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**Return of Private Foundation**

**2013**

Department of the Treasury  
Internal Revenue Service

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/form990of](http://www.irs.gov/form990of).

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>M R BAUER FOUNDATION C/O KENT LAWRENCE</b>		A Employer identification number <b>36-3980782</b>
Number and street (or P O box number if mail is not delivered to street address) <b>300 SOUTH WACKER DRIVE</b>	Room/suite <b>500</b>	B Telephone number <b>312-372-1947</b>
City or town, state or province, country, and ZIP or foreign postal code <b>CHICAGO, IL 60606</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 checked="" 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>16,555,245.</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, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received				
	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.	16.	STATEMENT 1
	4 Dividends and interest from securities	384,705.	376,923.	384,705.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	322,366.			
	b Gross sales price for all assets on line 6a	4,088,542.			
	7 Capital gain net income (from Part IV, line 2)		322,366.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	103.	103.	103.	STATEMENT 3	
12 Total. Add lines 1 through 11	707,190.	699,408.	384,824.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	76,904.	0.	0.	46,716.
	b Accounting fees STMT 5	4,500.	0.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	26,688.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	2,498.	150.	0.	2,348.
	24 Total operating and administrative expenses. Add lines 13 through 23	110,590.	150.	0.	49,064.
	25 Contributions, gifts, grants paid	680,200.			680,200.
26 Total expenses and disbursements. Add lines 24 and 25	790,790.	150.	0.	729,264.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<83,600.>				
b Net investment income (if negative, enter -0-)		699,258.			
c Adjusted net income (if negative, enter -0-)			384,824.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash - non-interest-bearing						
	2 Savings and temporary cash investments			2,344,573.	1,542,537.	1,542,537.	
	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	STMT 9			4,850,690.	4,089,319.	4,382,945.
	b Investments - corporate stock	STMT 10			4,620,097.	5,516,286.	7,360,728.
	c Investments - corporate bonds	STMT 11			149,533.	99,533.	106,179.
	11 Investments - land, buildings, and equipment basis						
Less: accumulated depreciation							
12 Investments - mortgage loans							
13 Investments - other	STMT 12			2,369,579.	2,977,197.	2,934,856.	
14 Land, buildings, and equipment; basis							
Less: accumulated depreciation							
15 Other assets (describe)	STATEMENT 13)			202,000.	228,000.	228,000.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)				14,536,472.	14,452,872.	16,555,245.	
Liabilities	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable						
	22 Other liabilities (describe)						
23 Total liabilities (add lines 17 through 22)				0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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				14,536,472.	14,452,872.	
	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				14,536,472.	14,452,872.		
31 Total liabilities and net assets/fund balances				14,536,472.	14,452,872.		

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	14,536,472.
2 Enter amount from Part I, line 27a	2	<83,600.>
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	14,452,872.
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	14,452,872.

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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 MERRILL LYNCH - SEE ATTACHED	P	VARIOUS	VARIOUS
b MERRILL LYNCH - SEE ATTACHED	P	VARIOUS	VARIOUS
c PRI - TORAH MONTESSORI SCHOOL	P	VARIOUS	VARIOUS
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 1,021,000.		1,020,862.	138.
b 3,067,542.		2,645,314.	422,228.
c		100,000.	<100,000.>
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			138.
b			422,228.
c			<100,000.>
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7                 }	2	322,366.
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	<99,862.>

**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	744,820.	15,372,826.	.048450
2011	610,261.	14,226,061.	.042897
2010	740,742.	14,212,691.	.052118
2009	666,675.	13,534,010.	.049259
2008	819,069.	14,632,441.	.055976

2 Total of line 1, column (d)	2	.248700
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	.049740
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	16,198,263.
5 Multiply line 4 by line 3	5	805,702.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,993.
7 Add lines 5 and 6	7	812,695.
8 Enter qualifying distributions from Part XII, line 4	8	855,264.

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)**

1a 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 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	1	6,993.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3 Add lines 1 and 2	3	6,993.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,993.
6 Credits/Payments:		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	21,360.
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	21,360.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,367.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 14,367. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d 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.		
e 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.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> IL		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of KENT LAWRENCE Telephone no. 312-372-1947
Located at 300 SOUTH WACKER DRIVE, SUITE 500, CHICAGO, IL ZIP+4 60606
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

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.
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
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? 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.)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes  No

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

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

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

Yes  No

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

N/A

5b		
6b		X
7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		0.	0.	0.

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

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

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
LAWRENCE, KAMIN, SAUNDERS & UHLENHOP LLC - 300 SOUTH WACKER DRIVE, SUITE 500, CHICAGO,	LEGAL & DIRECTOR FEE	76,904.

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	
2	
3 All other program-related investments. See instructions.	
<b>SEE STATEMENT 15</b>	126,000.
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	126,000.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	13,969,968.
b	Average of monthly cash balances	1b	2,474,969.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	16,444,937.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	16,444,937.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	246,674.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,198,263.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	809,913.

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

1	Minimum investment return from Part X, line 6	1	809,913.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,993.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,993.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	802,920.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	802,920.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	802,920.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	729,264.
b	Program-related investments - total from Part IX-B	1b	126,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	855,264.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,993.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	848,271.

**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
1 Distributable amount for 2013 from Part XI, line 7				802,920.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	23,794.			
b From 2009	2,180.			
c From 2010	40,735.			
d From 2011	69,202.			
e From 2012				
f Total of lines 3a through e	135,911.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	855,264.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				802,920.
e Remaining amount distributed out of corpus	52,344.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	188,255.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	23,794.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	164,461.			
10 Analysis of line 9:				
a Excess from 2009	2,180.			
b Excess from 2010	40,735.			
c Excess from 2011	69,202.			
d Excess from 2012				
e Excess from 2013	52,344.			

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶   
 b Check box to indicate whether the foundation is a private operating foundation described in section ...  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

- 1 **Information Regarding Foundation Managers:**  
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)  
**NONE**

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.  
**NONE**

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 b The form in which applications should be submitted and information and materials they should include:  
 \_\_\_\_\_  
 c Any submission deadlines:  
 \_\_\_\_\_  
 d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
 \_\_\_\_\_

M R BAUER FOUNDATION

Form 990-PF (2013)

C/O KENT LAWRENCE

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**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE ATTACHED SCHEDULE	N/A	PUBLIC	CHARITABLE	680,200.
<b>Total</b>			<b>▶ 3a</b>	680,200.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>▶ 3b</b>	0.





## 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
METROBANK CHICAGO COMMUNITY BANK - BANK INTEREST	16.	16.	16.
TOTAL TO PART I, LINE 3	16.	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
MERRILL LYNCH BROKERAGE ACCOUNT	384,705.	0.	384,705.	376,923.	384,705.
TO PART I, LINE 4	384,705.	0.	384,705.	376,923.	384,705.

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION RECOVERY	103.	103.	103.
TOTAL TO FORM 990-PF, PART I, LINE 11	103.	103.	103.

## FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEYS' AND ADMINISTRATIVE FEES	30,188.	0.	0.	0.
EXECUTIVE DIRECTOR'S FEE	46,716.	0.	0.	46,716.
TO FM 990-PF, PG 1, LN 16A	76,904.	0.	0.	46,716.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	4,500.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 16B	4,500.	0.	0.	0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	5,328.	0.	0.	0.	
FEDERAL ESTIMATED TAXES	21,360.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	26,688.	0.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MERRILL LYNCH CUSTODIAN FEES	150.	150.	0.	0.	
STATE FILING FEES	25.	0.	0.	25.	
MEMBERSHIP FEES	1,000.	0.	0.	1,000.	
O&D INSURANCE	675.	0.	0.	675.	
REIMBURSED EXPENSES	648.	0.	0.	648.	
TO FORM 990-PF, PG 1, LN 23	2,498.	150.	0.	2,348.	

FOOTNOTES	STATEMENT	8
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THIS RETURN IS BEING AMENDED TO CORRECT THE TREATMENT OF AN UNCOLLECTIBLE PRI INVESTMENT THAT WAS MADE IN 2012. THE LOSS ON THE INVESTMENT IS NOW PROPERLY REPORTED.

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**FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9**


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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED		X	4,089,319.	4,382,945.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			4,089,319.	4,382,945.
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,089,319.	4,382,945.

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**FORM 990-PF CORPORATE STOCK STATEMENT 10**


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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	5,516,286.	7,360,728.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,516,286.	7,360,728.

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**FORM 990-PF CORPORATE BONDS STATEMENT 11**


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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	99,533.	106,179.
TOTAL TO FORM 990-PF, PART II, LINE 10C	99,533.	106,179.

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**FORM 990-PF OTHER INVESTMENTS STATEMENT 12**


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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	COST	2,977,197.	2,934,856.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,977,197.	2,934,856.

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FORM 990-PF	OTHER ASSETS		STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED INVESTMENT - WILD ONES NATURAL LANDSCAPERS LTD.	60,000.	50,000.	50,000.
PROGRAM RELATED INVESTMENT - PRAIRE PRESERVATION SOCIETY	42,000.	28,000.	28,000.
PROGRAM RELATED INVESTMENT - TORAH MONTESSORI SCHOOL	100,000.	0.	0.
PROGRAM RELATED INVESTMENT - LEAVE NO VETERAN BEHIND	0.	150,000.	150,000.
TO FORM 990-PF, PART II, LINE 15	202,000.	228,000.	228,000.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 14
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KENT LAWRENCE 300 SOUTH WACKER DRIVE #500 CHICAGO, IL 60606	PRES & EXEC DIR 6.00	0.	0.	0.
KATHLEEN A. LAWRENCE 300 SOUTH WACKER DRIVE #500 CHICAGO, IL 60606	TREASURER & SECRETARY 1.00	0.	0.	0.
ROY G. SVENSON 300 SOUTH WACKER DRIVE #500 CHICAGO, IL 60606	VICE PRESIDENT 1.00	0.	0.	0.
MITCHELL B. GOLDBERG 300 SOUTH WACKER DRIVE #500 CHICAGO, IL 60606	DIRECTOR 1.00	0.	0.	0.
DR. STEVE L. MEEKS 300 SOUTH WACKER DRIVE #500 CHICAGO, IL 60606	DIRECTOR 1.00	0.	0.	0.
NOTE: EXECUTIVE DIRECTOR'S LAW FIRM RECD \$46,716 COMPENSATION	0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

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FORM 990-PF                      OTHER PROGRAM-RELATED INVESTMENTS                      STATEMENT 15

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DESCRIPTION	AMOUNT
REPAYMENT OF PRI: WILD ONES NATURAL LANDSCAPERS, LTD.	<10,000.>

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DESCRIPTION	AMOUNT
REPAYMENT OF PRI: PRAIRIE PRESERVATION SOCIETY OF OGLE COUNTY	<14,000.>

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DESCRIPTION	AMOUNT
PRI MADE: LEAVE NO VETERAN BEHIND	150,000.

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DESCRIPTION	AMOUNT
NOTE: PRI TO TORAH MONTESSORI SCHOOL WRITTEN OFF AS UNCOLLECTIBLE	0.

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TOTAL TO FORM 990-PF, PART IX-B, LINE 3	<u>126,000.</u>
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MR Bauer Foundation  
#36-3980782

990-PF Attachment  
Cost Basis and Market Value for Investments  
2013

<u>Description</u>	<u>Acu Date</u>	<u>Cost 2012</u>	<u>Cost 2013</u>	<u>12/31/13 FMV</u>	
<b><u>Investments - Other - Line 13 of 990-PF, Balance Sheet - Part II</u></b>					
35,000	CD Goldman Sachs Bk Usa	8/7/08	34,201	34,201	36,672
25,000	CD Bank of America Fmr Las	9/24/09	23,500	23,500	24,997
90,000	CD Bank of America Fmr Las	9/19/08	86,314	86,314	90,285
20,000	CD Bank of America Fmr Las	4/8/08	20,004	20,004	20,063
20,000	CD Bank of America Fmr Las	9/21/07	17,753	17,753	20,036
22,000	CD Bank of America Fmr Las	10/4/07	19,588	19,588	22,049
10,000	CD Bk of America, NA	10/9/07	9,259	9,259	10,032
15,000	CD Bank of America Fmr Las	12/3/07	13,462	13,462	15,027
50,000	CD Bank of America Fmr Las	2/1/08	47,848	47,848	50,090
49,000	CD Bank of America Fmr Las	3/20/08	47,174	47,174	49,073
63,000	CD Bank of America Fmr Las	4/4/08	60,738	60,738	63,115
65,000	CD Peoples Bk Ozarks Nix	4/16/08	65,232	65,013	65,133
90,000	CD Bank of America Fmr Las	9/19/08	86,419	86,419	90,276
24,000	CD Bank of America Fmr Las	9/19/08	22,476	22,476	24,011
50,000	CD BMW Bank of No Amer	10/23/08	48,775	48,775	55,307
75,000	CD Goldman Sachs Bk Usa	11/19/08	75,000	75,000	85,299
30,000	CD Stearns Bank	11/19/08	28,921	28,921	31,447
95,000	CD GE Money Bank	1/5/09	95,000	95,000	102,817
50,000	CD Bank of America Fmr Las	3/19/09	47,917	47,917	50,159
50,000	HSBC Bank USA, NA	5/4/10	50,000	50,000	49,500
12,000	CD Bank of America Fmr Las	11/30/07	10,844	10,844	12,034
10,000	Comdty Vccd Issuer Bana	2/24/11	100,000	100,000	96,270
5,000	EAFE Stepup Issuer Bac	8/11/11	44,150	44,150	67,650
15,000	EAFE Stepup Issuer Bac	9/24/10	300,000	150,000	202,950
2,800	Spdr Gold Trust	3/24/10	88,371	408,610	325,136
4,000	Ishares Silver TR	5/10/11	50,246	130,056	74,840
23,000	CD Discover Bank	6/20/13	-	23,007	22,985
20,000	CD CIT Bank	5/21/13	-	20,224	20,198
10,000	CD Discover Bank	5/17/13	-	10,276	10,273
20,000	CD Bk of America FMR LAS	12/11/13	-	20,048	20,005
10,000	CD Bk of America FMR LAS	12/11/13	-	10,040	10,015
2,000	CD Bk of America FMR LAS	6/4/13	-	2,012	2,006
20,000	CD Discover Bank	5/17/13	-	20,166	20,141
12,000	CD Discover Bank	12/5/13	-	12,289	12,240
25,000	CD Discover Bank	6/19/13	-	25,461	25,420
40,000	CD GE Capital Bank	11/27/13	-	39,969	39,945
12,000	CD Capmārķ Baņķ	6/17/13	-	12,105	12,084
25,000	CD Amer Express Cent Bk	5/17/13	-	25,279	25,247
100,000	CD Mizuho Corp Bank USA	11/27/13	-	99,959	99,942
200,000	CD Bank of India NY	11/20/13	-	200,000	199,596

#36-3980782

990-PF Attachment  
Cost Basis and Market Value for Investments  
2013

	<u>Description</u>	<u>Acu Date</u>	<u>Cost 2012</u>	<u>Cost 2013</u>	<u>12/31/13 FMV</u>
10,000	CD BMW Bank of No Amer	5/20/13	-	10,136	10,124
26,000	CD Beal Bank USA	12/19/13	-	25,974	25,845
10,000	CD State Bank of India	12/5/13	-	10,026	9,982
100,000	CD Merrick Bk Corp	6/5/13	-	99,950	99,968
1,000	CD Bk of America FMR LAS	6/5/13	-	1,008	1,000
20,000	Basket Stepup Issuer BAC	10/24/13	-	200,000	191,800
4,000	EAFE Stepup Issuer Bac	2/14/13	-	47,556	54,120
55,000	CD Discover Bank	3/10/09	55,120	-	-
97,000	CD GE Capital Fincl Inc	8/13/08	97,000	-	-
50,000	CD GE Money Bank	8/20/08	50,000	-	-
65,000	CD Goldman Sachs Bk Usa	10/1/08	65,000	-	-
95,000	CD GE Capital Fincl Inc	10/16/08	95,000	-	-
50,000	CD Amer Express Cent Bk	11/26/08	50,000	-	-
75,000	CD Amer Express Cent Bk	12/24/08	75,000	-	-
29,000	CD M&T Bank	3/16/09	29,154	-	-
50,000	CD Capmark Bank	1/22/09	50,209	-	-
5,000	Gold Mitts Issuer BAC	6/24/10	55,496	57,863	52,400
5,000	Gold Mitts Issuer BAC	7/9/12	60,240	60,766	52,400
3,400	Gold Mitts Issuer BAC	4/20/12	38,822	39,428	34,952
5,000	Gold Mitts Issuer BAC	7/23/12	57,251	58,086	51,400
10,000	Gold Mitts Issuer BAC	6/6/12	98,095	102,547	96,500
	Total Line 13		<u>2,369,579</u>	<u>2,977,197</u>	<u>2,934,856</u>

Investments - U.S. Obligations - Line 10a of 990-PF, Balance Sheet - Part II

250,000	Oakland CA Pension	4/22/09	131,359	140,912	158,902
250,000	Oakland CA Pension	5/5/09	129,881	139,434	158,902
100,000	Phila PA Indl Dev	6/16/09	71,879	76,963	91,936
100,000	Phila PA Indl Dev	6/16/09	78,020	83,432	95,879
150,000	Phila PA Indl Dev	6/24/09	108,466	116,092	137,904
100,000	Phila PA Indl Dev	7/7/09	72,808	77,892	91,936
100,000	Phila PA Indl Dev	7/7/09	79,091	84,503	95,879
200,000	NJ EDA St Pension	7/21/09	109,291	116,492	133,808
100,000	California St Var Pup	7/23/09	100,181	100,037	101,266
200,000	NJ EDA St Pension	8/3/09	107,992	115,296	133,808
150,000	Connecticut ST	11/9/09	144,000	144,000	158,529
50,000	NJ EDA ST Pension	11/18/10	29,926	31,520	33,452
150,000	California St Var Pup	1/15/10	152,258	150,459	151,899
150,000	NJ EDA St Pension	5/24/10	109,568	114,979	125,025
90,000	Buena Park CA Cmty RDA	2/19/10	98,107	92,486	92,154
200,000	NJ EDA St Pension	4/28/11	131,040	138,657	157,800
200,000	Phila PA Indl Dev	5/6/11	104,375	111,103	116,988
100,000	Phila PA Indl Dev	5/18/11	52,736	56,061	58,494
250,000	NJ EDA St Pension	5/2/11	164,393	173,848	197,250
250,000	NJ EDA St Pension	6/1/11	169,292	178,206	197,250
150,000	Oakland CA Pension	7/6/11	116,687	122,554	130,391
150,000	Oakland CA Pension	8/2/11	111,239	116,712	119,316
175,000	Oakland CA Pension	7/6/11	107,934	114,517	120,106
100,000	Oakland CA Pension	7/20/11	68,593	72,253	74,621

#36-3980782

990-PF Attachment  
Cost Basis and Market Value for Investments  
2013

<u>Description</u>	<u>Acu Date</u>	<u>Cost 2012</u>	<u>Cost 2013</u>	<u>12/31/13 FMV</u>
250,000 Oakland CA Pension	9/28/11	201,596	210,119	217,318
200,000 Oakland CA Pension	11/9/11	161,993	168,685	173,854
120,000 Oakland CA Pension	12/1/11	96,477	100,619	104,312
45,000 California St Taxable	10/31/11	103,578	45,601	46,233
125,000 Phila PA Indl Dev	12/6/11	101,752	106,611	114,920
100,000 Phila PA Indl Dev	7/31/12	77,485	80,478	82,014
150,000 NJ EDA St Pension	2/22/12	111,299	115,573	118,350
50,000 Phila PA Indl Dev	7/22/13	-	48,504	49,155
300,000 Illinois ST Taxable	11/14/13	-	282,000	286,050
150,000 Orange CA Pension Obg	4/18/13	-	148,770	148,032
50,000 Orange CA Pension Obg	6/4/13	-	47,979	46,549
100,000 NJ EDA St Pension	10/3/13	-	65,972	62,663
100,000 Illinois ST AGM	2/2/11	97,875	-	-
150,000 Met Wash DC Arpts	2/23/09	152,342	-	-
200,000 Met Wash DC Arpts	3/2/09	201,776	-	-
300,000 Mount Diablo Calif Uni	10/6/10	182,228	-	-
200,000 Murrieta VY Calif UNI	11/2/10	108,830	-	-
75,000 Illinois ST Pension	10/7/11	75,932	-	-
200,000 Illinois St Taxable	11/22/11	209,798	-	-
75,000 Illinois St Taxable - ser	1/24/12	81,435	-	-
250,000 Multnomah Cnty Ore	6/27/11	160,987	-	-
75,000 Illinois ST Pension	6/22/10	75,601	-	-
100,000 Illinois ST Pension	7/14/10	100,590	-	-
<b>Total Line 10a</b>		<b>4,850,690</b>	<b>4,089,319</b>	<b>4,382,945</b>
<b><u>Investments - Corporate Bonds - Line 10c of 990-PF, Balance Sheet - Part II</u></b>				
100,000 Abbey Natl Treasury Serv Bank	6/27/12	99,533	99,533	106,179
50,000 Bank of America Corp	3/15/10	50,000	-	-
<b>Total Line 10c</b>		<b>149,533</b>	<b>99,533</b>	<b>106,179</b>
<b><u>Investments - Corporate Stock - Line 10b of 990-PF, Balance Sheet - Part II</u></b>				
21,555 Ishares Russell 1000 Value Index	8/10/05	1,648,120	1,548,822	2,029,847
3,450 Standard & Poors Dep Rcpt	8/28/02	543,875	336,827	637,179
17,711 Ishares MSCI EAFE Index Fund	12/10/03	911,116	877,714	1,188,339
11,638 Ishares S&P 500 Growth Index	11/16/04	701,796	701,796	1,149,252
1,500 Ishares MSCI Australia	11/4/10	39,400	39,400	36,555
7,800 Ishares MSCI Emerging Mkts Index	8/27/10	147,453	320,613	326,001
9,500 Ishares Dow Jones US Mkt index	5/21/12	628,307	628,307	886,730
4,250 Vanguard MSCI European	11/25/13	-	242,500	249,900
4,000 Ishares Europe ETF	7/1/13	-	157,905	189,800
37,500 Alps Alerian MLP ETF	4/8/13	-	662,402	667,125
1 Ishares Russell 1000 Value Index	4/5/06	30	-	-
<b>Total Line 10b</b>		<b>4,620,097</b>	<b>5,516,286</b>	<b>7,360,728</b>

#36-3980782

990-PF Attachment  
Cost Basis and Market Value for Investments  
2013

<u>Description</u>	<u>Acu. Date</u>	<u>Cost 2012</u>	<u>Cost 2013</u>	<u>12/31/13 FMV</u>
TOTAL COST BASIS		<u>11,989,899</u>	<u>12,682,335</u>	<u>14,784,708</u>

MR Bauer Foundation  
#36-3980782

990-PF Attachment  
Summary of Sales of Investments  
2013

Description	Acquisition Date	Sales Date	Sales & Redemptions	Cost	Gain/Loss
<b>Short Term</b>					
50,000 CD Sallie Mae Bank	4/10/13	5/20/2013	50,000	50,000	-
49,000 CD Capital One NA Mclean	5/17/13	6/4/2013	49,000	49,000	-
100,000 CD Ally Bank	6/5/13	6/24/2013	100,000	100,000	-
50,000 CD Bank of China (NY)	6/5/13	7/10/2013	50,000	49,986	14
64,000 CD Bank of India NY	6/5/13	7/17/2013	64,000	63,981	19
50,000 CD Firstbank of PR	6/5/13	9/3/2013	50,000	50,000	-
100,000 CD Bank of India	5/15/13	9/25/2013	100,000	99,910	90
26,000 Doral Bank CLD	5/20/13	9/3/2013	26,000	26,000	-
87,000 CD State Bank of India	6/5/13	9/12/2013	87,000	87,000	-
150,000 Orange CA Pension OBG	4/18/13	9/3/2013	150,000	150,000	-
50,000 CD Beal Bank USA	6/18/13	10/9/2013	50,000	49,985	15
25,000 CD Huntington Natl Bk	6/6/13	10/8/2013	25,000	25,000	-
50,000 CD Amer Express Bk FSB	6/24/13	11/26/2013	50,000	50,000	-
35,000 CD Amn Expr Centu 1 15% 13	4/15/13	12/9/2013	35,000	35,000	-
10,000 CD Goldman Sachs 1.10% 13	4/18/13	12/16/2013	10,000	10,000	-
97,000 CD Discover Bank	6/20/13	12/3/2013	97,000	97,000	-
9,000 CD Goldman Sachs Bk USA	4/26/13	12/3/2013	9,000	9,000	-
19,000 CD Goldman Sachs Bk USA	4/26/13	12/17/2013	19,000	19,000	-
<b>Total Short-Term</b>			1,021,000	1,020,862	138
<b>Long-Term</b>					
100,000 Illinois ST AGM	1/28/11	1/14/13	112,268	97,875	14,393
1,450 Ishares MSCI EAFE Index	12/10/03	1/1/13	81,335	62,929	18,406
2,150 Standard & Poors Dep Rcpt	8/30/02	1/3/13	321,968	207,048	114,920
150,000 Met Wash DC ARPTS AT	2/23/09	2/5/13	172,971	152,342	20,629
200,000 Met Wash DC ARPTS AT	3/2/09	2/5/13	230,628	201,776	28,852
300,000 Mount Diablo Calif UNI	10/6/10	2/20/13	217,815	182,228	35,587
200,000 Murrieta VY Calif UNI	11/2/10	2/14/13	127,962	108,830	19,132
75,000 Illinois ST Pension	10/4/11	2/8/13	80,247	75,932	4,315
200,000 Illinois St Taxable	11/17/11	2/12/13	223,114	209,798	13,316
75,000 Illinois ST Taxable-SER	1/24/12	2/8/13	86,512	81,435	5,077
250,000 Multnomah Cnty Ore	6/27/11	2/6/13	191,563	160,987	30,576
55,000 CD Discover Bank	3/10/09	3/21/13	55,000	55,120	(120)
50,000 Bank of America Corp CLD	3/15/10	3/18/13	50,000	50,000	-
75,000 Illinois ST Taxable	6/22/10	3/13/2013	79,534	75,601	3,933
100,000 Illinois ST Taxable	7/14/10	3/13/2013	106,046	100,590	5,456
1,999 Ishares Russell 1000	8/10/05	3/14/2013	161,843	99,298	62,545
1 Ishares Russell 1000	4/5/06	3/14/2013	81	30	51
50,000 CD Capmark Bank	1/22/09	7/2/2013	50,000	50,209	(209)
50,000 CD GE Capital Retail Bk	8/12/08	8/20/2013	50,000	50,000	-
29,000 CD M&T Bank	3/16/09	8/8/13	29,000	29,154	(154)
97,000 CD GE Capital Bank	8/5/08	8/13/13	97,000	97,000	-
55,000 California ST	10/26/11	8/1/2013	55,000	56,968	(1,968)
5,000 Buena Park CA Cmty RDA	2/19/10	9/3/2013	5,000	5,164	(164)
65,000 CD Goldman Sachs Bk USA	9/22/08	10/1/13	65,000	65,000	-
95,000 CD GE Capital Bank	10/13/08	10/16/2013	95,000	95,000	-
50,000 CD Amer Express Cent Bk	11/17/08	11/26/2013	50,000	50,000	-
75,000 CD Amer Express Cent Bk	12/15/08	12/24/2013	75,000	75,000	-
15,000 EAFE Stepup Issuer BAC	9/24/10	12/19/2013	197,655	150,000	47,655
<b>Total Long-Term</b>			3,067,542	2,645,314	422,228
<b>Total All</b>			\$ 4,088,542	\$ 3,666,176	\$ 422,366

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

OMB No 1545-1709

Department of the Treasury  
Internal Revenue Service

▶ **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).**

- 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
<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>M. R. BAUER FOUNDATION C/O KENT LAWRENCE</b>	Employer identification number (EIN) or <b>36-3980782</b>
<small>File by the due date for filing your return. See instructions</small>	Number, street, and room or suite no. If a P.O. box, see instructions. <b>300 SOUTH WACKER DRIVE, NO. 500</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>CHICAGO, IL 60606</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

**KENT LAWRENCE**

- The books are in the care of ▶ **300 SOUTH WACKER DRIVE, SUITE 500 - CHICAGO, IL 60606**  
Telephone No. ▶ **312-372-1947** Fax No. ▶ \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **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>7,993.</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>21,360.</b>
<b>c</b> <b>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.

**FORM 990-PF for Year 2013, M. R. BAUER FOUNDATION, c/o Kent Lawrence  
300 S. Wacker Dr. # 500, Chicago, IL 60606, FEIN 36-3980782  
2013 CONTRIBUTIONS [Part I, Ln. 25 col. a & d; Part XV, Ln. 3(a)]**

<b>Donee</b>	<b>Amount</b>
Center for Conflict Resolution (RSI)	\$192,000
Planned Parenthood Association/Illinois	80,000
The Methodist Hospital Foundation (Voice and Speech Center)	62,000
Leave No Veteran Behind, Inc.	50,000
Brandeis University (Volen Center)	45,000
College of DuPage (CC Bond Court Project)	25,000
Robert R. McCormick Foundation (IL Vet. Fd. Project, match)	25,000
National Council of Jewish Women / LA	22,600
Natural Land Institute	20,000
University of Illinois Foundation	18,500
National Judicial College (Mediation Program)	13,500
National Judicial College (ALJ Training)	12,500
Northwestern University School of Law (Mediation Program)	13,000
The Cradle Foundation	10,000
Chicago Kent College of Law (Oyez Project)	10,000
Empowerment Through Education and Exposure	9,000
Jewish Home for the Aged of Palm Beach County, Inc. (Morse Geriatric Center)	7,600
Lync Opera of Chicago	7,500
The Nature Conservancy (Nachusa)	5,000
DePaul University	3,000
Torah Montessori School	5,000
The Art Institute of Chicago	3,500
The Orchestral Association	3,500
Near South Planning Board	3,200
The Global Health Initiative at Chicago Lake Shore Medical Associates Inc.	3,000
Anti-Defamation League of B'nai Brith	2,500
The CARA Program	2,500
Union League Boys and Girls Clubs of Chicago	2,000
The Heart of a Marine Foundation	2,000
Volunteers of America Inc. VOA of Illinois	2,000
American Assembly	2,000
Congregation KINS	2,000
Museum of Contemporary Art	1,500
First Hebrew Congregation	1,500
Alexian Brothers Medical Center	1,300
The Ark	1,200
Illinois Medical Emergency Response Team (IMERT)	1,000
Rodeheaver Boys' Ranch	1,000
American Brain Tumor Association	1,000
Window to the World Communications, Inc. (WTTW)	1,000
United States Holocaust Memorial Council	1,000
Empowerment Works, Inc./Needs Report	1,000
EMBARC, Inc.	1,000
Glen Ellyn Community [a/k/a children's] Resource Center	1,000
Illinois Institute of Technology	1,000
East-West University Inc.	500
Alzheimers Disease and Related Disorders Association, Inc.	500
Society for Contemporary Art	300
<b>Total, Ln. 25</b>	<b>\$680,200</b>