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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.

2013

For calendar year 2013, or tax year beginning , 2013, and ending ,

KOVLER FAMILY FOUNDATION
875 N MICHIGAN AVE - #3400
CHICAGO, IL 60611-1958

A Employer identification number
36-6152744

B Telephone number (see the instructions)
(312) 664-5050

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method. ☒ Cash ☐ Accrual
▶ \$ 51,420,615. ☐ Other (specify) (Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc., received (att sch)				
	2	Clk ▶ <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments			N/A	
	4	Dividends and interest from securities	522,644.	521,397.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	2,013,149.			
	b	Gross sales price for all assets on line 6a	15,727,732.			
	7	Capital gain net income (from Part IV, line 2)		2,013,149.		
	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/(loss) (att sch)					
11	Other income (attach schedule)					
	See Statement 1	-61,571.	-59,676.			
12	Total. Add lines 1 through 11	2,474,222.	2,474,870.			
ADMINISTRATIVE AND OPERATING EXPENSES	13	Compensation of officers, directors, trustees, etc.	43,000.	32,250.		10,750.
	14	Other employee salaries and wages	41,985.	34,727.		7,258.
	15	Pension plans, employee benefits	12,748.	10,047.		2,701.
	16a	Legal fees (attach schedule). See St 2	3,427.	2,570.		857.
	b	Accounting fees (attach sch). See St 3	4,365.	2,183.		2,182.
	c	Other prof fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule) (see instrs). See Stm 4	52,078.	5,321.		1,419.
	19	Depreciation (attach sch) and depletion	1,357.	936.		
	20	Occupancy	53,589.	25,959.		27,630.
	21	Travel, conferences, and meetings	4,453.	3,340.		1,113.
	22	Printing and publications				
	23	Other expenses (attach schedule)				
		See Statement 5	96,890.	90,642.		6,103.
	24	Total operating and administrative expenses. Add lines 13 through 23	313,892.	207,975.		60,013.
25	Contributions, gifts, grants paid Part XV	2,082,676.			2,082,676.	
26	Total expenses and disbursements. Add lines 24 and 25	2,396,568.	207,975.		2,142,689.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	77,654.				
b	Net investment income (if negative, enter -0-)		2,266,895.			
c	Adjusted net income (if negative, enter -0-)					

= 614

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	10,272.	10,491.	10,491.
	2 Savings and temporary cash investments	248,592.	265,906.	265,906.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	32,890.	42,552.	42,552.
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	1,362,556.	1,176,242.	27,140,452.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	15,168,204.	16,998,498.	23,954,956.
	14 Land, buildings, and equipment: basis	7,793.		
	Less: accumulated depreciation (attach schedule) See Stmt 6	3,800.	3,993.	3,993.
	15 Other assets (describe See Statement 7)		2,265.	2,265.
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	16,826,134.	18,499,947.	51,420,615.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	16,826,134.	18,499,947.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	16,826,134.	18,499,947.	
	31 Total liabilities and net assets/fund balances (see instructions)	16,826,134.	18,499,947.	

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	16,826,134.
2 Enter amount from Part I, line 27a	2	77,654.
3 Other increases not included in line 2 (itemize) See Statement 8	3	1,596,159.
4 Add lines 1, 2, and 3	4	18,499,947.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	18,499,947.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Statement 9				
b				
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			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	2,013,149.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	452,655.

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 (column (b) divided by column (c))
2012	1,936,674.	42,785,813.	0.045264
2011	1,803,531.	40,059,902.	0.045021
2010	1,691,055.	37,433,616.	0.045175
2009	2,209,274.	33,254,179.	0.066436
2008	2,387,267.	44,589,686.	0.053539

2 Total of line 1, column (d)	2	0.255435
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.051087
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	48,414,667.
5 Multiply line 4 by line 3	5	2,473,360.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,669.
7 Add lines 5 and 6	7	2,496,029.
8 Enter qualifying distributions from Part XII, line 4	8	2,143,225.

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

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

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	45,338.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	45,338.
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	45,338.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6a	81,397.	
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	81,397.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	36,059.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11	36,059.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)? <i>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.</i>		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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4 a 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? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions). 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? <i>If 'No,' attach explanation.</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		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)	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: <u>N/A</u>	13	X	
14	The books are in care of <u>JONATHAN KOVLER</u> Telephone no <u>(312) 664-5050</u> Located at <u>875 N MICHIGAN AVE, SUITE 3400 CHICAGO IL</u> ZIP + 4 <u>60611-1958</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country				

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	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?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

5 b 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)

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

☐ Yes ☒ No

6 b X

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

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

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

☐ Yes ☒ No

7 b

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

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JONATHAN KOVLER 875 N MICHIGAN AVE - #3400 CHICAGO, IL 60611	Pres/Tr/Dir 20.00	43,000.	6,450.	0.
BENJAMIN KOVLER 875 N MICHIGAN AVE - #3400 CHICAGO, IL 60611	Secr/Mng/Dir 10.00	9,600.	1,440.	0.
PETER B KOVLER 875 N MICHIGAN AVE - #3400 CHICAGO, IL 60611	Chairman/Dir 10.00	0.	0.	0.
JUDY L LANSING 875 N MICHIGAN AVE - #3400 CHICAGO, IL 60611	Director 1.00	0.	0.	0.

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

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

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

0

Part 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	47,127,697.
b Average of monthly cash balances	1b	749,694.
c Fair market value of all other assets (see instructions)	1c	1,274,555.
d Total (add lines 1a, b, and c)	1d	49,151,946.
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	49,151,946.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	737,279.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	48,414,667.
6 Minimum investment return. Enter 5% of line 5	6	2,420,733.

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	2,420,733.
2a Tax on investment income for 2013 from Part VI, line 5	2a	45,338.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	45,338.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,375,395.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	2,375,395.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,375,395.

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	2,142,689.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	536.
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,143,225.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,143,225.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,375,395.
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			2,103,208.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 2,143,225.				
a Applied to 2012, but not more than line 2a			2,103,208.	
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				40,017.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				2,335,378.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

BAA

Form 990-PF (2013)

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

N/A

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

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

- 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

[illegible]

- 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(i)(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 of the person to whom applications should be addressed

See Statement 10

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

See Statement for Line 2a

- c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

Part VII Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 11				
Total			3 a	2,082,676.
b Approved for future payment				
Total			3 b	

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2013Attachment
Sequence No **179**

Name(s) shown on return

KOVLER FAMILY FOUNDATION

Business or activity to which this form relates

Identifying number

36-6152744Form **990/990-PF****Part I Election To Expense Certain Property Under Section 179**

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8.	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	1,357.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B — Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

Section C — Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a Class life	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations — see instructions	22	1,357.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

BAA For Paperwork Reduction Act Notice, see separate instructions.

FDIZ0812L 06/10/13

Form **4562** (2013)

KOVLER FAMILY FOUNDATION

36-6152744

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Alon USA Partners, LP	\$ 1,943.	\$ 2.	
Alon USA Prtnrs-Ord.Gain	2,771.	2,771.	
Energy Transfer Equity LP	-5,084.	-1,198.	
Fortress Inv Group LLC	1,381.	1,331.	
Lone Cascade, LP	-47,027.	-47,027.	
Lone Dragon Pine, LP	-15,555.	-15,555.	
Total	<u>\$ -61,571.</u>	<u>\$ -59,676.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
SNR Denton US LLP	\$ 3,427.	\$ 2,570.		\$ 857.
Total	<u>\$ 3,427.</u>	<u>\$ 2,570.</u>		<u>\$ 857.</u>

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Deloitte Tax LLP.	\$ 4,365.	\$ 2,183.		\$ 2,182.
Total	<u>\$ 4,365.</u>	<u>\$ 2,183.</u>		<u>\$ 2,182.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
990-PF	\$ 45,338.			
Foreign Taxes	44.	\$ 44.		
Payroll Taxes	6,696.	5,277.		\$ 1,419.
Total	<u>\$ 52,078.</u>	<u>\$ 5,321.</u>		<u>\$ 1,419.</u>

KOVLER FAMILY FOUNDATION

36-6152744

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Charges	\$ 130.	\$ 98.		\$ 32.
Computer Expense	4,011.	2,005.		2,006.
Custody Fees / Investment Fees	83,535.	83,535.		
Insurance	4,700.	2,820.		1,880.
License & Fees	25.	12.		13.
Office Expense	488.	244.		244.
Outside Services	1,640.	820.		820.
Passthru-Nondeductible Expense	145.			
Telephone	1,712.	856.		856.
Utilities	504.	252.		252.
Total	\$ 96,890.	\$ 90,642.		\$ 6,103.

Statement 6
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 1,006.	\$ 306.	\$ 700.	\$ 700.
Machinery and Equipment	6,787.	3,494.	3,293.	3,293.
Total	\$ 7,793.	\$ 3,800.	\$ 3,993.	\$ 3,993.

Statement 7
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Due from Brokers	\$ 2,265.	\$ 2,265.
Total	\$ 2,265.	\$ 2,265.

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

Disbursement to Charity 1,700shs of L-(Unrealized Apprec)	\$ 78,825.
Disbursement to Charity 10,000shs of ROST(Unrealized Apprec)	690,832.
Disbursement to Charity 2,050shs of L-(Unrealized Apprec)	95,187.
Disbursement to Charity 2,200shs of L-(Unrealized Apprec)	102,152.
Disbursement to Charity 4,500shs of L-(Unrealized Apprec)	208,947.
Disbursement to Charity 9,050shs of L-(Unrealized Apprec)	420,216.
Total	\$ 1,596,159.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 9
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	Publicly Traded Securities-LT	Purchased	Various	Various
2	Publicly Traded Securities-ST	Purchased	Various	Various
3	Disposition of Atlas Fundamental Trdg Fnd	Purchased	2/02/2009	Various
4	Lone Cascade, LP-S/T CG	Purchased	Various	Various
5	Lone Cascade, LP-L/T CG	Purchased	Various	Various
6	Lone Dragon Pine, LP-ST CG	Purchased	Various	Various
7	Lone Dragon Pine, LP-LT CG	Purchased	Various	Various
8	Energy Transfer Equity, LP-LT CG	Purchased	Various	Various
9	Energy Transfer Equity, LP-Section 1231	Purchased	Various	Various
10	Fortress Inv Group LLC-ST CG	Purchased	Various	Various
11	Fortress Inv Group LLC-LT CG	Purchased	Various	Various
12	Capital Gain Dividends			

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	1566257.		525,642.	1040615.				\$ 1040615.
2	12444895.		12188925.	255,970.				255,970.
3	1068211.		1000000.	68,211.				68,211.
4	180,130.		0.	180,130.				180,130.
5	372,269.		0.	372,269.				372,269.
6	16,554.		0.	16,554.				16,554.
7	66,066.		0.	66,066.				66,066.
8	937.		0.	937.				937.
9	0.		16.	-16.				-16.
10	1.		0.	1.				1.
11	280.		0.	280.				280.
12								12,132.
Total								\$ 2013149.

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name:

Kovler Family Foundation

Care Of:

No Specific Person

Street Address:

875 N Michigan Ave., Suite #3400

City, State, Zip Code:

Chicago, IL 60611-1958

Telephone:

(312) 664-5050

E-Mail Address:

Form and Content:

It is recommended that a 1 to 2 page written proposal and a copy of your determination letter be submitted.
 No Specific Form Required.

Submission Deadlines:

By Mid - November to be considered for the current year.

Restrictions on Awards:

No Restrictions. Typical Grant Awarded is between \$1,000 - \$5,000

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Allocation of Grants by Activity Classification:			Children's Welfare: \$138,661	
			Cultural & Civic: \$1,379,137	
			Educational: \$230,177	
			General Welfare: \$77,199	
			Medical: \$242,752	
			Religious: \$14,750	
			Total Grants from above: \$2,082,676	
			All contributions and grants listed are classified as unrestricted; and are to be used for the general exempt purposes of the organization to which the contribution or grant was made.	
			All of the organizations are public charities and are not related to the Kovler Family Foundation.	

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Challenge Aspen P.O. Box 6639 Snowmass Village, CO 81615	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	\$ 1,000.
Bear Necessities Pediatric Cancer Fndtn 55 W. Wacker Drive Ste. 1100 Chicago, IL 60601	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	5,000.
Boys & Girls Harbor 1 East 104th Street New York, NY 10029	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	1,500.
Ira Sohn Research Conference 630 9th Avenue, Suite 310 New York, NY 10036	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	25,000.
Excellence in Investing P.O. Box 22112 San Francisco, CA 94122	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	2,000.
Publicolor 114 East 32nd St. Suite 900 New York, NY 10016	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	5,000.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Jesse White Foundation P.O. Box 439 Highland Park, IL 60035	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	\$ 10,000.
Chicago Run 3611 N. Kedzie Chicago, IL 60618	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	4,000.
Snow City Arts 1653 W. Congress Pkwy Office 599 Chicago, IL 60612	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	5,000.
Teen Living 162 W. Hubbard St. Chicago, IL 60654	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Invest For Kids, Inc. 875 N Michigan Ave Chicago, IL 60611	None	Public	Children's Welfare-To aid in achieving the exempt purpose of the various donee organizations. Donated 1,700 shs of Lowes Corp stock @ average price of \$46.565 per share on 12/11/2013	79,161.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Aspen Art Museum 590 N. Mill Street Aspen, CO 81611	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations.	\$ 5,000.
Chicago Dancing Festival P.O. BOX 101043 Chicago, IL 60610	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations.	2,500.
Lincoln Park Zoological Society 2001 North Clark Chicago, IL 60614	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations. Donated 9,050 shs of Lowes Corp stock @ average price of \$46.63 per share on 12/13/2013	422,002.
Museum of Contemporary Art 220 East Chicago Avenue Chicago, IL 60611	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations. Donated 4,500 shs of Lowes Corp stock @ average price of \$46.63 per share on 12/13/2013	209,835.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
PAWS Chicago 1997 N Clybourn Ave Chicago, IL 60614	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations.	\$ 1,000.
McCallum Theatre 73000 Fred Waring Drive Palm Desert, CA 92260	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations.	5,000.
Smithsonian NMAAHC PO BOX 96832 Washington, DC 20090	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations. Donated 10,000 shs of Ross Stores Inc. stock @ average price of \$72.53 per share on 12/18/2013	725,300.
Renaissance Society 5811 South Ellis Chicago, IL 60637	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Teaching Tolerance 9603 Woods Drive Skokie, IL 60077	None	Public	Cultural & Civic-To aid in achieving the exempt purpose of the various donee organizations.	7,500.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Hebrew Theological College 2606 W. Touhy Avenue Chicago, IL 60645	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	\$ 500.
American University Depart. of Athletics 4400 Massachusetts Ave NW Washington, DC 20016	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	2,000.
Francis W. Parker School 330 West Webster Ave Chicago, IL 60614	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations. Donated 2,050 shs of Lowes Corp stock @ average price of \$46.63 per share on 12/13/2013 Cash amount \$1,000	96,591.
Horizons for Youth 703 West Monroe Street Chicago, IL 60661	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	5,000.
Pomona College 333 N. College Way Claremont, CA 91711	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	3,000.
Saint Mark's School 39 Trellis Drive San Rafael, CA 94903	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	1,000.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
University of Chicago Laboratory School 1362 East 59th Street Chicago, IL 60637	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	\$ 1,000.
Wolcott School 908 N. Halsted Chicago, IL 60642	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	12,500.
Academy for Global Citizenship 4647 West 47th Street Chicago, IL 60632	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations. Donated 2,200 shs of Lowes Corp stock @ average price of \$46.63 per share on 12/13/2013	102,586.
Beyond the Rainbow Foundation 100 Ridge Road #722 Lahaina, HI 96761	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	5,000.
KIPP Ascend Charter School 1945 South Halsted Street Chicago, IL 60608	None	Public	Education-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Friends of the Israel Defense Forces 29 E. Madison Suite 4550 Chicago, IL 60602	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	17,999.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
100 Club of Chicago 135 S. LaSalle Street, Suite 1162 Chicago, IL 60603	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	\$ 200.
Desert Community Foundation 75-105 Merle Street, Suite 300 Palm Desert, CA 92211	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
American Jewish Committee 165 East 56th Street New York, NY 10022	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	10,000.
Aspen Foundation 110 East Hallam Street Aspen, CO 81611	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Better Government Assoc. 223 W. Jackson Blvd. Chicago, IL 60606	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	15,000.
One Acre Fund 2355 Fairview Ave #140 Roseville, MN 55113	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	1,000.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Robin Hood 826 Broadway 9th Floor New York, NY 10003	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	\$ 27,500.
Streetwise 4554 N. Broadway Street Chicago, IL 60640	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Zacharias Sexual Abuse Center 4275 Old Grand Avenue Gurnee, IL 60031	None	Public	General Welfare-To aid in achieving the exempt purpose of the various donee organizations.	2,500.
Ann & Robert H Lurie Children's Hospital 225 East Chicago Ave. Chicago, IL 60611	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	500.
Diabetes Research Institute Foundation 200 South Park Road, Suite 100 Hollywood, FL 33021	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Eisenhower Medical Center 39000 Bob Hope Drive Rancho Mirage, CA 92270	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	50,000.
Food Allergy Research & Education 225 East Deerpath Road Lake Forest, IL 60045	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	2,500.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Lynn Sage Cancer Research Foundation 251 East Huron Street Chicago, IL 60611	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	\$ 6,350.
University of Chicago-K. Diabetes 5841 S. Maryland Avenue Chicago, IL 60637	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	107,844.
Michael J. Fox Foundation-Parkinson's R. P.O. Box 4777 New York, NY 10163	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Midwest Pallative & Hospice CareCenter 2050 Claire Court Glenview, IL 60025	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Prostate Cancer Foundation 1250 Fourth Street Santa Monica, CA 90401	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	71,558.
University-Chicago Bucksbaum Institute 5841 S. Maryland Avenue Chicago, IL 60637	None	Public	Medical-To aid in achieving the exempt purpose of the various donee organizations.	1,000.
Temple Sholom 3480 N. Lake Shore Drive Chicago, IL 60657	None	Public	Religious-To aid in achieving the exempt purpose of the various donee organizations.	14,750.

Total \$ 2,082,676.

KOVLER FAMILY FOUNDATION

36-6152744

Statement 12
Form 990-PF, Part XVI-A, Line 11
Other Revenue

Other Revenue	(A) Busi- ness Code	(B) Unrelated Business Amount	(C) Exclu- sion Code	(D) Excluded Amount	(E) Related or Exempt Function
Alon USA Partners, LP	525590	\$ 1,941.	14	\$ 2.	
Alon USA Prtnrs-Ord.Gain			14	2,771.	
Energy Transfer Equity LP	525590	-3,886.	14	-1,198.	
Fortress Inv Group LLC	525590	50.	14	1,331.	
Lone Cascade, LP			14	-47,027.	
Lone Dragon Pine, LP			14	-15,555.	
Total		<u>\$ -1,895.</u>		<u>\$ -59,676.</u>	<u>\$ 0.</u>

**Kovler Family Foundation
Portfolio Statement
As of 12/31/2013**

Item	Symbol	Quantity	Cost Basis
-----	-----	-----	-----
1	BRK.A	50	145,025.00
2	DHR	20,000	24,968.75
3	DIS	20,000	0.00
4	ETE	2,546	16,576.84
5	GPS	25,000	46,296.30
6	HHC	10,001	396,807.98
7	KO	18,864	7,667.16
8	L	26,000	5,128.92
9	MCD	50,000	98,247.03
10	ROST	70,000	273,306.25
11	VLCC.F	9,000	160,151.51
12	WAG	10,000	2,066.60

			1,176,242.34

Item	Current Value
-----	-----
1	8,895,000.00
2	1,544,000.00
3	1,528,000.00
4	208,110.04
5	977,000.00
6	1,201,120.10
7	779,271.84
8	1,254,240.00
9	4,851,500.00
10	5,245,100.00
11	82,710.00
12	574,400.00

	27,140,451.98

IRC Section 751 Statement for Alon USA Partners, LP

The taxpayer has reported ordinary income upon the disposition of units in Alon USA Partners, LP. The amount was determined in accordance with the Internal Revenue Code Section 751.

KOVLER FAMILY FOUNDATION

36-6152744

Form 990-PF, Part 1, Line 4
Dividends/interest from securities.

DIVIDEND INCOME-JPMORGAN	\$	282,118.
DIVIDEND INCOME-MERRILL LYNCH/EDMUNDS		176,317.
DIVIDEND INCOME-AMERITRADE/EDMUNDS		14,958.
DIVIDEND INCOME-GS ILA		17.
DIVIDEND INCOME-PARTNERSHIPS		38,001.
DIVIDEND IN LIEU OF		103.
INTEREST INCOME-JPM		69.
INTEREST INCOME-JPM		2.
INTEREST INCOME-PARTNERSHIPS		1,184.
INTEREST INCOME-MERRILL LYNCH/EDMUNDS		9,875.
DIVIDEND INCOME-PARTNERSHIPS-UBTI		-1,247.
Total	\$	521,397.

Undistributed Income (990-PF)-Part X Line 1c
Fair market value of all other assets

ARTWORK	\$	1,226,983.
DUE FROM BROKERS		2,265.
TAX DEPOSIT		36,059.
OFFICE DEPOSIT		6,493.
FIXED ASSETS		3,993.
LESS: FIXED ASSETS FOR CHARITABLE PURPOSES (NET OF ACC. DEPR)		-1,238.
Total	\$	1,274,555.

Cost of Assets (990-PF) Balance Sheet
Prepaid expenses and deferred charges

Office Deposit	\$	6,493.
Form 990-PF Tax.		36,059.
Total	\$	42,552.

Balance Sheet-Other Investments (Form 990-PF)
Book Value-End of year amount

ARTWORK	\$	1,126,983.
JEWELRY		100,000.
LONE DRAGON PINE, L.P.		923,082.
EMINENCE CAPITAL, LTD.		1,000,000.
TREMBLANT PARTNERS, LTD.		462,823.
LONE CASCADE, L.P.		2,743,336.
LONE SAVIN, LTD		1,000,000.
JWEST MANAGED ACCT		3,257,450.
PACIFIC STRATEGIC INVESTORS		1,000,000.
WHITE ELM CAPITAL OFFSHORE LTD		1,000,000.
DIALECTIC ANTITHESIS OFFSHORE		1,000,000.
PERSHING SQUARE HOLDINGS, LTD		1,830,613.
PERSHING SQUARE INTNL, LTD		554,211.
SAC CAPITAL INTERNATIONAL, LTD		1,000,000.
Total	\$	16,998,498.

KOVLER FAMILY FOUNDATION

36-6152744

FMV of Assets (990-PF)**Prepaid expenses and deferred charges**

Office Deposit	\$	6,493.
Form 990-PF Tax		36,059.
Total	\$	<u>42,552.</u>

Balance Sheet**FMV - Corporate stock (Form 990-PF Part II 10b)**

See Attached Portfolio Statement	Total	\$	27,140,452.
	Total	\$	<u>27,140,452.</u>

Balance Sheet - Other Investments (Form 990-PF)**Fair market value at End of Year**

ARTWORK	\$	1,126,983.
JEWELRY		100,000.
EMINENCE CAPITAL, LTD		4,462,179.
TREMBLANT PARTNERS, LTD.		1,222,262.
LONE CASCADE, L.P.		3,482,466.
PACIFIC STRATEGIC INVESTORS		1,511,216.
WHITE ELM CAPITAL OFFSHORE LTD		1,682,984.
LONE DRAGON PINE LP		1,067,325.
LONE SAVIN, LTD		1,000,000.
PERSHING SQUARE HOLDINGS, LTD		2,005,752.
PERSHING SQUARE INTNL, LTD		666,927.
DIALECTIC ANTITHESIS OFFSHORE		452,956.
JWEST MANAGED ACCT		3,828,638.
SAC CAPITAL INTERNATIONAL LTD		1,345,268.
Total	\$	<u>23,954,956.</u>

KOVLER FAMILY FOUNDATION

36-6152744

No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus. Pct.	Cur 179 Bonus	Special Depr. Allow.	Prior 179/ Bonus/ Sp. Depr.	Prior Dec. Bal. Depr.	Salvage /Basis Reductn.	Depr. Basis	Prior Depr.	Method	Life	Rate	Current Depr.
Form 990/990-PF																
Furniture and Fixtures																
3	Office Equipment-SZ-4/22	4/22/10		507							507	192	S/L	7		72
7	Office Equipment-IM-5/17	5/17/13		499							499		S/L	7		42
Total Furniture and Fixtures				1,006	0	0	0	0	0	0	1,006	192				114
Machinery and Equipment																
1	Computer Server-3/24	3/24/10		2,846							2,846	1,565	S/L	5		569
2	Computer Equipment-7/23	7/23/10		935							935	452	S/L	5		187
4	Scanner-7/21	7/21/11		205							205	41	S/L	7		29
5	Computer Equipment-4/17	4/17/12		1,372							1,372	183	S/L	5		274
6	Computer Equipment-9/20	9/20/12		199							199	10	S/L	5		40
8	Computer Equipment-5/17	6/01/13		1,230							1,230		S/L	5		144
Total Machinery and Equipment				6,787	0	0	0	0	0	0	6,787	2,251				1,243
Total Depreciation				7,793	0	0	0	0	0	0	7,793	2,443				1,357
Grand Total Depreciation				7,793	0	0	0	0	0	0	7,793	2,443				1,357

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

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

OMB No 1545-1709

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	KOVLER FAMILY FOUNDATION	36-6152744
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	875 N MICHIGAN AVE - #3400	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	CHICAGO, IL 60611-1958	

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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► JONATHAN KOVLER

Telephone No ► (312) 664-5050 Fax No ► (312) 664-8983

- 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.

- I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 - ☒ calendar year 2013 or
 - ☐ tax year beginning _____, 20____, and ending _____, 20____.

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	45,378.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	81,397.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

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

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev 1-2014)

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- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Enter filer's identifying number, see instructions

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	KOVLER FAMILY FOUNDATION	36-6152744
	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)
	875 N MICHIGAN AVE - #3400	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	CHICAGO, IL 60611-1958	

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-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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in care of ▶ JONATHAN KOVLER
Telephone No ▶ (312) 664-5050 Fax No ▶ (312) 664-8983
- 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

- I request an additional 3-month extension of time until 11/15, 20 14.
- For calendar year 2013, or other tax year beginning _____, 20 _____, and ending _____, 20 _____.
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension Taxpayer respectfully requests additional time to gather information necessary to file a complete and accurate tax return.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	45,338.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	81,397.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature ▶

Shul

Title ▶ President

Date ▶

8-7-2014

BAA

FIFZ0502L 12/31/13

Form 8868 (Rev 1-2014)