,317	72	0.90
25	APPLE INC. (AAPL)		46.40	1,160	561.02	14,026	12,866	305	2.17
370	CISCO SYSTEMS (CSCO)		21.86	8,088	22.43	8,299	211	252	3.03
55	COGNIZANT TECH SOLUTIONS CRP (CTSH)		62.80	3,454	100.98	5,554	2,100	0	0.00
120	MSCI INC (MSCI)		34.01	4,081	43.72	5,246	1,166	0	0.00
165	NETAPP INC (NTAP)		40.86	6,742	41.14	6,788	46	99	1.46
322	ORACLE CORP (ORCL)		22.29	7,178	38.26	12,320	5,142	155	1.25
95	WESTERN DIGITAL CORP. (WDC)		63.48	6,031	83.90	7,971	1,940	114	1.43
<b>Total</b>				54,003		80,563	26,559	1,276	1.58
<b>U S Mutual Funds</b>									
6997+	DFA EMERG MKTS CORE EQUITY (DFCEX)		19.58	137,000	19.46	136,160	840-	2,764	2.03
5407+	GLENNEDE FUND INC - ADVISOR SMALL CAP EQUITY PORTFOLIO (GTC SX)		14.28	77,196	26.19	141,607	64,411	622	0.44 *

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/13  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
23303+	GLENMEDE FUND INC SECURED OPTIONS (GTSOX)		11.73	273,316	11.92	277,768	4,453	0	0.00 *#
23971+	GLENMEDE FUND INC-LARGE CAP VALUE PORTFOLIO (GTMEX)		8.45	202,466	11.78	282,382	79,916	1,606	0.57 *#
20422+	GLENMEDE LARGE CAP CORE FUND (GTLOX)		19.14	390,799	19.42	396,601	5,803	3,431	0.87 #
13272+	GMO QUALITY FUND IV (GQEFX)		20.86	276,925	24.94	331,015	54,089	7,287	2.20 #
8396+	LONGLEAF PARTNERS FUND (LLPEX)		28.28	237,467	33.75	283,365	45,898	2,267	0.80 #
9440+	MANAGERS TIMESSQ M/C GRW-IN (TMDIX)		13.33	125,818	18.49	174,552	48,734	0	0.00 #
5689+	ROYCE SPECIAL EQUITY FUND -IN (RSEIX)		19.20	109,219	24.88	141,536	32,317	324	0.23 #
4044+	VANGUARD PRIMECAP FUND ADMIRAL SHARES (VPMAX)		98.70	399,168	95.73	387,170	11,999-	0	0.00 #
Total						2,552,156	322,782	18,301	0.72

International Mutual Funds									
22850+	DFA INTERNATIONAL CORE EQUITY (DFIEX)		12.56	287,000	12.81	292,713	5,713	7,106	2.43
12392+	GLENMEDE INTL SECURED OPTIONS PORT (NOVIX)		10.47	129,754	10.87	134,701	4,947	149	0.11 *#
6737+	OAKMARK INTERNATIONAL FD I (OAKIX)		19.45	131,038	26.32	177,322	46,284	2,937	1.66 #
5235+	T ROWE PRICE INST EMERGING STOCK FD (IEMFX)		31.57	165,266	29.40	153,912	11,354-	1,309	0.85 #
9197+	THORNBURG INTL VALUE FD-I (TGVIIX)		24.88	228,806	32.06	294,863	66,057	3,771	1.28 #

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/13  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Market Price	Tax Cost	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
	Total		941,864			1,053,511	111,647	15,272	1.45
	Equities Total		3,477,098			3,999,684	522,585	40,844	1.02
	Other								
	Alternative Assets								
27424+	AQR RISK PARITY FUND -I (AORIX)		11.42	10.77	313,202	295,353	17,849-	7,459	2.53 #
40119+	DREYFUS GLOBAL REAL ESTATE SECURITIES FD (DRLLX)		8.19	8.10	328,456	324,960	3,496-	10,712	3.30 #
75000	GLENNEDE PRIVATE INVESTMENT FUND VII UNFUNDED COMMITMENT		0.00	0.00	0	0		0	0.00
175000	GLENNEDE PRIVATE INVESTMENT FUND VII LLC		1.00	1.72	175,000	301,263	126,263	0	0.00 #
29362+	PIMCO ALL ASSETS AUTH -IS (PAUIX)		10.78	9.90	316,598	290,680	25,918-	17,294	5.95 #
2046	UNITED STATES COMMODITY INDEX (USCI)		65.67	56.08	134,351	114,740	19,611-	0	0.00 #
3469+	VAN ECK INTL INVEST GOLD -I (INIIX)		19.96	10.54	69,227	36,565	32,663-	229	0.63 #
	Total		1,336,834			1,363,561	26,725	35,694	2.62
	Other Total		1,336,834			1,363,561	26,725	35,694	2.62

Reported At Client Direction

COMBINED STATEMENT OF ASSETS  
 BURKET-PLACK FND INC INV ADV ACCT  
 12/31/13  
 0649-01-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
1	130 FITZWATER STREET PHILADELPHIA PA		195000.00	195,000	195000	195,000		0	0.00
1	134 FITZWATER STREET PHILADELPHIA PA		685000.00	685,000	685000	685,000		0	0.00
Reported At Client Direction Total									
				880,000		880,000		0	0.00
Grand Total									
				7,064,667		7,616,569	551,900	115,194	1.51

\* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.  
 # INDICATES MULTIPLE TAX LOTS  
 + FRACTIONAL SHARE EXISTS

# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>BURKET-PLACK FOUNDATION INC</b>	Employer identification number (EIN) or <b>0649-01-4/9</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>GLENMEDE TRUST CO., N.A., 1650 MARKET ST.</b>	Social security number (SSN) <b>23-2735643</b>
File by the due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>PHILADELPHIA, PA 19103-7391</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE GLENMEDE TRUST COMPANY, N.A.
- Telephone No. ▶ (215) 419-6000 FAX No. ▶ 215-640-3763
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year 2013 or  
 ▶  tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

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

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b> \$ <u>11,040</u>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b> \$ <u>4,080</u>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). <u>WIRE</u>	<b>3c</b> \$ <u>6,960</u>

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