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Form 990-PF

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation REPUBLIC NATIONAL DISTRIBUTING COMPANY FOUNDATION INC		A Employer identification number 45-3842838	
Number and street (or P O box number if mail is not delivered to street address) ONE NATIONAL DRIVE		B Telephone number (see instructions) (404) 472-2245	
City or town, state or province, country, and ZIP or foreign postal code ATLANTA, GA 30336		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 22,906		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	425,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.				
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	425,000	0		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☒ 1,217	1,217		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	1,217	1,217		0
	25 Contributions, gifts, grants paid	430,138			430,138
	26 Total expenses and disbursements. Add lines 24 and 25	431,355	1,217		430,138
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-6,355			
	b Net investment income (if negative, enter -0-)		0		
	c Adjusted net income (if negative, enter -0-) . . .				

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	29,261	22,906	22,906
	2	Savings and temporary cash investments			
	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			
	10a	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)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	29,261	22,906	22,906	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ 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	29,261	22,906	
	30	Total net assets or fund balances (see page 17 of the instructions)	29,261	22,906	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	29,261	22,906	

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	29,261
2	Enter amount from Part I, line 27a	2	-6,355
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	22,906
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	22,906

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				
(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	
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	

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 page 18 of 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			
2011			
2010			
2009			
2008			
2 Total of line 1, column (d).			2
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
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.			4
5 Multiply line 4 by line 3.			5
6 Enter 1% of net investment income (1% of Part I, line 27b).			6
7 Add lines 5 and 6.			7
8 Enter qualifying distributions from Part XII, line 4.			8

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

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 ☐ and enter 1% of Part I, line 27b	1	0
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	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
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	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): ☐ GA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> 	10	Yes	

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of DENNIS BASHUK Telephone no (404) 472-2242 Located at ONE NATIONAL DRIVE ATLANTA GA ZIP+4 30336			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
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 20____, 20____, 20____, 20____			
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).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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)?	5b		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?			
	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?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		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
TOM COLE	President	0		
809 JEFFERSON HIGHWAY NEW ORLEANS, LA 70121	1 00			
GREGORY JOHNSON	VP/TREASURER	0		
ONE NATIONAL DRIVE ATLANTA, GA 30336	1 00			
DENNIS BASHUK	Foundation Mgr	0		
ONE NATIONAL DRIVE ATLANTA, GA 30336	3 00			
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	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
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	0
b	Average of monthly cash balances.	1b	73,630
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	73,630
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	
3	Subtract line 2 from line 1d.	3	73,630
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,104
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	72,526
6	Minimum investment return. Enter 5% of line 5.	6	3,626

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	3,626
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,626
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	3,626
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	3,626

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	430,138
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	430,138
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	430,138
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				3,626
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012. 477,453				
f Total of lines 3a through e.	477,453			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 430,138				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				3,626
e Remaining amount distributed out of corpus	426,512			
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	903,965			
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				0
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	903,965			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . . 477,453				
e Excess from 2013. . . . 426,512				

Part XIV

1a 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. . . .

Check box to indicate whether the organization 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	
2a 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 organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

■ 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))

• 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

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 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
Name and address (home or business)				
a Paid during the year See Additional Data TableSee Additional Data Table				
Total			▶ 3a	430,138
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2013)

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?

Yes

No

a

Transfers from the reporting foundation to a noncharitable exempt organization of

(1)

Cash.

1a(1)

No

(2)

Other assets.

1a(2)

No

b

Other transactions

(1)

Sales of assets to a noncharitable exempt organization.

1b(1)

No

(2)

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

(3)

Rental of facilities, equipment, or other assets.

1b(3)

No

(4)

Reimbursement arrangements.

1b(4)

No

(5)

Loans or loan guarantees.

1b(5)

No

(6)

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

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

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

Sign Here

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

2014-05-13

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes

No

Paid Preparer Use Only

Print/Type preparer's name J RICHARD BERNSTEIN	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00548954
Firm's name	RRB Accounting Consulting & Tax Services			Firm's EIN
Firm's address	4651 Roswell Rd I-804 Atlanta, GA 30342			Phone no (404) 255-0200

Form 990-PF (2013)

Form 990PF Part XV Line 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
Name and address (home or business)				
a <i>Paid during the year</i>				
ACTORS THEATRE OF LOUISVILLE 316 WEST MAIM STREET LOUISVILLE,KY 40202	NONE	PUBLIC	COMMUNITY SERVICE	10,000
AMERICAN CANCER SOCIETY 8900 JOHN W CARPENTER FREEWAY DALLAS,TX 75247	NONE	PUBLIC	MEDICAL RESEARCH	750
AMERICAN CANCER SOCIETY 4646 AMVER VALLEY PKWS S FARGO,ND 58104	NONE	PUBLIC	MEDICAL RESEARCH	1,000
AMERICAN DIABETES ASSOCIATION 1701 NORTH BEAUREGARD STREET ALEXANDRIA,VA 22311	NONE	PUBLIC	MEDICAL RESEARCH	10,600
AMERICAN HEART ASSOC 208 S LASALLE ST 1500 CHICAGO,IL 60604	NONE	PUBLIC	MEDICAL RESEARCH	700
AMERICAN RED CROSS 6710 W SUNRISE BLVD 111 PLANTATION,FL 33313	NONE	PUBLIC	COMMUNITY SERVICE	5,000
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON,DC 20006	NONE	PUBLIC	COMMUNITY SERVICE	2,500
ANY BABY CAN 217 HOWARD STREET SAN ANTONIO,TX 78212	NONE	PUBLIC	CHARITABLE	600
ARAPAHOE HOUSE 8801 LIPAN STREET - THORNTON COLORADO,CO 80260	NONE	PUBLIC	COMMUNITY SERVICE	2,000
AUCTION OF WASHINGTON WINES 1201 WESTERN AVENUE SUITE 450 SEATTLE,WA 98101	NONE	PUBLIC	EDUCATIONAL	5,000
AUTISM SPEAKS 410 Bagby St Memorial Dr Houston,TX 77002	NONE	PUBLIC	MEDICAL RESEARCH	1,000
BEAM INC DISTRIBUTORS FOUNDATION 510 LAKE COOK ROAD DEERFIELD,IL 60015	NONE	PUBLIC	COMMUNITY SERVICE	17,000
CENTRAL TEXAS MOTORCYCLE CHARITIES 608 E 49TH ST AUSTIN,TX 78751	NONE	PUBLIC	COMMUNITY SERVICE	500
COLLEGE SUCCESS FOUNDATION PO BOX 1976 WOODINVILLE,WA 98072	NONE	PUBLIC	COMMUNITY SERVICE	15,000
COLORADO RESTURANT ASSOC EDUCATION 439 E 7TH AVE DENVER,CO 80203	NONE	PUBLIC	EDUCATIONAL	3,000
Total  3a				430,138

Form 990PF Part XV Line 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
Name and address (home or business)				
a Paid during the year				
DENVER RESCUE MISSION 1130 PARK AVE W DENVER,CO 80205	NONE	PUBLIC	COMMUNITY SERVICE	2,250
DESTIN CHARITY WINE AUCTION FOUNDAT PO BOX 5396 NICEVILLE,FL 33541	NONE	PUBLIC	COMMUNITY SERVICE	5,000
ESCAPE FAMILY RESOURCE CENTER 1721 PECH ROAD 300 HOUSTON,TX 77055	NONE	PUBLIC	COMMUNITY SERVICE	2,500
FAMILY CHILDREN'S SERVICES 1112 S MEMORIAL DRIVE TULSA,OK 74112	NONE	PUBLIC	COMMUNITY SERVICE	1,500
FOOD BANK OF THE ROCKIES 10700 E 45TH AVE DENVER,CO 80239	NONE	PUBLIC	COMMUNITY SERVICE	500
FOREKIDS FOUNDATION INC 11005 LAPALCO BLVD AVONDALE,LA 70094	NONE	PUBLIC	COMMUNITY SERVICE	7,000
HISTIO CURE FOUNDATION PO BOX 6446 FOLSOM,CA 95763	NONE	PUBLIC	COMMUNITY SERVICE	1,500
HOSPICE PALLIATIVE CARE OF WESTERN 3090 B NORTH 12TH STREET GRAND JUNCTION,CO 81506	NONE	PUBLIC	MEDICAL	1,500
LEUKEMIA LYMPHOMA SOCIETY 5353 W DARTMOUTH AVE DENVER,CO 80227	NONE	PUBLIC	MEDICAL RESEARCH	6,000
MAKE A WISH FOUNDATION 6655 DESEO IRVING,TX 75039	NONE	PUBLIC	COMMUNITY SERVICE	2,500
MARCH OF DIMES- TX 104 SW 6TH AVE 301 AMARILLO,TX 79101	NONE	PUBLIC	MEDICAL	600
MARCH OF DIMES-COLORADO 1325 S COLORADO BLVD STE B-508 DENVER,CO 80222	NONE	PUBLIC	MEDICAL	1,600
MT VERNON LADIES ASSOCIATION 1250 EYE STREET NW STE 400 WASHINGTON,DC 20005	NONE	PUBLIC	COMMUNITY SERVICE	10,000
OKLAHOMA CITY POLICE ATHLETIC LEAGU 1925 DOWNING STREET OKLAHOMA CITY,OK 73120	NONE	PUBLIC	COMMUNITY SERVICE	4,500
OSU ALUMNI ASSOCIATION-TULSA CHAPTE 700 N GREENWOOD AVE TULSA,OK 74106	NONE	PUBLIC	EDUCATIONAL	500
Total  3a				430,138

Form 990PF Part XV Line 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
Name and address (home or business)				
a <i>Paid during the year</i>				
PALM BEACH INDIA ASSOCIATION PO BOX 31225 PALM BEACH GARDENS,FL 33420	NONE	PUBLIC	COMMUNITY SERVICE	2,000
PRAY FOR GRAY PO BOX 446 FARGO,ND 58107	NONE	PUBLIC	RELIGIOUS	1,000
RONALD MCDONALD HOUSE 2330 MONUMENT AVE RICHMOND,VA 23220	NONE	PUBLIC	COMMUNITY SERVICE	3,500
SAFEWAY FOUNDATION 5918 STONERIDGE MALL ROAD PLEASANTON,CA 94588	NONE	PUBLIC	COMMUNITY SERVICE	20,000
SAN ANTONIO LIVESTOCK EXPOSITION PO BOX 200230 SAN ANTONIO,TX 78220	NONE	PUBLIC	CUMMUNITY SERVICE	5,000
SAN ANTONIO SPORTS 100 MONTANA STREET SAN ANTONIO,TX 78203	NONE	PUBLIC	EDUCATIONAL	1,000
SECOND HARVEST FOOD BANK 700 EDWARDS AVE NEWORLEANS,LA 70123	NONE	PUBLIC	COMMUNITY SERVICE	20,000
SEMINOLE REGION CHARITY GOLF TOURNA PO BOX 3070 BOCA RATON,FL 33431	NONE	PUBLIC	COMMUNITY SERVICE	10,000
SENIOR SUPPORT SERVICES 846 E 18TH AVE DENVER,CO 80218	NONE	PUBLIC	COMMUNITY SERVICE	1,000
STARLIGHT CHILDREN'S FOUNDATION 750 POTOMAC STREET STE 101 AURORA,CO 80011	NONE	PUBLIC	MEDICAL	750
THE CHILDREN'S SHELTER 2939 W WOODLAWN SAN ANTONIO,TX 78228	NONE	PUBLIC	COMMUNITY SERVICE	3,000
THE HOME FRONT CARES 1120 N CIRCLE DRIVE 7 COLORADO SPRINGS,CO 80909	NONE	PUBLIC	COMMUNITY SERVICE	1,500
TRANSPLANTS FOR CHILDREN 7550 IH 10 WEST SUITE 104 SAN ANTONIO,TX 78229	NONE	PUBLIC	MEDICAL	1,000
TUREK AUBERT MEMORIAL SCHOLARSHIP F PO BOX 372278 DENVER,CO 80237	NONE	PUBLIC	EDUCATIONAL	500
UCP OF CENTRAL FLORIDA 3305 S ORANGE AVE ORLANDO,FL 32806	NONE	PUBLIC	MEDICAL	25,000
Total  3a				430,138

Form 990PF Part XV Line 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
Name and address (home or business)				
a Paid during the year				
UCSF MEDICAL CENTER 505 PARNASSUS AVE SAN FRANCISCO,CA 94143	NONE	PUBLIC	MEDICAL	20,000
UJA-FEDERATION OF NEW YORK 130 E 59TH STREET NEW YORK,NY 10022	NONE	PUBLIC	RELIGIOUS	30,000
UNITED CEREBRAL PALSY 2700 W 81 STREET HIALEAH,FL 33016	NONE	PUBLIC	MEDICAL	5,000
UNITED WAY 1805 HARNEY STREET OMAHA,NE 68102	NONE	PUBLIC	COMMUNITY SERVICE	7,652
UNIVERSITY OF THE INCARNATE WORD 4301 BROADWAY SAN ANTONIO,TX 78209	NONE	PUBLIC	EDUCATIONAL	1,000
VILLAGE FAMILY SERVICES 1201 25ST STREET SOUTH FARGO,ND 58103	NONE	PUBLIC	COMMUNITY SERVICE	1,000
ALLIANCE FOR EATING DISORDERS AWARE 1649 Forum Place Suite 10 West Palm Beach,FL 33401		PUBLIC	MEDICAL RESEARCH	2,000
ALZHEIMER'S FOUNDATION OF AMERICA 322 EIGHT AVE 7TH FLOOR NEWYORK,NY 10001	NONE	PUBLIC	MEDICAL RESEARCH	1,000
AMARILLO AREA FOUNDATION INC 801 S FILLMORE SUITE 700 AMERILLO,TX 79101	NONE	PUBLIC	COMMUNITY SERVICE	500
ARMED SERVICES - YMCA 7505 Alban Station Court Ste B215 Springfield,VA 22150	NONE	PUBLIC	COMMUNITY SERVICE	10,000
AUTISM SOCIETY of Boulder County PO BOX 270300 Louisville,CO 80027	NONE	PUBLIC	MEDICAL RESEARCH	500
BLACK HILLS AREA COMMUNITY FOUNDATI 825 St Joseph Rapid City,SD 57701	NONE	PUBLIC	COMMUNITY SERVICE	2,500
BOCA WEST FOUNDATION 20583 Boca West Drive Boca Raton,FL 33434	NONE	PUBLIC	COMMUNITY SERVICE	1,900
BOYS AND GIRLS CLUB - Oklahoma PO Box 18701 Oklahoma City,OK 73154	NONE	PUBLIC	COMMUNITY SERVICE	250
BRIAN CRAWFORD MEMORIAL 1308 Castle Creek Shawnee,OK 74804	NONE	PUBLIC	COMMUNITY SERVICE	250
Total  3a				430,138

Form 990PF Part XV Line 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
Name and address (home or business)				
a <i>Paid during the year</i>				
CAMP QUALITY TEXAS 26302 Fieldhaven Ct Cypress,TX 77433	NONE	PUBLIC	COMMUNITY SERVICE	500
CHILDREN OF RESTAURANT EMPLOYEES LT 1196-C Buckhead Crossing Woodstock,GA 30189	NONE	PUBLIC	COMMUNITY SERVICE	5,000
CHILDREN'S HOSPITAL 205 West South Salt Lake City,UT 84101	NONE	PUBLIC	MEDICAL	500
CHILDREN'S NATIONAL MEDICAL CENTER 111 Michigan Avenue Washington,DC 20010	NONE	PUBLIC	MEDICAL	5,000
CHRIST CHURCH 218 Riverside Drive Washington,NC 27889	NONE	PUBLIC	RELIGIOUS	500
COLORADO NATIONAL GUARD FOUNDATION 12200 E Briarwood Ave Ste 160 Centennial,CO 80112	NONE	PUBLIC	COMMUNITY SERVICE	500
COLORADO OVARIAN CANCER ALLIANCE PO Box 9216 Denver,CO 80209	NONE	PUBLIC	MEDICAL RESEARCH	250
COPS IN ACTION PO Box 924454 Houston,TX 77292	NONE	PUBLIC	COMMUNITY SERVICE	500
Designated Driver of Colorado Sprin 555 17th St Ste 3200 Denver,CO 80202	NONE	PUBLIC	COMMUNITY SERVICE	900
Dumb Friends League 2080 S Quebec St Denver,CO 80231	NONE	PUBLIC	COMMUNITY SERVICE	1,800
El Paso Public Television Foundatio P O Box 26668 El Paso,TX 79968	NONE	PUBLIC	EDUCATIONAL	1,200
Family Compass 11150 Sunset Hills Rd Reston,VA 20190	NONE	PUBLIC	COMMUNITY SERVICE	2,500
Food For The Poor 6401 Lyons Road Coconut Creek,FL 33073	NONE	PUBLIC	COMMUNITY SERVICE	750
Frisco Rough Riders Foundation 7300 RoughRiders Trail Frisco,TX 75034	NONE	PUBLIC	COMMUNITY SERVICE	7,000
Gulfside Regional Hospice 6117 Trouble Creek Rd New Port Richey,FL 34653	NONE	PUBLIC	MEDICAL	5,000
Total  3a				430,138

Form 990PF Part XV Line 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
Name and address (home or business)				
a Paid during the year				
Hispanic Community and Education Fu 104 Lou Jon Circle San Antonio,TX 78213	NONE	PUBLIC	EDUCATIONAL	7,400
Honor Flight DFW 10455 N Central Expwy Ste 109-195 Dallas,TX 75231	NONE	PUBLIC	CULTURAL	2,500
Hospice Foundation of the South 501 Robert Blvd Suite 304 Slidell,LA 70458	NONE	PUBLIC	MEDICAL	250
Indian Religious Cultural Center of PO Box 190714 Lauderhill,FL 33319	NONE	PUBLIC	CULTURAL	750
Jacob Crouch Foundation 2851 Johnston Street PMB 282 Lafayette,LA 70503	NONE	PUBLIC	EDUCATIONAL	250
James Graham Brown Cancer Center 529 S Jackson St Louisville,KY 40202	NONE	PUBLIC	MEDICAL RESEARCH	500
Jonathan R Rojewski Memorial Fund PNC Bank 2 S Pennsylvania Ave Bethany Beach,DE 19930	NONE	PRIVATE	COMMUNITY SERVICE	500
Lakewood Police Employee Assistance 445 S Allison Parkway Lakewood,CO 80226	NONE	PUBLIC	COMMUNITY SERVICE	1,000
MD Anderson Cancer Research Center PO Box 4470 Houston,TX 77210	NONE	PUBLIC	MEDICAL RESEARCH	2,500
Miami Children's Hospital Foundatio 3100 SW 62nd Avenue Miami,FL 33155	NONE	PUBLIC	MEDICAL	500
North Dakota Cowboy Hall of Fame 250 Main St Medora,ND 58645	NONE	PUBLIC	CULTURAL	1,000
OKC Public Tennis Fund 7301 N Broadway Ext Ste 225 Oklahoma City,OK 73116	NONE	PUBLIC	CULTURAL	2,500
Oklahoma Zoological Society 2101 NE 50th St Oklahoma City,OK 73111	NONE	PUBLIC	EDUCATIONAL	3,000
Operation Homefront 222 Lakeview Avenue 1630 West Palm Beach,FL 33401	NONE	PUBLIC	COMMUNITY SERVICE	15,936
Panhandle Restaurant Association 3440 Bell St Ste 322 Amarillo,TX 79109	NONE	PUBLIC	COMMUNITY SERVICE	500
Total  3a				430,138

Form 990PF Part XV Line 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
Name and address (home or business)				
a Paid during the year				
Pikes Peak United Way 518 N Nevada Ave Colorado Springs, CO 80903	NONE	PUBLIC	COMMUNITY SERVICE	1,000
Rocky Mountain Children's Health Fd 2055 High Street Suite 240 Denver, CO 80205	NONE	PUBLIC	COMMUNITY SERVICE	500
Safe Shelter of St Vrain Valley 82 21st Ave Longmont, CO 80501	NONE	PUBLIC	COMMUNITY SERVICE	1,000
Snake River Community Association 140 Ida Bella Drive Suite F4 Keystone, CO 80435	NONE	PUBLIC	CULTURAL	2,500
St Elijah Flowers That Do Not Withe 15000 N May Avenue Oklahoma City, OK 73134	NONE	PUBLIC	RELIGIOUS	500
St Jude Children's Research Hospita 262 Danny Thomas Place Memphis, TN 38105	NONE	PUBLIC	MEDICAL RESEARCH	750
Texas Fraternal Order of Police 4001 East 29th Street Suite 107 Bryan, TX 77802	NONE	PUBLIC	COMMUNITY SERVICE	500
The Epsten Gallery at Village Shalo 5500 W 123rd St Leawood, KS 66209	NONE	PUBLIC	CULTURAL	500
The Vincent Lecavalier Foundation 4912 Creekside Drive Clearwater, FL 33760	NONE	PUBLIC	MEDICAL	8,000
The Virginia Gentlemen Foundation 2420 Atlantic Avenue Suite 201 Virginia Beach, VA 23451	NONE	PUBLIC	MEDICAL	5,000
TX Scottish Rite Hospital For Child 2222 Welborn Street Dallas, TX 75219	NONE	PUBLIC	MEDICAL	10,000
Universal Orlando Foundation 1000 Universal Studios Plaza Orlando, FL 32819	NONE	PUBLIC	COMMUNITY SERVICE	15,000
University of Houston 4800 Calhoun Rd Houston, TX 77004	NONE	PUBLIC	EDUCATIONAL	5,000
Vietnam Veteran Foundation of Texas 5930 East Royal Lane168 Dallas, TX 75230	NONE	PUBLIC	COMMUNITY SERVICE	250
Wheel for Kids 180 Royal Palm Way Suite 211 Palm Beach, FL 33480	NONE	PUBLIC	COMMUNITY SERVICE	1,000
Total  3a				430,138

Form 990PF Part XV Line 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
Name and address (home or business)				
a <i>Paid during the year</i>				
YWCA Cass Clay 3000 S University Dr Fargo, ND 58103	NONE	PUBLIC	COMMUNITY SERVICE	1,000
AUTISM SOCIETY of Colorado 550 S Wadsworth Blvd Suite 100 Lakewood, CO 80226	NONE	PUBLIC	MEDICAL RESEARCH	1,000
CITY YEAR SAN ANTONIO 109 N SAN SABA STREET SAN ANTONIO, TX 78207	NONE	PRIVATE	COMMUNITY SERVICE	1,750
ODESSA POLICE ATHLETIC LEAGUE 205 N GRANT AVE ODESSA, TX 79761	NONE	PUBLIC	COMMUNITY SERVICE	500
VETERANS EXPEDITIONS 1031 E STREET SAODA, CO 81201	NONE	PUBLIC	COMMUNITY SERVICE	2,500
Total  3a				430,138

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.	OMB No 1545-0047 2013

Name of the organization REPUBLIC NATIONAL DISTRIBUTING COMPANY FOUNDATION INC	Employer identification number 45-3842838
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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 33¹/₃% 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 for 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 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization REPUBLIC NATIONAL DISTRIBUTING COMPANY FOUNDATION INC	Employer identification number 45-3842838
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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
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization REPUBLIC NATIONAL DISTRIBUTING COMPANY FOUNDATION INC	Employer identification number 45-3842838
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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 4Relationship of transferor to transferee		
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4Relationship of transferor to transferee		
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4Relationship of transferor to transferee		
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4Relationship of transferor to transferee		
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4Relationship of transferor to transferee		

TY 2013 Other Expenses Schedule

Name: REPUBLIC NATIONAL DISTRIBUTING COMPANY
FOUNDATION INC

EIN: 45-3842838

Software ID: 13000170

Software Version: 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	1,109	1,109		
OFFICE SUPPLIES	108	108		

TY 2013 Substantial Contributors Schedule

Name: REPUBLIC NATIONAL DISTRIBUTING COMPANY
FOUNDATION INC

EIN: 45-3842838

Software ID: 13000170

Software Version: 2013v3.1

Name	Address
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