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## Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>THE BERNER CHARITABLE AND SCHOLARSHIP FOUNDATION</b>		A Employer identification number <b>36-3923844</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 06560</b>	Room/suite	B Telephone number <b>(321) 782-5885</b>
City or town, state or province, country, and ZIP or foreign postal code <b>CHICAGO, IL 60606-6560</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 8,877,543.</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		16.	16.		STATEMENT 1
4 Dividends and interest from securities		332,018.	332,018.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		14,632.			
b Gross sales price for all assets on line 6a		3,705,234.			
7 Capital gain net income (from Part IV, line 2)			14,632.		
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		1,574.	1,574.		STATEMENT 3
12 Total. Add lines 1 through 11		348,240.	348,240.		
13 Compensation of officers, directors, trustees, etc		109,700.	87,760.		21,940.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		5,687.	5,687.		0.
b Accounting fees STMT 5		11,362.	9,090.		2,272.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		5,696.	3,395.		2,301.
19 Depreciation and depletion					
20 Occupancy		15,161.	12,129.		3,032.
21 Travel, conferences, and meetings		215.	172.		43.
22 Printing and publications					
23 Other expenses STMT 7		1,767.	1,414.		353.
24 Total operating and administrative expenses. Add lines 13 through 23		149,588.	119,647.		29,941.
25 Contributions, gifts, grants paid		634,369.			634,369.
26 Total expenses and disbursements. Add lines 24 and 25		783,957.	119,647.		664,310.
27 Subtract line 26 from line 12		<435,717.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			228,593.		
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
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	761,332.	847,247.	847,247.
	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	6,012,340.	5,587,669.	7,045,427.
	c Investments - corporate bonds STMT 10	981,462.	921,601.	983,472.
	11 Investments - land, buildings, and equipment basis ▶			
<b>Liabilities</b>	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶ 5,880.			
	Less accumulated depreciation STMT 11 ▶ 5,880.			
	15 Other assets (describe ▶ STATEMENT 12)	38,494.	1,397.	1,397.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	7,793,628.	7,357,914.	8,877,543.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
<b>Net Assets or Fund Balances</b>	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.	
	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	7,793,628.	7,357,914.	
	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	7,793,628.	7,357,914.	
	31 Total liabilities and net assets/fund balances	7,793,628.	7,357,914.	

**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	7,793,628.
2 Enter amount from Part I, line 27a	2	<435,717.>
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	3.
4 Add lines 1, 2, and 3	4	7,357,914.
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	7,357,914.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 3,705,234.		3,690,602.	14,632.

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			14,632.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	14,632.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	574,804.	7,915,606.	.072617
2011	469,421.	8,068,395.	.058180
2010	420,859.	7,886,415.	.053365
2009	610,345.	6,649,601.	.091787
2008	683,578.	8,439,316.	.080999

2 Total of line 1, column (d)	2	.356948
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	.071390
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,322,541.
5 Multiply line 4 by line 3	5	594,146.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,286.
7 Add lines 5 and 6	7	596,432.
8 Enter qualifying distributions from Part XII, line 4	8	664,310.

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

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

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	<b>1</b>	2,286.
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0.
<b>3</b> Add lines 1 and 2	<b>3</b>	2,286.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0.
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	2,286.
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013 <b>b</b> Exempt foreign organizations - tax withheld at source <b>c</b> Tax paid with application for extension of time to file (Form 8868) <b>d</b> Backup withholding erroneously withheld	<b>6a</b> <b>6b</b> <b>6c</b> <b>6d</b>	3,683.    
<b>7</b> Total credits and payments. Add lines 6a through 6d	<b>7</b>	3,683.
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	1,397.
<b>11</b> Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> Refunded <input checked="" type="checkbox"/>	<b>11</b>	0.

**Part VII-A Statements Regarding Activities**

		Yes	No
<b>1a</b> 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?	<b>1a</b>		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	<b>1b</b>		X
<b>c</b> Did the foundation file Form 1120-POL for this year?	<b>1c</b>		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.			
<b>2</b> 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.	<b>2</b>		X
<b>3</b> 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	<b>3</b>		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<b>4a</b>		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	<b>4b</b>		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	<b>5</b>		X
<b>6</b> 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?	<b>6</b>	X	
<b>7</b> 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	<b>7</b>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> IL			
<b>b</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	<b>8b</b>	X	
<b>9</b> 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	<b>9</b>		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<b>10</b>		X

N/A

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14 The books are in care of ► RUBEN R. VERNOF Telephone no ► 312-782-5885 Located at ► P.O. BOX 06560, CHICAGO, IL ZIP+4 ► 60606-6560			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float:right"><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</span>			
(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)? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(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) <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
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 <span style="float:right">► <input type="checkbox"/></span>	1b		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> 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) <span style="float:right">N/A</span>	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? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
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.) <span style="float:right">N/A</span>	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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☒

**5b**

**X**

**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.

**6b**

**X**

**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
RUBEN R. VERNOF	TRUSTEE			
P.O. BOX 06560				
CHICAGO, IL 60606-6560	10.00	97,200.	0.	0.
LINDA M. NEYLON	TRUSTEE			
P.O. BOX 06560				
CHICAGO, IL 60606-6560	2.00	12,500.	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**

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**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	
All other program-related investments See instructions	
3	
<b>Total.</b> 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	7,776,387.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	672,893.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	8,449,280.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	8,449,280.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	126,739.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	8,322,541.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	416,127.

**Part XI**

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	416,127.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	2,286.
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,286.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	413,841.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	208,277.
<b>5</b>	Add lines 3 and 4	<b>5</b>	622,118.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	622,118.

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	664,310.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	664,310.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	2,286.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	662,024.

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

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				622,118.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008	138,452.			
<b>b</b> From 2009	181,246.			
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	319,698.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$	664,310.			
<b>a</b> Applied to 2012, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				622,118.
<b>e</b> Remaining amount distributed out of corpus	42,192.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	361,890.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	138,452.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	223,438.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009	181,246.			
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013	42,192.			

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N/A

**b. Check box to indicate whether the foundation is a private operating foundation described in section**

☐ 4942(i)(3) or ☐ 4942(i)(5)

**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**

### 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

RUBEN R. VERNOF, 312-782-5885

P.O. BOX 06560, CHICAGO, IL 60606-6560

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

SEE FOOTNOTE ATTACHED.

**c Any submission deadlines**

SEE FOOTNOTE ATTACHED.

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

SEE FOOTNOTE ATTACHED.

**THE BERNER CHARITABLE AND SCHOLARSHIP  
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**Part XV Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
<b>a Paid during the year</b>				
ABBOT, DANIEL RUSH UNIVERSITY CHICAGO, IL 60612	NONE	N/A	SCHOLARSHIP GRANT	5,000.
ADAMS, AMY COLUMBUS STATE UNIVERSITY COLUMBUS, GA 31907	NONE	N/A	SCHOLARSHIP GRANT	4,451.
ADKINS, HUNTER, III UNIVERSITY OF WEST GEORGIA CARROLLTON, GA 30118	NONE	N/A	SCHOLARSHIP GRANT	10,000.
ALFORD, YASMIN DEPAUL UNIVERSITY CHICAGO, IL 60604	NONE	N/A	SCHOLARSHIP GRANT	10,000.
ALS FOUNDATION, INC. (LES TURNER AMYOTROPHIC LATERAL SCLEROSIS FDTN.) 5550 W. TOUHY SKOKIE, IL 60077	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	5,000.
<b>Total SEE CONTINUATION SHEET(S)</b>				<b>842,647.</b>
<b>b Approved for future payment</b>				
CHILDREN'S ONCOLOGY SERVICES INC. 213 W. INSTITUTE PLACE CHICAGO, IL 60610	NONE	PUBLIC CHARITY	CANCER RESEARCH, PREVENTION AND EDUCATION	5,000.
<b>Total</b>				<b>5,000.</b>

323611  
10-10-13

\* \* SEE PURPOSE OF GRANT CONTINUATIONS

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**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	KOVITZ SECURITIES - SEE ATTACHED	P		
b	RAYMOND JAMES - SEE ATTACHED	P		
c	RAYMOND JAMES - SEE ATTACHED	P		
d	MORGAN KEEGAN - SEE ATTACHED	P		
e	MORGAN KEEGAN - SEE ATTACHED	P		
f	CAPITAL GAINS DIVIDENDS	P		
g	KOVITZ SECURITIES - SEE ATTACHED	P		
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 879,729.		530,698.	349,031.
b 632,376.		557,507.	74,869.
c 1,977,322.		2,408,811.	<431,489.>
d 50,007.		41,575.	8,432.
e 136,236.		143,154.	<6,918.>
f 10,646.			10,646.
g 18,918.		8,857.	10,061.
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			349,031.
b			74,869.
c			<431,489.>
d			8,432.
e			<6,918.>
f			10,646.
g			10,061.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	14,632.
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

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**FOR THE YEAR ENDING DECEMBER 31, 2013**

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<u>Quantity</u>	<u>Security</u>	<u>Purchase/ Donated</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Sale Proceeds</u>	<u>Cost</u>	<u>Gain or (Loss)</u>
<b><u>Through Kovitz Securities Account:</u></b>							
300	SH COLGATE PALMOLIVE CO	P	5/16/2013	10/24/2013	\$ 18,917 79	\$ 8,856 54	\$ 10,061 25
<b>Total Kovitz Securities Short-Term</b>					<b>\$ 18,917 79</b>	<b>\$ 8,856 54</b>	<b>\$ 10,061 25</b>
1,000	SH CARDINAL HEALTH, INC	P	8/11/1997	12/2/2013	\$ 64,761 37	\$ 18,102 65	\$ 46,658 72
700	SH COLGATE PALMOLIVE CO	P	11/15/2001	10/24/2013	\$ 44,141 51	\$ 20,665 27	\$ 23,476 24
500	SH ELI LILLY & CO	P	4/13/1997	10/24/2013	\$ 25,188 21	\$ 21,718 00	\$ 3,470 21
1,000	SH GENERAL ELECTRIC	P	10/27/2000	12/23/2013	\$ 27,432 77	\$ 52,791 94	\$ (25,359 17)
1,000	SH GENERAL ELECTRIC	P	11/20/2001	12/23/2013	\$ 27,432 77	\$ 41,890 20	\$ (14,457 43)
1,000	SH ISHARES IBOXX	P	8/12/2008	10/24/2013	\$ 93,599 87	\$ 93,267 30	\$ 332 57
800	SH JOHNSON & JOHNSON	P	5/8/2001	10/24/2013	\$ 73,887 53	\$ 39,464 30	\$ 34,423 23
45	SH JOHNSON & JOHNSON	P	5/8/2001	11/4/2013	\$ 4,139 98	\$ 2,219 87	\$ 1,920 11
145	SH JOHNSON & JOHNSON	P	5/8/2001	11/5/2013	\$ 13,439 77	\$ 7,152 90	\$ 6,286 87
2,000	SH LOWE'S COMPANIES, INC	P	3/1/2002	10/24/2013	\$ 100,103 35	\$ 48,271 45	\$ 51,831 90
600	SH PROCTOR & GAMBLE	P	7/11/2008	10/24/2013	\$ 48,464 23	\$ 38,863 73	\$ 9,600 50
500	SH QUALCOMM INC	P	12/6/2002	12/13/2013	\$ 36,448 36	\$ 10,201 80	\$ 26,246 56
1,000	SH SCHLUMBERGER LTD	P	7/14/2004	10/24/2013	\$ 93,108 77	\$ 31,694 70	\$ 61,414 07
1,500	SH STERICYCLE INC	P	2/7/2006	10/24/2013	\$ 177,664 90	\$ 45,544 05	\$ 132,120 85
1,500	SH SYSCO CORP	P	2/24/2004	11/7/2013	\$ 49,915 18	\$ 58,849 35	\$ (8,934 17)
<b>Total Kovitz Securities - Long Term</b>					<b>\$ 879,728 57</b>	<b>\$ 530,697 51</b>	<b>\$ 349,031 06</b>



**THE BERNER CHARITABLE AND SCHOLARSHIP FOUNDATION**  
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**FOR THE YEAR ENDING DECEMBER 31, 2013**

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<u>Quantity</u>	<u>Security</u>	<u>Purchase/ Donated</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Sale Proceeds</u>	<u>Cost</u>	<u>Gain or (Loss)</u>
<b>Through Raymond James Account:</b>							
1000	SH CATERPILLAR INC	P	2/27/2013	7/29/2013	\$ 83,270 96	\$ 92,162 07	\$ (8,891 11)
1000	SH CONOCOPHILLIPS	P	2/12/2013	10/18/2013	\$ 71,410 98	\$ 58,609 18	\$ 12,801 80
4000	SH CORNING INC	P	2/8/2013	7/16/2013	\$ 59,494 09	\$ 49,797 14	\$ 9,696 95
1000	SH CORNING INC	P	2/12/2013	7/16/2013	\$ 14,873 52	\$ 12,833 00	\$ 2,040 52
2000	SH HEWLETT-PACKARD CO	P	1/28/2013	5/29/2013	\$ 46,863 80	\$ 34,666 77	\$ 12,197 03
1000	SH HEWLETT-PACKARD CO	P	1/28/2013	5/29/2013	\$ 23,431 90	\$ 17,315 15	\$ 6,116 75
1,667	SH KRAFT FOODS GROUP, INC	P	11/2/2012	8/20/2013	\$ 71,425 43	\$ 75,120 29	\$ (3,694 86)
2000	SH MICROSOFT CORP	P	1/7/2013	8/28/2013	\$ 68,962 53	\$ 54,144 48	\$ 14,818 05
5000	SH NORDIC AMERICAN TANKERS LIMITE	P	5/22/2013	9/30/2013	\$ 42,210 12	\$ 45,279 95	\$ (3,069 83)
7500	SH SUPERVALU, INC	P	8/6/2012	3/21/2013	\$ 30,000 00	\$ 18,929 07	\$ 11,070 93
2000	SH TOTAL S A SPONSORED ADR	P	4/5/2013	10/25/2013	\$ 120,432 99	\$ 98,650 01	\$ 21,782 98
<b>Total Raymond James Short-Term</b>					<b>\$ 632,376 32</b>	<b>\$ 557,507 11</b>	<b>\$ 74,869 21</b>
2000	SH BANK OF AMERICA CORP	P	10/27/2003	11/1/2013	\$ 27,988 17	\$ 74,411 63	\$ (46,423 46)
2000	SH BANK OF AMERICA CORP	P	11/10/2003	11/1/2013	\$ 27,988 17	\$ 76,117 51	\$ (48,129 34)
2000	SH BANK OF AMERICA CORP	P	9/14/2007	11/1/2013	\$ 27,988 17	\$ 100,446 98	\$ (72,458 81)
500	SH BANK OF AMERICA CORP	P	12/29/2003	11/1/2013	\$ 6,997 04	\$ 29,164 26	\$ (22,167 22)
500	SH BANK OF AMERICA CORP	P	12/1/2005	11/1/2013	\$ 6,997 04	\$ 34,228 55	\$ (27,231 51)
1000	SH BANK OF AMERICA CORP	P	5/8/2008	11/1/2013	\$ 13,994 09	\$ 48,393 94	\$ (34,399 85)
4900	SH BANK OF AMERICA CORP	P	11/18/2009	11/1/2013	\$ 68,571 02	\$ 85,567 13	\$ (16,996 11)
1000	SH CONOCOPHILLIPS	P	10/5/2006	10/18/2013	\$ 71,410 97	\$ 44,833 63	\$ 26,577 34
1000	SH CONOCOPHILLIPS	P	10/9/2006	10/18/2013	\$ 71,410 97	\$ 44,655 53	\$ 26,755 44
1000	SH CONOCOPHILLIPS	P	3/7/2007	10/18/2013	\$ 71,410 97	\$ 53,312 75	\$ 18,098 22
2500	SH EATON VANCE TAX-MANAGED DIV EQ FD	P	11/27/2006	12/19/2013	\$ 26,197 87	\$ 46,714 79	\$ (20,516 92)
2500	SH EATON VANCE TAX-MANAGED DIV EQ FD	P	12/28/2007	12/19/2013	\$ 26,197 86	\$ 38,966 10	\$ (12,768 24)
5000	SH EATON VANCE TAX-MGD GLOBAL DIV EQ FD	P	2/22/2007	12/19/2013	\$ 48,113 34	\$ 93,938 54	\$ (45,825 20)
3000	SH EATON VANCE TAX-MGD GLOBAL DIV EQ FD	P	12/28/2007	12/19/2013	\$ 28,868 00	\$ 37,825 61	\$ (8,957 61)
2500	SH EATON VANCE RISK MANAGED DIV EQ FD	P	7/26/2007	12/19/2013	\$ 27,382 14	\$ 52,056 39	\$ (24,674 25)
64 7166	SH EATON VANCE RISK MANAGED DIV EQ FD	P	10/31/2007	12/19/2013	\$ 708 83	\$ 1,125 00	\$ (416 17)
61 9397	SH EATON VANCE RISK MANAGED DIV EQ FD	P	1/31/2008	12/19/2013	\$ 678 42	\$ 1,153 67	\$ (475 25)
61 1757	SH EATON VANCE RISK MANAGED DIV EQ FD	P	4/30/2008	12/19/2013	\$ 670 05	\$ 1,181 55	\$ (511 50)
64 5422	SH EATON VANCE RISK MANAGED DIV EQ FD	P	7/31/2008	12/19/2013	\$ 706 92	\$ 1,209 52	\$ (502 60)
70 4061	SH EATON VANCE RISK MANAGED DIV EQ FD	P	10/31/2008	12/19/2013	\$ 771 15	\$ 1,238 57	\$ (467 42)
76 2197	SH EATON VANCE RISK MANAGED DIV EQ FD	P	2/5/2009	12/19/2013	\$ 834 82	\$ 1,259 91	\$ (425 09)
1000	SH INTEL CORP	P	7/22/2004	7/26/2013	\$ 22,693 63	\$ 23,282 30	\$ (588 67)
2000	SH INTEL CORP	P	10/28/2005	7/26/2013	\$ 45,387 25	\$ 46,328 15	\$ (940 90)
3000	SH INTEL CORP	P	2/15/2006	7/26/2013	\$ 68,080 87	\$ 64,723 11	\$ 3,357 76
333	SH KRAFT FOODS GROUP, INC	P	1/27/2010	8/20/2013	\$ 35,712 72	\$ 10,006 98	\$ 25,705 74
1000	SH MEDTRONIC INC	P	8/18/2006	7/30/2013	\$ 54,907 15	\$ 45,453 34	\$ 9,453 81
1000	SH MEDTRONIC INC	P	3/21/2012	7/30/2013	\$ 54,907 15	\$ 39,833 26	\$ 15,073 89
1000	SH MICROSOFT CORP	P	11/20/2000	8/28/2013	\$ 34,481 26	\$ 34,865 11	\$ (383 85)
1000	SH MICROSOFT CORP	P	3/9/2011	8/28/2013	\$ 34,481 26	\$ 26,144 80	\$ 8,336 46
1000	SH PEABODY ENERGY CORP	P	10/6/2011	12/20/2013	\$ 17,971 03	\$ 36,132 12	\$ (18,161 09)
1000	SH PEABODY ENERGY CORP	P	2/7/2012	12/20/2013	\$ 17,971 04	\$ 38,568 42	\$ (20,597 38)
2000	SH POTASH CORP SASK INC	P	3/14/2012	12/23/2013	\$ 61,810 58	\$ 85,792 50	\$ (23,981 92)
2000	SH RUBICON TECHNOLOGIES, INC	P	11/5/2008	9/24/2013	\$ 25,518 71	\$ 7,677 95	\$ 17,840 76
1000	SH -MERGER- CAYMAN ISLANDS	P	1/18/2011	4/2/2013	\$ 8,950 00	\$ 13,467 28	\$ (4,517 28)
2000	SH SUNTRUST BANKS, INC	P	1/11/2010	11/14/2013	\$ 70,670 09	\$ 46,986 88	\$ 23,683 21
2000	SH TOTAL S A SPONSORED ADR	P	10/12/2012	10/23/2013	\$ 120,969 20	\$ 101,085 02	\$ 19,884 18
2000	SH WELLS FARGO & CO NEW	P	7/22/2004	11/4/2013	\$ 85,500 50	\$ 58,920 93	\$ 26,579 57
398	SH WELLS FARGO & CO NEW	P	10/5/1995	11/4/2013	\$ 17,014 60	\$ 52,000 00	\$ (34,985 40)
398	SH WELLS FARGO & CO NEW	P	9/28/2007	11/4/2013	\$ 17,014 60	\$ 100,426 29	\$ (83,411 69)
299	SH WELLS FARGO & CO NEW	P	3/13/2008	11/4/2013	\$ 12,782 32	\$ 41,225 66	\$ (28,443 34)
36	SH CORTS FOR UNUMPROVIDENT II, 8 2%	P	3/31/2001	5/9/2013	\$ 996 48	\$ 900 00	\$ 96 48
1265	SH CORTS FOR UNUMPROVIDENT II, 8 2%	P	3/31/2001	5/13/2013	\$ 35,020 20	\$ 31,625 00	\$ 3,395 20
2000	SH PARTNERRE LTD , 6 75%	P	5/1/2003	3/18/2013	\$ 50,000 00	\$ 50,000 00	\$ -
4000	SH PROLOGIS INC 6 75% PFD	P	1/20/2004	4/19/2013	\$ 100,000 00	\$ 102,500 00	\$ (2,500 00)
4000	SH ROYAL BANK OF SCOTLAND, 5 755% PFD Ser B	P	2/25/2004	7/2/2013	\$ 80,108 94	\$ 100,720 00	\$ (20,611 06)
2000	SH ROYAL BANK OF SCOTLAND, 6 35% Ser N	P	5/12/2005	7/2/2013	\$ 41,407 22	\$ 50,000 00	\$ (8,592 78)
2000	SH SEARS ROEBUCK ACCEPT CO , 7 40%	P	2/24/2003	12/20/2013	\$ 20,079 65	\$ 50,700 00	\$ (30,620 35)

**THE BERNER CHARITABLE AND SCHOLARSHIP FOUNDATION**  
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**FOR THE YEAR ENDING DECEMBER 31, 2013**

36-3923844

<u>Quantity</u>		<u>Security</u>	<u>Purchase/ Donated</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Sale Proceeds</u>	<u>Cost</u>	<u>Gain or (Loss)</u>
100K	SH	AETNA SVC IND DEB, 6 75%	P	12/20/1996	1/0/1900	\$ 100,000 00	\$ 96,377 00	\$ 3,623 00
83K	SH	DOLE FOODS CO DEB, 7 875%	P	12/27/1996	7/15/2013	\$ 83,000 00	\$ 85,762 09	\$ (2,762 09)
100K	SH	IRON MOUNTAIN INC, 8 0%	P	7/7/2008	8/23/2013	\$ 104,000 00	\$ 99,505 00	\$ 4,495 00
<b>Total Raymond James - Long Term</b>						<b>\$ 1,977,322 46</b>	<b>\$ 2,408,810 75</b>	<b>\$ (431,488 29)</b>

**THE BERNER CHARITABLE AND SCHOLARSHIP FOUNDATION**  
**SCHEDULE OF SECURITY SALES AND GAIN OR (LOSS)**  
**FOR THE YEAR ENDING DECEMBER 31, 2013**

36-3923844

<u>Quantity</u>	<u>Security</u>	<u>Purchase/ Donated</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Sale Proceeds</u>	<u>Cost</u>	<u>Gain or (Loss)</u>
<b><u>Through Morgan Keegan Co. Account:</u></b>							
2,000	SH CISCO SYSTEMS, INC	P	10/26/2012	1/22/2013	\$ 41,051 15	\$ 35,265 32	\$ 5,785 83
7,500	SH SUPERVALU, INC	P	8/6/2012	1/28/2013	\$ 8,955 37	\$ 6,309 69	\$ 2,645 68
<b>Total Morgan Keegan Short-Term</b>					<b>\$ 50,006 52</b>	<b>\$ 41,575 01</b>	<b>\$ 8,431 51</b>
2000	SH CAPITAL ONE CAPITAL II, 7 50%	P	5/24/2006	1/2/2013	\$ 50,000 00	\$ 50,000 00	\$ -
2000	SH CISCO SYSTEMS, INC	P	5/5/2011	1/22/2013	\$ 41,051 15	\$ 35,808 17	\$ 5,242 98
1,000	SH MONDELEZ INTERNATIONAL, INC	P	1/27/2010	1/25/2013	\$ 27,274 57	\$ 18,538 59	\$ 8,735 98
5000	SH SUPERVALU, INC	P	9/16/2011	1/28/2013	\$ 17,910 74	\$ 38,807 16	\$ (20,896 42)
<b>Total Morgan Keegan Co. - Long Term</b>					<b>\$ 136,236 46</b>	<b>\$ 143,153 92</b>	<b>\$ (6,917 46)</b>

THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION

36-3923844

**Part XV** . Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN CANCER SOCIETY 225 N. MICHIGAN AVE, SUITE 1200 CHICAGO, IL 60601	NONE	PUBLIC CHARITY	CANCER RESEARCH, PREVENTION AND EDUCATION	15,000.
AMERICAN HEART ASSOCIATION 208 S. LASALLE ST., SUITE 1500 CHICAGO, IL 60604	NONE	PUBLIC CHARITY	RESEARCH OF HEART DISEASE AND ITS PREVENTION	15,000.
AMERICAN RED CROSS OF CHICAGO 2200 W. HARRISON ST. CHICAGO, IL 60612	NONE	PUBLIC CHARITY	PROVIDE IMMEDIATE BASIC NEEDS TO VICTIMS OF DISASTER	5,000.
AMERICAN SOCIETY FOR TECHNION 55 E 59TH STREET NEW YORK, NY 10022	NONE	PUBLIC CHARITY	EDUCATIONAL	2,000.
ASPCA 520 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC CHARITY	PREVENTION OF CRUELTY TO ANIMALS	2,000.
ASSOCIATION OF SMALL FOUNDATIONS 1720 N. STREET NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	PUBLIC SERVICES	2,000.
BARNETT, VANESSA AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
BIFFEN, SARAH PACIFIC COLLEGE OF ORIENTAL MEDICINE NEW YORK, NY 10010	NONE	N/A	SCHOLARSHIP GRANT	10,000.
BOWEN, TREVOR ARMSTRONG ATLANTIC STATE UNIVERSITY SAVANNAH, GA 31419	NONE	N/A	SCHOLARSHIP GRANT	992.
BROWN, JUSTIN UNIVERSITY OF GEORGIA ATHENS, GA 30602	NONE	N/A	SCHOLARSHIP GRANT	5,000.
Total from continuation sheets				808,196.

THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION

36-3923844

**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
BUCKNER, JOHN MERCER UNIVERSITY MACON, GA 31207	NONE	N/A	SCHOLARSHIP GRANT	5,000.
CALLAHAN, MARY RUSH UNIVERSITY CHICAGO, IL 60612	NONE	N/A	SCHOLARSHIP GRANT	5,000.
CARROUTHERS, JOHN C. MERCER UNIVERSITY MACON, GA 31207	NONE	N/A	SCHOLARSHIP GRANT	5,000.
CHEW, ALEXANDER UNIVERSITY OF ILLINOIS - CHICAGO CHICAGO, IL 60607	NONE	N/A	SCHOLARSHIP GRANT	10,000.
CHICAGO LIGHTHOUSE FOR THE BLIND 1850 W. ROOSEVELT ROAD CHICAGO, IL 60608-9927	NONE	PUBLIC CHARITY	SERVICES TO BLIND AND VISUALLY IMPAIRED	15,000.
CHILDREN'S ONCOLOGY SERVICES INC. 213 W. INSTITUTE PLACE CHICAGO, IL 60610	NONE	PUBLIC CHARITY	CANCER RESEARCH, PREVENTION AND EDUCATION	5,000.
CONNELL, KELSEY LA GRANGE COLLEGE LAGRANGE, GA 30240	NONE	N/A	SCHOLARSHIP GRANT	8,531.
DEAL, REBECCA RUSH UNIVERSITY CHICAGO, IL 60612	NONE	N/A	SCHOLARSHIP GRANT	3,333.
DIORIO, ELAINA RUSH UNIVERSITY CHICAGO, IL 60612	NONE	N/A	SCHOLARSHIP GRANT	5,000.
DISCH, TAYLOUR AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
Total from continuation sheets				

**THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION**

36-3923844

**Part XV . Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE NEW YORK, NY 10001	NONE	PUBLIC CHARITY	PROVIDE MEDICAL ASSISTANCE	2,000.
EPILEPSY FOUNDATION 8301 PROFESSIONAL PLACE LANDOVER, MD 20785	NONE	PUBLIC CHARITY	AWARENESS, EDUCATION AND RESEARCH FOR EPILEPSY	2,000.
EVANS, JESSICA LA GRANGE COLLEGE LAGRANGE, GA 30240	NONE	N/A	SCHOLARSHIP GRANT	10,000.
FARMER, ZACHARY BERRY COLLEGE MOUNT BERRY, GA 30149	NONE	N/A	SCHOLARSHIP GRANT	10,000.
FORESTER, BENJAMIN WASHINGTON UNIVERSITY ST. LOUIS, MO 61350	NONE	N/A	SCHOLARSHIP GRANT	20,000.
GALSTER, ANNA UNIVERSITY OF GEORGIA ATHENS, GA 30602	NONE	N/A	SCHOLARSHIP GRANT	10,000.
GARRETT, WILLIAM COLUMBUS STATE UNIVERSITY COLUMBUS, GA 31907	NONE	N/A	SCHOLARSHIP GRANT	5,000.
GEORGIA STATE UNIVERSITY FOUNDATION P.O. BOX 3963 ATLANTA, GA 30302	NONE	PRIVATE FOUNDATION	SCHOLARSHIP FUND	161,413.
GLENWOOD ACADEMY 500 W. 187TH STREET GLENWOOD, IL 60425	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000.
GLYNN, KAILEEN M. CARTHAGE COLLEGE KENOSHA, WI 53140	NONE	N/A	SCHOLARSHIP GRANT	10,000.
<b>Total from continuation sheets</b>				

THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION

36-3923844

**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
GOODSON, JOSHUA A. AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
GURIAN, EMILY COLLEGE OF WILLIAM AND MARY WILLIAMSBURG, VA 23187	NONE	N/A	SCHOLARSHIP GRANT	10,000.
HIXON, SHELBY AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
JUVENILE DIABETES RESEARCH FOUNDATION - J.D.R.F. 11 S. LASALLE STREET - SUITE 1800 CHICAGO, IL 60603	NONE	PUBLIC CHARITY	JUVENILE DIABETES RESEARCH, PREVENTION AND EDUCATION	1,000.
KERNES, JENNIFER DOMINICAN UNIVERSITY RIVER FORREST, IL 60305	NONE	N/A	SCHOLARSHIP GRANT	5,000.
KERNES, JONATHAN NORTHWESTERN UNIVERSITY EVANSTON, IL 60208	NONE	N/A	SCHOLARSHIP GRANT	10,000.
KIME, AARON RUSH UNIVERSITY CHICAGO, IL 60612	NONE	N/A	SCHOLARSHIP GRANT	3,333.
LAMPING, CORY INDIANA UNIVERSITY INDIANAPOLIS, IN 46206	NONE	N/A	SCHOLARSHIP GRANT	10,000.
LAUBE, REBECCA AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
LAWRENCE HALL YOUTH SERVICES 4833 N. FRANCISCO AVE CHICAGO, IL 60625	NONE	PUBLIC CHARITY	YOUTH SERVICES	5,000.
Total from continuation sheets				

THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION

36-3923844

**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
LEUKEMIA & LYMPHOMA SOCIETY 651 W. WASHINGTON BLVD., #400 CHICAGO, IL 60661	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	5,000.
LITTLE CITY FOUNDATION 1760 W. ALGONQUIN ROAD PALATINE, IL 60067	NONE	PUBLIC CHARITY	HUMANITARIAN	2,000.
MACULAR DEGENERATION RESEARCH 22512 GATEWAY CENTER DRIVE CLARKSBURG, MD 20871	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	5,000.
MAYO FOUNDATION - DEPARTMENT OF DEVELOPMENT 200 FIRST STREET S.W. ROCHESTER, MN 55905	NONE	PRIVATE FOUNDATION	MEDICAL RESEARCH	15,000.
MCEWEN, KELSEY RUSH UNIVERSITY CHICAGO, IL 60612	NONE	N/A	SCHOLARSHIP GRANT	5,000.
MCGINN JR., PATRICK KENNESAW STATE UNIVERSITY KENNESAW, GA 30144	NONE	N/A	SCHOLARSHIP GRANT	10,000.
MEDINA, COURTNEY CROWN COLLEGE ST. BONIFACIUS, MN 55375	NONE	N/A	SCHOLARSHIP GRANT	10,000.
MILBY, QUINN AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	5,000.
MOMIN, ARBAZ MERCER UNIVERSITY MACON, GA 31207	NONE	N/A	SCHOLARSHIP GRANT	10,000.
MONTELEONE, KATHLEEN CHATHAM COLLEGE PITTSBURGH, PA 15232	NONE	N/A	SCHOLARSHIP GRANT	15,000.
Total from continuation sheets				



THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION

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**Part XV . Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NASH, JESSALYN COLUMBUS STATE UNIVERSITY COLUMBUS, GA 31907	NONE	N/A	SCHOLARSHIP GRANT	12,500.
NASH, JORDAN E. COLUMBUS STATE UNIVERSITY COLUMBUS, GA 31907	NONE	N/A	SCHOLARSHIP GRANT	13,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 525 W. MONROE ST. CHICAGO, IL 60661	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	5,000.
NORTH SHORE UNIVERSITY HEALTH SYSTEM FOUNDATION 1033 UNIVERSITY PLACE, #450 EVANSTON, IL 60201	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	5,000.
ORGAN TRANSPLANT SUPPORT P.O. BOX 471 NAPERVILLE, IL 60566	NONE	PUBLIC CHARITY	PROVIDES SUPPORT, COUNSELING, EDUCATION AND INFORMATIONAL PROGRAMS AND MATERIALS ON TRANSPLANTATION FOR	5,000.
PARKINSON'S DISEASE FOUNDATION 1359 BROADWAY, #1509 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	5,000.
PATRICK, RACHEL UNIVERSITY OF GEORGIA ATHENS, GA 30602	NONE	N/A	SCHOLARSHIP GRANT	10,000.
PEREZ, ALEX C. UNIVERSITY OF WEST GEORGIA CARROLLTON, GA 30118	NONE	N/A	SCHOLARSHIP GRANT	10,000.
PETS FOR THE ELDERLY FOUNDATION 530 E. HUNT HWY STE 103 PMB472 SAN TAN VALLEY, AZ 85143	NONE	PUBLIC CHARITY	HELPING TO UNITE UNWANTED PETS WITH LONELY SENIOR CITIZENS	2,000.
PHILOGENE, CALEB BRADLEY UNIVERSITY PEORIA, IL 61625	NONE	N/A	SCHOLARSHIP GRANT	5,000.
Total from continuation sheets				

**THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION**

36-3923844

**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
PORTER, JAMES UNIVERSITY OF WEST GEORGIA CARROLLTON, GA 30118	NONE	N/A	SCHOLARSHIP GRANT	10,000.
PORTER, MARINA NORTHWESTERN UNIVERSITY EVANSTON, IL 60208	NONE	N/A	SCHOLARSHIP GRANT	6,667.
PRATHER, AKERA FORT VALLEY STATE UNIVERSITY FORT VALLEY, GA 31030	NONE	N/A	SCHOLARSHIP GRANT	4,500.
QUERIN, JESSICA AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
REACH FOR EXCELLENCE 3790 ASHFORD DUNWOODY ROAD ATLANTA, GA 30319	NONE	PUBLIC CHARITY	EDUCATIONAL ASSISTANCE	5,000.
RESPIRATORY HEALTH ASSOCIATION 1440 W. WASHINGTON BLVD. CHICAGO, IL 60607	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	5,000.
ROBERSON, KAITLYN UNIVERSITY OF GEORGIA ATHENS, GA 30602	NONE	N/A	SCHOLARSHIP GRANT	10,000.
RODGERS, KATHERINE AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
ROSENBALM, KATIE UNIVERSITY OF GEORGIA ATHENS, GA 30602	NONE	N/A	SCHOLARSHIP GRANT	10,000.
SHECK, ZACHARY INDIANA UNIVERSITY BLOOMINGTON, IN 47405	NONE	N/A	SCHOLARSHIP GRANT	10,000.
<b>Total from continuation sheets</b>				

THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION

36-3923844

**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
SHEPHERD, ERIC UNIVERSITY OF GEORGIA ATHENS, GA 30602	NONE	N/A	SCHOLARSHIP GRANT	5,000.
SHUTT, LEANNE AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
SIMON, AUSTIN ILLINOIS STATE UNIVERSITY NORMAL, IL 61761	NONE	N/A	SCHOLARSHIP GRANT	10,000.
SIMON, BRETT ILLINOIS STATE UNIVERSITY NORMAL, IL 61761	NONE	N/A	SCHOLARSHIP GRANT	5,000.
SKLENA, JAKE INDIANA UNIVERSITY BLOOMINGTON, IN 47408	NONE	N/A	SCHOLARSHIP GRANT	5,000.
SOLOMON SCHECHTER DAY SCHOOL 3210 DUNDEE ROAD NORTHBROOK, IL 60062	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000.
SPECIAL OLYMPICS ILLINOIS P.O. BOX 129 NORMAL, IL 61761	NONE	PUBLIC CHARITY	ATHLETICS FOR DISABLED	1,525.
ST. JUDE'S CHILDRENS RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	5,000.
STAUNTON EDUCATION FOUNDATION P.O. BOX 192 STAUNTON, IL 62088	NONE	PRIVATE FOUNDATION	EDUCATIONAL	2,000.
TAYLOR, JOEY METHODIST UNIVERSITY FAYETTEVILLE, NC 28311	NONE	N/A	SCHOLARSHIP GRANT	4,957.
Total from continuation sheets				

THE BERNER CHARITABLE AND SCHOLARSHIP  
FOUNDATION

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**Part XV** - Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TERRELL, ALI D. UNIVERSITY OF GEORGIA ATHENS, GA 30602	NONE	N/A	SCHOLARSHIP GRANT	5,000.
THE THRESHOLDS 4101 N. RAVENSWOOD AVENUE SUITE 1 CHICAGO, IL 60613	NONE	PUBLIC CHARITY	MENTAL HEALTH SERVICES	2,000.
THE WILMER EYE INSTITUTE JOHNS HOPKINS UNIVERSITY 600 NORTH WOLFE STREET BALTIMORE, MD 21287	NONE	PUBLIC CHARITY	EDUCATION	15,000.
VEAL, DEANNA UNIVERSITY OF GEORGIA ATHENS, GA 30602	NONE	N/A	SCHOLARSHIP GRANT	10,000.
WARNER, SAMANTHA AUBURN UNIVERSITY AUBURN, AL 36849	NONE	N/A	SCHOLARSHIP GRANT	10,000.
WEINDRUCH, KELSEY LUTHER COLLEGE DECORAH, IA 52101	NONE	N/A	SCHOLARSHIP GRANT	5,000.
WEINSTEIN, ARIELLE CEA GLOBAL EDUCATION PHEONIX, AZ 85018	NONE	N/A	SCHOLARSHIP GRANT	10,000.
WEISS, JORIE COLUMBIA COLLEGE CHICAGO, IL 60605	NONE	N/A	SCHOLARSHIP GRANT	3,445.
WESTIN, NICHOLAS M. UNIVERSITY OF ILLINOIS CHAMPAIGN, IL 61820	NONE	N/A	SCHOLARSHIP GRANT	5,000.
WILSON, ANGELA SAVANNAH COLLEGE OF ART SAVANNAH, GA 31402	NONE	N/A	SCHOLARSHIP GRANT	5,000.
Total from continuation sheets				

**Part XV** Supplementary Information

**3a** Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ORGAN TRANSPLANT SUPPORT

PROVIDES SUPPORT, COUNSELING, EDUCATION AND INFORMATIONAL PROGRAMS AND  
MATERIALS ON TRANSPLANTATION FOR TRANSPLANT RECIPIENTS, CANDIDATES,  
THEIR FAMILIES, HEALTH CARE PROFESSIONALS, AND TRANSPLANT CENTERS

## 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
CHASE BANK	10.	10.	
US BANK	6.	6.	
TOTAL TO PART I, LINE 3	16.	16.	

## 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 AND INTEREST - KOVITZ SECURITIES	2,590.	0.	2,590.	2,590.	
DIVIDENDS AND INTEREST - MORGAN KEEGAN	23,284.	0.	23,284.	23,284.	
DIVIDENDS AND INTEREST - RAYMOND JAMES	263,898.	0.	263,898.	263,898.	
DIVIDENDS AND INTEREST - WAYNE HUMMER	42,246.	0.	42,246.	42,246.	
TO PART I, LINE 4	332,018.	0.	332,018.	332,018.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LITIGATION SETTLEMENT	1,166.	1,166.	
LITIGATION RECOVERY	408.	408.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,574.	1,574.	

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FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEWIS, TAYLOR, & TODD	5,687.	5,687.		0.
TO FM 990-PF, PG 1, LN 16A	5,687.	5,687.		0.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
VERNOF, SCHWARTZ & CO., C.P.A.'S	11,362.	9,090.		2,272.
TO FORM 990-PF, PG 1, LN 16B	11,362.	9,090.		2,272.

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FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	3,395.	3,395.		0.
EXCISE TAXES	2,301.	0.		2,301.
TO FORM 990-PF, PG 1, LN 18	5,696.	3,395.		2,301.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	750.	600.		150.
BANK CHARGES	292.	234.		58.
PROFESSIONAL DUES	725.	580.		145.
TO FORM 990-PF, PG 1, LN 23	1,767.	1,414.		353.

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## FOOTNOTES

STATEMENT 8

1. THE SCHOLARSHIP SELECTION COMMITTEE CONSISTS OF RUBEN R. VERNOF, CO-TRUSTEE, JEFFREY TODD, ANGELO DE VIVO, BARNEY BERLIN, DAVID KLEINERMAN, MARTHA ANN TODD AND LINDA NEYLON, CO-TRUSTEE. A MAJORITY OF THE COMMITTEE SHALL ELECT THE PERSON OR PERSONS TO WHOM THE SCHOLARSHIPS ARE AWARDED.

2. ONLY RESIDENTS OF THE UNITED STATES OF AMERICA ARE ELIGIBLE TO BE RECIPIENTS OF THESE SCHOLARSHIPS. ELIGIBLE STUDENTS ARE THOSE WHO ARE PLANNING TO ATTEND OR ARE ATTENDING ANY ACCREDITED UNITED STATES COLLEGE OR UNIVERSITY GRANTING ANY OF THE FOLLOWING DEGREES: BACHELORS, MASTERS, DOCTOR OF PHILOSOPHY, DOCTOR OF MEDICINE, DOCTOR OF DENTISTRY, DOCTOR OF LAWS, DOCTOR OF VETERINARY MEDICINE OR OTHER COMMONLY ACCEPTED ACCREDITED ADVANCED DEGREES.

3. PERSONS OF BOTH SEXES AND ALL AGES, RACES AND RELIGIONS SHALL BE ELIGIBLE TO RECEIVE THESE SCHOLARSHIPS. SELECTION SHALL BE BASED ON SCHOLASTIC ACHIEVEMENT OR THE POTENTIAL TO MAKE SCHOLASTIC ACHIEVEMENTS, FINANCIAL NEED AND DEMONSTRATED QUALITY OF LEADERSHIP.

4. THE NUMBER OF POTENTIAL RECIPIENTS WILL DEPEND ON THE AMOUNT OF AVAILABLE FUNDS, AND IT IS ANTICIPATED TO BE AT LEAST FOUR (4) PER YEAR.

5. APPLICANTS MUST GRADUATE FROM HIGH SCHOOL WITH A "C" AVERAGE OR BETTER IF THE SCHOLARSHIP IS FOR AN UNDERGRADUATE DEGREE. IF THE STUDENT IS SEEKING A GRADUATE DEGREE, HE OR SHE MUST HAVE GRADUATED COLLEGE WITH A "C" OR BETTER AVERAGE. APPLICANTS MUST ENROLL AS FULL-TIME STUDENTS AND CARRY A FULL-TIME COURSE LOAD.

6. THE AVAILABILITY OF THE GRANT WILL BE PUBLICIZED THROUGH THE FINANCIAL AID OFFICES OF THE RESPECTIVE SCHOOLS.

7. THE GRANT WILL BE PAID TO THE RECIPIENT, TO HIS OR HER FAMILY, OR DIRECTLY TO THE COLLEGE OR UNIVERSITY FOR THE BENEFIT OF THE RECIPIENT.

A) ARRANGEMENTS WILL BE MADE TO RECEIVE REPORTS OF COURSES TAKEN AND GRADES IN EACH ACADEMIC PERIOD.

B) IN THE EVENT THAT A RECIPIENT SHALL FAIL TO MAINTAIN AN AVERAGE OF "C" OR BETTER, SHOULD ABANDON COLLEGE OR UNIVERSITY ATTENDANCE, SHOULD DIE, OR SHOULD FAIL TO COMPLETE ONE ACADEMIC YEAR WITHIN TWELVE (12) MONTHS FROM THE BEGINNING OF THE SCHOLASTIC YEAR NEXT FOLLOWING HIS OR HER AWARD, THE SCHOLARSHIP SHALL BE TERMINATED IN THE DISCRETION OF THE SELECTION COMMITTEE AND THE UNUSED PORTIONS OF THE SCHOLARSHIP SHALL BE PROMPTLY REFUNDED TO THE TRUSTEE.



C) THE SELECTION COMMITTEE SHALL SELECT ONE OR MORE ALTERNATES WHO SHALL BE THE RECIPIENTS OF THE SCHOLARSHIPS PREVIOUSLY AWARDED TO PERSONS WHO, PRIOR TO BEGINING SUCH ADACEMIC YEAR, FAIL TO ENTER HIS OR HER COLLEGE OR UNIVERSITY.

8. NO GRANTS WILL BE AWARDED TO ANY DISQUALIFIED PERSON AS DESCRIBED IN SEC. 4946(A) OF THE INTERNAL REVENUE CODE.

9. THE RECIPIENT WILL BE REQUIRED TO EXECUTE A PROMISSORY NOTE IN ACCORDANCE WITH THE TERMS OF THE TRUST DOCUMENT AND NO SECURITY WILL BE REQUIRED.

10. THE PROCEDURES IN MAKING AND MANAGING THE LOAN PORTION OF THE SCHOLARSHIP GRANTS WILL NOT DIFFER IN ANY MATERIAL WAY FROM THE PROCEDURES DESCRIBED IN 1, 2, 3, 5, 6 AND 7.

11. TO THE EXTENT THAT THE TRUSTEE ELECTS NOT TO DISTRIBUTE THE ENTIRE NET INCOME OF THE TRUST IN ANY YEAR FOR SCHOLARSHIP PURPOSES, THE TRUSTEE SHALL DISTRIBUTE THE BALANCE OF THE NET INCOME FOR ANY SUCH YEAR TO ANY ONE OR MORE CHARITABLE ORGANIZATIONS AS THE TRUSTEE SHALL DEEM APPROPRIATE.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN KEEGAN - SEE STATEMENT ATTACHED	0.	0.
WAYNE HUMMER ACCOUNT - SEE STATEMENT ATTACHED	100,000.	126,105.
RAYMOND JAMES - SEE STATEMENT ATTACHED	4,581,901.	5,664,502.
KOVITZ SECURITIES - SEE STATEMENT ATTACHED	905,768.	1,254,820.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,587,669.	7,045,427.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN KEEGAN - SEE STATEMENT ATTACHED	0.	0.
WAYNE HUMMER ACCOUNT - SEE STATEMENT ATTACHED	0.	0.
RAYMOND JAMES - SEE STATEMENT ATTACHED	644,802.	707,138.
KOVITZ SECURITIES - SEE STATEMENT ATTACHED	276,799.	276,334.
TOTAL TO FORM 990-PF, PART II, LINE 10C	921,601.	983,472.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
MINOLTA PHOTOCOPIER	3,668.	3,668.	0.
FIREPROOF FILE CABINET	2,212.	2,212.	0.
TOTAL TO FM 990-PF, PART II, LN 14	5,880.	5,880.	0.

**THE BERNER CHARITABLE AND  
SCHOLARSHIP FOUNDATION**

**BALANCE SHEET - LINE 10  
2013  
MORGAN KEEGAN ACCOUNT**

**36-3923844**

<u># Shares</u> <u>Face</u>	<u>Description</u>	<u>Beginning of Year</u> <u>Book Value</u>	<u>End of Year</u> <u>Book Value</u>	<u>End of Year</u> <u>FMV</u>
<b><u>U.S. and State Government Obligations</u></b>				
Totals, to Line 10a				
		\$ -	\$ -	\$ -
<b><u>Common Stocks</u></b>				
2,000	AFLAC, INC	\$ 13,500.00	\$ -	\$ -
7,000	AFLAC, INC	\$ 302,246.80	\$ -	\$ -
1,000	AFLAC, INC.	\$ 23,826.88	\$ -	\$ -
3,000	AFLAC, INC	\$ 77,308.06	\$ -	\$ -
1,000	AFLAC, INC	\$ 36,935.44	\$ -	\$ -
1,000	AFLAC, INC	\$ 35,717.95	\$ -	\$ -
3,000	ALCOA, INC.	\$ 33,487.80	\$ -	\$ -
3,000	ALCOA, INC.	\$ 31,865.21	\$ -	\$ -
2,000	BANK OF AMERICA CORP	\$ 74,411.63	\$ -	\$ -
2,000	BANK OF AMERICA CORP	\$ 76,117.51	\$ -	\$ -
2,000	BANK OF AMERICA CORP	\$ 100,446.98	\$ -	\$ -
430	BANK OF AMERICA CORP	\$ 29,164.26	\$ -	\$ -
430	BANK OF AMERICA CORP	\$ 34,228.55	\$ -	\$ -
859	BANK OF AMERICA CORP	\$ 48,393.94	\$ -	\$ -
5,181	BANK OF AMERICA CORP	\$ 85,567.13	\$ -	\$ -
500	BERKSHIRE HATHAWAY, INC. CLASS B	\$ 35,967.38	\$ -	\$ -
1,000	BP AMOCO PLC, ADR	\$ 55,935.23	\$ -	\$ -
1,000	BP AMOCO PLC, ADR	\$ 36,512.42	\$ -	\$ -
1,000	BP AMOCO PLC, ADR	\$ 42,779.97	\$ -	\$ -
1,000	CHEVRON CORP	\$ 57,876.27	\$ -	\$ -
500	CHEVRON CORP.	\$ 51,920.00	\$ -	\$ -
2,000	CISCO SYSTEMS INC.	\$ 35,808.17	\$ -	\$ -
2,000	CISCO SYSTEMS INC	\$ 35,265.32	\$ -	\$ -
1,000	CITIGROUP INC.	\$ 50,908.46	\$ -	\$ -
1,000	CITIGROUP INC.	\$ 33,938.81	\$ -	\$ -
1,000	CONOCOPHILLIPS	\$ 44,833.63	\$ -	\$ -
1,000	CONOCOPHILLIPS	\$ 44,655.53	\$ -	\$ -
1,000	CONOCOPHILLIPS	\$ 53,312.75	\$ -	\$ -
2,500	EATON VANCE TAX-MANAGED DIVERSIFIED EQ FD	\$ 46,714.79	\$ -	\$ -
2,500	EATON VANCE TAX-MANAGED DIVERSIFIED EQ FD	\$ 38,966.10	\$ -	\$ -
5,000	EATON VANCE TAX-MGD GLOBAL DIV EQ FD.	\$ 93,938.54	\$ -	\$ -
3,000	EATON VANCE TAX-MGD GLOBAL DIV EQ FD.	\$ 37,825.61	\$ -	\$ -
2,500	EATON VANCE RISK MANAGED DIVERSIFIED EQ FD	\$ 52,056.39	\$ -	\$ -
64	EATON VANCE RISK MANAGED DIVERSIFIED EQ FD. - DR	\$ 1,125.00	\$ -	\$ -
259	EATON VANCE RISK MANAGED DIVERSIFIED EQ FD. - DR	\$ 4,783.31	\$ -	\$ -
76	EATON VANCE RISK MANAGED DIVERSIFIED EQ FD. - DR	\$ 1,259.91	\$ -	\$ -
500	EXXON MOBIL CORPORATION	\$ 43,640.00	\$ -	\$ -
1198.75	FIRST HORIZON NATIONAL CORP.	\$ 28,048.17	\$ -	\$ -
1198.75	FIRST HORIZON NATIONAL CORP	\$ 27,050.66	\$ -	\$ -
2397.5	FIRST HORIZON NATIONAL CORP.	\$ 48,477.52	\$ -	\$ -
1000	FORD MOTOR COMPANY	\$ 14,883.30	\$ -	\$ -
3000	FORD MOTOR COMPANY	\$ 32,800.12	\$ -	\$ -
1000	FREEPORT MCMORAN COPPER & GOLD CL B	\$ 52,136.18	\$ -	\$ -
1000	FREEPORT MCMORAN COPPER & GOLD CL B	\$ 38,333.68	\$ -	\$ -
1,000	GENERAL MOTORS COMPANY (NEW)	\$ 38,494.53	\$ -	\$ -
500	GENERAL MOTORS COMPANY (NEW)	\$ 16,152.10	\$ -	\$ -
2,000	HALLIBURTON CO. (HOLDING CO.)	\$ 73,989.71	\$ -	\$ -
100	HOSPIRA INC	\$ 5,762.49	\$ -	\$ -
1,000	INTEL CORP	\$ 23,282.30	\$ -	\$ -

**THE BERNER CHARITABLE AND  
SCHOLARSHIP FOUNDATION**

**BALANCE SHEET - LINE 10  
2013  
MORGAN KEEGAN ACCOUNT**

**36-3923844**

<u># Shares</u>		<u>Beginning of Year</u>	<u>End of Year</u>	<u>End of Year</u>
<u>Face</u>	<u>Description</u>	<u>Book Value</u>	<u>Book Value</u>	<u>FMV</u>
2,000	INTEL CORP	\$ 46,328.15	\$ -	\$ -
3,000	INTEL CORP	\$ 64,723.11	\$ -	\$ -
1,000	JOHNSON & JOHNSON	\$ 66,826.14	\$ -	\$ -
2,000	JP MORGAN CHASE & CO	\$ 74,207.07	\$ -	\$ -
1,000	JP MORGAN CHASE & CO	\$ 37,860.20	\$ -	\$ -
1,000	KAYNE ANDERSON MLP INVT COMPANY	\$ 20,161.44	\$ -	\$ -
2,000	KAYNE ANDERSON ENERGY TOTAL RETURN FD	\$ 44,085.72	\$ -	\$ -
135	KAYNE ANDERSON ENERGY TOTAL RETURN FD	\$ 3,777.64	\$ -	\$ -
209	KAYNE ANDERSON ENERGY TOTAL RETURN FD	\$ 4,516.10	\$ -	\$ -
87	KAYNE ANDERSON ENERGY TOTAL RETURN FD	\$ 1,211.33	\$ -	\$ -
3,000	KAYNE ANDERSON ENERGY DEV. CO	\$ 62,804.43	\$ -	\$ -
333	KRAFT FOODS, INC.	\$ 10,006.98	\$ -	\$ -
1,667	KRAFT FOODS, INC.	\$ 75,120.29	\$ -	\$ -
1,000	MEDTRONIC INC	\$ 45,453.34	\$ -	\$ -
1,000	MEDTRONIC INC	\$ 39,833.26	\$ -	\$ -
1,000	MICROSOFT CORP	\$ 34,865.11	\$ -	\$ -
1,000	MICROSOFT CORP	\$ 26,144.80	\$ -	\$ -
1,000	MONDELEZ INTERNATIONAL, INC.	\$ 18,538.59	\$ -	\$ -
1,000	PEABODY ENERGY CORP.	\$ 36,132.12	\$ -	\$ -
1,000	PEABODY ENERGY CORP	\$ 38,568.42	\$ -	\$ -
1,000	PEPSICO, INC.	\$ 50,721.01	\$ -	\$ -
500	PEPSICO, INC.	\$ 21,043.14	\$ -	\$ -
500	PHILLIPS 66	\$ 13,323.89	\$ -	\$ -
500	PHILLIPS 66	\$ 13,270.96	\$ -	\$ -
500	PHILLIPS 66	\$ 15,843.76	\$ -	\$ -
2,000	POTASH CORP SASK INC FTW	\$ 85,792.50	\$ -	\$ -
1,000	ROYAL DUTCH SHELL PLC ADR CL A	\$ 52,823.77	\$ -	\$ -
768	ROYCE FD MICRO CAP FUND	\$ 12,840.00	\$ -	\$ -
33	ROYCE FD MICRO CAP FUND - DR	\$ 250.00	\$ -	\$ -
6	ROYCE FD MICRO CAP FUND - DR	\$ 75.00	\$ -	\$ -
7	ROYCE FD MICRO CAP FUND - DR	\$ 103.00	\$ -	\$ -
47	ROYCE FD MICRO CAP FUND - DR	\$ 611.00	\$ -	\$ -
59	ROYCE FD MICRO CAP FUND - DR	\$ 735.52	\$ -	\$ -
2,000	RUBICON TECHNOLOGIES, INC.	\$ 7,677.95	\$ -	\$ -
1,000	SHANGPHARMA CORP	\$ 13,467.28	\$ -	\$ -
2,000	SUNTRUST BANKS, INC.	\$ 46,986.88	\$ -	\$ -
5,000	SUPERVALU, INC	\$ 38,807.16	\$ -	\$ -
10,000	SUPERVALU, INC	\$ 25,238.76	\$ -	\$ -
2,000	TOTAL FINA ELF S A	\$ 101,085.02	\$ -	\$ -
2,000	WELLS FARGO & CO. NEW	\$ 58,920.93	\$ -	\$ -
398	WELLS FARGO & CO. NEW	\$ 52,000.00	\$ -	\$ -
398	WELLS FARGO & CO NEW	\$ 100,426.29	\$ -	\$ -
299	WELLS FARGO & CO NEW	\$ 41,225.66	\$ -	\$ -

**PREFERRED STOCKS**

4,000	AEGON N.V. CAP SECS, 6.375%	\$ 100,000.00	\$ -	\$ -
1,000	BARCLAYS BANK PLC 6.625%	\$ 25,000.00	\$ -	\$ -
4,500	BARCLAYS BANK PLC 6.625%	\$ 98,057.42	\$ -	\$ -
2,000	CAPITAL ONE CAPITAL II, 7.50%	\$ 50,000.00	\$ -	\$ -
2,000	CORTS FOR UNUMPROVIDENT II, 8.2%	\$ 50,000.00	\$ -	\$ -
4,000	COUNTRYWIDE CAPITAL V, 7.0%	\$ 100,000.00	\$ -	\$ -
2,000	DUKE REALTY CORP SER K, 5.842%	\$ 51,500.00	\$ -	\$ -
2,000	MERRILL LYNCH TR V, 7.28%	\$ 49,665.08	\$ -	\$ -
4,000	ML CAP TR, 7.0% PERPETUAL	\$ 108,516.67	\$ -	\$ -
2,490	MERRILL LYNCH PFD CAP TR IV, 7.120%	\$ 39,925.05	\$ -	\$ -
4,000	MORGAN STANLEY CP TR III, 6.25%	\$ 99,880.00	\$ -	\$ -

**THE BERNER CHARITABLE AND  
SCHOLARSHIP FOUNDATION**

**BALANCE SHEET - LINE 10  
2013  
MORGAN KEEGAN ACCOUNT**

**36-3923844**

<u># Shares</u>		<u>Beginning of Year</u>	<u>End of Year</u>	<u>End of Year</u>
<u>Face</u>	<u>Description</u>	<u>Book Value</u>	<u>Book Value</u>	<u>FMV</u>
2,000	PARTNERRE LTD., 6 75%	\$ 50,000 00	\$ -	\$ -
4,000	PROLOGIS INC 6 75% PFD	\$ 102,500.00	\$ -	\$ -
4,000	ROYAL BANK OF SCOTLAND, 5.75%, PFD SER B	\$ 100,720 00	\$ -	\$ -
2,000	ROYAL BANK OF SCOTLAND, 6.35%, PFD SER N	\$ 50,000.00	\$ -	\$ -
2,000	SEARS ROEBUCK ACCEPT CO , 7.40%	\$ 50,700.00	\$ -	\$ -
2,000	VORNADO REALTY TRUST, 6.625%	\$ 49,280.00	\$ -	\$ -
<b>Totals, to line 10b</b>		<b>\$ 4,982,830</b>	<b>\$ -</b>	<b>\$ -</b>

<u>Corporate Bonds</u>				
100,000	AETNA SVC IND DEB, 6.75%	\$ 96,377.00	\$ -	\$ -
50,000	BANK OF AMERICA CORP, INTERNOTES, 6.0%	\$ 48,817.00	\$ -	\$ -
100,000	BANKERS TR NY CORP, 7 50%	\$ 102,486 00	\$ -	\$ -
83,000	DOLE FOODS CO DEB, 7.875%	\$ 85,762 09	\$ -	\$ -
109,000	FIRST TENNESSEE BANK, 5.650%	\$ 110,907.50	\$ -	\$ -
184,000	GA PACIFIC CORP DEB, 7 70%	\$ 182,222.56	\$ -	\$ -
100,000	IRON MOUNTAIN INC., 8.0%	\$ 99,505.00	\$ -	\$ -
100,000	BANK OF AMERICA CORP, 7 75%	\$ 104,700 00	\$ -	\$ -
95,000	NEW AMER HLDG INC, 8 0%	\$ 95,669 00	\$ -	\$ -
<b>Totals, to line 10c</b>		<b>\$ 926,446</b>	<b>\$ -</b>	<b>\$ -</b>

THE BERNER CHARITABLE AND  
SCHOLARSHIP FOUNDATION

BALANCE SHEET - LINE 10  
2013  
WAYNE HUMMER ACCOUNT

36-3923844

<u># Sh/ Face</u>	<u>Description</u>	<u>Beginning of Year Book Value</u>	<u>End of Year Book Value</u>	<u>End of Year FMV</u>
<b>Stock</b>				
1,000	Cardinal Health, Inc.	\$ 18,103.00	\$ -	\$ -
800	Cisco Systems Inc	\$ 11,927 00	\$ -	\$ -
700	Cisco Systems Inc	\$ 13,849 00	\$ -	\$ -
1,000	Cisco Systems Inc	\$ 20,363 00	\$ -	\$ -
300	Colgate Palmolive Co.	\$ 16,551.00	\$ -	\$ -
700	Colgate Palmolive Co	\$ 41,331 00	\$ -	\$ -
500	Eli Lilly & Co.	\$ 21,718 00	\$ -	\$ -
1,000	Exxon Mobil Corp	\$ 41,890.00	\$ -	\$ -
1,000	General Electric	\$ 52,792.00	\$ -	\$ -
1,000	General Electric	\$ 41,890 00	\$ -	\$ -
1,000	Intel Corporation	\$ 31,609 00	\$ -	\$ -
300	International Business Machine	\$ 36,636 00	\$ -	\$ -
1,000	IShares IBOXX \$ Corp Bond Fd	\$ 93,267 00	\$ -	\$ -
100	Johnson & Johnson	\$ 2,966.00	\$ -	\$ -
1,400	Johnson & Johnson	\$ 69,062.00	\$ -	\$ -
2,000	Lowe's Companies, Inc.	\$ 48,272.00	\$ -	\$ -
600	McDonald's Corporation	\$ 35,042.00	\$ -	\$ -
500	Northern Trust Corp	\$ 23,538 00	\$ -	\$ -
1,000	Pepsico Inc	\$ 30,268.00	\$ -	\$ -
500	Pfizer Inc.	\$ 18,988 00	\$ -	\$ -
600	Proctor & Gamble	\$ 38,864 00	\$ -	\$ -
2,000	Qualcomm, Inc.	\$ 40,807.00	\$ -	\$ -
1,000	Schlumberger, Ltd.	\$ 31,695 00	\$ -	\$ -
1,500	Stericycle, Inc.	\$ 45,544.00	\$ -	\$ -
1,500	Sysco Corp.	\$ 58,849 00	\$ -	\$ -
1,000	Wintrust Financial Corp	\$ 43,689 00	\$ -	\$ -

**Preferred Stocks**

6,789	Managed Portfolio Ser Great Lakes Small Cap Oppty Fd Instl Cl	\$ 100,000.00	\$ 100,000.00	\$ 126,105 00
<b>Totals, to Line 10b</b>		<b>\$ 1,029,510.00</b>	<b>\$ 100,000.00</b>	<b>\$ 126,105.00</b>

**Corporate Bonds**

100,000	GNMA Pass Thru Pool, 8.50%	\$ 4,851.66	\$ -	\$ -
50,000	First Union Corp, Sub Note, 6 55%	\$ 50,164.00	\$ -	\$ -
<b>Totals, to Line 10c</b>		<b>\$ 55,015.66</b>	<b>\$ -</b>	<b>\$ -</b>

**THE BERNER CHARITABLE AND  
SCHOLARSHIP FOUNDATION**

**BALANCE SHEET - LINE 10  
2013**

**36-3923844**

**RAYMOND JAMES**

<u># Shares</u>	<u>Face</u>	<u>Description</u>	<u>Beginning</u> <u>of year</u>	<u>End of Year</u> <u>Book Value</u>	<u>End of Year</u> <u>FMV</u>
		<u>U S and State Government Obligations</u>			
		Totals, to Line 10a	\$ -	\$ -	\$ -

**Common Stocks**

2,000	AFLAC, INC	\$ -	\$ 13,500 00	\$ 133,600 00
7,000	AFLAC, INC	\$ -	\$ 302,246 80	\$ 467,600 00
1,000	AFLAC, INC	\$ -	\$ 23,826 88	\$ 66,800 00
3,000	AFLAC, INC	\$ -	\$ 77,308 06	\$ 200,400 00
1,000	AFLAC, INC	\$ -	\$ 36,935 44	\$ 66,800 00
1,000	AFLAC, INC	\$ -	\$ 35,717 95	\$ 66,800 00
3,000	ALCOA, INC	\$ -	\$ 33,487 80	\$ 31,890 00
3,000	ALCOA, INC	\$ -	\$ 31,865 21	\$ 31,890 00
3,000	AT&T	\$ -	\$ 103,931.57	\$ 105,480 00
500	BERKSHIRE HATHAWAY INC CLASS B	\$ -	\$ 35,967 38	\$ 59,280 00
1,000	BP AMOCO PLC ADR	\$ -	\$ 55,935 23	\$ 48,610 00
1,000	BP AMOCO PLC ADR	\$ -	\$ 36,512 42	\$ 48,610 00
1,000	BP AMOCO PLC ADR	\$ -	\$ 42,779 97	\$ 48,610 00
1,000	BP AMOCO PLC ADR	\$ -	\$ 44,244 23	\$ 48,610 00
2,000	CENTURYLINK INC	\$ -	\$ 62,147 20	\$ 63,700 00
1,000	CENTURYLINK INC	\$ -	\$ 31,114 60	\$ 31,850 00
1,000	CHEVRON CORP	\$ -	\$ 57,876 27	\$ 124,910 00
500	CHEVRON CORP	\$ -	\$ 51,920 00	\$ 62,455 00
4,000	CISCO SYSTEMS INCORPORATED	\$ -	\$ 86,026 05	\$ 89,720 00
1,000	CITIGROUP INC	\$ -	\$ 50,908 46	\$ 52,110 00
1,000	CITIGROUP INC	\$ -	\$ 33,938 81	\$ 52,110 00
1,500	DIAMOND OFFSHORE DRILLING INC	\$ -	\$ 92,434 98	\$ 85,380 00
1,000	DIAMOND OFFSHORE DRILLING INC	\$ -	\$ 56,174 45	\$ 56,920 00
1,000	DU PONT E I DE NEMOURS & CO	\$ -	\$ 48,848 91	\$ 64,970 00
2,000	DU PONT E I DE NEMOURS & CO	\$ -	\$ 94,188 14	\$ 129,940 00
4,000	E M C CORPORATION MASS	\$ -	\$ 95,639 97	\$ 100,600 00
500	EXXON MOBIL CORPORATION	\$ -	\$ 43,640 00	\$ 50,600 00
2,000	FIRSTENERGY CORPORATION	\$ -	\$ 74,702 78	\$ 65,960 00
2,000	FIRSTENERGY CORPORATION	\$ -	\$ 75,273 64	\$ 65,960 00
1,178	FIRST HORIZON NATL CORP (Stock Div)	\$ -	\$ 28,048 17	\$ 13,717 88
1,178	FIRST HORIZON NATL CORP (Stock Div)	\$ -	\$ 27,050 66	\$ 13,717 88
2,440	FIRST HORIZON NATL CORP (Stock Div)	\$ -	\$ 48,477 52	\$ 28,425 99
5,000	FIRST NIAGARA FINANCIAL GROUP	\$ -	\$ 39,710 91	\$ 53,100 00
1,000	FORD MOTOR COMPANY	\$ -	\$ 14,883 30	\$ 15,430 00
3,000	FORD MOTOR COMPANY	\$ -	\$ 32,800 12	\$ 46,290 00
1,000	FREEMPORT MCMORAN COPPER & GOLD CL B	\$ -	\$ 52,136 18	\$ 37,740 00
1,000	FREEMPORT MCMORAN COPPER & GOLD CL B	\$ -	\$ 38,333 68	\$ 37,740 00
1,000	FREEMPORT MCMORAN COPPER & GOLD CL B	\$ -	\$ 34,010 98	\$ 37,740 00
1,000	FREEMPORT MCMORAN COPPER & GOLD	\$ -	\$ 32,154 44	\$ 37,740 00
2,000	FREEMPORT MCMORAN COPPER & GOLD	\$ -	\$ 60,229 63	\$ 75,480 00
1,000	GENERAL MOTORS COMPANY (NEW)	\$ -	\$ 38,494 53	\$ 40,870 00
500	GENERAL MOTORS COMPANY (NEW)	\$ -	\$ 16,152 10	\$ 20,435 00
2,000	GLAXOSMITHKLINE PLC	\$ -	\$ 89,731 39	\$ 106,780 00
2,000	HALLIBURTON CO	\$ -	\$ 73,989 71	\$ 101,500 00
2,500	HOLLYFRONTIER CORPORATION	\$ -	\$ 111,241 93	\$ 124,225 00
100	HOSPIRA, INC	\$ -	\$ 5,762 49	\$ 4,128 00
2,000	JP MORGAN CHASE & CO	\$ -	\$ 74,207 07	\$ 116,960 00
1,000	JP MORGAN CHASE & CO	\$ -	\$ 37,860 20	\$ 58,480 00
1,000	JOHNSON & JOHNSON	\$ -	\$ 66,826 14	\$ 91,590 00
1,000	KAYNE ANDERSON MLP	\$ -	\$ 20,161 44	\$ 39,850 00
1,000	KAYNE ANDERSON MLP	\$ -	\$ 35,870 63	\$ 39,850 00

**THE BERNER CHARITABLE AND  
SCHOLARSHIP FOUNDATION**

**BALANCE SHEET - LINE 10  
2013**

**36-3923844**

**RAYMOND JAMES**

# Shares			Beginning	End of Year	End of Year
Face	Description	of year	Book Value	FMV	
2,000	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 44,085 72	\$ 54,700 00	
37	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 890 00	\$ 1,003 88	
34	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 926 70	\$ 919 29	
32	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 973 05	\$ 863 85	
34	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 987 89	\$ 916 94	
40	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 1,046 36	\$ 1,107 02	
38	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 1,077 07	\$ 1,046 44	
44	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 1,173 51	\$ 1,190 65	
87	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 1,219 16	\$ 2,386 81	
86	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 1,211 33	\$ 2,352 98	
1,000	KAYNE ANDERSON ENERGY TOTAL RTN FD	\$ -	\$ 29,014 41	\$ 27,350 00	
3,000	KAYNE ANDERSON ENERGY DEV CO	\$ -	\$ 62,804 43	\$ 83,910 00	
2,000	LINNCO LLC COMSHS LTD INT	\$ -	\$ 59,340 21	\$ 61,620 00	
3,000	LINNCO LLC COMSHS LTD INT	\$ -	\$ 88,182 54	\$ 92,430 00	
2,500	MOSAIC COMPANY NEW	\$ -	\$ 116,153 90	\$ 118,175 00	
5,000	NORDIC AMERICAN TANKERS LIMITE	\$ -	\$ 39,300 91	\$ 48,500 00	
2,000	OMEGA HEALTHCARE INVS INC REIT	\$ -	\$ 56,996 32	\$ 59,600 00	
2,000	PBF ENERGY INCORPORATED	\$ -	\$ 45,947 98	\$ 62,920 00	
1,000	PEPSICO, INC	\$ -	\$ 50,721 01	\$ 82,940 00	
500	PEPSICO, INC	\$ -	\$ 21,043 14	\$ 41,470 00	
5,000	PETROLEO BRASILEIRO SA	\$ -	\$ 82,036 70	\$ 68,900 00	
500	PHILLIPS 66 (SPIN OFF FROM CONOCOPHIL )	\$ -	\$ 13,323 89	\$ 38,565 00	
500	PHILLIPS 66 (SPIN OFF FROM CONOCOPHIL )	\$ -	\$ 13,270 96	\$ 38,565 00	
500	PHILLIPS 66 (SPIN OFF FROM CONOCOPHIL )	\$ -	\$ 15,843 76	\$ 38,565 00	
500	PHILLIPS 66	\$ -	\$ 29,603 19	\$ 38,565 00	
2,000	POTASH CORP SASK INC	\$ -	\$ 63,726 19	\$ 65,920 00	
4,000	POTASH CORP SASK INC	\$ -	\$ 125,912 99	\$ 131,840 00	
1,000	ROYAL DUTCH SHELL PLC ADR CL A	\$ -	\$ 52,823 77	\$ 71,270 00	
579	ROYCE FD	\$ -	\$ 10,000 00	\$ 8,389 34	
69	ROYCE FUND MICRO CAP FD	\$ -	\$ 1,130 68	\$ 999 21	
12	ROYCE FUND MICRO CAP FD	\$ -	\$ 173 90	\$ 173 66	
17	ROYCE FUND MICRO CAP FD	\$ -	\$ 243 86	\$ 243 52	
91	ROYCE FUND MICRO CAP FD	\$ -	\$ 1,314 91	\$ 1,313 09	
10	ROYCE FUND MICRO CAP FD	\$ -	\$ 71 72	\$ 138 65	
24	ROYCE FUND MICRO CAP FD	\$ -	\$ 178 61	\$ 345 29	
6	ROYCE FUND MICRO CAP FD	\$ -	\$ 75 15	\$ 90 62	
7	ROYCE FUND MICRO CAP FD	\$ -	\$ 102 88	\$ 96 55	
47	ROYCE MICROCAP CONSULTING	\$ -	\$ 611 32	\$ 678 30	
2	ROYCE MICROCAP CONSULTING	\$ -	\$ 23 51	\$ 27 11	
57	ROYCE MICROCAP CONSULTING	\$ -	\$ 712 01	\$ 820 86	
78	ROYCE MICROCAP CONSULTING	\$ -	\$ 1,099 24	\$ 1,157 37	

**Preferred Stocks**

4,000	AEGON N V. CAP SECS 6 375%	\$ -	\$ 100,000 00	\$ 93,640 00	
1,000	BARCLAYS BANK PLC, 6 625%	\$ -	\$ 25,000 00	\$ 24,140 00	
4,500	BARCLAYS BANK PLC, 6 625%	\$ -	\$ 98,057 42	\$ 108,630 00	
699	CORTS FOR UNUMPROVIDENT II, 8 2%	\$ -	\$ 17,475 00	\$ 19,781 70	
4,000	COUNTRYWIDE CAPITAL V, 7.0%	\$ -	\$ 100,000 00	\$ 101,400 00	
2,000	DUKE REALTY CORP SER K	\$ -	\$ 51,500 00	\$ 45,500 00	
2,000	MERRILL LYNCH TR V, 7 28%	\$ -	\$ 49,665 08	\$ 50,320 00	
4,000	ML CAP TR, 7 0% PERPETUAL	\$ -	\$ 108,516 67	\$ 100,520 00	
2,490	MERRILL LYNCH PFD CAP TR IV TR, 7 120%	\$ -	\$ 39,925 05	\$ 62,548 80	
2,000	MORGAN STANLEY CP TR III, 6.25%	\$ -	\$ 50,000 00	\$ 47,980 00	
2,000	MORGAN STANLEY CP TR III, 6 25%	\$ -	\$ 49,880.00	\$ 47,980 00	
2,000	VORNADO REIT 6 625%	\$ -	\$ 49,280 00	\$ 46,040 00	

**Totals, to line 10b**

\$ -	\$ 4,581,900 52	\$ 5,664,501 66
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THE BERNER CHARITABLE AND  
SCHOLARSHIP FOUNDATION

BALANCE SHEET - LINE 10  
2013

36-3923844

RAYMOND JAMES

<u># Shares</u> <u>Face</u>	<u>Description</u>	<u>Beginning</u> <u>of year</u>	<u>End of Year</u> <u>Book Value</u>	<u>End of Year</u> <u>FMV</u>
<b><u>Corporate Bonds</u></b>				
50,000	BANK OF AMERICA INTERNOTES, 6 0%	\$ -	\$ 48,817 00	\$ 55,554 00
100,000	BANKERS TR NY CORP, 7 50%	\$ -	\$ 102,486 00	\$ 110,680 00
109,000	FIRST TENNESSEE BANK, 5 650%	\$ -	\$ 110,907 50	\$ 117,600 10
184,000	GA PACIFIC CORP DEB, 7 70%	\$ -	\$ 182,222 56	\$ 201,465 28
100,000	NATIONSBANK CORP SUB NTS, 7 750%	\$ -	\$ 104,700 00	\$ 110,022 00
95,000	NEW AMER HLDG INC, 8 0%	\$ -	\$ 95,669 00	\$ 111,816 90
<b>Totals, to line 10c</b>		<u>\$ -</u>	<u>\$ 644,802 06</u>	<u>\$ 707,138 28</u>

**THE BERNER CHARITABLE AND  
SCHOLARSHIP FOUNDATION**

**BALANCE SHEET - LINE 10  
2013  
KOVITZ SECURITIES LLC**

**36-3923844**

<u># Sh/ Face</u>	<u>Description</u>	<u>Basis Beginning of Year</u>	<u>Basis End of Year</u>	<u>End of Year FMV</u>
<u>Corporate Stock &amp; Bonds</u>				
250	ACCENTURE PLC IRELAND CLASS SHS	\$ -	\$ 18,423 10	\$ 20,555 00
400	AMERICAN INTL GROUP INC	\$ -	\$ 20,741 46	\$ 20,420 00
80	APPLE INC	\$ -	\$ 42,411 50	\$ 44,881 60
1,500	BANK OF NEW YORK MELLON CORP.	\$ -	\$ 47,325 80	\$ 52,410 00
175	BERKSHIRE HATHAWAY INC	\$ -	\$ 20,497 73	\$ 20,748 00
800	CISCO SYSTEMS INC	\$ -	\$ 11,926 50	\$ 17,944 00
700	CISCO SYSTEMS INC	\$ -	\$ 13,848 86	\$ 15,701 00
1,000	CISCO SYSTEMS INC	\$ -	\$ 20,363.11	\$ 22,430 00
555	COACH INC	\$ -	\$ 27,154 34	\$ 31,152 15
500	COCA COLA	\$ -	\$ 19,586 35	\$ 20,655 00
300	COLGATE PALMOLIVE CO	\$ -	\$ 8,275 40	\$ 19,563 00
300	COLGATE PALMOLIVE CO	\$ -	\$ 8,275 40	\$ 19,563 00
400	COLGATE PALMOLIVE CO	\$ -	\$ 11,808 73	\$ 26,084 00
1,575	CORNING INC	\$ -	\$ 26,980 10	\$ 28,066 50
500	CVS CAREMARK CORP	\$ -	\$ 30,866 35	\$ 35,785 00
550	DIRECTV	\$ -	\$ 34,782 13	\$ 37,983 00
1,000	EXXON MOBIL CORP	\$ -	\$ 41,890 20	\$ 101,200 00
785	HERTZ GLOBAL HLDGS INC	\$ -	\$ 18,465 05	\$ 22,466 70
1,150	HERTZ GLOBAL HLDGS INC	\$ -	\$ 24,302 06	\$ 32,913 00
1,000	INTEL CORP	\$ -	\$ 31,609 05	\$ 25,955 00
300	INTERNATIONAL BUSINESS MACHINE	\$ -	\$ 36,636 02	\$ 56,271 00
100	JOHNSON & JOHNSON	\$ -	\$ 2,966 17	\$ 9,159 00
410	JOHNSON & JOHNSON	\$ -	\$ 20,225 45	\$ 37,551 90
780	JP MORGAN CHASE & CO	\$ -	\$ 40,907 32	\$ 45,614 40
750	KOHL'S CORP	\$ -	\$ 41,216 53	\$ 42,562 50
500	LEUCADIA NATL CORP	\$ -	\$ 14,671 35	\$ 14,170 00
600	MCDONALD'S CORPORATION	\$ -	\$ 35,041 80	\$ 58,218 00
500	NORTHERN TRUST CORP	\$ -	\$ 23,538 00	\$ 30,945 00
1,000	PEPSICO INC	\$ -	\$ 30,267 62	\$ 82,940 00
500	PFIZER, INC	\$ -	\$ 18,988 33	\$ 15,315 00
1,500	QUALCOMM INC	\$ -	\$ 30,605 40	\$ 111,375 00
700	TARGET CORP	\$ -	\$ 44,975 49	\$ 44,289 00
195	TARGET CORP	\$ -	\$ 12,109 02	\$ 12,337 65
400	WAL MART STORES INC.	\$ -	\$ 30,397 46	\$ 31,476 00
1,000	WINTRUST FINANCIAL CORP	\$ -	\$ 43,689 15	\$ 46,120 00
			\$ -	
<b>Totals, to Line 10b</b>		<b>\$ -</b>	<b>\$ 905,768 33</b>	<b>\$ 1,254,820 40</b>

Corporate Bonds

15,000	AMERICAN EXPRESS CO 7 000% 03/19/18	\$ -	\$ 18,192 50	\$ 17,922 60
20,000	BANK OF AMER CORP 3 700% 09/01/15	\$ -	\$ 21,005 50	\$ 20,906 20
20,000	CISCO SYSTEMS INC 4 450% 01/15/20	\$ -	\$ 22,167 10	\$ 21,813 40
15,000	COCA COLA 3 150% 11/15/20	\$ -	\$ 15,458 00	\$ 15,216 90
50,000	FIRST UNION CORP, SUB NOTE, 6 55%	\$ -	\$ 50,163 50	\$ 55,964 50
20,000	GAP INC FIXED RT 5 950% 04/12/21	\$ -	\$ 22,030 10	\$ 22,099 40
20,000	GENERAL ELECTRIC 5 625% 09/15/17	\$ -	\$ 23,069 50	\$ 22,752 00
20,000	GOLDMAN SACHS GROUP 5 125% 01/15/15	\$ -	\$ 21,042 70	\$ 20,891.80
100,000	GNMA PASS THRU POOL, 8 50%	\$ -	\$ 4,817 91	\$ 824 11
	INTERNATIONAL BUSINESS MACHINE, 8 375%, 11/1/19	\$ -	\$ 20,117 00	\$ 19,536 30
15,000	TARGET CORP 6 000% 01/15/18	\$ -	\$ 17,528 60	\$ 17,322 45
20,000	WALGREEN CO , 1 800%, 9/15/17	\$ -	\$ 20,199 10	\$ 20,138 60
	WELLS FARGO & CO NEW MEDIUM TERM SR NTS 2 625% 12/15/16	\$ -	\$ 21,007 10	\$ 20,945 60
<b>Totals, to Line 10c</b>		<b>\$ -</b>	<b>\$ 276,798 61</b>	<b>\$ 276,333 86</b>

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL ESTIMATED TAX DEPOSIT	3,683.	1,397.	1,397.
MORGAN KEEGAN - IN TRANSIT RECEIVABLE	34,811.	0.	0.
TO FORM 990-PF, PART II, LINE 15	38,494.	1,397.	1,397.

## 2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	MINOLTA PHOTOCOPIER	121505200	DB	5.00	17	3,668.			3,668.	3,668.		0.
	FIREPROOF FILE					2,212.		2,212.				0.
2	CABINET	081711200	DB	5.00	17	5,880.		2,212.	3,668.	3,668.	0.	0.
	* TOTAL 990-PF PG 1											
	DEPR											

Department of the Treasury  
Internal Revenue Service

# Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**  
► **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868)**

OMB No. 1545-1709

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

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

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

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

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

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

		Enter filer's identifying number
Type or print	Name of exempt organization or other filer, see instructions. <b>THE BERNER CHARITABLE AND SCHOLARSHIP FOUNDATION</b>	Employer identification number (EIN) or <b>36-3923844</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>P.O. BOX 06560</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>CHICAGO, IL 60606-6560</b>	

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

**04**

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

**RUBEN R. VERNOF**

- The books are in the care of ► **P.O. BOX 06560 - CHICAGO, IL 60606-6560**  
Telephone No. ► **312-782-5885** Fax No. ► **312-580-5575**

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

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2013** or
- ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

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

<b>3a</b> 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.	<b>3a</b>	\$	<b>2,332.</b>
<b>b</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.	<b>3b</b>	\$	<b>3,683.</b>
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.</b>

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