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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.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

THE OKNER-ROBBINS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

1755 WILD ROSE

A Employer identification number

36-3870305

B Telephone number

847-928-9820

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

- | | |
|---|--|
| <input type="checkbox"/> Initial return | <input type="checkbox"/> Initial return of a former public charity |
| <input type="checkbox"/> Final return | <input type="checkbox"/> Amended return |
| <input type="checkbox"/> Address change | <input type="checkbox"/> Name change |

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)J Accounting method Cash Accrual
 Other (specify) _____

► \$

2,080,522. (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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3		33.	33.		STATEMENT 1
4	Dividends and interest from securities	65,890.	65,890.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	87,471.			
b	1,339,195.				
7	Capital gain net income (from Part IV, line 2)		87,471.		
8	Net short-term capital gain				
9	Income modifications Gross sales less returns and allowances				
10a	b Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	153,394.	153,394.	RECEIVED 865 MAY 05 2014 OGDEN, UT	0.
13	Compensation of officers, directors, trustees, etc	0.	0.		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	STMT 3 320.	320.		0.
b	Accounting fees	STMT 4 11,565.	11,565.		0.
c	Other professional fees				
17	Interest				
18	Taxes	STMT 5 1,219.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6 19,598.	19,598.		0.
24	Total operating and administrative expenses. Add lines 13 through 23				0.
25	Contributions, gifts, grants paid	32,702.	31,483.		
26	Total expenses and disbursements Add lines 24 and 25	327,000.			327,000.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	<206,308.			
b	Net investment income (if negative, enter -0-)		121,911.		
c	Adjusted net income (if negative, enter -0-)			N/A	

323501
10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

SCANNED MAY 09 2014

Operating and Administrative Expenses

Revenue

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
	1 Cash - non-interest-bearing		<9 .>		
	2 Savings and temporary cash investments		205,447.	166,603.	166,603.
	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 ► 31,208.		31,208.	31,208.	31,208.
	Less allowance for doubtful accounts ► 0.		31,208.	31,208.	31,208.
	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 7	1,808,411.	1,638,972.	1,881,650.
	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 ► TAX DEPOSIT)		0.	1,061.	1,061.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)		2,045,057.	1,837,844.	2,080,522.
	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 ► 2012 EXCISE TAX)		905.	0.	
	23 Total liabilities (add lines 17 through 22)		905.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		2,044,152.	1,837,844.	
	30 Total net assets or fund balances		2,044,152.	1,837,844.	
	31 Total liabilities and net assets/fund balances		2,045,057.	1,837,844.	

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 2,044,152.
2 Enter amount from Part I, line 27a	2 <206,308.>
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 1,837,844.
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 1,837,844.

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 5,465.639 LOOMIS SAYLES STRAT INC C				01/08/09	01/23/13
b 5,988.024 OPPENHEIMER SR FLOATING RATE				01/07/11	01/23/13
c (SEE SCHEDULE) #012161					
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 87,013.		59,742.	27,271.		
b 50,060.		50,005.	55.		
c 1,202,122.		1,141,977.	60,145.		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) 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			27,271.		
b			55.		
c			60,145.		
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	87,471.	
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				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	241,175.	2,058,661.	.117151
2011	1,190,908.	3,084,300.	.386119
2010	166,861.	3,321,713.	.050233
2009	205,133.	3,253,679.	.063046
2008	601,479.	3,568,523.	.168551

2 Total of line 1, column (d)

2 .785100

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 .157020

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 2,032,268.

5 Multiply line 4 by line 3

5 319,107.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 1,219.

7 Add lines 5 and 6

7 320,326.

8 Enter qualifying distributions from Part XII, line 4

8 327,000.

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 2b

c All other domestic foundations enter 2% of line 2b 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment Income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2013 estimated tax payments and 2012 overpayment credited to 2013

6a 2,280.

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c

d Backup withholding erroneously withheld

6d

7 Total credits and payments Add lines 6a through 6d

7 2,280.

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 1,061.

11 Enter the amount of line 10 to be Credited to 2014 estimated tax ►

11 1,061. | Refunded ►

11 0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes

No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

1a 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.

1b X

c Did the foundation file Form 1120-POL for this year?

1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ 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?

2 X

If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3 X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 X

If "Yes," attach the statement required by General Instruction T

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?

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

N/A

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

6 X

IL

7 X

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)

8b X

of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV

9 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 X

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► DAVID ROBBINS	Telephone no ► 847-573-6083
Located at ► 1755 WILD ROSE, HIGHLAND PARK, IL ZIP+4 ► 60035		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A	
16	15	Yes No
At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►		

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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
 Yes No
 Yes No
 Yes No
 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
►

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?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Yes No

N/A

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 8		0.	0.	0.

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

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

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

►

0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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



0

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

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

Expenses

1	N/A	
2		
3		
4		

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		
3		
	All other program-related investments. See instructions	

Total. Add lines 1 through 3



0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,909,152.
b	Average of monthly cash balances	1b	154,064.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,063,216.
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	2,063,216.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	30,948.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,032,268.
6	Minimum investment return. Enter 5% of line 5	6	101,613.

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	101,613.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,219.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,219.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	100,394.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	100,394.
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	100,394.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	327,000.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	327,000.
b	Cash distribution test (attach the required schedule)	5	1,219.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	325,781.
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		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

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				100,394.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only			0.	
b Total for prior years				
3 Excess distributions carryover, if any, to 2013				
a From 2008	426,393.			
b From 2009	44,460.			
c From 2010	1,081.			
d From 2011	1,037,439.			
e From 2012	140,508.			
f Total of lines 3a through e	1,649,881.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 327,000.			0.	
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.	
c Treated as distributions out of corpus (Election required - see instructions)			0.	
d Applied to 2013 distributable amount				100,394.
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.	
6 Enter the net total of each column as indicated below:	1,876,487.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)			0.	
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	426,393.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,450,094.			
10 Analysis of line 9				
a Excess from 2009	44,460.			
b Excess from 2010	1,081.			
c Excess from 2011	1,037,439.			
d Excess from 2012	140,508.			
e Excess from 2013	226,606.			

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)

- 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

3 Subtract line 2d from line 2c
Complete 3a, b, or c for the alternative test relied upon.

- a 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.

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

- #### 6 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	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				
A SAFE PLACE 2710 17TH STREET ZION, IL 60099	N/A	PUBLIC	SUPPORT	500.
ALEXIAN BROTHERS FOUNDATION 1339 W LAKE ST ADDISON, IL 60101	N/A	PUBLIC	SUPPORT	25,000.
AMERICAN FRIENDS OF MAGEN DAVID 3175 COMMERCIAL AVE SUITE 101 NORTHBROOK, IL 60062	N/A	PUBLIC	SUPPORT	6,000.
BAIS YAAKOV H.S. 3333 W. PETERSON CHICAGO, IL 60659	N/A	PUBLIC	SUPPORT	1,800.
AMERICAN FRIENDS OF YESHIVA TIPERET 28 PARK AVE MONSEY, NY 10952	N/A	PUBLIC	SUPPORT	6,500.
Total	SEE CONTINUATION SHEET(S)			► 3a 327,000.
b Approved for future payment				
NONE				
Total				► 3b 0.

THE OKNER-ROBBINS FOUNDATION

36-3870305

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ATT ASSOCIATED TALMUD TORAH OF CHICAGO 2828 W. PRATT CHICAGO, IL 60645	N/A	PUBLIC	SUPPORT SUPPORT	30,000.
CHICAGO CENTER FOR TORAH & CHESED 3133 W DEVON CHICAGO, IL 60659	N/A	PUBLIC	SUPPORT	26,800.
CHICAGO CHESED FUND 7045 N RIDGEWAY LINCOLNWOOD, IL 60712	N/A	PUBLIC	SUPPORT	25,000.
CHILDREN'S BRITTLE BONE FOUNDATION 7701 95TH STREET PLEASANT PRAIRIE, WI 53158	N/A	PUBLIC	SUPPORT	500.
DEJ INTERNATIONAL HERITAGE FOUNDATION 4930 E. SABAL PALM BLVD #303 TAMARAC, FL 33319	N/A	PUBLIC	SUPPORT	5,400.
FRIENDS UNITED 1700 RYDERS LANE HIGHLAND PARK, IL 60035	N/A	PUBLIC	SUPPORT	1,800.
CHICAGO COMMUNITY KOLLEL 6506 N. CALIFORNIA CHICAGO, IL 60645	N/A	PUBLIC	SUPPORT	25,500.
JOAN DACHS BAIS YAAKOV 3200 W PETERSON CHICAGO, IL 60659	N/A	PUBLIC	SUPPORT	5,000.
KTC SYNOGOGUES	N/A	PUBLIC	SUPPORT	25,000.
LIBENU FOUNDATION 7247 N. ST. LOUIS SKOKIE, IL 60076	N/A	PUBLIC	SUPPORT	1,800.
<u>Total from continuation sheets</u>				287,200.

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05-01-13

THE OKNER-ROBBINS FOUNDATION

36-3870305

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LAURI S BAUER FOUNDATION <u>VERNON HILLS, IL</u>	N/A	PUBLIC	SUPPORT	1,500.
LURIE CHILDRENS FOUNDATION 225 E CHICAGO AVE <u>CHICAGO, IL 60611</u>	N/A	PUBLIC	SUPPORT	3,000.
MERKAZ LECHINUCH TORANI <u>BROOKLYN, NY 11219</u>	N/A	PUBLIC	SUPPORT	10,000.
OHR YAACOV OF AMERICA 695 UNION ROAD <u>NEW HAMPTON, NY 10977</u>	N/A	PUBLIC	SUPPORT	51,000.
ORT OF AMERICA 75 MAIDEN LANE, 10TH FLOOR <u>NEW YORK, NY 10038</u>	N/A	PUBLIC	SUPPORT	1,000.
RALPH WEINER CHARITABLE FOUNDATION 720 ASTOR LANE <u>WHEELING, IL 60090-6256</u>	N/A	PUBLIC	SUPPORT	5,000.
PARKINSON'S DISEASE FOUNDATION 1359 BROADWAY, SUITE 1509 <u>NEW YORK, NY 10018</u>	N/A	PUBLIC	SUPPORT	1,000.
U S HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PL S W <u>WASHINGTON, DC 20024</u>	N/A	PUBLIC	SUPPORT	1,000.
SHALVA P.O. BOX 46375 <u>CHICAGO, IL 60646-0375</u>	N/A	PUBLIC	SUPPORT	500.
SKOKIE COMMUNITY KOLLEL 3732 W. DEMPSTER <u>SKOKIE, IL 60076</u>	N/A	PUBLIC	SUPPORT	36,800.
<u>Total from continuation sheets</u>				

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05-01-13

THE OKNER-ROBBINS FOUNDATION

36-3870305

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
TEHILLAT NAAVA SCHLACH LACHMECHA 1415 59TH STREET BROOKLYN, NY 11219	N/A	PUBLIC	SUPPORT	10,000.
THE ARK 6450 N CALIFORNIA AVE CHICAGO, IL 60645	N/A	PUBLIC	SUPPORT	3,600.
UJA FEDERATION OF NEW YORK 130 E 59TH STREET NEW YORK, NY 10022	N/A	PUBLIC	SUPPORT	5,000.
YU KILLEL TORAH MITSION 2828 W. PRATT BLVD. CHICAGO, IL 60645	N/A	PUBLIC	SUPPORT	10,000.
KAYLEE RAIA'S TRUST P.O. BOX 111 BARRINGTON, IL 60011	N/A			500.
TELSHE YESHIVA 3535 W FOSTER AVE CHICAGO, IL 60625	N/A		SUPPORT	500.
Total from continuation sheets				

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15190428 703031 8170

16
2013.03030 THE OKNER-ROBBINS FOUNDATION 8170 1

Part XVI-A · Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	33.	
4 Dividends and interest from securities			14	65,890.	
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	87,471.	
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.		153,394.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	153,394.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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 | | |

- 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 N/A	(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			May the IRS discuss this return with the preparer shown below (see instr.)?
			Date 5/4/2014	
Signature of Officer or Trustee		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

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
INTEREST - BANK DEPOSIT SWEEP	33.	33.	
TOTAL TO PART I, LINE 3	33.	33.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS #012161	65,700.	0.	65,700.	65,700.	
DIVIDENDS #922997	172.	0.	172.	172.	
WELLS FARGO					
A/C#6426-5032 MUNI					
INT	18.	0.	18.	18.	
TO PART I, LINE 4	65,890.	0.	65,890.	65,890.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	320.	320.		0.
TO FM 990-PF, PG 1, LN 16A	320.	320.		0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX PREP	11,565.	11,565.		0.
TO FORM 990-PF, PG 1, LN 16B	11,565.	11,565.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX - 2013	1,219.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,219.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT	15.	15.		0.
MISCELLANEOUS	31.	31.		0.
INVESTMENT FEE	19,457.	19,457.		0.
WELLS FARGO - FEE	95.	95.		0.
TO FORM 990-PF, PG 1, LN 23	19,598.	19,598.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY - EQUITIES	1,638,972.	1,881,650.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,638,972.	1,881,650.

Account Detail

Portfolio Management Active Assets Account THE OKNER-ROBBINS FOUNDATION
 225-012161-004 C/O DAVID ROBBINS

HOLDINGS

Investment Objectives †: Capital Appreciation, Aggressive Income, Speculation, Income

† See the *Expanded Disclosures* for more information about investment objectives. Please review for accuracy and inform us if your investment objectives change.

Morgan Stanley

INTERESTED PARTY COPY

Investment Advisory Account

This section reflects positions purchased/sold on a trade date basis, and will include positions purchased and omit positions sold in the current month. "Market Value" and "Unrealized Gain/(Loss)" are representative values as of the last business day of the statement period indicated, may not reflect the value that could be obtained in the market. See "Pricing of Securities" in the Expanded Disclosures. Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date. Estimated annual income and estimated yield for certain securities may include return of principal or capital gains which could overstate such estimates. Actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment and, it does not reflect changes in its price, which may fluctuate. Structured products appear in various statement product categories and are identified as "Structured Products" in the Security Description column. Estimated accrued interest, estimated annual income and estimated yield for structured products with a contingent income feature (such as Range Accrual Notes or Contingent Income Notes) assume specified accrual conditions are met during the relevant observation period and payment in full of all contingent interest. If you hold structured products, see "Special Considerations Regarding Structured Products" in the Disclosures. New Treasury regulations require that we report on Form 1099-B after the close of the tax year your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments on covered securities due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. Cost basis is reflected on monthly statements for informational purposes only and should not be used in the preparation of your income tax returns. Refer to the Expanded Disclosures for additional information.

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis. Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
MORGAN STANLEY BANK N.A. #	\$132,120.55	\$66 00	0.050	
CASH, BDP, AND MMFs				
Percentage of Assets %		Market Value		
6.6%		\$132,120.55		
Estimated Annual Income				
Accrued Interest				
\$66.00				
\$0.00				
# Bank Deposits are held at either (1) Morgan Stanley Bank, N.A., and/or Morgan Stanley Private Bank, National Association, affiliates of Morgan Stanley Smith Barney LLC, or (2) Citibank, N.A., each a national bank and FDIC member.				
STOCKS				
COMMON STOCKS				
Security Description	Trade Date	Quantity	Unit Cost	Total Cost
APPLE INC (AAPL)	12/5/12	300 000	\$549 240	\$164,772 00
Share Price: \$561.020, Next Dividend Payable 02/2014				
AT&T INC (T)	4/5/12	2,500 000	30 910	77,275.00
	10/2/13	900,000	33 805	30,424.50
Total		3,400 000		107,699.50
				119,544.00
				10,625.00 LT
				1,219.50 ST
				1,219.50 ST
				6,256 00
				5 23
Share Price: \$35.160, Next Dividend Payable 02/2014				

Account Detail

Portfolio Management Active Assets Account
225-012161-004THE OWNER-ROBBINS FOUNDATION
C/O DAVID ROBBINS

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CATERPILLAR INC (CAT)	12/21/12	1,500,000	87.750	131,625.00	136,215.00	4,590.00 LT	3,600.00	2.64
Share Price: \$90.810; Next Dividend Payable 02/2014								
CENTURYLINK INC (CTL)	6/2/11	2,700,000	42.010	113,427.00	85,995.00	(27,432.00) LT		
Share Price: \$31.850; Next Dividend Payable 03/2014	10/5/12	600,000	39.620	23,772.00	19,110.00	(4,662.00) LT		
Total		3,300,000		137,199.00	105,105.00	(32,094.00) LT	7,128.00	6.78
CHEVRON CORP (CVX)	6/24/11	900,000	98.438	88,594.20	112,419.00	23,824.80 LT	3,600.00	3.20
Share Price: \$124.910; Next Dividend Payable 03/2014								
COCA COLA CO (KO)	6/14/12	200,000	37.742	7,548.40	8,262.00	713.60 LT		
Share Price: \$41.310; Next Dividend Payable 03/2014	11/26/12	3,000,000	37.700	113,100.00	123,930.00	10,830.00 LT		
Total		3,200,000		120,648.40	132,192.00	11,543.60 LT	3,584.00	2.71
DOW CHEMICAL CO (DOW)	9/13/12	2,900,000	30.350	88,015.00	128,760.00	40,745.00 LT	3,712.00	2.88
Share Price: \$44.400; Next Dividend Payable 01/30/14								
FORD MOTOR CO NEW (F)	4/3/13	7,500,000	16.700	125,251.78	115,725.00	(9,526.78) ST H	3,000.00	2.59
Share Price: \$15.430; Next Dividend Payable 03/2014; Basis Adjustment Due to Wash Sale: \$29,401.78								
HOME DEPOT INC (HD)	3/7/12	1,500,000	46.719	70,078.50	123,510.00	53,431.50 LT	2,340.00	1.89
Share Price: \$82.340; Next Dividend Payable 03/2014								
INTEL CORP (INTC)	3/7/12	4,500,000	26.919	121,136.40	116,797.50	(4,338.90) LT	4,050.00	3.46
Share Price: \$25.955; Next Dividend Payable 03/2014								
LORILLARD INC (LO)	10/3/12	2,400,000	39.357	94,455.67	121,632.00	27,176.33 LT	5,280.00	4.34
Share Price: \$50.680; Next Dividend Payable 03/2014								
MICROSOFT CORP (MSFT)	9/13/12	3,400,000	30.550	103,870.00	127,194.00	23,324.00 LT	3,808.00	2.99
Share Price: \$37.410; Next Dividend Payable 03/2014								
OXFORD PETROLEUM CORP DE (OXY)	3/11/13	1,300,000	82.780	107,614.00	123,630.00	16,016.00 ST	3,328.00	2.69
Share Price: \$95.100; Next Dividend Payable 01/15/14								
PNC FINL SVCS GP (PNC)	3/7/12	1,700,000	57.947	98,509.05	131,886.00	33,376.95 LT	2,992.00	2.26
Share Price: \$77.580; Next Dividend Payable 02/2014								
PROCTER & GAMBLE (PG)	10/2/13	1,600,000	75.490	120,784.00	130,256.00	9,472.00 ST	3,849.60	2.95
Share Price: \$81.410; Next Dividend Payable 02/2014								
VERIZON COMMUNICATIONS (VZ)	10/11/10	1,000,000	32.972	32,971.82	49,140.00	16,168.18 LT		
Share Price: \$49.140; Next Dividend Payable 02/2014	1/3/11	1,300,000	36.388	47,303.75	63,882.00	16,578.25 LT		
Total		2,300,000		80,275.57	113,022.00	32,746.43 LT	4,876.00	4.31

Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2013

Account Detail

Portfolio Management Active Assets Account
225-012161-004

COMMON STOCKS		INTERESTED PARTY COPY			
Security Description	Trade Date	Number of Contracts	Unit Cost	Total Cost	Market Value
CALL APPLE INC AT 500.000 EXPIRES 01/18/2014 (AAPL 140118C005000000)	6/20/13	(3,000)	\$8.960	\$12,687.95	\$18,270.00
CALL AT&T INC AT 34.000 EXPIRES 04/19/2014 (T 140419C00034000)	10/2/13	(25,000)	1.320	(3,299.94)	(3,775.00)
Contract Price: \$60.900; Short Position					(475.06) ST
CALL AT&T INC AT 36.000 EXPIRES 04/19/2014 (T 140419C00036000)	10/2/13	(9,000)	0.570	(512.99)	(495.00)
Contract Price: \$1.510; Short Position					17.99 ST
CALL CATERPILLAR TRACTOR AT 82.500 EXPIRES 01/18/2014 (CAT 140118C00082500)	7/16/13	(15,000)	7.600	(11,399.80)	(12,450.00)
Contract Price: \$0.550; Short Position					(1,050.20) ST
CALL CENTURYTEL INC AT 34.000 EXPIRES 01/18/2014 (CTL 140118C00034000)	7/19/13	(33,000)	2.650	(8,744.84)	N/A
Contract Price: N/A; Short Position					8,744.84 ST
CALL CHEVRON TEXACO CORP AT 125.000 EXPIRES 03/22/2014 (CVX 140322C00125000)	9/20/13	(9,000)	5.030	(4,526.92)	(2,637.00)
Contract Price: \$2.930; Short Position					1,889.92 ST
CALL COCA COLA CO AT 38.750 EXPIRES 01/18/2014 (KO 140118C00038750)	6/11/13	(32,000)	3.170	(10,143.82)	(8,096.00)
Contract Price: \$2.530; Short Position					2,047.82 ST
CALL DOW CHEMICAL CO AT 41.000 EXPIRES 03/22/2014 (DOW 140322C00041000)	12/19/13	(29,000)	3.510	(10,178.82)	(12,470.00)
Contract Price: \$4.300; Short Position					(2,291.18) ST
CALL FORD MOTOR CO NEW AT 17.000 EXPIRES 02/22/2014 (F 140222C00017000)	10/28/13	(72,000)	1.230	(8,855.84)	(648.00)
Contract Price: \$0.090; Short Position					8,207.84 ST

Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2013

Account Detail

THE OKNER-ROBBINS FOUNDATION
C/O DAVID ROBBINS

Portfolio Management Active Assets Account
225-012161-004

INTERESTED PARTY COPY

STOCKS

OPTIONS (CONTINUED)

Security Description	Trade Date	Number of Contracts	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)
CALL HOME DEPOT INC AT 77.500 EXPIRES 6/3/13		(15,000)	5.480	(8,219.85)	(7,350.00)	869.85 ST
01/18/2014 (HD 140118C00077500)						
Contract Price: \$4.900; Short Position						
CALL INTEL CORP AT 23.000 EXPIRES 10/17/13		(45,000)	1.330	(5,984.39)	(13,365.00)	(7,380.11) ST
01/18/2014 (INTC 140118C00023000)						
Contract Price: \$2.970; Short Position						
CALL LORILLARD INC AT 50.000 EXPIRES 11/25/13		(24,000)	3.320	(7,967.86)	(4,680.00)	3,287.86 ST
03/22/2014 (LO 140322C00050000)						
Contract Price: \$1.950; Short Position						
CALL MICROSOFT CORP AT 36.000 EXPIRES 11/15/13		(34,000)	2.800	(9,519.83)	(7,378.00)	2,141.83 ST
02/22/2014 (MSFT 140222C00036000)						
Contract Price: \$2.170; Short Position						
CALL OCCIDENTAL PETROL AT 92.500 EXPIRES 02/22/2014		(11/15/13)	(13,000)	6.970	(9,060.84)	(6,045.00)
(OXY 140222C00092500)						3,015.84 ST
Contract Price: \$4.650; Short Position						
CALL PNC FINL SVCS GP AT 72.500 EXPIRES 05/17/2014		(11/15/13)	(17,000)	4,880	(8,295.85)	(10,285.00)
(PNC 140517C00072500)						(1,989.15) ST
Contract Price: \$6.050; Short Position						
CALL PROCTER & GAMBLE AT 72.500 EXPIRES 01/18/2014		(10/2/13)	(16,000)	4,320	(6,911.87)	(13,840.00)
(PG 140118C00072500)						(6,928.13) ST
Contract Price: \$8.650; Short Position						
CALL VERIZON COMMUNICATIO AT 48.000 EXPIRES 01/18/2014		(10/17/13)	(23,000)	2,280	(5,243.90)	(2,760.00)
(VZ 140118C00048000)						2,483.90 ST
Contract Price: \$1.200; Short Position						
OPTIONS						
						\$121,555.81)
						\$124,544.00)
						\$2,988.19 ST

Morgan Stanley

CLIENT STATEMENT | For the Period December 1-31, 2013

Account Detail

Portfolio Management Active Assets Account
225-012161-004

THE OKNER-ROBBINS FOUNDATION
C/O DAVID ROBBINS

INTERESTED PARTY COPY

Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Accrued Interest	Yield %
93.4%	\$1,638,972.26	\$1,881,649.50	\$228,484.71 LT	\$65,063.60	\$0.00	3.46%
STOCKS			\$14,192.53 ST			

FORM 990-PF

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

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DAVID ROBBINS 1755 WILD ROSE HIGHLAND PARK, IL 60035	PRESIDENT 1.00	0.	0.	0.
JOEL C. OKNER 3924 LYONS SKOKIE, IL 60076	SECRETARY 1.00	0.	0.	0.
DAVID ROBBINS 1755 WILD ROSE HIGHLAND PARK, IL 60035	TREASURER 1.00	0.	0.	0.
DAVID ROBBINS 100 TIMBER LANE GLENCOE, IL 60022	DIRECTOR 1.00	0.	0.	0.
ELLYN ROBBINS 1755 WILD ROSE HIGHLAND PARK, IL 60035	DIRECTOR 1.00	0.	0.	0.
JOEL C. OKNER 3924 LYONS SKOKIE, IL 60076	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.