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**Return of Private Foundation**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
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**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>EUGENE J. EDER CHARITABLE FOUNDATION, INC.</b>		A Employer identification number <b>39-1870043</b>
Number and street (or P O box number if mail is not delivered to street address) <b>788 N. JEFFERSON ST.</b>	Room/suite <b>200</b>	B Telephone number <b>414-276-7471</b>
City or town, state or province, country, and ZIP or foreign postal code <b>MILWAUKEE, WI 53202</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>11,579,625.</b> (Part I, column (d) must be on cash basis)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	3,500,000.		N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	103,167.	103,167.		STATEMENT 1
4	Dividends and interest from securities	187,825.	187,825.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	395,221.			
b	Gross sales price for all assets on line 6a <b>2,934,033.</b>				
7	Capital gain net income (from Part IV, line 2)		395,221.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	4,186,213.	686,213.		
13	Compensation of officers, directors, trustees, etc.	112,940.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees				
c	Other professional fees				
17	Interest				
18	Taxes <b>STMT 3</b>	7,452.	444.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses <b>STMT 4</b>	47,020.	47,010.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	167,412.	47,454.		0.
25	Contributions, gifts, grants paid	3,500,000.			3,500,000.
26	Total expenses and disbursements. Add lines 24 and 25	3,667,412.	47,454.		3,500,000.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	518,801.			
b	Net investment income (if negative, enter -0-)		638,759.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,920,450.	1,594,597.	1,601,005.
	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 5	753,248.	975,358.	904,346.
	b Investments - corporate stock STMT 6	2,358,265.	4,000,802.	4,417,326.
	c Investments - corporate bonds STMT 7	4,268,145.	3,998,152.	4,007,181.
	11 Investments land, buildings and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	400,000.	650,000.	649,767.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	10,700,108.	11,218,909.	11,579,625.	
<b>Liabilities</b>	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.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	10,700,108.	11,218,909.		
30 Total net assets or fund balances	10,700,108.	11,218,909.		
31 Total liabilities and net assets/fund balances	10,700,108.	11,218,909.		

**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	10,700,108.
2 Enter amount from Part I, line 27a	2	518,801.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,218,909.
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	11,218,909.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a			
b SEE ATTACHED STATEMENTS			
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 2,934,033.		2,538,812.	395,221.

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			395,221.

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	395,221.
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

**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	2,753,837.	10,047,087.	.274093
2011	628,741.	8,567,837.	.073384
2010	364,948.	5,526,778.	.066033
2009	326,238.	6,145,153.	.053089
2008	386,186.	6,669,411.	.057904

2 Total of line 1, column (d)	2	.524503
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	.104901
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	11,026,818.
5 Multiply line 4 by line 3	5	1,156,724.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,388.
7 Add lines 5 and 6	7	1,163,112.
8 Enter qualifying distributions from Part XII, line 4	8	3,500,000.

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

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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	6,388.
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	6,388.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	<b>Tax based on investment income</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	6,388.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,400.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,500.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	6,900.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	13.
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	499.
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input checked="" type="checkbox"/> 499. <b>Refunded</b> <input checked="" type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)	SEE STATEMENT 9	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A		X	
14	The books are in care of ▶ ALLAN J CARNEOL Telephone no ▶ (414) 276-7471 Located at ▶ 788 N. JEFFERSON ST., SUITE 200, MILWAUKEE, WI ZIP+4 ▶ 53202			
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		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 ▶		Yes	No X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here  N/A

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?  Yes  No  
If "Yes," attach the statement required by Regulations section 53 4945-5(d). N/A

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?  Yes  No  
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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
CRAIG H. ZETLEY 324 E. WISCONSIN AVE MILWAUKEE, WI 53202	VICE PRESIDENT & DIRECTOR 3.00	56,470.	0.	0.
ALLAN J. CARNEOL 788 N. JEFFERSON ST, SUITE 200 MILWAUKEE, WI 53202	PRESIDENT & DIRECTOR 3.00	56,470.	0.	0.

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 <span style="float: right;">▶</span>	0.



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**Part X**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	8,645,147.
b	Average of monthly cash balances	1b	2,549,592.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,194,739.
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	11,194,739.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	167,921.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,026,818.
6	Minimum investment return. Enter 5% of line 5	6	551,341.

**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	551,341.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,388.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,388.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	544,953.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	544,953.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	544,953.

**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	3,500,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,500,000.
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	6,388.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,493,612.

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				544,953.
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	55,343.			
b From 2009	20,620.			
c From 2010	91,173.			
d From 2011	202,849.			
e From 2012	2,260,001.			
f Total of lines 3a through e	2,629,986.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 3,500,000.				
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				544,953.
e Remaining amount distributed out of corpus	2,955,047.			
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	5,585,033.			
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	55,343.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	5,529,690.			
10 Analysis of line 9				
a Excess from 2009	20,620.			
b Excess from 2010	91,173.			
c Excess from 2011	202,849.			
d Excess from 2012	2,260,001.			
e Excess from 2013	2,955,047.			

**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				(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:

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

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- c Any submission deadlines

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

EUGENE J. EDER CHARITABLE FOUNDATION,  
INC.

**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>				
MILW. JEWISH COMMUNITY FOUNDATION 1360 N PROSPECT AVE MILWAUKEE, WI 53202	N/A	501C3	TO PROMOTE COMMUNITY WELL BEING	3,500,000.
<b>Total</b>			<b>▶ 3a</b>	3,500,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>▶ 3b</b>	0.



**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash 1a(1)  Yes  No
  - (2) Other assets 1a(2)  Yes  No
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization 1b(1)  Yes  No
  - (2) Purchases of assets from a noncharitable exempt organization 1b(2)  Yes  No
  - (3) Rental of facilities, equipment, or other assets 1b(3)  Yes  No
  - (4) Reimbursement arrangements 1b(4)  Yes  No
  - (5) Loans or loan guarantees 1b(5)  Yes  No
  - (6) Performance of services or membership or fundraising solicitations 1b(6)  Yes  No
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees 1c  Yes  No
- d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

**b** If "Yes," complete the following schedule

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

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	[Signature]	11/17/14	VICE PRESIDENT	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed
	ALLAN J CARNEOL	[Signature]	11/17/14	PTIN P00283879
	Firm's name ▶ ZETLEY CARNEOL STEIN S.C.			Firm's EIN ▶ 39-1370278
	Firm's address ▶ 788 N JEFFERSON ST STE 200 MILWAUKEE, WI 53202-3710			Phone no (414) 276-7471

**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 FNMA 735402 5.0 040135		07/18/13	08/20/13
b FNMA 735676 5.0 070135		12/21/12	08/20/13
c FNMA 745336 5.0 030136		12/20/11	08/20/13
d FNMA 835158 5.0 080135		01/09/13	08/20/13
e FNMA AB5468 3.5 060142		06/07/12	01/09/13
f FNMA AB4297 3.5 010142		01/10/12	01/09/13
g FNMA AL3423 5.0 050140		06/14/13	08/20/13
h FNMA AL0527 5.0 020138		03/18/13	08/23/13
i FNMA 255813 5.0 080135		03/26/13	08/20/13
l FNMA 255813 5.0 080135		03/26/13	08/23/13
k FNMA 745275 5.0 020136		02/20/13	08/20/13
l FNMA AL0069 5.0 110140		04/12/13	08/20/13
m FNMA AL0069 5.0 110140		04/12/13	08/23/13
n UST NT INFLT 2.375 011525		01/09/13	05/17/13
o UST NOTE 1.375 022819		12/05/12	08/09/13

(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 9,031.		9,107.	<76.>
b 9,317.		9,773.	<456.>
c 15,061.		16,690.	<1,629.>
d 563.		589.	<26.>
e 22,399.		22,277.	122.
f 50,757.		49,617.	1,140.
g 5,079.		5,149.	<70.>
h 13,674.		14,124.	<450.>
i 151.		156.	<5.>
l 20,213.		20,897.	<684.>
k 327.		338.	<11.>
l 2,812.		2,894.	<82.>
m 14,772.		15,197.	<425.>
n 56,181.		57,995.	<1,814.>
o 19,805.		20,573.	<768.>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<76.>
b			<456.>
c			<1,629.>
d			<26.>
e			122.
f			1,140.
g			<70.>
h			<450.>
i			<5.>
l			<684.>
k			<11.>
l			<82.>
m			<425.>
n			<1,814.>
o			<768.>

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	
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	

**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 UST NOTE 1.375 022819		03/01/12	08/09/13
b UST NT INFLT 2.5 011529		12/26/12	05/17/13
c UST NOTE .75 103117		VARIOUS	03/01/13
d UST NOTE .75 103117		12/13/12	03/04/13
e UST NOTE 2.0 021523		VARIOUS	08/26/13
f FXD INCM SHRS M		12/03/12	06/13/13
g FXD INCM SHRS C		12/03/12	06/13/13
h ADVANCED AUTO PARTS INC		VARIOUS	01/04/13
i APTARGROUP INC		VARIOUS	07/17/13
j ARROW ELECTRONICS INC		VARIOUS	11/14/13
k BIO RAD LABS A		07/30/12	06/19/13
l BIO RAD LABS A		VARIOUS	06/19/13
m BRISTOW GROUP INC		VARIOUS	05/08/13
n CIMAREX ENERGY COMPANY		01/11/12	08/29/13
o CIMAREX ENERGY COMPANY		01/11/12	10/29/13

(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 61,395.		61,710.	<315.>
b 28,025.		29,560.	<1,535.>
c 79,247.		79,458.	<211.>
d 83,240.		83,322.	<82.>
e 63,601.		68,826.	<5,225.>
f 75,433.		77,494.	<2,061.>
g 35,242.		36,904.	<1,662.>
h 6,202.		5,920.	282.
i 4,744.		3,324.	1,420.
j 4,055.		2,756.	1,299.
k 570.		476.	94.
l 7,410.		6,187.	1,223.
m 4,779.		2,223.	2,556.
n 2,119.		1,510.	609.
o 4,296.		2,416.	1,880.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			<315.>
b			<1,535.>
c			<211.>
d			<82.>
e			<5,225.>
f			<2,061.>
g			<1,662.>
h			282.
i			1,420.
j			1,299.
k			94.
l			1,223.
m			2,556.
n			609.
o			1,880.

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
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



**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 COVANCE INC		VARIOUS	01/03/13
b ARTHUR J GALLAGHER		VARIOUS	07/17/13
c GENTEX CORP		05/17/12	05/31/13
d GENTEX CORP		VARIOUS	07/25/13
e GENTEX CORP		05/17/12	07/25/13
f HENRY JACK & ASSOC INC		VARIOUS	07/16/13
g JOS A BANK CLOTHIERS INC		VARIOUS	07/08/13
h KAYDON CORP		04/12/13	09/05/13
i MCDERMOTT INTL INC		12/21/12	08/06/13
j MCDERMOTT INTL INC		04/02/12	08/06/13
k MINE SAFETY APPLIANE		VARIOUS	09/25/13
l MINE SAFETY APPLIANE		05/24/10	10/11/13
m MOLEX INC CL A		VARIOUS	09/09/13
n PATTERSON COMPANIES INC		04/09/12	02/11/13
o PATTERSON COMPANIES INC		11/11/10	02/11/13

(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 8,197.		7,285.	912.
b 3,347.		1,850.	1,497.
c 2,783.		2,696.	87.
d 6,203.		5,172.	1,031.
e 222.		225.	<3.>
f 3,691.		1,738.	1,953.
g 6,524.		6,629.	<105.>
h 4,615.		3,375.	1,240.
i 965.		1,468.	<503.>
j 2,610.		4,817.	<2,207.>
k 2,808.		1,720.	1,088.
l 2,657.		1,410.	1,247.
m 16,470.		7,677.	8,793.
n 2,407.		2,114.	293.
o 1,481.		1,152.	329.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			912.
b			1,497.
c			87.
d			1,031.
e			<3.>
f			1,953.
g			<105.>
h			1,240.
i			<503.>
j			<2,207.>
k			1,088.
l			1,247.
m			8,793.
n			293.
o			329.

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
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

**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 SIGMA ALDRICH CORP		VARIOUS	06/07/13
b VCA ANTECH INC		12/28/12	01/23/13
c VCA ANTECH INC		VARIOUS	01/23/13
d WEST PHARMACEUTICAL SVCS		VARIOUS	01/23/13
e AGILENT TECHNOLOGIES INC		05/24/12	03/20/13
f ACCENTURE PLC IRELD CL A		VARIOUS	07/22/13
g ADOBE SYSTEMS INC DEL		12/31/12	10/08/13
h ALLERGAN INC		10/05/12	10/08/13
i AMERN EXPRESS CO		05/10/13	10/08/13
j AMERICAN TOWER CORP NEW		10/04/11	07/19/13
k AMERISOURCEBERGEN CORP		05/29/13	10/08/13
l ANALOG DEVICES INC		07/23/13	10/08/13
m APPLE INC		VARIOUS	10/08/13
n BB&T CORP		02/10/12	05/09/13
o BED BATH & BEYOND INC		08/17/12	05/09/13

(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 7,057.		4,661.	2,396.
b 1,788.		1,774.	14.
c 4,314.		4,172.	142.
d 5,575.		4,079.	1,496.
e 25,463.		24,244.	1,219.
f 30,608.		15,159.	15,449.
g 30,085.		22,002.	8,083.
h 24,961.		26,060.	<1,099.>
i 25,854.		24,796.	1,058.
j 28,250.		20,010.	8,240.
k 32,329.		27,992.	4,337.
l 24,822.		25,962.	<1,140.>
m 23,007.		8,302.	14,705.
n 26,169.		24,415.	1,754.
o 25,849.		24,699.	1,150.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			2,396.
b			14.
c			142.
d			1,496.
e			1,219.
f			15,449.
g			8,083.
h			<1,099.>
i			1,058.
j			8,240.
k			4,337.
l			<1,140.>
m			14,705.
n			1,754.
o			1,150.

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	
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	

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a CAPITAL ONE FINL CORP		06/01/12	03/06/13
b CAPITAL ONE FINL CORP		03/11/11	03/06/13
c CANADIAN NATL RAILWAY CO		VARIOUS	10/08/13
d CELGENE CORP		06/03/13	10/08/13
e CHIPOTLE MEXICAN GRILL A		06/20/13	10/08/13
f CITRIX SYSTEMS INC		11/01/12	10/08/13
g COACH INC		09/20/11	01/29/13
h COCA COLA COMPANY		VARIOUS	09/19/13
i COLGATEPALMOLIVE COMPANY		VARIOUS	10/08/13
j COMCAST CORP		10/25/12	10/08/13
k CUMMINS INC		11/01/12	10/08/13
l DISNEY WALT COMPANY		05/10/13	10/08/13
m DOLLAR TREE INC		11/29/11	10/08/13
n EDWARDS LIFESCIENCES		03/21/13	05/29/13
o EMC CORP MASS		VARIOUS	07/11/13

(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 5,092.		4,621.	471.
b 20,316.		18,235.	2,081.
c 34,412.		16,448.	17,964.
d 33,517.		25,681.	7,836.
e 32,798.		27,508.	5,290.
f 22,780.		20,616.	2,164.
g 18,558.		21,642.	<3,084.>
h 28,932.		21,681.	7,251.
i 34,953.		22,557.	12,396.
j 31,065.		25,161.	5,904.
k 31,280.		23,305.	7,975.
l 25,151.		26,210.	<1,059.>
m 33,154.		22,556.	10,598.
n 21,831.		27,636.	<5,805.>
o 19,220.		13,477.	5,743.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			471.
b			2,081.
c			17,964.
d			7,836.
e			5,290.
f			2,164.
g			<3,084.>
h			7,251.
i			12,396.
j			5,904.
k			7,975.
l			<1,059.>
m			10,598.
n			<5,805.>
o			5,743.

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
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

**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 EOG RESOURCES INC		08/08/13	10/08/13
b EBAY INC		08/16/12	10/08/13
c EBAY INC		10/24/13	11/25/13
d EBAY INC		10/24/13	12/16/13
e ECOLAB INC		10/24/13	11/25/13
f ESTEE LAUDER COMPANY INC		09/18/12	10/08/13
g EXXON MOBIL CORP		07/08/10	10/08/13
h FMC CORP NEW		08/30/13	10/08/13
i FACEBOOK INC CL A		08/23/13	10/08/13
j FASTENAL COMPANY		01/29/13	08/23/13
k FASTENAL COMPANY		10/24/13	12/20/13
l GOOGLE INC CL A		01/31/11	10/08/13
m HOME DEPOT INC		05/21/13	10/08/13
n ILLINOIS TOOL WORKS INC		09/19/13	10/08/13
o INTERCONTINENTAL EXCH		07/16/13	10/08/13

(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 30,766.		28,037.	2,729.
b 29,388.		24,872.	4,516.
c 2,465.		2,609.	<144.>
d 2,126.		2,088.	38.
e 5,874.		5,726.	148.
f 26,252.		23,138.	3,114.
g 22,321.		15,243.	7,078.
h 29,816.		27,935.	1,881.
i 32,684.		26,104.	6,580.
j 24,569.		26,894.	<2,325.>
k 10,994.		11,921.	<927.>
l 28,468.		19,755.	8,713.
m 27,650.		29,110.	<1,460.>
n 29,410.		29,892.	<482.>
o 28,872.		27,402.	1,470.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			2,729.
b			4,516.
c			<144.>
d			38.
e			148.
f			3,114.
g			7,078.
h			1,881.
i			6,580.
j			<2,325.>
k			<927.>
l			8,713.
m			<1,460.>
n			<482.>
o			1,470.

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
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

**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 INTL BUSINESS MACHS CORP		VARIOUS	08/08/13
b INTUITIVE SURGICAL NEW		08/30/10	05/24/13
c JOHNSON & JOHNSON		06/25/12	10/08/13
d KRAFT FOODS GRP INC		VARIOUS	05/09/13
e MICROSOFT CORP		VARIOUS	06/20/13
f MONDELEZ INTL INC		VARIOUS	10/08/13
g MONSANTO COMPANY NEW		05/29/12	10/08/13
h MONSANTO COMPANY NEW		10/24/13	12/16/13
i NATIONAL OILWELL VARCO		01/10/11	05/20/13
j NATIONAL OILWELL VARCO		10/24/13	10/28/13
k NOBLE ENERGY INC		05/28/13	10/08/13
l PERRIGO COMPANY		12/26/12	10/08/13
m PERRIGO COMPANY		10/24/13	12/19/13
n PRAXAIR INC		VARIOUS	10/08/13
o PRECISION CASPARTS CORP		09/18/12	08/20/13

(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 19,958.		12,720.	7,238.
b 26,585.		14,229.	12,356.
c 30,476.		23,402.	7,074.
d 13,966.		7,515.	6,451.
e 28,552.		24,471.	4,081.
f 23,568.		13,900.	9,668.
g 34,363.		24,431.	9,932.
h 888.		850.	38.
i 17,809.		16,858.	951.
j 7,007.		6,691.	316.
k 31,830.		28,172.	3,658.
l 29,284.		23,335.	5,949.
m 37,595.		31,147.	6,448.
n 26,251.		16,850.	9,401.
o 7,587.		5,556.	2,031.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			7,238.
b			12,356.
c			7,074.
d			6,451.
e			4,081.
f			9,668.
g			9,932.
h			38.
i			951.
j			316.
k			3,658.
l			5,949.
m			6,448.
n			9,401.
o			2,031.

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	
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	

**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 PRECISION CASPARTS CORP		09/18/12	10/08/13
b QUALCOMM INC		VARIOUS	10/08/13
c REGENERON PHARMACEUTICAL		10/24/13	11/05/13
d ROPER INDUSTRIES INC NEW		03/13/12	05/24/13
e SALESFORCE.COM INC		10/24/13	11/04/13
f SALESFORCE.COM INC		10/24/13	11/13/13
g SALESFORCE.COM INC		10/24/13	11/18/13
h SCHLUMBERGER LTD		VARIOUS	10/08/13
i SCHWAB CHARLES CORP NEW		03/07/13	10/08/13
j STARBUCKS CORP		10/24/13	12/10/13
k TJX COMPANIES INC NEW		05/21/10	10/08/13
l TRAVERLERS INSURANCE		02/09/12	10/08/13
m UNITED PARCEL SVC INC B		VARIOUS	05/20/13
n UNITED TECHNOLOGIES CORP		VARIOUS	10/08/13
o UNITEDHEALTH GROUP INC		07/22/13	10/08/13

(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 30,562.		20,635.	9,927.
b 28,449.		17,848.	10,601.
c 9,671.		10,010.	<339.>
d 31,973.		25,169.	6,804.
e 5,581.		5,502.	79.
f 6,572.		6,265.	307.
g 5,126.		4,903.	223.
h 30,088.		21,731.	8,357.
i 30,545.		25,659.	4,886.
j 9,098.		9,317.	<219.>
k 37,656.		14,927.	22,729.
l 32,911.		23,429.	9,482.
m 27,543.		21,682.	5,861.
n 25,595.		15,643.	9,952.
o 29,069.		29,016.	53.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			9,927.
b			10,601.
c			<339.>
d			6,804.
e			79.
f			307.
g			223.
h			8,357.
i			4,886.
j			<219.>
k			22,729.
l			9,482.
m			5,861.
n			9,952.
o			53.

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
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

**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 VF CORP		02/27/12	08/29/13
b VISA INC CLASS A		05/21/13	10/08/13
c GLOBAL PAYMENTS INC		02/15/11	12/11/13
d HARSCO CORP		VARIOUS	09/19/13
e HELIX ENERGY SOLTNS GRP		12/04/12	10/11/13
f HELIX ENERGY SOLTNS GRP		VARIOUS	10/11/13
g INTERCONTINENTALEXCHANGE		02/15/11	12/11/13
h INTL RECTIFIER CORP		VARIOUS	07/05/13
i INTL RECTIFIER CORP		10/30/09	07/08/13
j JEFERIES GROUP INC NEW		VARIOUS	02/01/13
k MURPHY USA INC		03/06/12	09/09/13
l MURPHY USA INC		03/06/12	12/11/13
m ONEOK INC NEW		VARIOUS	08/29/13
n ISRAEL ST 9TH VAR		10/27/10	11/05/13
o HEINZ HJ COMPANY		02/02/12	06/10/13

(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 30,410.		24,204.	6,206.
b 29,000.		28,367.	633.
c 1,007.		791.	216.
d 5,727.		7,364.	<1,637.>
e 734.		533.	201.
f 12,766.		7,441.	5,325.
g 1,309.		763.	546.
h 5,612.		5,757.	<145.>
i 695.		586.	109.
j 7,882.		9,465.	<1,583.>
k 20.		17.	3.
l 1,247.		962.	285.
m 11,857.		5,167.	6,690.
n 100,000.		100,000.	0.
o 42,775.		30,792.	11,983.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			6,206.
b			633.
c			216.
d			<1,637.>
e			201.
f			5,325.
g			546.
h			<145.>
i			109.
j			<1,583.>
k			3.
l			285.
m			6,690.
n			0.
o			11,983.

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 )

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

2

3

**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 KIMBERLY CLARK CORP		02/02/12	06/26/13
b MONDELEZ INTL INC		VARIOUS	03/21/13
c VERIZON COMMS INC		VARIOUS	04/03/13
d ALLSTATE LF 5.375		01/07/09	04/30/13
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,251.		6,128.	2,123.
b 24,227.		19,908.	4,319.
c 43,031.		30,527.	12,504.
d 125,000.		125,000.	0.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			2,123.
b			4,319.
c			12,504.
d			0.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	395,221.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A



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
ACCRUED INTEREST PAID	<650.>	<650.>	
JP MORGAN CHASE	1,652.	1,652.	
R.W.BAIRD	102,165.	102,165.	
TOTAL TO PART I, LINE 3	103,167.	103,167.	

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
RW BAIRD	187,825.	0.	187,825.	187,825.	
TO PART I, LINE 4	187,825.	0.	187,825.	187,825.	

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	444.	444.		0.
FEDERAL EXCISE TAX	7,008.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,452.	444.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	10.	0.		0.
INVESTMENT FEES	47,010.	47,010.		0.
TO FORM 990-PF, PG 1, LN 23	47,020.	47,010.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 5
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTE	X		70,821.	68,355.
US TREASURY NOTE	X		83,646.	69,025.
US TREASURY NOTE	X		97,633.	90,910.
US TREASURY NOTE	X		244,695.	214,004.
US TREASURY NOTE	X		138,853.	133,168.
US TREASURY NOTE	X		110,785.	104,035.
US TREASURY NOTE	X		228,925.	224,849.
TOTAL U.S. GOVERNMENT OBLIGATIONS			975,358.	904,346.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			975,358.	904,346.

FORM 990-PF	CORPORATE STOCK		STATEMENT 6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE
3M COMPANY	23,573.		37,868.
AARONS INC	7,118.		6,880.
ACTIVISION BLIZZARD INC	7,283.		10,110.
AGILENT TECHNOLOGIES INC	5,744.		9,722.
AKAMAI TECHNOLOGIES, INC.	7,021.		12,172.
ALLEGHENY TECHNOLOGIES INC	7,730.		9,121.
ALTRIA GROUP INC	29,785.		40,310.
AMERICAN EXPRESS COMPANY	31,292.		35,203.
AMERICAN TOWER CORP	10,207.		19,636.
AMERISOURCEBERGEN CORP	8,020.		11,671.
ANIXTER INTL INC	9,604.		13,027.

ANSYS, INC.	5,432.	11,162.
APPLE, INC	31,758.	33,661.
APTARGROUP, INC.	3,085.	5,764.
ARROW ELECTRONICS, INC.	7,731.	14,919.
ARTHUR J GALLAGHER & CO.	2,642.	5,397.
ASTRAZENECA PLC	32,932.	41,559.
AT&T, INC.	26,684.	33,402.
AUTODESK, INC.	6,160.	10,768.
AUTOMATIC DATA PROCESSING INC	41,883.	44,924.
AVERY DENNISON CORP	6,233.	10,791.
BARD C.R., INC.	5,346.	8,572.
BCE INC NEW	36,310.	34,416.
BERKLEY W R CORP	5,821.	9,980.
BIO RAD LABS, INC.	5,463.	6,922.
BOEING COMPANY	21,876.	42,312.
BORG WARNER, INC.	5,862.	15,655.
BOSTON PROPERTIES, INC.	5,729.	7,829.
BROADRIDGE FINANCIAL SOLUTIONS, INC.	10,595.	18,179.
CABOT CORP	6,090.	7,196.
CARLISLE COMPANIES, INC.	7,575.	14,689.
CBRE GROUP INC CL A	11,086.	13,886.
CERNER CORP	31,548.	30,100.
CHEVRON CORP.	30,922.	37,473.
CIMAREX ENERGY COMPANY	6,450.	12,065.
CINTAS CORP.	7,421.	13,110.
CISCO SYSTEMS, INC.	29,667.	32,636.
COACH INC	7,694.	7,521.
COLGATE-PALMOLIVE CO	41,241.	42,191.
COMPASS MNRLS INTL INC	7,933.	8,806.
CONOCOPHILLIPS	28,981.	41,330.
COVANCE, INC.	7,097.	11,272.
CSX CORP.	8,551.	14,327.
CULLEN FROST BANKERS INC	9,798.	12,653.
CUMMINS, INC.	5,335.	16,916.
D.R. HORTON, INC.	9,747.	18,124.
DARDEN RESTAURANTS, INC.	6,982.	9,569.
DIAGEO PLC NEW	28,021.	41,050.
DIAMOND OFFSHORE DRILLING INC	35,373.	28,460.
DISCOVER BANK GREENWOOD DE CD	150,000.	149,456.
DISNEY WALT COMPANY	31,486.	34,609.
DOMINION RESOURCES INC	19,195.	24,582.
DU PONT E.I.DE NEMOURS & COMPANY	28,204.	35,734.
DUN & BRADSTREET CORP	4,736.	8,593.
EASTMAN CHEMICAL CO.	6,604.	16,786.
EATON VANCE CORP.	8,824.	13,265.
EBAY INC	47,900.	50,366.
ECHOSTAR CORP CLASS A	8,144.	10,342.
ECOLAB INC	36,334.	36,390.
EXPRESS SCRIPTS, INC.	7,599.	12,362.
FAMILY DOLLAR STORES, INC.	6,872.	9,746.
FASTENAL COMPANY	32,954.	31,784.
FLIR SYSTEMS INC	6,046.	6,171.
FORWARD AIR CORP	2,643.	3,732.
FULLER H B COMPNAV	7,867.	12,750.

GATX CORP.	7,620.	11,477.
GENERAL DYNAMICS CORP.	6,542.	9,364.
GENERAL ELECTRIC CO.	25,069.	42,045.
GENUINE PARTS COMPANY	23,660.	30,780.
GLOBAL PAYMENTS	6,174.	8,839.
GOOGLE, INC	41,344.	44,828.
GREENLIGHT CAPITAL RE LIMITED CLASS A	5,347.	7,416.
HCP INC	28,216.	25,061.
HEALTH CARE REIT INC	27,917.	26,785.
HSBC HOLDINGS PLC	23,650.	30,322.
HUSSMAN STRATEGIC GROWTH REINVESTMENTS	1,028,358.	811,070.
IDEXX LABORATORIES INC	20,791.	21,168.
INNOPHOS HOLDINGS INC	6,029.	5,832.
INT'L GAME TECHNOLOGY	8,093.	7,809.
INTEGRYS ENERGY GROUP, INC.	7,676.	9,576.
INTEL CORP SR NOTE	53,955.	49,675.
INTEL GROUP	38,154.	38,154.
INTERCONTINENTAL EXCHANGE, INC.	8,099.	17,544.
INTUIT INC	7,906.	19,080.
JOHNSON & JOHNSON	31,587.	45,795.
JOY GLOBAL, INC.	11,504.	11,464.
JPMORGAN CHASE & COMPANY	19,388.	25,146.
KENNAMETAL INC	9,281.	11,976.
KEYCORP	6,812.	11,112.
KIMBERLY CLARK CORP	21,987.	31,860.
KIRBY CORP.	4,692.	9,925.
KRAFT FOODS	10,750.	15,257.
LILLY ELI & COMPANY	32,987.	42,840.
LINDSAY CORP	4,157.	4,551.
LINKEDIN CORP CL A	22,132.	20,599.
LOWES COMPANIES INC	42,433.	41,969.
MASCO CORP	10,778.	12,432.
MEDNAX INC	5,682.	8,754.
MERCK & COMPANY, INC.	27,038.	37,538.
METLIFE INC	26,287.	35,048.
MICROSOFT CORP	28,699.	39,281.
MKS INSTRUMENTS INC	6,323.	7,181.
MONSANTO COMPANY NEW	40,382.	44,289.
MSC INDUSTRIAL DIRECT CLASS A	4,180.	4,448.
MURPHY OIL CORP	6,066.	7,656.
NABORS INDUSTRIES LTD	11,828.	11,451.
NATIONAL OILWELL VARCO INC	35,029.	35,391.
NEWFIELD EXPLORATION CO.	11,821.	6,355.
NEXTERA ENERGY INC	33,170.	47,091.
NOVO NORDISK AS ADR	21,144.	21,432.
NVR INC	4,795.	5,130.
OWENS & MINOR INC HOLDING COMPANY	5,430.	6,946.
PATTERSON COMPANIES, INC.	8,251.	12,566.
PERRIGO COMPANY	37,592.	37,137.
PHILIP MORRIS INTL INC	28,689.	33,109.
PRAXAIR, INC.	31,339.	32,898.
PROGRESSIVE CORP OH	7,325.	9,708.
PROTECTIVE LIFE CORP.	4,862.	12,665.
QUALCOMM, INC.	41,884.	46,184.

RAYMOND JAMES FINANCIAL, INC.	7,266.	13,361.
RAYTHEON COMPANY NEW	29,159.	49,885.
REGENERON PHARMACEUTICALS INC	11,224.	10,184.
REINSURANCE GROUP AMERICA, INC.	6,835.	10,528.
RENAISSANCERE HOLDINGS LIMITED	9,188.	9,539.
REPUBLIC SERVICES, INC.	11,058.	13,346.
ROBERT HALF INTL INC	3,011.	4,829.
ROYAL DUTCH SHELL PLC	38,061.	40,184.
RPX CORP	4,009.	3,887.
RYDER SYSTEM INC	9,186.	14,018.
SALESFORCE.COM INC	21,947.	22,683.
SANOFI SPON ADR	32,831.	34,055.
SAP AG SPONS ADR REPRESENTING 1 COMMON SHARE	31,315.	34,682.
SCANSOURCE, INC.	6,775.	9,759.
SCHLUMBERGER LTD.	41,864.	40,459.
SCOTTS MIRACLE-GRO CO.	6,528.	8,960.
SEALED AIR CORP NEW	7,609.	15,118.
SENTINEL GROUP FUNDS, INC	19,487.	18,564.
SNAP ON, INC.	8,003.	17,961.
SOCIEDAD QUIMICA Y MINERA DE CHILE	12,621.	10,740.
STARBUCKS CORP	31,819.	31,591.
STARWOOD HOTELS & RESORTS WORLDWIDE INC	32,504.	35,276.
STATE STREET CORP	41,857.	45,282.
STIFEL FINANCIAL CORP	11,033.	12,651.
SYNOPSIS INC	8,220.	10,548.
TIFFANY AND COMPANY NEW	20,951.	24,679.
TJX COMPANIES, INC.	7,409.	23,708.
TRAVELERS COMPANIES, INC.	24,150.	39,838.
UNILEVER PLC	28,475.	35,000.
URS CORP NEW	7,479.	8,266.
VALSPAR CORP	7,370.	16,254.
VARIAN MEDICAL SYSTEMS INC	9,478.	10,100.
VERIZON COMMUNICATIONS, INC. NOTE	81,131.	74,461.
VISA INC CLASS A	42,619.	46,763.
VODAFONE GROUP PLC	34,951.	49,138.
WESTERN UNION COMPANY NOTE	52,521.	50,953.
WHITING PETROLEUM CORP NEW	7,068.	9,899.
WORLD FUEL SERVICES CORP	7,586.	7,985.
XILINX INC	8,144.	13,363.
YUM BRANDS INC	39,294.	44,307.
ZIONS BANCORPORATION	6,023.	8,539.
TOTAL TO FORM 990-PF, PART II, LINE 10B	<u>4,000,802.</u>	<u>4,417,326.</u>

FORM 990-PF

CORPORATE BONDS

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALLIAN GLOBAL INV	671,503.	641,133.
ALLIAN GLOBAL INV	620,406.	618,295.
BANK AMERICA CORP	107,420.	103,281.
COCA COLA ENTERPRISES NEW NOTE	53,044.	47,853.
CONAGRA FOODS INC SR NOTE	50,838.	49,434.
DUPONT EL DE NEMOURS	70,265.	72,008.
FEDL HOME LOAN MTG CORP	956.	956.
FEDL HOME LOAN MTG CORP	22,509.	21,742.
FEDL NATL MTG ASSN	1,021.	1,016.
FEDL NATL MTG ASSN	2,734.	2,741.
FEDL NATL MTG ASSN	2,957.	2,960.
FEDL NATL MTG ASSN	2,996.	2,818.
FEDL NATL MTG ASSN	3,712.	3,689.
FEDL NATL MTG ASSN	4,225.	4,047.
FEDL NATL MTG ASSN	5,932.	5,833.
FEDL NATL MTG ASSN	7,131.	7,064.
FEDL NATL MTG ASSN	7,723.	7,603.
FEDL NATL MTG ASSN	8,201.	8,056.
FEDL NATL MTG ASSN	8,531.	8,403.
FEDL NATL MTG ASSN	9,154.	8,654.
FEDL NATL MTG ASSN	10,238.	10,192.
FEDL NATL MTG ASSN	11,293.	11,264.
FEDL NATL MTG ASSN	22,927.	20,723.
FEDL NATL MTG ASSN	28,292.	26,360.
FEDL NATL MTG ASSN	36,842.	34,639.
FEDL NATL MTG ASSN	62,183.	55,917.
FEDL NATL MTG ASSN	94,234.	86,793.
FEDL NATL MTG ASSN	49,951.	46,074.
FEDL NATL MTG ASSN	2,508.	2,496.
FEDL NATL MTG ASSN	74,562.	69,907.
FEDL NATL MTG ASSN	52,129.	48,364.
FEDL NATL MTG ASSN	581.	554.
FEDL NATL MTG ASSN	8,793.	8,502.
FEDL NATL MTG ASSN	6,808.	6,471.
FEDL NATL MTG ASSN	621.	590.
FEDL NATL MTG ASSN	1,858.	1,838.
FEDL NATL MTG ASSN	13,118.	12,429.
FEDL NATL MTG ASSN	1,536.	1,426.
GENERAL ELECTRIC CO NOTE	100,578.	113,194.
GOLDMAN SACHS GROUP, INC. NOTE	100,000.	105,810.
HSBC FINANCE CORP NOTE	100,296.	105,328.
ISHARES CORE S&P 500 ETF	309,944.	323,959.
ISHARES CORE S&P MID	309,949.	319,672.
JPMORGAN CHASE & COMPANY NOTE	51,126.	50,718.
KELLOGG CO.	102,292.	107,879.
KOHL'S CORP NOTE B/E	104,644.	99,957.
MERRILL LYNCH & CO INC	100,930.	104,193.

PITNEY BOWES INC NOTE	103,740.	104,428.
PROSHARES ULTRA MID CAP 400	174,940.	186,797.
PROSHARES ULTRA S&P 500	174,981.	192,505.
WELLS FARGO & CO NOTE	125,000.	130,616.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,998,152.	4,007,181.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
STATE OF ISRAEL BONDS	FMV	100,000.	99,771.
STATE OF ISRAEL BONDS	FMV	250,000.	250,000.
STATE OF ISRAEL BONDS	FMV	100,000.	100,000.
STATE OF ISRAEL BONDS	FMV	100,000.	100,000.
STATE OF ISRAEL BONDS	FMV	100,000.	99,996.
TOTAL TO FORM 990-PF, PART II, LINE 13		650,000.	649,767.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 9

EXPLANATION

THE EUGENE J. EDER CHARITABLE FOUNDATION INC. MADE DISTRIBUTIONS TO A DONOR ADVISED FUND AT THE MILWAUKEE JEWISH COMMUNITY FOUNDATION. THE MILWAUKEE JEWISH COMMUNITY FOUNDATION A 501(C)3 ORGANIZATION MAKES CONTRIBUTIONS TO RELIGIOUS, EDUCATIONAL AND OTHER CHARITABLE ORGANIZATIONS AS WELL AS TO ORGANIZATIONS FOR THE WELL BEING OF THE COMMUNITY. THESE CONTRIBUTIONS ARE CONSISTENT WITH CONTRIBUTIONS MADE FROM THE EUGENE J. EDER CHARITABLE FOUNDATION SINCE ITS INCEPTION.

• 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 due date for filing your return See instructions	Name of exempt organization or other filer, see instructions <b>EUGENE J. EDER CHARITABLE FOUNDATION, INC.</b>	Employer identification number (EIN) or <b>39-1870043</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>788 N. JEFFERSON ST., NO. 200</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions <b>MILWAUKEE, WI 53202</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-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

**ALLAN J CARNEOL**

• The books are in the care of **788 N. JEFFERSON ST., SUITE 200 - MILWAUKEE, WI 53202**

Telephone No **(414) - 276-7471** Fax No

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**

5 For calendar year **2013**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

7 State in detail why you need the extension  
**ALL INFORMATION NEEDED TO PROPERLY PREPARE THIS RETURN IS NOT AVAILABLE AT THIS TIME.**

<b>8a</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>8a</b>	\$	<b>6,392.</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 and any amount paid previously with Form 8868.	<b>8b</b>	\$	<b>6,900.</b>
<b>c Balance due.</b> Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$	<b>0.</b>

**Signature and Verification must be completed for Part II only.**

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

Signature  Title **VICE PRESIDENT** Date