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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](http://www.irs.gov/form990pf).

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>RICHARD L. &amp; LOIS S. WERNER FAMILY FOUNDATION</b>		A Employer identification number <b>23-7911213</b>
Number and street (or P O box number if mail is not delivered to street address) <b>3500 NW CLUBSIDE CIRCLE</b>	Room/suite	B Telephone number <b>(561) 994-8890</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BOCA RATON, FL 33496</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 1,989,907.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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				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					
4 Dividends and interest from securities		37,589.	37,589.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		47,839.			
b Gross sales price for all assets on line 6a <b>297,121.</b>					
7 Capital gain net income (from Part IV, line 2)			47,839.		
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		107.	107.		STATEMENT 2
12 Total Add lines 1 through 11		85,535.	85,535.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		2,500.	0.		2,500.
c Other professional fees STMT 4		5,361.	5,361.		0.
17 Interest					
18 Taxes STMT 5		1,325.	1,325.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		96.	22.		74.
24 Total operating and administrative expenses Add lines 13 through 23		9,282.	6,708.		2,574.
25 Contributions, gifts, grants paid		148,400.			148,400.
26 Total expenses and disbursements. Add lines 24 and 25		157,682.	6,708.		150,974.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-72,147.			
b Net investment income (if negative, enter -0-)			78,827.		
c Adjusted net income (if negative, enter -0-)				N/A	

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<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	9,313.	9,040.	9,040.
	2 Savings and temporary cash investments	30,610.	25,354.	25,354.
	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			
	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			
	c Investments - corporate bonds			
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <span style="float:right">STMT 9</span>		1,738,099.	1,955,513.	1,955,513.
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,778,022.	1,989,907.	1,989,907.
17 Accounts payable and accrued expenses				
18 Grants payable				
<b>Net Assets or Fund Balances</b>	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>X</b> and complete lines 24 through 26 and lines 30 and 31	24 Unrestricted	1,778,022.	1,989,907.	
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> <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 <b>Total net assets or fund balances</b>	1,778,022.	1,989,907.	
31 <b>Total liabilities and net assets/fund balances</b>	1,778,022.	1,989,907.		

**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)	1,778,022.
2 Enter amount from Part I, line 27a	-72,147.
3 Other increases not included in line 2 (itemize) ▶ <span style="float:right">SEE STATEMENT 7</span>	334,229.
4 Add lines 1, 2, and 3	2,040,104.
5 Decreases not included in line 2 (itemize) ▶ <span style="float:right">SEE STATEMENT 8</span>	50,197.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,989,907.

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**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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 297,121.		249,282.	47,839.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			47,839.

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	47,839.
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	152,747.	1,764,914.	.086546
2011	142,334.	1,876,695.	.075843
2010	142,683.	1,779,862.	.080165
2009	131,900.	1,620,147.	.081412
2008	216,705.	2,136,180.	.101445

2 Total of line 1, column (d)	2	.425411
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	.085082
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,899,767.
5 Multiply line 4 by line 3	5	161,636.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	788.
7 Add lines 5 and 6	7	162,424.
8 Enter qualifying distributions from Part XII, line 4	8	150,974.

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	1,577.
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	1,577.
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	1,577.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,120.	
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	2,120.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	543.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 543. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
	1a	X
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	1b	X
c Did the foundation file Form 1120-POL for this year?	1c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <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	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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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 ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>RICHARD L. WERNER</b> Telephone no. ► <b>(561) 994-8890</b> Located at ► <b>3500 NW CLUBSIDE CIRCLE, BOCA RATON, FL</b> ZIP+4 ► <b>33496</b>			
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 ► <input type="checkbox"/>	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? If "Yes," list the years ► _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is <b>not</b> 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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)? ☐ Yes ☒ No **N/A**

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 **N/A**

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

**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 **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.**

(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 10		0.	0.	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
NONE				

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

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

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

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

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

0

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

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

## Expenses

1	N/A	
2		
3		
4		

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
------------------	---

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

Amount

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	1,898,107.
b	Average of monthly cash balances	1b	30,590.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,928,697.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,928,697.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,930.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,899,767.
6	Minimum investment return. Enter 5% of line 5	6	94,988.

**Part XI****Distributable Amount** (see instructions) (Section 4942(i)(3) and (i)(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	94,988.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,577.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,577.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	93,411.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	93,411.
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	93,411.

**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	150,974.
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	150,974.
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	150,974.

**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.

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**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				93,411.
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	112,154.			
b From 2009	51,767.			
c From 2010	54,541.			
d From 2011	49,207.			
e From 2012	66,621.			
f Total of lines 3a through e	334,290.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	150,974.			
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				93,411.
e Remaining amount distributed out of corpus	57,563.			
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:	391,853.			
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	112,154.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	279,699.			
10 Analysis of line 9:				
a Excess from 2009	51,767.			
b Excess from 2010	54,541.			
c Excess from 2011	49,207.			
d Excess from 2012	66,621.			
e Excess from 2013	57,563.			

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

**1 a** 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>2 a</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).)

**SEE STATEMENT 11**

**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:

**RICHARD L. WERNER, (561)994-8890**  
**3500 NW CLUBSIDE CIRCLE, BOCA RATON, FL 33496**

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

**APPLICATIONS SHOULD BE SUBMITTED IN WRITING.**

**c** Any submission deadlines:

**JANUARY 1**

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

**NONE**

**RICHARD L. & LOIS S. WERNER FAMILY  
FOUNDATION**

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**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
<b>a Paid during the year</b>				
350.ORG BROOKLYN, NY	N/A	PC	PUBLIC CHARITY	250.
ADELPHI UNIVERSITY GARDEN CITY, NY	N/A	PC	PUBLIC CHARITY	100.
AGOHOZA SHALOM YOUTH VILLAGE NEW YORK, NY	N/A	PC	PUBLIC CHARITY	500.
ALEXANDER MUSS INSTITUTE OF ISRAEL EDUCATION ROCKVILLE CENTRE, NY	N/A	PC	PUBLIC CHARITY	1,200.
ALLENDALE ASSOCIATION LAKE VILLA, IL	N/A	PC	PUBLIC CHARITY	500.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>148,400.</b>
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b>				<b>0.</b>



## Part XVII

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

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

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

Signature of officer or trustee

Date 4/30/2014

TRUSTEE -  
TREASURER

May the IRS discuss this return with the preparer shown below (see instr)?

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

KAREN S. COHEN

Preparer's signature

Date \_\_\_\_\_

Check ☐ self-employed

PTIN	
------	--

Firm's name ► **PACKER THOMAS**

Firm's address ► 6601 WESTFORD PLACE, SUITE 101  
CANFIELD, OH 44406

Firm's EIN ► 34-1667340

Phone no. (330) 533-9777

**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	306.11 SHS DFA INTER TERM EXTENDED QUALITY	P	VARIOUS	04/03/13
b	9,856.73 SHS DFA INTER TERM EXTENDED QUALITY	P	VARIOUS	04/03/13
c	907 SHS POWERSHARES FTSE RAFI US1500 SMALL-MID	P	02/22/12	10/14/13
d	554 SHS POWERSHARES EXCH TRADE FD FTSE	P	02/22/12	07/12/13
e	802 SHS POWERSHARES EXCH TRADE FD FTSE	P	02/22/12	10/14/13
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 3,363.		3,327.	36.
b 108,303.		105,090.	3,213.
c 82,173.		61,008.	21,165.
d 41,689.		32,626.	9,063.
e 61,377.		47,231.	14,146.
f 216.			216.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
(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			36.
b			3,213.
c			21,165.
d			9,063.
e			14,146.
f			216.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	47,839.
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

RICHARD L. & LOIS S. WERNER FAMILY  
FOUNDATION

23-7911213

**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
AMERICAN CANCER SOCIETY - PALM BEACH CHAPTER WEST PALM BEACH, FL	N/A	PC	PUBLIC CHARITY	250.
AMERICAN COMMITTEE FOR WEIZMAN INSTITUTE OF SCIENCE NEW YORK, NY	N/A	PC	PUBLIC CHARITY	500.
AMERICAN HEART ASSOCIATION - PALM BEACH COUNTY WEST PALM BEACH, FL	N/A	PC	PUBLIC CHARITY	250.
AMERICAN ISRAEL CULTURAL FOUNDATION NEW YORK, NY	N/A	PC	PUBLIC CHARITY	500.
AMERICAN JEWISH COMMITTEE NEW YORK, NY	N/A	PC	PUBLIC CHARITY	250.
AMERICAN JEWISH CONGRESS NEW YORK, NY	N/A	PC	PUBLIC CHARITY	250.
AMERICAN RED CROSS - PALM BEACH CHAPTER WEST PALM BEACH, FL	N/A	PC	PUBLIC CHARITY	250.
AMERICAN RED MAGEN DAVID ADOM WASHINGTON, DC	N/A	PC	PUBLIC CHARITY	2,500.
AMERICAN SOCIETY FOR TECHNION - ISRAEL INSTITUTE OF TECHNOLOGY NEW YORK, NY	N/A	PC	PUBLIC CHARITY	500.
ANTI-DEFAMATION LEAGUE NEW YORK, NY	N/A	PC	PUBLIC CHARITY	1,500.
<b>Total from continuation sheets</b>				<b>145,850.</b>

RICHARD L. & LOIS S. WERNER FAMILY  
FOUNDATION

23-7911213

**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
B'NAI B'RITH FOUNDATION WASHINGTON, DC	N/A	PC	PUBLIC CHARITY	250.
BOCA RATON COMMUNITY HOSPITAL FOUNDATION BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	7,500.
BOCA RATON FIRE RESCUE & PARAMEDICS GIFT TRUST FUND BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	500.
BUHL FARM TRUST BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	10,000.
CAMERA BOSTON, MA	N/A	PC	PUBLIC CHARITY	1,000.
CAMP FOR ALL KIDS (NORTH STAR CAMP FOR BOYS) ST, LOUIS, MO	N/A	PC	PUBLIC CHARITY	500.
CITIZENS UNITED FOR RESEARCH IN EPILEPSY (CURE) CHICAGO, IL	N/A	PC	PUBLIC CHARITY	500.
CLEVELAND CLINIC FOUNDATION CLEVELAND, OH	N/A	PC	PUBLIC CHARITY	5,000.
COMMUNITY FOOD WAREHOUSE SHENANGO VALLEY SHARON, PA	N/A	PC	PUBLIC CHARITY	250.
DIABETES RESEARCH INSTITUTE FOUNDATION HOLLYWOOD, FL	N/A	PC	PUBLIC CHARITY	5,000.
Total from continuation sheets				

RICHARD L. & LOIS S. WERNER FAMILY  
FOUNDATION

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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
DOCTORS WITHOUT BORDERS USA NEW YORK, NY	N/A	PC	PUBLIC CHARITY	100.
F & M MEN'S ROWING (DIPLOMAT ATHLETIC CLUB) LANCASTER, PA	N/A	PC	PUBLIC CHARITY	250.
FJC (LONE SOLDIER CENTER IN MEMORY OF MICHAEL LEVIN) NEW YORK, NY	N/A	PC	PUBLIC CHARITY	250.
FLORENCE FULLER CHILD DEVELOPMENT CENTER DENTAL PROGRAM BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	200.
FRANKLIN & MARSHALL HILLEL LANCASTER, PA	N/A	PC	PUBLIC CHARITY	1,000.
FRIENDS OF ISRAEL DEFENSE FORCES BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	1,500.
FRIENDS OF THE BOCA RATON PUBLIC LIBRARY BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	100.
GREATER CHICAGO FOOD DEPOSITORY CHICAGO, IL	N/A	PC	PUBLIC CHARITY	500.
HADASSAH (TRI-COUNTY HADASSAH) SHARON, PA	N/A	PC	PUBLIC CHARITY	300.
HARAND CAMP SCHOLARSHIP FUND EVANSTON, IL	N/A	PC	PUBLIC CHARITY	1,250.
Total from continuation sheets				

RICHARD L. & LOIS S. WERNER FAMILY  
FOUNDATION

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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
ISRAEL TENNIS CENTERS FOUNDATION DEERFIELD BEACH, FL	N/A	PC	PUBLIC CHARITY	1,800.
JEWISH CHAUTAUQUA SOCIETY NEW YORK, NY	N/A	PC	PUBLIC CHARITY	250.
JEWISH FEDERATION OF SOUTH PALM BEACH COUNTY BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	10,000.
JEWISH NATIONAL FUND NORTHBROOK, IL	N/A	PC	PUBLIC CHARITY	5,000.
LAKE FOREST ACADEMY LAKE FOREST, IL	N/A	PC	PUBLIC CHARITY	500.
LYMPHOMA RESEARCH FOUNDATION NEW YORK, NY	N/A	PC	PUBLIC CHARITY	5,000.
MEMORIAL SLOAN-KETTERING CANCER CENTER NEW YORK, NY	N/A	PC	PUBLIC CHARITY	100.
MIDDLE EAST MEDIA RESEARCH INSTITUTE (MEMRI) WASHINGTON, DC	N/A	PC	PUBLIC CHARITY	1,000.
NATIONAL JEWISH HEALTH DENVER, CO	N/A	PC	PUBLIC CHARITY	1,000.
NORTH SHORE SUBURBAN SYNAGOGUE BETH EL HIGHLAND PARK, IL	N/A	PC	PUBLIC CHARITY	1,000.
Total from continuation sheets				

RICHARD L. & LOIS S. WERNER FAMILY  
FOUNDATION

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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
RENSSELAER POLYTECHNIC INSTITUTE TROY, NY	N/A	PC	PUBLIC CHARITY	10,000.
SCHIFF LIVER INSTITUTE - JACKSON MEMORIAL FOUNDATION MIAMI, FL	N/A	PC	PUBLIC CHARITY	100.
SCOPE MIDWEST CHICAGO, IL	N/A	PC	PUBLIC CHARITY	500.
SHARON SENIOR HIGH SCHOOL - TEMPORARY ASSISTANCE PROGRAM SHARON, PA	N/A	PC	PUBLIC CHARITY	800.
SIMON WIESENTHAL CENTER LOS ANGELES, CA	N/A	PC	PUBLIC CHARITY	100.
SUSAN G. KOMEN BREAST CANCER FOUNDATION DALLAS, TX	N/A	PC	PUBLIC CHARITY	250.
TEMPLE BETH ISRAEL SHARON, PA	N/A	PC	PUBLIC CHARITY	1,750.
THE ART CENTER OF HIGHLAND PARK HIGHLAND PARK, IL	N/A	PC	PUBLIC CHARITY	750.
U.S. HOLOCAUST MEMORIAL MUSEUM WASHINGTON, DC	N/A	PC	PUBLIC CHARITY	500.
UNIVERSITY OF MARYLAND HILLEL COLLEGE PARK, MD	N/A	PC	PUBLIC CHARITY	100.
Total from continuation sheets				

RICHARD L. & LOIS S. WERNER FAMILY  
FOUNDATION

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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
UNIVERSITY OF MIAMI MEDICAL SCHOOL - GORDON CENTER FOR RESEARCH MIAMI, FL	N/A	PC	PUBLIC CHARITY	7,500.
UNIVERSITY OF MIAMI SYLVESTER COMPREHENSIVE CANCER CENTER MIAMI, FL	N/A	PC	PUBLIC CHARITY	5,000.
VETS HELPING HEROES GREENACRES, FL	N/A	PC	PUBLIC CHARITY	750.
WORLD JEWISH CONGRESS NEW YORK, NY	N/A	PC	PUBLIC CHARITY	250.
YOUNGSTOWN AREA JEWISH FEDERATION YOUNGSTOWN, OH	N/A	PC	PUBLIC CHARITY	40,000.
YOUNGSTOWN AREA JEWISH FEDERATION - WOMEN'S DIVISION YOUNGSTOWN, OH	N/A	PC	PUBLIC CHARITY	500.
CONGREGATION B'NAI ISRAEL BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	5,000.
PLANNED PARENTHOOD FEDERATION OF AMERICA WASHINGTON, DC	N/A	PC	PUBLIC CHARITY	1,000.
CHICAGO CHESED FUND LINCOLNWOOD, IL	N/A	PC	PUBLIC CHARITY	500.
FLORIDA ATLANTIC UNIVERSITY LIBRARIES BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	250.
Total from continuation sheets				

RICHARD L. & LOIS S. WERNER FAMILY  
FOUNDATION

23-7911213

**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
INSTITUTE OF HEARTMATH - MILITARY SERVICE APPRECIATION FUND BOULDER CREEK, CA	N/A	PC	PUBLIC CHARITY	250.
JACOBSON FAMILY FOOD PANTRY BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	500.
NATIV - NEW YORK NEW YORK, NY	N/A	PC	PUBLIC CHARITY	150.
RUTH RALES JEWISH FAMILY SERVICES BOCA RATON, FL	N/A	PC	PUBLIC CHARITY	250.
THE ACTORS FUND NEW YORK, NY	N/A	PC	PUBLIC CHARITY	250.
THE NATIONAL WORLD WAR II MUSEUM NEW ORLEANS, LA	N/A	PC	PUBLIC CHARITY	250.
WORLD FISTULA FUND SCHAMBURG, IL	N/A	PC	PUBLIC CHARITY	250.
Total from continuation sheets				

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB & CO., INC.	37,105.	216.	36,889.	36,889.	
STATE OF ISRAEL NOTE INTEREST	700.	0.	700.	700.	
TO PART I, LINE 4	37,805.	216.	37,589.	37,589.	

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FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TYCO SETTLEMENT	107.	107.	
TOTAL TO FORM 990-PF, PART I, LINE 11	107.	107.	

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	2,500.	0.		2,500.
TO FORM 990-PF, PG 1, LN 16B	2,500.	0.		2,500.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	5,361.	5,361.		0.
TO FORM 990-PF, PG 1, LN 16C	5,361.	5,361.		0.

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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	1,325.	1,325.		0.
TO FORM 990-PF, PG 1, LN 18	1,325.	1,325.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	74.	0.		74.
INTEREST EXPENSE	22.	22.		0.
TO FORM 990-PF, PG 1, LN 23	96.	22.		74.

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FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
NET UNREALIZED GAIN ON MARKETABLE SECURITIES @ 12/31/13	334,229.
TOTAL TO FORM 990-PF, PART III, LINE 3	334,229.

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FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
NET UNREALIZED GAIN ON MARKETABLE SECURITIES @ 12/31/12	50,110.
MUTUAL FUND TIMING DIFFERENCE	87.
TOTAL TO FORM 990-PF, PART III, LINE 5	50,197.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
5,491 SHS POWERSHARES DEVELOP	FMV	153,254.	153,254.
7,259.875 SHS POWERSHARES DEVELOP	FMV	319,217.	319,217.
7,168.661 SHS POWERSHARES EMERGE	FMV	146,886.	146,886.
7,963.640 SHS POWERSHARES U.S. 10	FMV	660,504.	660,504.
2,734.085 SHS POWERSHARES U.S. 15	FMV	267,202.	267,202.
1,300 SHS WISDOM TREE EMERGE	FMV	59,917.	59,917.
10,130.147 SHS DFA INTERM-TERM EX	FMV	0.	0.
12,125.295 SHS DFA SHORT-TERM EXT	FMV	130,711.	130,711.
100,000 STATE OF ISRAEL BOND	FMV	100,000.	100,000.
11,383.811 SHS DFA INVESTMENT	FMV	117,822.	117,822.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,955,513.	1,955,513.

FORM 990-PF

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

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD L. WERNER 3500 NW CLUBSIDE CIRCLE BOCA RATON, FL 33496	TRUSTEE 2.00	0.	0.	0.
LOIS S. WERNER 3500 NW CLUBSIDE CIRCLE BOCA RATON, FL 33496	TRUSTEE 2.00	0.	0.	0.
ELISE W. FROST 1001 SAXONY DRIVE HIGHLAND PARK, IL 60035	TRUSTEE 2.00	0.	0.	0.
MINDY H. WERNER 399 4TH STREET BROOKLYN, NY 11215	TRUSTEE 2.00	0.	0.	0.
BRUCE D. WERNER 210 NORTHAMPTON LANE LINCOLNSHIRE, IL 60069	TRUSTEE 2.00	0.	0.	0.
DANIEL M. ALTER 399 4TH STREET BROOKLYN, NY 11215	TRUSTEE 2.00	0.	0.	0.
IRA M. FROST 1001 SAXONY DRIVE HIGHLAND PARK, IL 60035	TRUSTEE 2.00	0.	0.	0.
TAMMY H. WERNER 210 NORTHAMPTON LANE LINCOLNSHIRE, IL 60069	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 11

## NAME OF MANAGER

RICHARD L. WERNER  
LOIS S. WERNER