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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

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

▶ **Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**

OMB No 1545-0052

**2013**

**Open to Public Inspection**

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

Name of foundation THE PAUL D WARE FOUNDATION		<b>A Employer identification number</b> 26-0007978
Number and street (or P O box number if mail is not delivered to street address) 3270 INLAND EMPIRE BLVD STE 300	Room/suite	<b>B Telephone number (see instructions)</b>
City or town, state or province, country, and ZIP or foreign postal code ONTARIO, CA 91764		<b>C If exemption application is pending, check here</b> ▶ <input type="checkbox"/>
<b>G Check all that apply</b> <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		<b>D 1. Foreign organizations, check here</b> ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>
<b>H Check type of organization</b> <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		<b>E If private foundation status was terminated under section 507(b)(1)(A), check here</b> ▶ <input type="checkbox"/>
<b>I Fair market value of all assets at end of year (from Part II, col. (c), line 16)</b> ▶ \$ 1,370,110	<b>J Accounting method</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	<b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> ▶ <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	26	26	26	
	<b>4</b> Dividends and interest from securities. . . . .	53,224	53,224	53,224	
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-14,349			
	<b>b</b> Gross sales price for all assets on line 6a 1,495,124				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . .				
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold . . . . .					
<b>c</b> Gross profit or (loss) (attach schedule) . . . . .					
<b>11</b> Other income (attach schedule) . . . . .					
<b>12 Total.</b> Add lines 1 through 11 . . . . .	38,901	53,250	53,250		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule) . . . . .				
	<b>b</b> Accounting fees (attach schedule) . . . . .	6,720	5,040	6,720	
	<b>c</b> Other professional fees (attach schedule) . . . . .				
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions)	1,985	1,489	1,985	
	<b>19</b> Depreciation (attach schedule) and depletion . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
<b>23</b> Other expenses (attach schedule) . . . . .	9,513	9,513	9,513		
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	18,218	16,042	18,218	0	
<b>25</b> Contributions, gifts, grants paid . . . . .	57,810			57,810	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	76,028	16,042	18,218	57,810	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-37,127				
<b>b Net investment income</b> (if negative, enter -0-)		37,208			
<b>c Adjusted net income</b> (if negative, enter -0-)			35,032		

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

<b>Part II Balance Sheets</b>		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .					
	<b>2</b>	Savings and temporary cash investments . . . . .	643,457	196,056	196,056		
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>5</b>	Grants receivable . . . . .					
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>8</b>	Inventories for sale or use . . . . .					
	<b>9</b>	Prepaid expenses and deferred charges . . . . .					
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)					
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .					
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .					
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	<b>12</b>	Investments—mortgage loans . . . . .					
	<b>13</b>	Investments—other (attach schedule) . . . . .	705,861	1,116,737	1,174,054		
	<b>14</b>	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
<b>15</b>	Other assets (describe ▶ _____)						
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,349,318	1,312,793	1,370,110			
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .					
	<b>18</b>	Grants payable . . . . .					
	<b>19</b>	Deferred revenue . . . . .					
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b>	Other liabilities (describe ▶ _____)					
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0				
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/>						
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	<b>24</b>	Unrestricted . . . . .					
	<b>25</b>	Temporarily restricted . . . . .					
	<b>26</b>	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/>						
	<b>and complete lines 27 through 31.</b>						
<b>27</b>	Capital stock, trust principal, or current funds . . . . .	100,000	100,000				
<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund						
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds	1,249,318	1,212,793				
<b>30</b>	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,349,318	1,312,793				
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,349,318	1,312,793				

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	1,349,318
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-37,127
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	602
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,312,793
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	1,312,793

**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</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>			
<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))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	-14,349
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		<b>3</b>	-18,833
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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	56,448	1,349,829	0.04182
2011	67,917	1,435,921	0.04730
2010	59,037	1,413,315	0.04177
2009	69,275	1,322,655	0.05238
2008	79,940	1,502,076	0.05322

<b>2</b> Total of line 1, column (d).	<b>2</b>	0.23649
<b>3</b> 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>3</b>	0.04730
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	<b>4</b>	1,338,117
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	63,289
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	372
<b>7</b> Add lines 5 and 6.	<b>7</b>	63,661
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	57,810

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes categories like Exempt operating foundations, Domestic foundations, Tax under section 511, and Tax due. Total amount owed is 744.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political expenditures, and reporting requirements. Columns for Yes/No.

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

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>STEVEN SPEARS</b> Telephone no <b>(909) 985-7286</b> Located at <b>3270 INLAND EMPIRE BLVD STE 300 ONTARIO CA</b> ZIP +4 <b>91764</b>			
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	<b>15</b>		
<b>16</b>	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 instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.			<b>Yes</b>	<b>No</b>
<b>1a</b>	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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>1b</b>		<b>No</b>
<b>c</b>	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?	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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 <b>20___, 20___, 20___, 20___</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</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 <b>all</b> years listed, answer "No" and attach statement—see instructions).	<b>2b</b>		<b>No</b>
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20___, 20___, 20___, 20___</b>			
<b>3a</b>	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>b</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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> )	<b>3b</b>		<b>No</b>
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p><b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<b>5b</b>	<b>No</b>
<b>6b</b>	<b>6b</b>	<b>No</b>
<b>7b</b>	<b>7b</b>	<b>No</b>

**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
STEVEN H SPEARS 3270 INLAND EMPIRE BLVD ST 300 ONTARIO, CA 91764	Trustee 0 00	0		
JOHN WARE 3270 INLAND EMPIRE BLVD ST 300 ONTARIO, CA 91764	Trustee 0 00	0		

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

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

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

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

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

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

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

**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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See page 24 of the instructions	
<b>3</b>	

**Total.** Add lines 1 through 3 . . . . . ▶

**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>	1,206,667
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	151,827
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	1,358,494
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	1,358,494
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	20,377
<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>	1,338,117
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	66,906

**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>	66,906
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5. . . . .	<b>2a</b>	744
<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>	744
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	66,162
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	66,162
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<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>	66,162

**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>	57,810
<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>	
<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>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<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>	57,810
<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>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	57,810

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				66,162
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .			13,075	
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .				
<b>b</b> From 2009. . . . .				
<b>c</b> From 2010. . . . .				
<b>d</b> From 2011. . . . .				
<b>e</b> From 2012. . . . .				
<b>f</b> Total of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>57,810</u>				
<b>a</b> Applied to 2012, but not more than line 2a			13,075	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2013 distributable amount. . . . .				44,735
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				21,427
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2014.</b> Subtract lines 7 and 8 from line 6a. . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .				
<b>b</b> Excess from 2010. . . . .				
<b>c</b> Excess from 2011. . . . .				
<b>d</b> Excess from 2012. . . . .				
<b>e</b> Excess from 2013. . . . .				

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

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2013</b>	<b>(b) 2012</b>	<b>(c) 2011</b>	<b>(d) 2010</b>	
<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 . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

**(1)** Value of all assets . . . . .

**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .

**c** "Support" alternative test—enter

**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

**(3)** Largest amount of support from an exempt organization

**(4)** Gross investment income

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

**1 Information Regarding Foundation Managers:**

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

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

---

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

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

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**a** The name, address, and telephone number of the person to whom applications should be addressed

---

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

---

**c** Any submission deadlines

---

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

**Part XV** **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>▶ 3a</b> 57,810
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>▶ 3b</b>





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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CRSI FOUNDATION 933 NORTH PLUM GROVE ROAD SCHAUMBERG,IL 60173	N/A	EDUCATION	GRANTS GRADUATE AND UNDERGRADUATE SCHOLARSHIPS FOR ARCHITECTURAL OR ENGINEERING STUDENTS, AND SCHOLARSHIPS OR TRAINING PROGRAMS AT VOCATIONAL/TECHNICAL SCHOOL WHICH OFFER PROGRAMS ESTIMATING OR DETAILING OF REINFORCING STEEL	4,760
AQUINAS HIGH SCHOOL 2772 STERLING AVE SAN BERNARDINO,CA 92404	N/A	EDUCATION	SCHOLARSHIP	5,410
RONALD MCDONALD HOUSE 11365 ANDERSON ST LOMA LINDA,CA 92354	N/A	COMMUNITY	ANNUAL CHARITY GOLF TOURNAMENT - HOME AWAY FROM HOME FOR FAMILIES OF CRITICALLY ILL CHILDREN	18,170
VETERANS OF LOMA LINDA 11201 BENTON LOMA LINDA,CA 92354	N/A	COMMUNITY	VETERAN ASSISTANCE	5,150
SAN ANTONIO HOSPITAL FOUNDATION 999 SAN BERNARDINO ROAD UPLAND,CA 91786	N/A	COMMUNITY	GENERAL ASSISTANCE	50
SCHEU FAMILY YMCA OF UPLAND 1150 E Foothill Blvd UPLAND,CA 91786	N/A	COMMUNITY	GENERAL ASSISTANCE	8,080
LOMA LINDA CHILDREN'S HOSPITAL 11234 ANDERSON STREET LOMA LINDA,CA 92354	N/A	COMMUNITY	GENERAL ASSISTANCE	7,365
NEW CREATION CHURCH 1252 BEAUMONT AVENUE BEAUMONT,CA 92223	N/A	COMMUNITY	AFRICAN MISSION	600
BOY SCOUTS OF AMERICA 1047 W 6TH ST ONTARIO,CA 91762	N/A	PRIVATE	GENERAL SUPPORT	1,000
UNITED STATES OLYMPIC COMMITTEE 27 SOUTH TEJON COLORADO SPRINGS,CO 80903	N/A	PUBLIC	GENERAL SUPPORT	120
COALITION TO SALUTE AMERICA'S HEROS 552 FORT EVANS ROAD SUITE 300 LEESBURG,VA 20176		PUBLIC	GENERAL SUPPORT	120
INLAND EMPIRE LIGHTHOUSE FOR THE BL 359 E PARKCENTER CIRCLE SOUTH SAN BERNARDINO,CA 92408		COMMUNITY	GENERAL SUPPORT	400
JUST CRUZIN LIFE FOUNDATION 6240 BOX SPRINGS BLVD STE B RIVERSIDE,CA 92507		PUBLIC	GENERAL SUPPORT	1,120
UPLAND FOOTHILL KIWANIS PO BOX 1955 UPLAND,CA 91785		COMMUNITY	GENERAL SUPPORT	200
NATIONAL RELIGIOUS RETIREMENT OFFIC 3211 4TH ST NE WASHINGTON,DC 20017		PUBLIC	GENERAL SUPPORT	500
<b>Total . . . . .</b>				57,810

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET NW ATLANTA, GA 30303		PUBLIC	GENERAL SUPPORT	800
DIOCESE OF SAN BERNARDINO 1201 E HIGHLAND AVE SAN BERNARDINO, CA 92404		COMMUNITY	GENERAL SUPPORT	250
CHILD DEVELOPMENT CENTER AT FAIRPLE 1101 W MCKINLEY AVE POMONA, CA 91768		COMMUNITY	GENERAL SUPPORT	3,715
<b>Total . . . . .</b>				<b>57,810</b>

**3a**

## TY 2013 Accounting Fees Schedule

**Name:** THE PAUL D WARE FOUNDATION

**EIN:** 26-0007978

**Software ID:** 13000170

**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,720	5,040	6,720	0

**TY 2013 Investments - Other Schedule****Name:** THE PAUL D WARE FOUNDATION**EIN:** 26-0007978**Software ID:** 13000170**Software Version:** 2013v3.1

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
LOOMIS SAYLE BOND	AT COST	141,053	140,976
HUSSMAN STRATEGIC GROWTH	AT COST	22,080	16,567
LEUTHOLD ASSET ALLOCATION FD	AT COST	10,689	12,531
HUSSMAN STRATEGIC TOTAL RETURN	AT COST		
PIMCO GNMA INSTL	AT COST	29,563	29,531
BROWN CAPITAL MGMT SMALL CO	AT COST	19,144	31,331
ISHARES TR US REAL ESTATE	AT COST		
PIMCO COMMODITY REALRETURN	AT COST	31,536	26,114
HARBOR INTERNATIONAL FUND	AT COST	102,195	98,096
COLUMBIA ACORN FUND	AT COST	19,770	22,085
SHORT SMALL CAP PRO FUND INVESTOR	AT COST		
PRUDENTIAL HIGH YIELD	AT COST	53,991	54,275
VAN ECK INTL INVESTORS GOLD	AT COST		
YACKTMAN FOCUSED	AT COST		
ALGER SPECTRA FUND CLASS I	AT COST		
PIMCO TOTAL RETURN ADMINISTRATIVE SHS	AT COST		
PIMCO ALL ASSETS ALL AUTHORITY CL D	AT COST	20,231	18,485
MAINSTAY MARKETFIELD FUND CLASS I	AT COST	19,679	22,533
HENNESSY FOCUS FUND INVESTOR CLASS	AT COST	25,303	30,501
SOUTHERNSUN SMALL-CAP INVESTOR	AT COST	25,967	31,661
INVESCO GLOBAL REAL ESTATE INCOME FUND	AT COST	26,013	24,372
AMERICAN CENTURY DIVERSIFIED BOND	AT COST	12,802	12,156
AMERICAN CENTURY INFLATION-ADJUSTED	AT COST	38,781	34,147
AMERICAN CENTURY SMALL CAP GROWTH	AT COST	17,993	24,363
CALAMOS INTERNATIONAL	AT COST	18,497	20,620
FIDELITY ADVISOR MID CAP II FUND	AT COST	17,370	19,829
FIDELITY ADVISOR NEW INSIGHTS FUND CLASS	AT COST	70,710	79,113
MFS INTERNATIONAL GROWTH FUND CLASS I	AT COST	21,641	23,895
MFS VALUE FUND CLASS I	AT COST	82,116	102,866
RUSSELL EMERGING MARKETS FUND CL S	AT COST	38,593	36,216

<b>Category / Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
TEMPLETON GLOBAL BOND FUND CLASS A	AT COST	32,242	31,551
PERKINS MID CAP VALUE FUND	AT COST	24,389	25,731
THE OAKMARK INTERNATIONAL FUND	AT COST	21,890	26,474
FRANKLIN HIGH INCOME FUND CLASS A	AT COST	19,615	19,655
JPMORGAN HIGH YIELD BOND FUND	AT COST	45,706	44,800
HOTCHKIS & WILEY MID CAP VALUE	AT COST	27,850	29,180
SIERRA CORE RETIREMENT CL	AT COST	41,486	39,627
TOUCHSTONE SANDS CAP SEL GROWTH	AT COST	25,326	31,768
MID CAP GROWTH PROFUND INVESTOR	AT COST	12,516	13,005

## TY 2013 Other Expenses Schedule

**Name:** THE PAUL D WARE FOUNDATION

**EIN:** 26-0007978

**Software ID:** 13000170

**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	9,443	9,443	9,443	
LICENSES & PERMITS	70	70	70	

## TY 2013 Other Increases Schedule

**Name:** THE PAUL D WARE FOUNDATION

**EIN:** 26-0007978

**Software ID:** 13000170

**Software Version:** 2013v3.1

Description	Amount
TAX EXEMPT INTEREST	2

# TY 2013 Taxes Schedule

**Name:** THE PAUL D WARE FOUNDATION

**EIN:** 26-0007978

**Software ID:** 13000170

**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	1,975	1,481	1,975	
STATE FILING FEE	10	8	10	

**THE PAUL D. WARE FAMILY FOUNDATION**

**12/31/2013**

**Schedule D Attachment - Fidelity Investments**

Shares	Stock	Date Acquired	Date Sold	Proceeds	Cost	Gain (Loss)	
38 624	ALGER SPECTRA FUND CLASS I	12/18/12	1/9/13	548 84	537 27	11 57	ST
6,056 008	BEAR PRO FUND INVESTORS SHARES	Various	Various	75,694 20	79,499 16	(3,804 96)	ST
	WASH SALE DISALLOWED LOSS				(1,058 03)	1,058 03	ST
131 791	HENNESSY FOCUS FUND INVESTOR CLASS	10/2/12	Various	7,796 01	6,734 86	1,061 15	ST
178 616	HUSSMAN STRATEGIC TOTAL RETURN	6/26/13	Various	1,966 16	2,168 81	(202 65)	ST
1,971 061	LOOMIS SAYLES BOND INSTL	Various	Various	29,145 99	28,730 63	415 36	ST
3,818 097	LOOMIS SAYLES LMTD TERM GOV'T & AGNY	Various	10/14/13	44,683 92	44,793 97	(110 05)	ST
140 126	MAINSTAY MARKETFIELD FUND CLASS I	9/25/12	Various	2,434 72	2,216 71	218 01	ST
2,730 501	MID CAP GROWTH PRO FUND INVESTOR	Various	Various	164,766 43	163,174 03	1,592 40	ST
510 450	MID CAP VALUE PRO FUND INVESTOR	6/6/13	6/10/13	28,865 95	28,574 98	290 97	ST
132 087	PIMCO GNMA INSTL	Various	6/10/13	1,488 64	1,547 48	(58 84)	ST
14,519 392	PIMCO SHORT TERM INSTITUTIONAL	Various	Various	142,757 11	143,195 04	(437 93)	ST
	WASH SALE DISALLOWED LOSS				(249 59)	249 59	ST
378 452	PIMCO TOTAL RETURN ADMINSTRATIVE SHS	Various	8/16/13	4,034 32	4,371 18	(336 86)	ST
3,683 709	PIMCO TOTAL RETURN INSTL	Various	6/20/13	39,721 22	40,915 15	(1,193 93)	ST
22,401 564	PRUDENTIAL HIGH YIELD CLASS Z	Various	Various	128,693 66	125,528 72	3,164 94	ST
	WASH SALE DISALLOWED LOSS				(65 02)	65 02	ST
39,590 498	SHORT SMALL CAP PRO FUND INVESTOR	Various	Various	221,954 40	239,587 14	(17,632 74)	ST
	WASH SALE DISALLOWED LOSS				(9,434 34)	9,434 34	ST
179 540	SIERRA CORE RETIREMENT CL A1	5/20/13	9/5/13	4,161 73	4,273 20	(111 47)	ST
765 478	SMALL CAP GROWTH PRO FUND INVESTOR	Various	12/9/13	51,654 46	51,113 23	541 23	ST
2,908 251	SMALL CAP VALUE PRO FUND INVESTOR	Various	Various	159,195 49	160,717 70	(1,522 21)	ST
	WASH SALE DISALLOWED LOSS				(2,517 74)	2,517 74	ST
328 787	TOUCHSTONE SANDS CAP SEL GROWTH	1/9/13	Various	4,812 67	4,290 32	522 35	ST
2,992 955	VAN ECK INTERNATIONAL INVESTORS GOLD	Various	Various	31,407 47	46,852 01	(15,444 54)	ST
	WASH SALE DISALLOWED LOSS				(751 86)	751 86	ST
136 786	YACKTMAN FOCUSED SERVICE CLASS	Various	10/1/13	3,349 88	3,220 54	129 34	ST
	<b>Total Short Term</b>			<b>1,149,133 27</b>	<b>1,167,965 55</b>	<b>(18,832 28)</b>	
1,303 110	ALGER SPECTRA FUND CLASS I	Various	1/9/13	18,517 20	14,700 18	3,817 02	LT
115 294	BROWN CAPITAL MGT SMALL COMPANY INV	8/28/09	Various	7,127 86	3,718 47	3,409 39	LT
4,075 165	HUSSMAN STRATEGIC GROWTH	1/24/07	9/5/13	41,651 87	54,356 31	(12,704 44)	LT
4,074 673	HUSSMAN STRATEGIC TOTAL RETURN	3/30/12	6/26/13	45,511 47	48,073 41	(2,561 94)	LT
283 000	ISHARES TR DOW JONES U S REAL ESTATE IND	Various	Various	17,991 55	16,316 63	1,674 92	LT
1,037 296	LEUTHOLD ASSET ALLOCATION FD	Various	Various	10,831 62	9,049 09	1,782 53	LT
5,152 382	LOOMIS SAYLES BOND INSTL	Various	Various	77,008 27	71,370 25	5,638 02	LT
	WASH SALE DISALLOWED LOSS				(10 82)	10 82	LT
4,967 306	PIMCO ALL ASSET ALL AUTHORITY CL D	Various	Various	50,297 44	52,109 11	(1,811 67)	LT
	WASH SALE DISALLOWED LOSS				(20 60)	20 60	LT
2,420 402	PIMCO GNMA INSTL	Various	6/10/13	27,277 44	27,267 45	9 99	LT
1,087 552	PIMCO TOTAL RETURN ADMINISTRATIVE SHS	Various	8/16/13	11,806 48	12,193 70	(387 22)	LT
997 472	PRUDENTIAL HIGH YIELD CLASS Z	Various	8/16/13	5,622 70	5,693 34	(70 64)	LT
	WASH SALE DISALLOWED LOSS				(70 64)	70 64	LT
197 092	SOUTHERNSUN SMALL-CAP INVESTOR	4/2/12	Various	5,249 73	4,417 00	832 73	LT
576 262	VAN ECK INTERNATIONAL INVESTORS	Various	Various	5,538 56	8,537 72	(2,999 16)	LT
	WASH SALE DISALLOWED LOSS				(843 69)	843 69	LT
882 158	YACKTMAN FOCUSED SERVICE CLASS	6/27/12	10/1/13	21,559 12	14,650 82	6,908 30	LT
	<b>Total Long Term</b>			<b>345,991 31</b>	<b>341,507 73</b>	<b>4,483 58</b>	
				<b>1,495,124 58</b>	<b>1,509,473 28</b>	<b>(14,348 70)</b>	