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
Theodore R. and Vivian M.
Johnson Scholarship Foundation, Inc.

A Employer identification number
31-1613890

Number and street (or P O box number if mail is not delivered to street address): 505 S. Flagler Drive
Room/suite: 810

B Telephone number
561-659-2005

City or town, state or province, country, and ZIP or foreign postal code
West Palm Beach, FL 33401

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 168,082,324.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	901.	901.		Statement 1
	4 Dividends and interest from securities	2,824,255.	2,824,255.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,601,018.			
	b Gross sales price for all assets on line 6a 6,601,018.				
	7 Capital gain net income (from Part IV, line 2)		6,601,018.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	1,853,486.	1,888,849.		Statement 3
	12 **Total.** Add lines 1 through 11	11,279,660.	11,315,023.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	562,566.	140,642.		421,924.
	14 Other employee salaries and wages	88,703.	4,435.		84,268.
	15 Pension plans, employee benefits	143,045.	28,609.		114,436.
	16a Legal fees Stmt 4	2,151.	0.		2,151.
	b Accounting fees Stmt 5	36,082.	1,804.		34,278.
	c Other professional fees Stmt 6	438,984.	322,085.		116,899.
	17 Interest	190,604.	190,604.		0.
	18 Taxes Stmt 7	123,627.	123,627.		0.
	19 Depreciation and depletion				
	20 Occupancy	88,366.	0.		88,366.
	21 Travel, conferences, and meetings	200,833.	50,208.		150,625.
	22 Printing and publications	11,316.	0.		11,316.
	23 Other expenses Stmt 8	1,366,202.	1,320,686.		28,194.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,252,479.	2,182,700.		1,052,457.
	25 Contributions, gifts, grants paid	6,555,841.			6,555,841.
	26 **Total expenses and disbursements.** Add lines 24 and 25	9,808,320.	2,182,700.		7,608,298.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,471,340.			
	b **Net investment income** (if negative, enter -0-)		9,132,323.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	6,121,703.	2,432,925.	2,432,925.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 9	131,236,724.	136,396,842.	165,649,399.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	137,358,427.	138,829,767.	168,082,324.
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			
	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	137,358,427.	138,829,767.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	137,358,427.	138,829,767.	
	31 **Total liabilities and net assets/fund balances**	137,358,427.	138,829,767.	

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	137,358,427.
2	Enter amount from Part I, line 27a	2	1,471,340.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	138,829,767.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	138,829,767.

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	CAPITAL GAINS - K-1S	P		
b	CAPITAL GAINS - K-1S	P		
c	SECTION 1231	P		
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	980,712.			980,712.
b	5,599,390.			5,599,390.
c	20,916.			20,916.
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				980,712.
b				5,599,390.
c				20,916.
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	6,601,018.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	7,599,815.	153,165,422.	.049618
2011	7,070,616.	155,921,665.	.045347
2010	6,556,314.	144,266,335.	.045446
2009	7,736,749.	131,602,141.	.058789
2008	8,158,232.	158,234,387.	.051558

2	**Total** of line 1, column (d)	2	.250758
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	.050152
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	160,669,146.
5	Multiply line 4 by line 3	5	8,057,879.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	91,323.
7	Add lines 5 and 6	7	8,149,202.
8	Enter qualifying distributions from Part XII, line 4	8	7,608,298.

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	182,646.
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	182,646.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income**. Subtract line 4 from line 3. If zero or less, enter -0-			5	182,646.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	316,247.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	316,247.
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	
10 **Overpayment**. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	133,601.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	133,601.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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

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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 ▶ www.jsf.bz

14 The books are in care of ▶ Mr. Richard Krause Telephone no. ▶ 561-659-2005
Located at ▶ 505 S. Flagler Drive, Ste. 810, West Palm Beach, ZIP+4 ▶ 33401

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		X
	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 ▶ ______ , ______ , ______ , ______			
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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
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)? ☐ 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)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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 | No: 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? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		562,566.	48,244.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Sharon Wood - 505 S. Flagler Drive, Ste. 810, West Palm Beach, FL 33401	Grants Administrator 40.00	88,703.	10,644.	0.

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Cambridge Associates, Inc. 125 High Street, Boston, MA 02110	Investment Advisory	322,085.
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	160,877,257.
b	Average of monthly cash balances		1b	2,238,627.
c	Fair market value of all other assets		1c	
d	Total (add lines 1a, b, and c)		1d	163,115,884.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	163,115,884.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	2,446,738.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	160,669,146.
6	**Minimum investment return.** Enter 5% of line 5		6	8,033,457.

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	8,033,457.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 182,646.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	182,646.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	7,850,811.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	7,850,811.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	7,850,811.

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	7,608,298.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	7,608,298.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,608,298.

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				7,850,811.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			7,471,664.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 7,608,298.				
a Applied to 2012, but not more than line 2a			7,471,664.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				136,634.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				7,714,177.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e 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 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).)

None

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

None

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

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

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

See Statement 11

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				
Aaniiih Nakoda College P.O. Box 159 Harlem, MT 59526			Educational Grant	20,000.
American Indian College Fund 8333 Greenwood Blvd. Denver, CO 80221			Educational Grant	50,000.
Berklee College of Music 1140 Boylston Street Boston, MA 02215			Educational Grant	50,000.
Blackfeet Community College 504 SE Boundry Street Browning, MT 59417			Educational Grant	55,750.
Brevard Community College Foundation 3865 N. Wickham Rd Melbourne, FL 32935			Educational Grant	20,000.
Total See continuation sheet(s)			▶ 3a	6,555,841.
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 (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	901.	
4 Dividends and interest from securities			14	2,824,255.	
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	900099	<35,363.>	15	1,888,849.	
8 Gain or (loss) from sales of assets other than inventory			18		6,601,018.
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)		<35,363.>		4,714,005.	6,601,018.

13 Total Add line 12, columns (b), (d), and (e) 13 11,279,660.

(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).
8	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
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Richard Krause | 9/30/14 | CFO

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Richard Juback		9-23-14		P00630706
Firm's name ▶ Templeton & Company, LLP			Firm's EIN ▶ 14-1918990	
Firm's address ▶ 222 Lakeview Avenue, Suite 1200 West Palm Beach, FL 33401			Phone no. 561-798-9988	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAPE Fund L.P. 759 Square-Victoria Montreal, Quebec, CANADA			Mission Related Grant	495,542.
Christie Foundation 9857 St. Augustine Rd. Suite 6 Jacksonville, FL 32254			Educational Grant	22,500.
Clarke School for the Deaf Round Hill Road Northampton, MA 01060			Educational Grant	50,000.
Council on Foundations 2121 Crystal Drive, Ste. 700 Arlington, VA 22202			Educational Grant	5,000.
Cumberland Health Care Fdn. 19428 Highway 2 RR6 Amherst, Nova Scotia, CANADA			Educational Grant	15,000.
Dalhousie University 6385 South Street Halifax, Nova Scotia, CANADA			Educational Grant	3,000.
East Stroudsberg University Foundation 200 Prospect Street East Stroudsberg, PA 18301			Educational Grant	500.
East Stroudsburg Area School District 279 N. Courtland St East Stroudsberg, PA 18301			Educational Grant	100.
Edge Foundation 2017 Fairview Ave. East Suite 1 Seattle, WA 98102			Mission Related Grants	100,000.
First Nations Development Institute 703 - 3rd Avenue, Ste. B Longmont, CO 80501			Educational Grant	20,000.
Total from continuation sheets				6,360,091.

Theodore R. and Vivian M.
Johnson Scholarship Foundation, Inc. 31-1613890

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
First People's Fund P.O. Box 2977 Rapid City, SD 57709			Educational Grant	88,200.
Flagler College P.O. Box 1027 St Augustine, FL 32085-1027			Educational Grant	100.
Florida Atlantic University Foundation 777 Glades Rd Boca Raton, FL 33431			Educational Grant	10,000.
Florida Philanthropic Network 1211 N. Westshore Blvd. #314 Tampa, FL 33607			Mission Related Grant	7,000.
Florida State University System 600 W. College Ave. Tallahassee, FL 32306			Educational Grant	550,000.
Food & Friends, Inc. 219 Riggs Road NE Washington, DC 20011			Educational Grant	5,000.
Foundation of Seminole State College 1055 AAA Drive Heathrow, FL 32746			Educational Grant	20,000.
Four Bands Community Fund P.O. Box 932 Eagle Butte, SD 57625			Educational Grant	75,000.
Friends of the Beau School for the Deaf, Inc. P.O. Box 8625 Silver Springs, MD 20907-8625			Educational Grant	20,000.
Gallaudet University 800 Florida Avenue, NE Washington, DC 20002			Educational Grant	475,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Grantmakers for Education 720 SW Washington St, Suite 605 Portland, OR 97205			Educational Grant	1,750.
Halifax Refugee Clinic 1581 Grafton St Halifax, Canada, CANADA			Educational Grant	10,000.
Harvard University Massachusetts Hall Cambridge, MA 02138			Educational Grant	1,000.
Heritage University 3240 Fort Road Toppenish, WA 98948			Educational Grant	30,312.
Institute of American Indian Art 83 Avan Nupo Road Santa Fe, NM 87508			Educational Grant	49,000.
Lake-Sumter State College Foundation 9501 U.S. Hwy 441 Leesburg, FL 34788			Educational Grant	10,000.
Lakota Federal Credit Union P.O. Box 196 Kyle, SD 57752			Educational Grant	50,000.
Landmark East School 708 Main Street Wolfville, Nova Scotia, CANADA			Educational Grant	50,000.
Little Big Horn College 8645 S. Weaver Drive Crow Agency, MT 59022			Educational Grant	62,400.
Maricopa County Community College Foundation 2411 West 14th Street Tempe, AZ 85281			Educational Grant	49,604.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Mary's Center 2333 Ontario Rd NW Washington, DC 20009			Educational Grant	7,500.
Mount Saint Vincent University 166 Bedford Highway Halifax, Nova Scotia, CANADA			Educational Grant	3,000.
National Congress of American Indians 1516 P Street NW Washington, DC 20005			Educational Grant	200.
National Indian Child Welfare Association 5100 S.W. Macadam Ave. #300 Portland, OR 97239			Educational Grant	1,250.
National Organization on Disabilities 5 East 86th Street New York City, NY 10028			Educational Grant	150,000.
Northeastern State University 812 N. Adar Ave. Tahlequah, OK 74464			Educational Grant	67,500.
Northern Arizona University Foundation, Inc. PO Box 4094, Bldg. 10, Old Main Flagstaff, AZ 86011			Educational Grant	228,333.
Northwest Indian College 2522 Kwina Rd Bellingham, WA 98226			Educational Grant	42,000.
Oglala Lakota College 490 Piya Wiconi Road Kyle, ND 57752			Educational Grant	250.
Paden City Foundation, Inc. P.O. Box 233 Paden City, WV 26159			Educational Grant	250.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Palm Beach Atlantic University 1301 S. Olive Avenue West Palm Beach, FL 33401			Educational Grant	1,114,000.
Partners in the Horn of Africa 9333-37 Avenue NW Edmonton, Alberta, CANADA T6E 5N4			Educational Grant	5,000.
Project Eye to Eye 30 Tompkins Place Brooklyn, NY 11231			Educational Grant	250,000.
Providence-St. Mel School 119 South Central Park Avenue Chicago, IL 60624			Educational Grant	15,000.
Scholarship America 4960 Viking Drive, Ste. 110 Edina, MN 55435-5314			Educational Grant	1,148,125.
Stetson University 421 N. Woodland Blvd. DeLand, FL 32723			Educational Grant	22,500.
The Baptist College of Florida 5400 College Dr Graceville, FL 32440			Educational Grant	1,000.
The Florida School for the Deaf & the Blind 207 N. San Marco Avenue St Augustine, FL 32084			Educational Grant	475,000.
The King's Academy 8401 Belvedere Road West Palm Beach, FL 33411			Educational Grant	15,000.
The School District of Palm Beach County 1790 N.W. Spanish River Blvd. Boca Raton, FL 33431			Educational Grant	37,175.
Total from continuation sheets				

Theodore R. and Vivian M.
Johnson Scholarship Foundation, Inc. 31-1613890

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
University of Central Florida P.O. Box 160000 Orlando, FL 32816			Educational Grant	200,000.
University of Florida Foundation P.O. Box 14425 Gainesville, FL 32604			Educational Grant	200,000.
University of New Mexico Foundation 200 College Road Gallup, NM 87301			Educational Grant	36,000.
Valencia State College Foundation 1768 Park Center Drive Orlando, FL 32835			Educational Grant	50,000.
Wildlife Conservation Network 25745 Bassett Lane Los Altos, CA 94022			Mission Related Grant	15,000.
Total from continuation sheets				

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Tax-Exempt Interest Income from K-1s	901.	901.	
Total to Part I, line 3	901.	901.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Dividend Income from K-1s	2,318,277.	0.	2,318,277.	2,318,277.	
Interest Income from K-1s	505,978.	0.	505,978.	505,978.	
To Part I, line 4	2,824,255.	0.	2,824,255.	2,824,255.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income from K-1's	1,188,130.	1,188,130.	
Royalty Income from K-1's	700,719.	700,719.	
Ordinary Income from K-1's	<35,363.>	0.	
Total to Form 990-PF, Part I, line 11	1,853,486.	1,888,849.	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees	2,151.	0.		2,151.
To Fm 990-PF, Pg 1, ln 16a	2,151.	0.		2,151.

Form 990-PF Accounting Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Templeton & Company, LLP	36,082.	1,804.		34,278.
To Form 990-PF, Pg 1, ln 16b	36,082.	1,804.		34,278.

Form 990-PF Other Professional Fees Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other Professional Fees	438,984.	322,085.		116,899.
To Form 990-PF, Pg 1, ln 16c	438,984.	322,085.		116,899.

Form 990-PF Taxes Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes per K-1s, State Taxes	123,627.	123,627.		0.
To Form 990-PF, Pg 1, ln 18	123,627.	123,627.		0.

Form 990-PF Other Expenses Statement 8

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Grant Admin Fees	21,922.	0.		21,922.
Portfolio Deductions from K-1's	1,005,140.	1,005,140.		0.
Other Deductions from K-1's	315,546.	315,546.		0.
Non-Deductible Expenses from K-1's	17,322.	0.		0.
Dues	4,275.	0.		4,275.
Payroll Processing Fees	1,997.	0.		1,997.
To Form 990-PF, Pg 1, ln 23	1,366,202.	1,320,686.		28,194.

Form 990-PF Corporate Stock Statement 9

Description	Book Value	Fair Market Value
United States Equity	14,377,213.	29,060,196.
Non-United States Equity	45,190,943.	36,108,058.
Alternative Marketable Equity Entities	23,312,976.	26,473,186.
Private Equity Entities and Venture Capital	15,380,861.	21,449,144.
Fixed Income	22,396,089.	30,891,181.
Other	15,738,760.	21,667,634.
Total to Form 990-PF, Part II, line 10b	136,396,842.	165,649,399.

Form 990-PF Part VIII - List of Officers, Directors Trustees and Foundation Managers Statement 10

Name and Address	Title and Avrg Hrs/Wk	Compen-sation	Employee Ben Plan Contrib	Expense Account
Richard Krause 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Treasurer/CFO 28.00	157,037.	17,644.	0.
R. Malcolm Macleod 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Chairman/CEO 32.00	269,165.	30,600.	0.
Diane N. Johnson 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Vice President 3.00	10,000.	0.	0.
Hugh Brown 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Secretary 4.00	27,216.	0.	0.
Sherry Salway Black 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Director 2.00	27,216.	0.	0.
David Rinker 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Director 2.00	10,000.	0.	0.
David Blaikie 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Director 2.00	27,216.	0.	0.
I. King Jordan 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Director 2.00	27,216.	0.	0.
Bobby Krause 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Director 2.00	2,500.	0.	0.
Bea Awoniyi 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Director 2.00	2,500.	0.	0.
Marjorie O'Malley 505 S. Flagler Drive, Ste. 810 West Palm Beach, FL 33401	Director 2.00	2,500.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		562,566.	48,244.	0.

Form 990-PF Grant Application Submission Information Statement 11
Part XV, Lines 2a through 2d

Name and Address of Person to Whom Applications Should be Submitted

Ms. Sharon Wood
505 S. Flagler Drive, Ste. 810
West Palm Beach, FL 33401

Telephone Number

561-659-2005

Form and Content of Applications

Typewritten letters detailing the educational purpose the funds will be used in, the ultimate beneficiaries of the funds, etc.

Any Submission Deadlines

None

Restrictions and Limitations on Awards

Funds will be provided to institutions for educational-related purposes.

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

		Enter filer's identifying number, see instructions
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. Theodore R. and Vivian M. Johnson Scholarship Foundation, Inc.	Employer identification number (EIN) or 31-1613890
	Number, street, and room or suite no. If a P.O. box, see instructions. 505 S. Flagler Drive, No. 1460	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. West Palm Beach, FL 33401	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ Mr. Richard Krause - 505 S. Flagler Drive, Ste. 1460 - West Palm Beach, FL 33401

  Telephone No. ▶ 561-659-2005 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.

4 I request an additional 3-month extension of time until November 15, 2014.

5 For calendar year 2013 , or other tax year beginning ____________ , and ending ____________ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NECESSARY TO FILE AN ACCCURATE RETURN.

8a	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.	8a	$ 316,247.
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 and any amount paid previously with Form 8868.	8b	$ 316,247.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CPA Date ▶ 8-15-14

323842
12-31-13