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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
THE ELSA & PETER SODERBERG CHARITABLE FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P O BOX 1501, NJ2-130-03-31

City or town | State | ZIP code
PENNINGTON | NJ | 08534-1501

Foreign country name | Foreign province/state/county | Foreign postal code

A Employer identification number
27-4360163

B Telephone number (see instructions)
609-274-6834

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 6,107,554

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	1,962,267			
	2	Check ▶☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	92,328	92,328		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,599,776			
	b	Gross sales price for all assets on line 6a 3,303,939				
	7	Capital gain net income (from Part IV, line 2)		1,599,776		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	3,654,371	1,692,104	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,500			2,500
	c	Other professional fees (attach schedule)	20,022	12,013		8,009
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	15,579	1,242		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,475	700		775
	24	**Total operating and administrative expenses.** Add lines 13 through 23	39,576	13,955	0	11,284
	25	Contributions, gifts, grants paid	82,618			82,618
	26	**Total expenses and disbursements.** Add lines 24 and 25	122,194	13,955	0	93,902
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	3,532,177			
	b	**Net investment income** (if negative, enter -0-)		1,678,149		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	4,780	954,307	954,307
	2	Savings and temporary cash investments	9,776		
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	103,996	478,127	450,606
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,288,643	4,194,244	4,702,646
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,407,195	5,626,678	6,107,559
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,407,195	5,626,678	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	2,407,195	5,626,678	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,407,195	5,626,678	

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	2,407,195
2	Enter amount from Part I, line 27a	2	3,532,177
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	60,392
4	Add lines 1, 2, and 3	4	5,999,764
5	Decreases not included in line 2 (itemize) ▶ EXCESS FMV OVER COST OF ASSETS CONTRIBUTEI	5	373,086
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,626,678

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	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				0
b				0
c				0
d				0
e				0

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	1,599,776
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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	210,019	2,363,367	0 088864
2011	8,225	1,980,739	0 004152
2010	0	1,973,881	0 000000
2009			0 000000
2008			0 000000

2	**Total** of line 1, column (d)	2	0 093016
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 031005
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,016,463
5	Multiply line 4 by line 3	5	124,530
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	16,781
7	Add lines 5 and 6	7	141,311
8	Enter qualifying distributions from Part XII, line 4	8	93,902

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	33,563
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	33,563
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	33,563
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	13,946		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	20,568		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	34,514
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	951
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶		**Refunded** ▶	11	951

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶$ ______________ **(2)** On foundation managers ▶$ ______________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶$ ______________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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	N/A	
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) ▶ FL			
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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6834

Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

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 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** 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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETER H SODERBERG 255 WHISKEY ROW BOCA GRANDE, FL 33921	PRESIDENT, TREA 1 00	0		
ELSA A SODERBERG 255 WHISKEY ROW BOCA GRANDE, FL 33921	VICE PRESIDENT, 1 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 ▶ 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 (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
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,873,383
b	Average of monthly cash balances	1b	204,244
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,077,627
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,077,627
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	61,164
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,016,463
6	**Minimum investment return.** Enter 5% of line 5	6	200,823

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	200,823
2a	Tax on investment income for 2013 from Part VI, line 5	2a	33,563		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	33,563
3	Distributable amount before adjustments Subtract line 2c from line 1			3	167,260
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	167,260
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	167,260

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	93,902
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
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	93,902
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	93,902

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7				167,260
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			0	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2013				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012 46,415				
f	**Total** of lines 3a through e	46,415			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 93,902				
a	Applied to 2012, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2013 distributable amount				93,902
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a))*	46,415			46,415
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				26,943
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012				
e	Excess from 2013				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

PETER H SODERBERG ELSA A SODERBERG

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

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
a *Paid during the year*				
See Attached Statement				
Total			▶ **3a**	82,618
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue·					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	92,328	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,599,776	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		1,692,104	0

13 Total. Add line 12, columns (b), (d), and (e) **13** 1,692,104

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

			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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

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] 8/9/14 ▶ PRESIDENT

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN	[signature]	8/4/2014		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047
2013

Name of the organization	Employer identification number
THE ELSA & PETER SODERBERG CHARITABLE FOUNDATION INC	27-4360163

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . ▶ $ ____________________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
THE ELSA & PETER SODERBERG CHARITABLE FOUNDATION INC	27-4360163

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PETER AND ELSA SODERBERG PO BOX 1287 BOCA GRANDE FL 33921 Foreign State or Province Foreign Country	$ 501,127	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	PETER AND ELSA SODERBERG PO BOX 1287 BOCA GRANDE FL 33921 Foreign State or Province Foreign Country	$ 349,989	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
3	PETER AND ELSA SODERBERG PO BOX 1287 BOCA GRANDE FL 33921 Foreign State or Province Foreign Country	$ 1,111,151	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE ELSA & PETER SODERBERG CHARITABLE FOUNDATION INC	27-4360163

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	12150 SHARES HILL ROM HLDGS INC CUSIP 431475102	$ 501,127	11/14/2013
2	8553 SHARES HILL ROM HLDGS INC CUSIP 431475102	$ 349,989	12/24/2013
3	10900 SHARES HILL ROM HLDGS INC CUSIP 431475102	$ 451,151	12/31/2013
		$	
		$	
		$	

Name of organization	Employer identification number
THE ELSA & PETER SODERBERG CHARITABLE FOUNDATION INC	27-4360163

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ 0
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	City	State	Zip Code	Foreign Country	Street	Relationship	Foundation Status	Purpose of grant/contribution	Amount
CHURCH OF SKANEATELES	SKANEATELES	NY	13152		97 E GENESEE ST	NONE	PC	GENERAL OPERATING	10,000
SKANEATELES EDUCATION FOUNDATION	SKANEATELES	NY	13152		P O BOX 16	NONE	PC	GENERAL OPERATING	40,000
THE TAU BETA PI ASSOCIATION INC	KNOXVILLE	TN	37901-2697		P O BOX 2697	NONE	PC	GENERAL OPERATING	2,200
CAMP ARCADIA SCHOLARSHIP FOUNDATION	CASCO	ME	04015		P O BOX 158	NONE	PC	GENERAL OPERATING	5,000
WASHINGTON & LEE UNIVERSITY	LEXINGTON	VA	24450		204 W WASHINGTON STREET	NONE	PC	GENERAL OPERATING	10,000
GOUCHER COLLEGE	BALTIMORE	MD	21204		1021 DULANEY VALLEY RD	NONE	PC	GENERAL OPERATING	6,818

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
BOCA GRANDE UNITED METHODIST CHURCH				
Street				
P O BOX 524				
City	**State**	**Zip Code**	**Foreign Country**	
BOCA GRANDE	FL	33921		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				8,600

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

8/4/2014 1 26 17 PM - FXT - FLP - THE ELSA & PETER SODERBERG CHARITABL

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	77,384	Capital Gains/Losses	3,303,939	1,704,163	1,599,776
Short Term CG Distributions		Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	BLACKROCK INFLATION	091937748			3/1/2012		1/2/2013	12	12				0	0
2	X	BLACKROCK INFLATION	091937748			3/1/2012		1/2/2013	35,645	35,140				0	505
3	X	CALAMOS GLOBAL EQUITY	128119450			12/20/2012		1/2/2013	236	240				0	-4
4	X	CALAMOS GLOBAL EQUITY	128119450			5/2/2012		1/2/2013	74,436	72,503				0	1,933
5	X	CALAMOS GLOBAL EQUITY	128119450			12/20/2012		1/2/2013	8	9				0	-1
6	X	UAM FPA CRESCENT PORT	30254T759			5/16/2011		2/25/2013	64,979	62,870				0	2,109
7	X	UAM FPA CRESCENT PORT	30254T759			1/2/2013		2/25/2013	21	20				0	1
8	X	HILL ROM HLDGS	431475102			10/3/2011		11/14/2013	250,370	180,731				0	69,639
9	X	HILL ROM HLDGS	431475102			10/3/2011		11/18/2013	121,073	86,275				0	34,798
10	X	HILL ROM HLDGS	431475102			10/3/2011		11/18/2013	126,161	90,440				0	35,721
11	X	HILL ROM HLDGS	431475102			10/3/2011		11/20/2013	5,636	4,016				0	1,620
12	X	HILL ROM HLDGS	431475102			10/3/2011		12/26/2013	351,262	254,452				0	96,810
13	X	IVY ASSET STRATEGY	466001864			1/2/2013		2/25/2013	6	6				0	0
14	X	IVY ASSET STRATEGY	466001864			1/11/2011		2/25/2013	64,994	61,518				0	3,476
15	X	JOHNSON AND JOHNSON CO	478160104			2/3/1986		1/2/2013	609,520	42,519				0	567,001
16	X	JOHNSON AND JOHNSON CO	478160104			2/3/1986		1/2/2013	22,512	1,570				0	20,942
17	X	JOHNSON AND JOHNSON CO	478160104			2/3/1986		1/2/2013	505,049	38,034				0	467,015
18	X	JOHNSON AND JOHNSON CO	478160104			12/2/1991		1/2/2013	13,789	12				0	13,777
19	X	JOHNSON AND JOHNSON CO	478160104			2/3/1986		1/2/2013	25,045	1,886				0	23,159
20	X	MFS UTILITIES FD CL I	552986879			3/1/2012		1/2/2013	9	8				0	1
21	X	MFS UTILITIES FD CL I	552986879			3/1/2012		1/2/2013	99,940	93,732				0	6,208
22	X	MAINSTAY MARKETFIELD	56064B852			1/2/2013		2/25/2013	9	8				0	1
23	X	MAINSTAY MARKETFIELD	56064B852			1/11/2011		2/25/2013	64,991	54,959				0	10,032
24	X	PATTERSON COS INC	703395103			1/3/1994		1/2/2013	113,940	11,702				0	102,238
25	X	PATTERSON COS INC	703395103			7/31/2008		1/2/2013	449	410				0	39
26	X	PATTERSON COS INC	703395103			8/31/2006		1/2/2013	691	621				0	70
27	X	PIMCO ALL ASSET ALL	72201M438			9/19/2013		10/1/2013	8	8				0	0
28	X	PIMCO ALL ASSET ALL	72201M438			3/21/2013		10/1/2013	10	11				0	-1
29	X	PIMCO ALL ASSET ALL	72201M438			3/21/2013		10/1/2013	1,460	1,552				0	-92
30	X	PIMCO ALL ASSET ALL	72201M438			1/2/2013		10/1/2013	176,611	190,320				0	13,709
31	X	PIMCO ALL ASSET ALL	72201M438			6/20/2013		10/1/2013	1,378	1,371				0	7
32	X	PIMCO COMMODITY REAL	72201M842			3/1/2012		1/2/2013	0	1				0	-1
33	X	PIMCO COMMODITY REAL	72201M842			3/1/2012		1/2/2013	77,260	82,023				0	-4,763
34	X	PIMCO GLOBAL MULTI	72201P605			1/11/2011		1/2/2013	8	8				0	0
35	X	PIMCO GLOBAL MULTI	72201P605			1/11/2011		1/2/2013	118,500	118,500				0	0
36	X	PRUDENTIAL JENNISON	74441K503			3/1/2012		1/2/2013	4	4				0	0
37	X	PRUDENTIAL JENNISON	74441K503			3/1/2012		1/2/2013	30,691	35,148				0	-4,457
38	X	SPDR GOLD TRUST	78463V107			1/15/2009		1/2/2013	53,254	26,105				0	27,149
39	X	SPDR GOLD TRUST	78463V107			1/15/2009		1/2/2013	81,678	40,038				0	41,640
40	X	SPDR GOLD TRUST	78463V107			3/12/2009		1/7/2013	8	4				0	4
41	X	SPDR GOLD TRUST	78463V107			5/10/2013		5/10/2013	65	0				0	65
42	X	SPDR GOLD TRUST	78463V107			6/17/2013		8/17/2013	57	0				0	57
43	X	SPDR GOLD TRUST	78463V107			7/10/2013		7/10/2013	56	0				0	56
44	X	SPDR GOLD TRUST	78463V107			8/15/2013		8/15/2013	52	0				0	52
45	X	SPDR GOLD TRUST	78463V107			9/19/2013		8/19/2013	55	0				0	55
46	X	SPDR GOLD TRUST	78463V107			10/14/2013		10/14/2013	57	0				0	57
47	X	SPDR GOLD TRUST	78463V107			11/13/2013		11/13/2013	51	0				0	51
48	X	SPDR GOLD TRUST	78463V107			12/17/2013		12/17/2013	56	0				0	56
49	X	STARBUCKS CORP	855244109			7/1/1999		1/2/2013	32,904	7				0	32,897
50	X	TOCQUEVILLE GOLD FUND	888894862			3/1/2012		1/2/2013	41	50				0	-9
51	X	TOCQUEVILLE GOLD FUND	888894862			3/1/2012		1/2/2013	28,640	35,098				0	-6,458
52	X	VANGUARD MSCI EMERGING	922042858			9/30/2013		10/1/2013	41	41				0	0
53	X	VANGUARD MSCI EMERGING	922042858			9/30/2013		10/1/2013	570	562				0	8
54	X	VANGUARD MSCI EMERGING	922042858			1/2/2013		10/1/2013	37,778	41,992				0	-4,214
55	X	VANGUARD MSCI EMERGING	922042858			7/1/2013		10/1/2013	896	862				0	34
56	X	VANGUARD MSCI EMERGING	922042858			4/1/2013		10/1/2013	81	86				0	-5
57	X	VANGUARD MSCI EMERGING	922042858			3/1/2012		10/1/2013	31,753	35,137				0	-3,384
58	X	VANGUARD MSCI EMERGING	922042858			3/1/2012		10/1/2013	41	45				0	-4
59	X	PIMCO ALL ASSET ALL	72201M438			9/19/2013		10/1/2013	10	10				0	0
60	X	PIMCO ALL ASSET ALL	72201M438			9/19/2013		10/1/2013	1,440	1,445				0	-5
61	X	VANGUARD MSCI EMERGING	922042858			9/30/2013		10/21/2013	16	15				0	1
62	X	SPDR GOLD TRUST	78463V107			1/15/2009		1/7/2013	17	9				0	8
63	X	SPDR GOLD TRUST	78463V107			1/15/2009		1/7/2013	26	13				0	13
64	X	SPDR GOLD TRUST	78463V107			1/15/2009		1/7/2013	9	5				0	4
65	X	SPDR GOLD TRUST	78463V107			1/11/2011		1/7/2013	1	0				0	1
66	X	SPDR GOLD TRUST	78463V107			2/21/2013		2/21/2013	64	0				0	64
67	X	SPDR GOLD TRUST	78463V107			3/12/2013		3/12/2013	62	0				0	62
68	X	SPDR GOLD TRUST	78463V107			4/9/2013		4/9/2013	63	0				0	63

Part I, Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		2,500	0	0	2,500
	Description				
1	TAX PREP FEES	2,500			2,500

Part I, Line 16c (990-PF) - Other Professional Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		20,022	12,013	0	8,009
	Description				
1	MERRILL LYNCH AGENT FEES	20,022	12,013		8,009

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		15,579	1,242	0	0
1	FOREIGN TAX WITHHELD	1,242	1,242		
2	PY EXCISE TAX DUE	391			
3	ESTIMATED EXCISE PAYMENTS	13,946			

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		1,475	700	0	775
1	INVESTMENT FEES	700	700		
2	OTHER MISC FEES	775			775

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			103,996	478,127	0	450,606
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1						
2	HILL ROM HLDGS	0		0		450,606
3	HILL ROM HLDGS	0		313,266		0
4	JOHNSON & JOHNSON COM	16,715		0		0
5	PATTERSON COS INC	3,333		0		0
6	SPDR GOLD TRUST	2,001		164,861		0
7	STARBUCKS CORP COM	600		0		0

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			2,288,643	4,194,244	4,702,646
1				0	
2	CULLEN INTERNATIONAL		0	0	253,929
3	EATON VANCE FLOATING		0	0	18,479
4	UAM FPA CRESCENT PORT		0	0	194,051
5	FIDELITY ADVISOR NEW		0	0	288,304
6	FIRST EAGLE		0	0	264,168
7	FIRST EAGLE US		0	0	171,737
8	IVY ASSET STRATEGY		0	0	201,159
9	LOOMIS SAYLES STRATEGIC		0	0	248,864
10	MAINSTAY HIGH YIELD		0	0	176,501
11	MAINSTAY MARKETFIELD		0	0	192,651
12	METROPOLITAN WEST FDS TOTAL RETU		0	0	186,997
13			0	0	-68,907
14	NEUBERGER BERMAN		0	0	104,651
15	NUVEEN SANTA BARBARA		0	0	253,856
16	OPPENHEIMER DEVELOPING		0	0	15,805
17	POWERSHRS EXCG TRDED FD		0	0	130,532
18	POWERSHARES EXCHANGE		0	0	175,040
19	PRUDENTIAL JENNISON		0	0	290,962
20	RS GLOBAL NATURAL		0	0	90,433
21	SPDR GOLD TRUST		0	0	165,239
22	TEMPLETON GLOBAL BD FD ADVISOR CL		0	0	170,839
23	TEMPLETON GLOBAL TOTAL		0	0	18,516
24	TETON WESTWOOD MIGHTY		0	0	129,215
25	VANGUARD HIGH DVD YIELD		0	0	283,025
26	VANGUARD FTSE ALL WORLD		0	0	197,324
27	WASATCH EMERGING MARKETS		0	0	85,432
28	DOUBLELINE TOTAL RETURN		0	0	185,011
29	INVESCO EUROPEAN SMALL		0	0	80,867
30	COHEN & STEERS GLOBAL		0	0	197,966
31	INVESCO EUROPEAN SMALL		0	78,836	0
32	BLACKROCK INFLATION		35,152	0	0
33	CALAMOS GLOBAL EQUITY		72,752	0	0
34	COHEN & STEERS GLOBAL		35,152	195,822	0
35	CULLEN INTERNATIONAL		0	231,151	0
36	DOUBLELINE TOTAL RETURN		117,176	191,321	0
37	EATON VANCE FLOATING		0	18,462	0
38	UAM FPA CRESCENT PORT		117,467	174,513	0
39	FIDELITY ADVISOR NEW		0	263,244	0
40	FIRST EAGLE		111,386	240,489	0
41	FIRST EAGLE US		0	157,618	0
42	IVY ASSET STRATEGY		114,846	170,138	0
43	LOOMIS SAYLES STRATEGIC		117,175	236,203	0
44	MFS UTILITIES FD CL I		93,740	0	0
45	MAINSTAY HIGH YIELD		117,176	175,462	0
46	MAINSTAY MARKETFIELD		111,192	163,053	0

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			2,288,643	4,194,244	4,702,646
47	METROPOLITAN WEST FDS TOTAL RETU		115,513	186,453	0
48	NEUBERGER BERMAN		35,515	85,323	0
49	NUVEEN SANTA BARBARA		0	215,234	0
50	OPPENHEIMER DEVELOPING		0	15,612	0
51	PIMCO COMMODITY REAL		82,024	0	0
52	PIMCO GLOBAL MULTI		118,508	0	0
53	POWERSHRS EXCG TRDED FD		0	121,602	0
54	PRUDENTIAL JENNISON		135,753	243,798	0
55	RS GLOBAL NATURAL		0	94,674	0
56	TEMPLETON GLOBAL BD FD ADVISOR CL		117,176	173,699	0
57	TEMPLETON GLOBAL TOTAL		0	18,462	0
58	TETON WESTWOOD MIGHTY		29,791	103,613	0
59	TOCQUEVILLE TR GOLFDFD		35,148	0	0
60	VANGUARD HIGH DVD YIELD		93,836	230,996	0
61	VANGUARD FTSE ALL WORLD		35,143	181,450	0
62	VANGUARD INTL EQTY INDX		35,135	0	0
63	WASATCH EMERGING MARKETS		81,442	83,284	0
64	POWERSHARES EXCHANGE		93,725	143,732	0
65	PRUDENTIAL JENNISON		35,153	0	0

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	PY LATE POSTING MUTUAL FUNDS	1	207
2	COST BASIS ADJUSTMENT	2	60,185
3	Total	3	60,392

Line 5 - Decreases not included in Part III, Line 2

1	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	1	373,086
2	Total	2	373,086

8/4/2014 1 26 17 PM - FXT - FLP - THE ELSA & PETER SODERBERG CHARITABL

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	77,384
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						3,226,555	0	0	1,704,163	1,522,392	0	0	0	1,522,392
1	BLACKROCK INFLATION	091937748		3/1/2012	1/2/2013	12		0	12	0	0	0	0	0
2	BLACKROCK INFLATION	091937748		3/1/2012	1/2/2013	35,645		0	35 140	505	0	0	0	505
3	CALAMOS GLOBAL EQUITY	128119450		12/20/2012	1/2/2013	236		0	240	-4	0	0	0	-4
4	CALAMOS GLOBAL EQUITY	128119450		5/2/2012	1/2/2013	74,436		0	72 503	1 933	0	0	0	1,933
5	CALAMOS GLOBAL EQUITY	128119450		12/20/2012	1/2/2013	8		0	9	1	0	0	0	1
6	UAM FPA CRESCENT PORT	30254T759		5/16/2011	2/25/2013	64 979		0	62 870	2 109	0	0	0	2,109
7	UAM FPA CRESCENT PORT	30254T759		1/2/2013	2/25/2013	21		0	20	1	0	0	0	1
8	HILL ROM HLDGS	431475102		10/3/2011	11/14/2013	250 370		0	180 731	69 639	0	0	0	69,639
9	HILL ROM HLDGS	431475102		10/3/2011	11/18/2013	121,073		0	86,275	34,798	0	0	0	34,798
10	HILL ROM HLDGS	431475102		10/3/2011	11/18/2013	126,161		0	90 440	35 721	0	0	0	35,721
11	HILL ROM HLDGS	431475102		10/3/2011	11/20/2013	5 636		0	4 016	1 620	0	0	0	1,620
12	HILL ROM HLDGS	431475102		10/3/2011	12/26/2013	351,262		0	254,452	96,810	0	0	0	96,810
13	IVY ASSET STRATEGY	466001864		1/2/2013	2/25/2013	6		0	6	0	0	0	0	0
14	IVY ASSET STRATEGY	466001864		1/11/2011	2/25/2013	64,994		0	61,518	3,476	0	0	0	3,476
15	JOHNSON AND JOHNSON COM	478160104		2/3/1986	1/2/2013	609 520		0	42 519	567 001	0	0	0	567,001
16	JOHNSON AND JOHNSON COM	478160104		2/3/1986	1/2/2013	22 512		0	1,570	20,942	0	0	0	20 942
17	JOHNSON AND JOHNSON COM	478160104		2/3/1986	1/2/2013	505,049		0	38,034	467 015	0	0	0	467,015
18	JOHNSON AND JOHNSON COM	478160104		12/2/1991	1/2/2013	13 789		0	12	13 777	0	0	0	13,777
19	JOHNSON AND JOHNSON COM	478160104		2/3/1986	1/2/2013	25,045		0	1 886	23 159	0	0	0	23,159
20	MFS UTILITIES FD CL I	552986879		3/1/2012	1/2/2013	9		0	8	1	0	0	0	1
21	MFS UTILITIES FD CL I	552986879		3/1/2012	1/2/2013	99,940		0	93,732	6,208	0	0	0	6 208
22	MAINSTAY MARKETFIELD	56064B852		1/2/2013	2/25/2013	9		0	8	1	0	0	0	1
23	MAINSTAY MARKETFIELD	56064B852		1/11/2011	2/25/2013	64,991		0	54,959	10 032	0	0	0	10,032
24	PATTERSON COS INC	703395103		1/3/1994	1/2/2013	113,940		0	11,702	102,238	0	0	0	102 238
25	PATTERSON COS INC	703395103		7/31/2008	1/2/2013	449		0	410	39	0	0	0	39
26	PATTERSON COS INC	703395103		8/31/2006	1/2/2013	691		0	621	70	0	0	0	70
27	PIMCO ALL ASSET ALL	72201M438		9/19/2013	10/1/2013	8		0	8	0	0	0	0	0
28	PIMCO ALL ASSET ALL	72201M438		3/21/2013	10/1/2013	10		0	11	1	0	0	0	-1
29	PIMCO ALL ASSET ALL	72201M438		3/21/2013	10/1/2013	1,460		0	1,552	92	0	0	0	92
30	PIMCO ALL ASSET ALL	72201M438		1/2/2013	10/1/2013	176,611		0	190,320	-13 709	0	0	0	13,709
31	PIMCO ALL ASSET ALL	72201M438		6/20/2013	10/1/2013	1,378		0	1,371	7	0	0	0	7
32	PIMCO COMMODITY REAL	72201M842		3/1/2012	1/2/2013	0		0	1	1	0	0	0	1
33	PIMCO COMMODITY REAL	72201M842		3/1/2012	1/2/2013	77,260		0	82,023	-4 763	0	0	0	-4,763
34	PIMCO GLOBAL MULTI	72201P605		1/11/2011	1/2/2013	8		0	8	0	0	0	0	0
35	PIMCO GLOBAL MULTI	72201P605		1/11/2011	1/2/2013	118,500		0	118,500	0	0	0	0	0
36	PRUDENTIAL JENNISON	74441K503		3/1/2012	1/2/2013	4		0	4	0	0	0	0	0
37	PRUDENTIAL JENNISON	74441K503		3/1/2012	1/2/2013	30 691		0	35 148	-4 457	0	0	0	-4,457
38	SPDR GOLD TRUST	78463V107		1/15/2009	1/2/2013	53,254		0	26,105	27,149	0	0	0	27,149
39	SPDR GOLD TRUST	78463V107		1/15/2009	1/2/2013	81,678		0	40,038	41,640	0	0	0	41,640
40	SPDR GOLD TRUST	78463V107		3/12/2009	1/7/2013	8		0	4	4	0	0	0	4
41	SPDR GOLD TRUST	78463V107		5/10/2013	5/10/2013	65		0	0	65	0	0	0	65
42	SPDR GOLD TRUST	78463V107		6/17/2013	6/17/2013	57		0	0	57	0	0	0	57
43	SPDR GOLD TRUST	78463V107		7/10/2013	7/10/2013	56		0	0	56	0	0	0	56
44	SPDR GOLD TRUST	78463V107		8/15/2013	8/15/2013	52		0	0	52	0	0	0	52
45	SPDR GOLD TRUST	78463V107		9/19/2013	9/19/2013	55		0	0	55	0	0	0	55
46	SPDR GOLD TRUST	78463V107		10/14/2013	10/14/2013	57		0	0	57	0	0	0	57
47	SPDR GOLD TRUST	78463V107		11/13/2013	11/13/2013	51		0	0	51	0	0	0	51
48	SPDR GOLD TRUST	78463V107		12/17/2013	12/17/2013	56		0	0	56	0	0	0	56
49	STARBUCKS CORP	855244109		7/1/1999	1/2/2013	32 904		0	7	32 897	0	0	0	32,897
50	TOCQUEVILLE GOLD FUND	888894862		3/1/2012	1/2/2013	41		0	50	-9	0	0	0	-9
51	TOCQUEVILLE GOLD FUND	888894862		3/1/2012	1/2/2013	28 640		0	35 098	-6,458	0	0	0	-6,458
52	VANGUARD MSCI EMERGING	922042858		9/30/2013	10/1/2013	41		0	41	0	0	0	0	0
53	VANGUARD MSCI EMERGING	922042858		9/30/2013	10/1/2013	570		0	562	8	0	0	0	8
54	VANGUARD MSCI EMERGING	922042858		1/2/2013	10/1/2013	37,778		0	41 992	-4,214	0	0	0	-4,214
55	VANGUARD MSCI EMERGING	922042858		7/1/2013	10/1/2013	896		0	862	34	0	0	0	34
56	VANGUARD MSCI EMERGING	922042858		4/1/2013	10/1/2013	61		0	56	5	0	0	0	5
57	VANGUARD MSCI EMERGING	922042858		3/1/2012	10/1/2013	31,753		0	35 137	-3 384	0	0	0	3,384
58	VANGUARD MSCI EMERGING	922042858		3/1/2012	10/1/2013	41		0	45	-4	0	0	0	-4
59	PIMCO ALL ASSET ALL	72201M438		9/19/2013	10/1/2013	10		0	10	0	0	0	0	0
60	PIMCO ALL ASSET ALL	72201M438		9/19/2013	10/1/2013	1,440		0	1,445	-5	0	0	0	5
61	VANGUARD MSCI EMERGING	922042858		9/30/2013	10/21/2013	16		0	15	1	0	0	0	1
62	SPDR GOLD TRUST	78463V107		1/15/2009	1/7/2013	17		0	9	8	0	0	0	8
63	SPDR GOLD TRUST	78463V107		1/15/2009	1/7/2013	26		0	13	13	0	0	0	13
64	SPDR GOLD TRUST	78463V107		1/15/2009	1/7/2013	9		0	5	4	0	0	0	4
65	SPDR GOLD TRUST	78463V107		1/11/2011	1/7/2013	1		0	0	1	0	0	0	1
66	SPDR GOLD TRUST	78463V107		2/21/2013	2/21/2013	64		0	0	64	0	0	0	64
67	SPDR GOLD TRUST	78463V107		3/12/2013	3/12/2013	62		0	0	62	0	0	0	62
68	SPDR GOLD TRUST	78463V107		4/9/2013	4/9/2013	63		0	0	63	0	0	0	63

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

THE FLORIDA ATTORNEY GENERAL DOES NOT REQUIRE THAT A COPY OF THIS RETURN BE FILED WITH STATE OF FLORIDA

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1	PETER H SODERBERG		255 WHISKEY ROW	BOCA GRANDE	FL	33921		PRESIDENT TREASURER	1 00	0	0	0
2	ELSA A SODERBERG		255 WHISKEY ROW	BOCA GRANDE	FL	33921		VICE PRESIDENT SECRETARY	1 00	0	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	13,946
7	Total		7	13,946

Form **8868**

(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868*.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions THE ELSA & PETER SODERBERG CHARITABLE FOUNDATION INC	Employer identification number (EIN) or 27-4360163
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions P O BOX 1501, NJ2-130-03-31	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions PENNINGTON, NJ 08534-1501	

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

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

- The books are in the care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A

Telephone No ▶ 609-274-6834 Fax No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2014, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 2013 or

▶ [ ] tax year beginning ______, and ending ______

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

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 34,514
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 13,946
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 20,568

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