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Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation **FAYE & MAYER KRUPP FAMILY FOUNDATION**
C/O GARY KRUPP

Number and street (or P O box number if mail is not delivered to street address) Room/suite
8736 WESTMORELAND LANE

City or town, state or province, country, and ZIP or foreign postal code
ST. LOUIS PARK, MN 55416

A Employer identification number
41-1856606

B Telephone number (see instructions)
(763) 425-7566

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

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

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

G Check all that apply

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 1,535,181.**

J Accounting method Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(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 (attach schedule)	100,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	9,390.	9,390.		ATCH 1
4 Dividends and interest from securities	19,291.	19,291.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	106,519.			
b Gross sales price for all assets on line 6a 203,189.				
7 Capital gain net income (from Part IV, line 2)		106,519.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	235,200.	135,200.		
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 3	3,500.	1,750.		1,750.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 4	2,000.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	14,772.	11,963.		13.
24 Total operating and administrative expenses. Add lines 13 through 23	20,272.	13,713.		1,763.
25 Contributions, gifts, grants paid	68,445.			68,445.
26 Total expenses and disbursements. Add lines 24 and 25	88,717.	13,713.	0	70,208.
27 Subtract line 26 from line 12	146,483.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		121,487.		
c Adjusted net income (if negative, enter -0-)				

SCANNED DEC 01 2014

Revenue

Operating and Administrative Expenses

6

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				
	2	Savings and temporary cash investments		46,599.	76,912.	76,912.
	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 schedule) ▶ Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule) ATCH 6		976,239.	1,036,692.	1,455,740.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ ATCH 7)		4,209.	2,529.	2,529.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		1,027,047.	1,116,133.	1,535,181.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds		1,027,047.	1,116,133.		
30	Total net assets or fund balances (see instructions)		1,027,047.	1,116,133.		
31	Total liabilities and net assets/fund balances (see instructions)		1,027,047.	1,116,133.		

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	1,027,047.
2	Enter amount from Part I, line 27a	2	146,483.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,173,530.
5	Decreases not included in line 2 (itemize) ▶ ATCH 8	5	57,397.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,116,133.

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	SEE PART IV SCHEDULE				
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 (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	106,519.	
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) (see instructions) If (loss), enter -0- in Part I, line 8	{ }	3	0	

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	44,611.	904,499.	0.049321
2011	36,527.	812,160.	0.044975
2010	35,270.	739,567.	0.047690
2009	31,109.	620,022.	0.050174
2008	51,895.	903,737.	0.057423
2	Total of line 1, column (d)		2 0.249583
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 0.049917
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4 1,331,145.
5	Multiply line 4 by line 3		5 66,447.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,215.
7	Add lines 5 and 6		7 67,662.
8	Enter qualifying distributions from Part XII, line 4 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.		8 70,208.

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	1,215.
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	
3	Add lines 1 and 2	3	1,215.
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	1,215.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,732.
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	1,732.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	517.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 517. Refunded	11	

Part VII-A Statements Regarding Activities

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

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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <input type="checkbox"/> N/A	X		
14	The books are in care of <input type="checkbox"/> MAYER KRUPP Telephone no <input type="checkbox"/> 763-545-2926 Located at <input type="checkbox"/> 20110 BOCA WEST DRIVE APT 252 BOCA RATON, FL ZIP+4 <input type="checkbox"/> 33434-5246			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			
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 <input type="checkbox"/>		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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? <input type="checkbox"/>		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 <input type="checkbox"/>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/>		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="checkbox"/>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) <input type="checkbox"/>		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>		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? <input type="checkbox"/>		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)? (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)? Yes No
 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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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 (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
ATCH 9		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

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

3 Five highest-paid independent contractors for professional services (see instructions). 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		

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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,309,085.
b	Average of monthly cash balances	1b	42,331.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,351,416.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,351,416.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,271.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,331,145.
6	Minimum investment return. Enter 5% of line 5.	6	66,557.

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	66,557.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,215.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,215.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	65,342.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	65,342.
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	65,342.

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	70,208.
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	
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	70,208.
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	1,215.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	68,993.

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				65,342.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			30,955.	
b Total for prior years 20 11, 20 10, 20 09				
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 ▶ \$ 70,208.				
a Applied to 2012, but not more than line 2a			30,955.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				39,253.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				26,089.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
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				

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

NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

MAYER KRUPP

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year</p>				
<p>ATCH 10</p>				
<p>Total ▶ 3a</p>				<p>68,445.</p>
<p>b Approved for future payment</p>				
<p>Total ▶ 3b</p>				

Schedule B

(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2013

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization FAYE & MAYER KRUPP FAMILY FOUNDATION	Employer identification number 41-1856606
---	---

Organization type (check one)

Filers of:

Section:

- Form 990 or 990-EZ
 - 501(c)() (enter number) organization
 - 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 - 527 political organization
- Form 990-PF
 - 501(c)(3) exempt private foundation
 - 4947(a)(1) nonexempt charitable trust treated as a private foundation
 - 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization **FAYE & MAYER KRUPP FAMILY FOUNDATION**

Employer identification number
41-1856606

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SJA LLC ----- 8736 WESTMORELAND LANE ----- ST LOUIS PARK, MN 55426 -----	\$ ----- 100,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization **FAYE & MAYER KRUPP FAMILY FOUNDATION**

Employer identification number
41-1856606

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----

Name of organization FAYE & MAYER KRUPP FAMILY FOUNDATION

Employer identification number
41-1856606

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once See instructions) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
UBS INTEREST INCOME	9,390.	9,390.
TOTAL	<u>9,390.</u>	<u>9,390.</u>

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
UBS - DIVIDENDS	19,291.	19,291.
TOTAL	<u>19,291.</u>	<u>19,291.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	3,500.	1,750.		1,750.
TOTALS	<u>3,500.</u>	<u>1,750.</u>		<u>1,750.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL TAXES	2,000.
TOTALS	<u>2,000.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MN FILING FEES	25.	12.	
BROKER FEES	11,019.	11,019.	
AMORTIZATION	932.	932.	
MISCELLANEOUS EXPENSE	2,796.		
TOTALS	<u>14,772.</u>	<u>11,963.</u>	<u>13.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
UBS	976,239.	1,036,692.	1,455,740.
TOTALS	<u>976,239.</u>	<u>1,036,692.</u>	<u>1,455,740.</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AMORTIZATION	4,209.	2,529.	2,529.
TOTALS	<u>4,209.</u>	<u>2,529.</u>	<u>2,529.</u>

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
TAX/FMV ADJUSTMENT ON CONTRIBUTED STOCK	57,397.
TOTAL	<u>57,397.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MAYER KRUPP 20110 BOCA WEST DR APT 252 BOCA RATON, FL 33434-5246	DIRECTOR, CHAIRMAN 1.00	0	0	0
SANDRA KRUPP 20110 BOCA WEST DR APT 252 BOCA RATON, FL 33434-5246	DIRECTOR 1.00	0	0	0
GARY KRUPP 20110 BOCA WEST DR APT 252 BOCA RATON, FL 33434-5246	DIRECTOR 1.00	0	0	0
DEBRA KRUPP 20110 BOCA WEST DR APT 252 BOCA RATON, FL 33434-5246	DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

FORM 990FP, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHED SCHEDULE

501 (C) (3)

GENERAL OPERATIONS

68,445.

TOTAL CONTRIBUTIONS PAID

68,445.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2013

Name of estate or trust FAYE & MAYER KRUPP FAMILY FOUNDATION	Employer identification number 41-1856606
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Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked	863.	705.		158.
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶				7 158.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked	7,472.	5,065.		2,407.
9 Totals for all transactions reported on Form(s) 8949 with Box E checked	194,854.	90,900.		103,954.
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				12
13 Capital gain distributions				13
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶				16 106,361.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
17	Net short-term gain or (loss)	17		158.
18	Net long-term gain or (loss):			
a	Total for year	18a		106,361.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b		
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a. ▶	19		106,519.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

Part IV Capital Loss Limitation		
20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 19, column (3) or b \$3,000	20 ()

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero
Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34).	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero.	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T).	23		
24	Add lines 22 and 23	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-. ▶	25		
26	Subtract line 25 from line 24 If zero or less, enter -0-	26		
27	Subtract line 26 from line 21 If zero or less, enter -0-	27		
28	Enter the smaller of the amount on line 21 or \$2,450	28		
29	Enter the smaller of the amount on line 27 or line 28	29		
30	Subtract line 29 from line 28 If zero or less, enter -0-. This amount is taxed at 0% ▶			30
31	Enter the smaller of line 21 or line 26	31		
32	Subtract line 30 from line 26.	32		
33	Enter the smaller of line 21 or \$11,950.	33		
34	Add lines 27 and 30	34		
35	Subtract line 34 from line 33 If zero or less, enter -0-	35		
36	Enter the smaller of line 32 or line 35	36		
37	Multiply line 36 by 15%. ▶			37
38	Enter the amount from line 31	38		
39	Add lines 30 and 36	39		
40	Subtract line 39 from line 38. If zero or less, enter -0-	40		
41	Multiply line 40 by 20% ▶			41
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).	42		
43	Add lines 37, 41, and 42	43		
44	Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).	44		
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36). ▶			45

FAYE & MAYER KRUPP FAMILY FOUNDATION
 FEDERAL ID# 41-1856808
 PART XV - SCHEDULE OF CHARITABLE DONATIONS
 TAX YEAR ENDED DECEMBER 31, 2013

NAME	ADDRESS	CITY	STATE	ZIP	RELATIONSHIP	PURPOSE	STATUS	AMOUNT
AMERICAN FOUNDATION FOR BLIND	2 PENN PLAZA #1102	NEW YORK	NY	10121	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 25.00
HEBREW IMMIGRANT AID SOCIETY (HIAS)	333 7TH AVENUE 16TH FLOOR	NEW YORK	NY	10001	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
MARCH OF DIMES	5233 EDINA INDUSTRIAL BLVD	EDINA	MN	55439	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 25.00
MUSCULAR DYSTROPHY ASSOCIATION	3300 EAST SUNRISE DRIVE	TUSCON	AZ	85718	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 25.00
NATIONAL MULTIPLE SCLEROSIS SOCIETY	200 12TH AVENUE SOUTH	MINNEAPOLIS	MN	55415	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 125.00
SHOLOM FOUNDATION	3620 PHILLIPS PARKWAY	MINNEAPOLIS	MN	55426	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 15,500.00
SPECIAL OLYMPICS FLORIDA	1915 DON WICKLAM DRIVE	CLERMONT	FL	34711	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 25.00
SIERRA CLUB	2327 EAST FRANKLIN AVENUE #1	MINNEAPOLIS	MN	55406	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 55.00
AMERICAN ASSOCIATES BEN-GURION UNIVERSITY	1430 BROADWAY 85TH FLOOR	NEW YORK	NY	10018	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 400.00
AMERICAN RED CROSS	1201 W RIVER PARKWAY	MINNEAPOLIS	MN	55401	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
AMNESTY INTERNATIONAL	5 PENN PLAZA	NEW YORK	NY	10001	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
BOYS TOWN	14100 CRAWFORD STREET	BOYS TOWN	NE	68010	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
B'NAI BRITH INTERNATIONAL	2020 K STREET NW 7TH FLOOR	WASHINGTON	DC	20006	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
BRILLE INSTITUTE OF AMERICA	741 NORTH VERMONT AVE	LOS ANGELES	CA	90029	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 125.00
DOCTOR WITHOUT BORDERS	333 7TH AVENUE 2ND FLOOR	NEW YORK	NY	10001	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 600.00
HATZALAH ISRAEL MEDICAL SERVICE & RESCUE	208 EAST 51ST STREET #303	NEW YORK	NY	10022	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 100.00
ISRAEL YOUTH VILLAGE	806 EASTERN PARKWAY	BROOKLYN	NY	11213	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
MN OVARIAN CANCER ALLIANCE (MOCA)	4804 CHICAGO AVENUE	MINNEAPOLIS	MN	55407	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
MN NETWORK OF HOSPICE & PALLIATIVE CARE	2365 MCKNIGHT ROAD NORTH #2	NORTH ST PAUL	MN	55109	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
NEVE SHALOM-WAHAT AL SALAM	12925 RIVERSIDE DRIVE FLOOR 3	SHERMAN OAKS	CA	91423	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
NEW ISRAEL FUND	330 7TH AVENUE 11TH FLOOR	NEW YORK	NY	10001	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 100.00
ST JUDE CHILDREN'S RESEARCH HOSPITAL	262 DANNY THOMAS PLACE	MEMPHIS	TN	38105	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 150.00
STRUTHERS PARKINSON'S CENTER	6701 COUNTRY CLUB DRIVE	MINNEAPOLIS	MN	55427	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 100.00
VOLUNTEERS OF AMERICA	1660 DUKE STREET	ALEXANDRIA	VA	22314	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 100.00
JEWISH BRILLE INSTITUTE	110 EAST 30TH ST	NEW YORK	NY	10016	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
ISRAEL RESEARCH CENTER	2000 M STREET NW	WASHINGTON	DC	20036	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
MAYO CLINIC	330 BROOKLINE AVENUE	BOSTON	MA	02215	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 150.00
SABES JEWISH COMMUNITY CENTER	200 FIRST STREET SW	ROCHESTER	MN	55905	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 300.00
SOUTHERN POVERTY LAW CENTER	4330 SOUTH CEDAR LAKE ROAD	MINNEAPOLIS	MN	55416	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 350.00
PLANNED PARENTHOOD	400 WASHINGTON AVE	MONTGOMERY	AL	36104	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 150.00
JEWISH NATIONAL FUND	1200 LAGOON AVENUE	MINNEAPOLIS	NY	55408	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 150.00
SHARING AND CARING HANDS	78 RANDALL AVENUE	ROCKVILLE CENTRE	NY	11570	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 200.00
AMERICAN FRIENDS OF MAGEN DAVID ADOM	525 NORTH 7TH STREET	MINNEAPOLIS	MN	55405	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 200.00
MPLS POPS ORCHESTRA	352 7TH AVENUE #400	NEW YORK	NY	10001	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
HERZL CAMP	1111 NICOLLET MALL	MINNEAPOLIS	MN	55401	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 100.00
ADATH JESHURUH SYNAGOGUE	7204 WEST 27TH STREET #226	ST LOUIS PARK	MN	55426	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 50.00
JEWISH FAMILY AND CHILDREN SERVICES	10500 HILLSIDE LANE WEST	MINNETONKA	MN	55305	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 400.00
AMERICAN TECHNION SOCIETY	13100 WAYZATA BLVD #400	MINNETONKA	MN	55305	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 556.00
UNITED WAY OF PALM BEACH COUNTY	55 EAST 59TH STREET	NEW YORK	NY	10022	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 200.00
GREATERTWIN CITIES UNITED WAY	2600 QUANTUM BLVD	BOYNTON BEACH	FL	33426	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 200.00
SALVATION ARMY	404 SOUTH 8TH STREET #100	MINNEAPOLIS	MN	55404	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 300.00
THE HAVEN	2445 PRIOR AVENUE NORTH	ROSEVILLE	MN	55113	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 400.00
FEEDING AMERICA	4501 NORTH FM 1729	LUBBOCK	TX	79403	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 200.00
PRISM	35 EAST WACKER DRIVE #2000	CHICAGO	IL	60601	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 1,300.00
STEP (FOOD SELF)	730 FLORIDA AVE S	GOLDEN VALLEY	MN	55428	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 4,300.00
ALZHEIMER'S ASSOCIATION	6812 WEST LAKE STREET	ST LOUIS PARK	MN	55428	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 8,000.00
BETH EL SYNAGOGUE	4550 WEST 77TH STREET	EDINA	MN	55435	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 1,500.00
JUVENILE DIA RESEARCH FDN	5224 WEST 26TH STREET	ST LOUIS PARK	MN	55416	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 5,188.80
MACULAR DEGENERATION	13100 WAYZATA BLVD	MINNETONKA	MN	55305	NONE	GENERAL OPERATIONS	501(C)(3)	\$ 17,000.00
FINCA INTERNATIONAL, INC	3001 METRO DR	BLOOMINGTON	MN	55425	NONE	GENERAL OPERATION	501(C)(3)	\$ 200.00
PUBLIC CITIZEN'S, INC	5969 CATTLERIDGE BLVD, STE 100	SARASOTA	FL	34232	NONE	GENERAL OPERATION	501(C)(3)	\$ 75.00
OPERATION SMILE	1101 14TH STREET NW, 11TH FLOOR	WASHINGTON	DC	20005	NONE	GENERAL OPERATION	501(C)(3)	\$ 300.00
MEMORIAL SLOAN-KETTERING CANCER CENTER	1600, 20TH STREET NW	WASHINGTON	DC	20009	NONE	GENERAL OPERATION	501(C)(3)	\$ 75.00
	3641 FACULTY BLVD	VIRGINIA BEACH	VA	23453	NONE	GENERAL OPERATION	501(C)(3)	\$ 50.00
	633 3RD AVENUE, 4TH FLOOR	NEW YORK	NY	10017	NONE	GENERAL OPERATION	501(C)(3)	\$ 100.00

METRO MEALS ON WHEELS	1200 WASHINGTON AVENUE S, STE 380	MINNEAPOLIS	MN	55415	NONE	GENERAL OPERATION	501(C)(3)	\$ 120 00
MERCY CORPS	45 SW ANKENY ST	PORTLAND	OR	97204	NONE	GENERAL OPERATION	501(C)(3)	\$ 25 00
THE WILDERNESS SOCIETY	1615 M STREET NORTHWEST	WASHINGTON	DC	20038	NONE	GENERAL OPERATION	501(C)(3)	\$ 50 00
MN HISTORICAL SOCIETY	345 KELLOGG BLVD W	ST PAUL	MN	55102	NONE	GENERAL OPERATION	501(C)(3)	\$ 100 00
THE SEEING EYE DOG FOUNDATION	10 WASHINGTON VALLEY RD, PO BOX 375	MORRISTOWN	NJ	07963	NONE	GENERAL OPERATION	501(C)(3)	\$ 50 00
LEUKEMIA & LYMPHOMA SOC	1311 MAMARONECK AVE STE 310	WHITE PLAINS	NY	10605	NONE	GENERAL OPERATION	501(C)(3)	\$ 100 00
NATIONAL AUDUBON SOCIETY	225 VARICK ST, 7TH FLOOR	NEW YORK	NY	10014	NONE	GENERAL OPERATION	501(C)(3)	\$ 100 00
MASONIC CANCER CTR U OF MN	11501 MASONIC HOME DRIVE STE 102	BLOOMINGTON	MN	55437	NONE	GENERAL OPERATION	501(C)(3)	\$ 100 00
PROJECT HOPE	255 CARTER HALL LANE	MILLWOOD	VA	22846	NONE	GENERAL OPERATION	501(C)(3)	\$ 50 00
COURAGE KENNY FDN	3915 GOLDEN VALLEY ROAD	MINNEAPOLIS	MN	55422	NONE	GENERAL OPERATION	501(C)(3)	\$ 500 00
EASTER SEALS	553 FAIRVIEW AVENUE N	ST PAUL	MN	55104	NONE	GENERAL OPERATION	501(C)(3)	\$ 50 00
AMERICAN REFUGEE COMMITTEE	815 FIRST AVENUE NE STE 500	MINNEAPOLIS	MN	55413	NONE	GENERAL OPERATION	501(C)(3)	\$ 500 00
REACH OUT & READ, RHODE ISLAND	PO BOX 603442	PROVIDENCE	RI	02906	NONE	GENERAL OPERATION	501(C)(3)	\$ 200 00
MAZON	10465 SANTA MONICA BLVD STE 100	LOS ANGELES	CA	90025	NONE	GENERAL OPERATION	501(C)(3)	\$ 50 00
MISCELLANEOUS								\$ 6,400.00
								\$ 68,444.80

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
863.		AMERICAN FUNDS GROWTH FUND - 20.5590 SHA 705.				12/19/2012 158.	09/26/2013	
7,472.		ZIMMER HOLDINGS, INC. - 100 SHARES 5,065.				12/20/2011 2,407.	03/28/2013	
100,560.		AMERICAN FUNDS GROWTH FD - 2,497.0420 SH 48,102.				01/23/2009 52,458.	09/26/2013	
15,138.		COCA COLA CO - 15,000 SHARES 15,008.				03/12/2009 130.	12/02/2013	
4,498.		DAKTRONICS INC - 300 SHARES 2,249.				10/29/2009 2,249.	11/25/2013	
6,943.		GENL ELECTRIC CO - 300 SHARES 2,972.				03/18/2009 3,971.	03/28/2013	
13,106.		GRACO INC - 200 SHARES 3,485.				03/18/2009 9,621.	09/26/2013	
3,236.		LEXINGTON REALTY TRUST - 276.8250 SHARES 1,522.				10/16/2009 1,714.	03/28/2013	
32,919.		MTS SYSTEM CORP - 500 SHARES 12,480.				07/22/2004 20,439.	10/28/2013	
11,692.		TORO CO - 200 SHARES 2,311.				12/18/2003 9,381.	10/28/2013	
4,153.		WELLS FARGO & CO - 100 SHARES 1,501.				03/18/2009 2,652.	09/26/2013	
2,609.		LEXINGTON REALTY TRUST - 223.1750 SHARES 1,270.				1,339.	03/28/2013	
TOTAL GAIN (LOSS)							<u>106,519.</u>	

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.

- 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

Form fields: Name of exempt organization or other filer, see instructions; Employer identification number (EIN) or; FAYE & MAYER KRUPP FAMILY FOUNDATION; 41-1856606; Number, street, and room or suite no. If a P.O. box, see instructions; Social security number (SSN); 20110 BOCA WEST DR; City, town or post office, state, and ZIP code For a foreign address, see instructions; BOCA RATON, FL 33434-5246

Enter the Return code for the return that this application is for (file a separate application for each return) [0] [4]

Table with 4 columns: Application Is For, Return Code, Application Is For, Return Code. Rows include Form 990 or Form 990-EZ, Form 990-BL, Form 4720 (individual), Form 990-PF, Form 990-T (sec. 401(a) or 408(a) trust), and Form 990-T (trust other than above).

The books are in the care of MAYER KRUPP

Telephone No 763 545-2926 FAX No

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for: [X] calendar year 2013 or [] tax year beginning , 20 , and ending , 20

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

Table with 3 rows: 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. 3a \$ 1,732. 3b If this application is for Form 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 \$ 1,732. 3c 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

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box. X
- 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).

Type or print <small>File by the due date for filing your return. See instructions</small>	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number, see instructions Employer identification number (EIN) or
	FAYE & MAYER KRUPP FAMILY FOUNDATION	41-1856606
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	20110 BOCA WEST DR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	BOCA RATON, FL 33434-5246	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

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.

- The books are in the care of **MAYER KRUPP, 20110 BOCA WEST DRIVE APT 252 BOCA RATON, FL 33434-5246**
Telephone No. **763 545-2926** 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 11/15, 2014.

5 For calendar year 2013, or other tax year beginning _____, 20____, and ending _____, 20____.

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 **ADDITIONAL TIME IS NEEDED TO COMPILE DATA NEEDED TO FILE A COMPLETE & ACCURATE 990PF**

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 \$	1,732.
8b 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 \$	1,732.
8c 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 _____ Title _____ Date _____