Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
BARTON AND SHIRLEY WEISMAN FOUNDATION, INC.

A Employer identification number
58-2684069

Number and street (or P O box number if mail is not delivered to street address) Room/suite
17603 LAKE ESTATES DRIVE

B Telephone number (see instructions)
954-491-2000

City or town, state or province, country, and ZIP or foreign postal code
BOCA RATON FL 33496

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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) ▶ $ 7,809,045

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

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

Part I	**Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	313,980			
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	231	231		
4	Dividends and interest from securities	166,328	166,328		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	416,040			
b	Gross sales price for all assets on line 6a 671,586				
7	Capital gain net income (from Part IV, line 2)		416,040		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 1	1,964			
12	**Total.** Add lines 1 through 11	898,543	582,599	0	
Operating and Administrative Expenses 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) STMT 2	13,350	13,350		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 3	319	319		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att. sch) STMT 4	11	11		
24	**Total operating and administrative expenses.** Add lines 13 through 23	13,680	13,680	0	0
25	Contributions, gifts, grants paid	584,140			584,140
26	**Total expenses and disbursements.** Add lines 24 and 25	597,820	13,680	0	584,140
27	Subtract line 26 from line 12.				
a	**Excess of revenue over expenses and disbursements**	300,723			
b	**Net investment income** (if negative, enter -0-)		568,919		
c	**Adjusted net income** (if negative, enter -0-)			0	

RECEIVED SEP 11 2014 OGDEN, UT IRS-OSC

SCANNED SEP 24 2014

22

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	144,320	414,989	414,989
	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 (att. schedule) ▶			
		Less: allowance for doubtful accounts ▶ 0			
	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) SEE STMT 5	2,042,019	1,893,538	7,394,056
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	2,186,339	2,308,527	7,809,045
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 ▶ ☐ 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	1,735,647	1,735,647	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	450,692	572,880	
	30	**Total net assets or fund balances** (see instructions)	2,186,339	2,308,527	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,186,339	2,308,527	

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	2,186,339
2	Enter amount from Part I, line 27a	2	300,723
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,487,062
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	178,535
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,308,527

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	HLTH' CARE SVC GRP	P	VARIOUS	VARIOUS
b	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
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	591,862		191,772	400,090
b	79,724		63,774	15,950
c				
d				
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				400,090
b				15,950
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** 416,040

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 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	307,210	5,309,376	0.057862
2011	426,545	3,922,998	0.108729
2010	548,161	3,572,152	0.153454
2009	384,028	2,729,588	0.140691
2008	334,574	2,990,236	0.111889

2 **Total** of line 1, column (d)	2	0.572625
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	0.114525
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	6,871,007
5 Multiply line 4 by line 3	5	786,902
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,689
7 Add lines 5 and 6	7	792,591
8 Enter qualifying distributions from Part XII, line 4	8	584,140

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

DAA

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 ▶ ☐ 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	11,378
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0
3	Add lines 1 and 2			3	11,378
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	11,378
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,990		
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	2,990
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	8,388
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-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SHIRLEY WEISMAN Telephone no. ▶
17603 LAKE ESTATES DR.
Located at ▶ BOCA RATON FL ZIP+4 ▶ 33496

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 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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)	☐ Yes ☒ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	N/A	1c		
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?	☐ Yes ☒ No			
	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.)	N/A	2b		
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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		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?		4b		X

DAA

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

			Yes	No
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)? N/A	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
BARTON WEISMAN 17603 LAKE ESTATES DRIVE	BOCA RATON FL 33496	DIRECTOR 1.00	0	0	0
SHIRLEY WEISMAN 17603 LAKE ESTATES DRIVE	BOCA RATON FL 33496	DIRECTOR 1.00	0	0	0
ANDREW WEISMAN 7650 N.W. 47TH DRIVE	CORAL SPRINGS FL 33067	DIRECTOR 0.00	0	0	0
MARCIA LANGLEY 17735 FIELDBROOK CIRCLE N	BOCA RATON FL 33496	DIRECTOR 0.00	0	0	0

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

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

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

DAA

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 ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

DAA

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	6,694,988
b	Average of monthly cash balances		1b	280,654
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	6,975,642
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	6,975,642
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)		4	104,635
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	6,871,007
6	**Minimum investment return.** Enter 5% of line 5		6	343,550

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	343,550
2a	Tax on investment income for 2013 from Part VI, line 5	2a 11,378		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	11,378
3	Distributable amount before adjustments Subtract line 2c from line 1		3	332,172
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	332,172
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	332,172

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	584,140
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	584,140
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	584,140

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					332,172
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	192,314				
b From 2009	250,295				
c From 2010	378,973				
d From 2011	238,185				
e From 2012	44,707				
f **Total** of lines 3a through e		1,104,474			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 584,140					
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)					
d Applied to 2013 distributable amount					332,172
e Remaining amount distributed out of corpus		251,968			
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		1,356,442			
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)		192,314			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		1,164,128			
10 Analysis of line 9.					
a Excess from 2009	250,295				
b Excess from 2010	378,973				
c Excess from 2011	238,185				
d Excess from 2012	44,707				
e Excess from 2013	251,968				

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

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 ▶

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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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 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).)

BARTON WEISMAN $313,980

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.

N/A

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:

N/A

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

N/A

c Any submission deadlines.

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 7				584,140
Total			▶ 3a	584,140
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	231	
4 Dividends and interest from securities			14	166,328	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					416,040
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b TAX REFUND					1,845
c MISCELLANEOUS					119
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		166,559	418,004

13 **Total.** Add line 12, columns (b), (d), and (e) 13 584,563

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
N/A	

DAA

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule.

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

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

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Signature of officer or trustee: [signature] Date: 9/4/14 Title:

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
GERALDINE POOLE, CPA	Geraldine Poole CPA	9/26/14	
Firm's name ▶ GOLDSTEIN, ZUGMAN, WEINSTEIN & POOLE, LLC		PTIN	P00853945
Firm's address ▶ 1580 SAWGRASS CORPORATE PKWY STE 302		Firm's EIN ▶	20-0453834
SUNRISE, FL 33323		Phone no	954-845-1175

DAA

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

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization
BARTON AND SHIRLEY WEISMAN
FOUNDATION, INC.

Employer identification number
58-2684069

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	Employer identification number
BARTON AND SHIRLEY WEISMAN	58-2684069

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	BARTON AND SHIRLEY WEISMAN 17603 LAKE ESTATE DRIVE BOCA RATON FL 33496-1425	$ 313,980	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

DAA

Name of organization	Employer identification number
BARTON AND SHIRLEY WEISMAN	58-2684069

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
1	4,000 SHARES OF HEALTH CARE	$ 106,480	10/14/13

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	3,000 SHARES OF HEALTH CARE	$ 82,500	12/19/14

(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
		$	

DAA

Department of Treasury
Internal Revenue Service
Ogden UT 84201

Notice	CP211A
Tax period	December 31, 2013
Notice date	June 23, 2014
Employer ID number	58-2684069
To contact us	Phone 1-877-829-5500 FAX 801-620-5670

034054.455534.102850.8141 1 AT 0.406 370

BARTON AND SHIRLEY WEISMAN
% SHIRLEY D WEISMAN
17603 LAKE ESTATES DR
BOCA RATON FL 33496-1425

034054

Important information about your December 31, 2013 Form 990PF

We approved your Form 8868, Application for Extension of Time To File an Exempt Organization Return

We approved the Form 8868 for your December 31, 2013 Form 990PF.

Your new due date is August 15, 2014.

What you need to do

File your December 31, 2013 Form 990PF by August 15, 2014. We encourage you to use electronic filing—the fastest and easiest way to file.

Visit www.irs.gov/charities to learn about approved e-File providers, what types of returns can be filed electronically, and whether you are required to file electronically.

Additional information

- Visit www.irs.gov/cp211a.
- For tax forms, instructions, and publications, visit www.irs.gov or call 1-800-TAX-FORM (1-800-829-3676).
- Keep this notice for your records.

If you need assistance, please don't hesitate to contact us.

Federal Statements

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

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
TAX REFUND	$ 1,845	$	$
MISCELLANEOUS	119		
TOTAL	$ 1,964	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
GZWP, CPA	$ 13,350	$ 13,350	$	$
TOTAL	$ 13,350	$ 13,350	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX	$ 319	$ 319	$	$
TOTAL	$ 319	$ 319	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
INVESTMENT FEES	11	11		
TOTAL	$ 11	$ 11	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED SCHEDULE	$ 484,324	$ 517,171	COST	$ 803,301
HEALTH CARE SERVICES GROUP	1,557,695	1,376,367	COST	6,590,755
TOTAL	$ 2,042,019	$ 1,893,538		$ 7,394,056

Account Detail

Basic Securities Account
719-121047-938

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL

STOCKS

COMMON STOCKS

Morgan Stanley & Co. LLC (Morgan Stanley) and Standard & Poor's equity research ratings may be shown for certain securities All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Because the applicable research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating. For ease of comparison, Morgan Stanley and Standard & Poor's equity research ratings have been normalized to a 1 (Buy), 2 (Hold), and 3 (Sell). Please refer to the quarter month-end statement (or your first statement, if you have not yet received a statement at the quarter-end) for a summary guide describing Morgan Stanley and Standard & Poor's ratings. Morgan Stanley Smith Barney LLC does not take responsibility for, and does not guarantee the accuracy, completeness, or timeliness of research prepared for Standard & Poor's.

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
3M COMPANY (MMM)	3/10/06	50.000	$72.790	$3,639.51	**$7,012.50**	$3,372.99 LT	$171.00	2.43
Share Price: $140.250; Rating: Morgan Stanley: 3, S&P: 2; Next Dividend Payable 03/2014								
ABBOTT LABORATORIES (ABT)	9/9/09	100.000	22.240	2,224.04	3,833.00	1,608.96 LT		
	10/21/10	50.000	25.475	1,273.74	1,916.50	642.76 LT		
	Total	150.000		3,497.78	**5,749.50**	2,251.72 LT	132.00	2.29
Share Price: $38.330; Rating: Morgan Stanley: 2, S&P· 1; Next Dividend Payable 02/2014								
ABBVIE INC COM (ABBV)	9/9/09	100.000	24.118	2,411.80	5,281.00	2,869.20 LT		
	10/21/10	50.000	27.625	1,381.26	2,640.50	1,259.24 LT		
	Total	150.000		3,793.06	**7,921.50**	4,128.44 LT	240.00	3.02
Share Price: $52.810; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 02/2014								
ACCENTURE PLC IRELAND CL A (ACN)	7/1/13	100.000	73.920	7,392.00	**8,222.00**	830.00 ST	186.00	2.26
Share Price: $82.220; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 05/2014								
ADOBE SYSTEMS (ADBE)	7/1/13	100.000	46.660	4,666.00	**5,987.90**	1,321.90 ST	—	—
Share Price: $59.879; Rating: Morgan Stanley: 2, S&P: 3								
AIR LEASE CORP CL A (AL)	7/1/13	200.000	27.449	5,489.76	**6,216.00**	726.24 ST	24.00	0.38
Share Price: $31.080; Rating: Morgan Stanley: 1; Next Dividend Payable 01/07/14								
ALCOA INC (AA)	2/11/05	100.000	30.510	3,051.00	1,063.00	(1,988.00) LT		
	6/20/05	100.000	28.590	2,859.00	1,063.00	(1,796.00) LT		
	11/28/05	100.000	28.350	2,835.00	1,063.00	(1,772.00) LT		
	9/9/09	300.000	12.858	3,857.52	3,189.00	(668.52) LT		
	11/15/11	400.000	10.362	4,144.76	4,252.00	107.24 LT		
	7/1/13	50.000	8.010	400.50	531.50	131.00 ST		
	Total	1,050.000		17,147.78	**11,161.50**	(6,117.28) LT 131.00 ST	126.00	1.12
Share Price: $10.630; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 02/2014								
AMER INTL GP INC NEW (AIG)	12/20/04	25.000	1,292.300	32,307.50	1,276.25	(31,031.25) LT 1		
	12/3/09	75.000	21.980	1,648.50	3,828.75	2,180.25 LT		
	2/6/12	200.000	26.820	5,364.00	10,210.00	4,846.00 LT		
	Total	300.000		39,320.00	**15,315.00**	(24,005.00) LT	120.00	0.78
Share Price. $51.050; Rating: Morgan Stanley· 2, S&P: 1; Next Dividend Payable 03/2014								

Account Detail

Basic Securities Account
719-121047-938

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AMERICAN TOWER REIT COM (AMT)	7/1/13	100.000	71.991	7,199.14	**7,982.00**	782.86 ST	116.00	1.45
Share Price: $79.820; Rating: Morgan Stanley: 1, S&P: 1; Next Dividend Payable 03/2014								
AMGEN INC (AMGN)	9/9/09	50.000	59.020	2,951.00	5,704.00	2,753.00 LT		
	12/3/09	50.000	56.700	2,835.00	5,704.00	2,869.00 LT		
	Total	100.000		5,786.00	**11,408.00**	5,622.00 LT	244.00	2.13
Share Price: $114.080; Rating: S&P: 1; Next Dividend Payable 03/2014								
AVALONBAY COMM INC (AVB)	7/1/13	50.000	135.460	6,773.00	**5,911.50**	(861.50) ST	214.00	3.62
Share Price: $118 230; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 01/15/14								
BORG WARNER INC (BWA)	7/1/13	200.000	43.650	8,730.00	**11,182.00**	2,452.00 ST	100.00	0.89
Share Price: $55.910; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 02/2014								
BRISTOL MYERS SQUIBB CO (BMY)	2/11/05	100.000	24.420	2,442.00	5,315.00	2,873.00 LT		
	4/14/05	100.000	26.610	2,661.00	5,315.00	2,654.00 LT		
	6/20/05	100.000	26.180	2,618.00	5,315.00	2,697.00 LT		
	Total	300.000		7,721.00	**15,945.00**	8,224.00 LT	432.00	2.70
Share Price: $53.150; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 02/03/14								
CELGENE CORP (CELG)	7/1/13	50.000	118.490	5,924.50	**8,448.40**	2,523.90 ST	—	—
Share Price: $168 968; Rating: S&P 1								
CERNER CORP (CERN)	10/21/10	100.000	21.675	2,167.50	5,574.00	3,406.50 LT		
	2/6/12	200.000	31.370	6,274.00	11,148.00	4,874.00 LT		
	Total	300.000		8,441.50	**16,722.00**	8,280.50 LT	—	—
Share Price: $55.740; Rating: Morgan Stanley: 2, S&P: 1								
CISCO SYS INC (CSCO)	4/14/05	100.000	18.215	1,821.50	2,243.00	421.50 LT		
	11/28/05	300.000	17.537	5,261.03	6,729.00	1,467.97 LT		
	Total	400.000		7,082.53	**8,972.00**	1,889.47 LT	272.00	3.03
Share Price: $22.430; Rating: S&P: 2; Next Dividend Payable 01/2014								
COCA COLA CO (KO)	2/11/05	200.000	21.700	4,340.00	8,262.00	3,922.00 LT		
	6/20/05	100.000	22.200	2,220.00	4,131.00	1,911.00 LT		
	Total	300.000		6,560.00	**12,393.00**	5,833.00 LT	336.00	2.71
Share Price: $41.310; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014								
COLGATE PALMOLIVE CO (CL)	2/11/05	100.000	27.665	2,766.50	**6,521.00**	3,754.50 LT	136.00	2.08
Share Price: $65.210; Rating. Morgan Stanley. 1, S&P: 2; Next Dividend Payable 02/2014								
COSTCO WHOLESALE CORP NEW (COST)	12/20/04	150.000	47 750	7,162.50	**17,853.00**	10,690.50 LT 1	186.00	1.04
Share Price: $119.020; Rating: S&P: 2; Next Dividend Payable 02/2014								
DANAHER CORPORATION (DHR)	11/15/11	100.000	49.507	4,950.69	7,720.00	2,769.31 LT		
	2/6/12	100.000	52.837	5,283.69	7,720.00	2,436.31 LT		

Basic Securities Account
719-121047-938

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL

Account Detail

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	200.000		10,234.38	**15,440.00**	5,205.62 LT	20.00	0.12
Share Price: $77.200; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 01/31/14								
DELPHI AUTOMOTIVE PLC (DLPH)	7/1/13	100.000	52.113	5,211.26	**6,013.00**	801.74 ST	68.00	1.13
Share Price: $60.130; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 02/2014								
DELTA AIR LINES INC NEW (DAL)	11/15/11	1,000.000	8.106	8,106.00	**27,470.00**	19,364.00 LT	240.00	0.87
Share Price: $27.470; Rating: Morgan Stanley: 1, S&P: 1; Next Dividend Payable 02/2014								
DENTSPLY INTERNATIONAL INC (XRAY)	12/27/05	200.000	27.360	5,472.01	9,696.00	4,223.99 LT		
	10/21/10	100.000	32.510	3,251.00	4,848.00	1,597.00 LT		
	Total	300.000		8,723.01	**14,544.00**	5,820.99 LT	75.00	0.51
Share Price: $48.480; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 01/10/14								
DUNKIN BRANDS GROUP INC (DNKN)	7/1/13	150.000	44.136	6,620.45	**7,230.00**	609.55 ST	114.00	1.57
Share Price: $48.200; Rating: Morgan Stanley. 2, S&P 2; Next Dividend Payable 02/2014								
EBAY INC (EBAY)	7/1/13	100.000	52.933	5,293.29	**5,486.50**	193.21 ST	—	—
Share Price: $54.865; Rating: Morgan Stanley 1, S&P: 2								
ECOLAB INC (ECL)	12/20/04	200.000	34.560	6,912.00	**20,854.00**	13,942.00 LT 1	220.00	1.05
Share Price. $104.270; Rating S&P: 2; Next Dividend Payable 01/15/14								
EQUINIX INC NEW (EQIX)	11/15/11	50.000	99.630	4,981.50	**8,872.50**	3,891.00 LT	—	—
Share Price: $177.450; Rating: Morgan Stanley: 2, S&P: 1								
EXPEDITORS INTL WASH INC (EXPD)	6/6/07	100.000	42.990	4,299.00	4,425.00	126.00 LT		
	9/15/08	100.000	36.490	3,649.00	4,425.00	776.00 LT		
	7/1/13	100.000	38.773	3,877.27	4,425.00	547.73 ST		
	Total	300.000		11,825.27	**13,275.00**	902.00 LT 547.73 ST	180.00	1.35
Share Price: $44.250; Rating: Morgan Stanley: 3, S&P: 1; Next Dividend Payable 06/2014								
FORD MOTOR CO NEW (F)	11/15/11	700.000	10.945	7,661.76	**10,801.00**	3,139.24 LT	280.00	2.59
Share Price: $15.430; Rating. Morgan Stanley: 1, S&P 1, Next Dividend Payable 03/2014								
GANNETT COMPANY INC DE (GCI)	7/9/08	100.000	19.572	1,957.23	2,958.00	1,000.77 LT		
	9/15/08	200.000	17.671	3,534.12	5,916.00	2,381.88 LT		
	9/9/09	500.000	8.159	4,079.50	14,790.00	10,710.50 LT		
	Total	800.000		9,570.85	**23,664.00**	14,093.15 LT	640.00	2.70
Share Price: $29.580; Rating: S&P: 1; Next Dividend Payable 01/02/14								
GENERAL ELECTRIC CO (GE)	1/5/07	200.000	38.030	7,606.00	5,606.00	(2,000.00) LT		
	6/6/07	50.000	37.430	1,871.50	1,401.50	(470.00) LT		
	7/9/08	100.000	27.648	2,764.78	2,803.00	38.22 LT		
	12/3/09	250.000	16.234	4,058.48	7,007.50	2,949.02 LT		

Basic Securities Account
719-121047-938

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL

Account Detail

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	600.000		16,300.76	**16,818.00**	517.24 LT	528.00	3.13
Share Price: $28.030; Rating' Morgan Stanley: 2, S&P: 1; Next Dividend Payable 01/27/14								
GENERAL MTRS CO (GM)	11/15/11	400.000	23.192	9,276.60	**16,348.00**	7,071.40 LT	—	—
Share Price: $40.870; Rating: Morgan Stanley: 1, S&P: 2								
GOOGLE INC-CL A (GOOG)	2/6/12	10.000	609.760	6,097.60	**11,207.10**	5,109.50 LT	—	—
Share Price: $1,120.710; Rating: Morgan Stanley: 1, S&P: 2								
HARMAN INTL INDS NEW (HAR)	10/21/10	100.000	35.737	3,573.65	**8,185.00**	4,611.35 LT	120.00	1.46
Share Price: $81.850; Rating: Morgan Stanley: 3, S&P: 1; Next Dividend Payable 02/2014								
HERTZ GLOBAL HOLDINGS, INC (HTZ)	11/15/11	500 000	11.899	5,949.25	**14,310.00**	8,360.75 LT	—	—
Share Price: $28.620; Rating: Morgan Stanley: 3								
ILL TOOL WORKS INC (ITW)	11/15/11	100.000	46.500	4,650.00	**8,408.00**	3,758.00 LT	168.00	1.99
Share Price: $84.080, Rating: Morgan Stanley: 3, S&P: 2; Next Dividend Payable 01/07/14								
ILLUMINA INC (ILMN)	11/15/11	200.000	31.490	6,298.02	**22,118.00**	15,819.98 LT	—	—
Share Price: $110.590; Rating: Morgan Stanley: 2, S&P: 2								
INTEL CORP (INTC)	9/15/08	300.000	19.964	5,989.34	7,786.50	1,797.16 LT		
	10/21/10	200.000	19.777	3,955.40	5,191.00	1,235.60 LT		
	Total	500.000		9,944.74	**12,977.50**	3,032.76 LT	450.00	3.46
Share Price: $25.955; Rating: Morgan Stanley: 3, S&P: 1; Next Dividend Payable 03/2014								
INTL BUSINESS MACHINES CORP (IBM)	10/21/10	25.000	140.540	3,513.50	**4,689.25**	1,175.75 LT	95.00	2.02
Share Price: $187.570; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014								
JOHNSON & JOHNSON (JNJ)	12/3/09	100.000	64.377	6,437.70	9,159.00	2,721.30 LT		
	10/21/10	50.000	64.290	3,214.50	4,579.50	1,365.00 LT		
	Total	150.000		9,652.20	**13,738.50**	4,086.30 LT	396.00	2.88
Share Price: $91.590; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014								
JOHNSON CONTROLS INCORPORATED (JCI)	10/21/10	100.000	33.997	3,399.70	5,130.00	1,730.30 LT		
	11/15/11	200.000	31.527	6,305.38	10,260.00	3,954.62 LT		
	Total	300.000		9,705.08	**15,390.00**	5,684.92 LT	264.00	1.71
Share Price: $51.300; Rating: Morgan Stanley: 3, S&P: 1, Next Dividend Payable 01/06/14								
KRAFT FOODS GROUP INC COM (KRFT)	7/9/08	66.000	30.752	2,029.61	**3,558.06**	1,528.45 LT	138.60	3.89
Share Price' $53.910; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 01/17/14								
LAMAR ADVERTISING CO CL A (LAMR)	11/28/05	100.000	46.440	4,644.00	5,225.00	581.00 LT		
	9/15/08	50.000	36.740	1,837.00	2,612.50	775.50 LT		
	Total	150.000		6,481.00	**7,837.50**	1,356.50 LT	—	—
Share Price: $52.250; Rating: Morgan Stanley: 1, S&P: 1								

Account Detail

Basic Securities Account
719-121047-938

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
LUXOTTICA GROUP SPA SPON ADR (LUX)	10/21/10	100.000	29.458	2,945.80	5,392.00	2,446.20 LT		
	11/15/11	150.000	28.946	4,341.83	8,088.00	3,746.17 LT		
	Total	250.000		7,287.63	**13,480.00**	6,192.37 LT	150.00	1.11
Share Price: $53.920								
MASTERCARD INC CL A (MA)	12/3/09	20.000	242.140	4,842.80	16,709.20	11,866.40 LT		
	10/21/10	10.000	246.610	2,466.10	8,354.60	5,888.50 LT		
	Total	30.000		7,308.90	**25,063.80**	17,754.90 LT	132.00	0.52
Share Price: $835.460; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 02/2014								
MERCK & CO INC NEW COM (MRK)	4/14/05	86.000	20.639	1,774.98	4,304.30	2,529.32 LT		
	9/15/08	200.000	33.723	6,744.65	10,010.00	3,265.35 LT		
	Total	286.000		8,519.63	**14,314.30**	5,794.67 LT	503.36	3.51
Share Price. $50.050; Rating: Morgan Stanley. 3, S&P· 1; Next Dividend Payable 01/08/14								
MICROCHIP TECHNOLOGY INC (MCHP)	12/24/07	300.000	28.944	8,683.18	**13,425.00**	4,741.82 LT R	425.40	3.16
Share Price: $44.750; Rating: Morgan Stanley: 2, S&P: 1; Next Dividend Payable 03/2014								
MICROSOFT CORP (MSFT)	2/6/12	300.000	30.155	9,046.53	**11,223.00**	2,176.47 LT	336.00	2.99
Share Price: $37.410; Rating: Morgan Stanley: 2, S&P: 2; Next Dividend Payable 03/2014								
MONDELEZ INTL INC COM (MDLZ)	7/9/08	200.000	18.962	3,792.41	**7,060.00**	3,267.59 LT	112.00	1.58
Share Price: $35.300; Rating: Morgan Stanley. 1, S&P: 3; Next Dividend Payable 01/14/14								
NESTLE SPON ADR REP REG SHR (NSRGY)	9/9/09	100.000	41.750	4,175.00	**7,359.00**	3,184.00 LT	181.60	2.46
Share Price: $73.590; Next Dividend Payable 05/2014								
NOVARTIS AG ADR (NVS)	3/10/06	100.000	55.480	5,548.00	8,038.00	2,490.00 LT		
	11/15/11	50.000	55.370	2,768.50	4,019.00	1,250.50 LT		
	Total	150.000		8,316.50	**12,057.00**	3,740.50 LT	308.55	2.55
Share Price: $80.380; Rating: S&P: 2; Next Dividend Payable 04/2014								
PEPSICO INC NC (PEP)	9/9/09	50.000	58.060	2,903.00	4,147.00	1,244.00 LT		
	10/21/10	50.000	65.330	3,266.50	4,147.00	880.50 LT		
	2/6/12	50.000	66.600	3,330.00	4,147.00	817.00 LT		
	Total	150.000		9,499.50	**12,441.00**	2,941.50 LT	340.50	2.73
Share Price: $82.940; Rating: Morgan Stanley. 1, S&P: 1; Next Dividend Payable 01/02/14								
PRAXAIR INC (PX)	7/1/13	50.000	117.040	5,852.00	**6,501.50**	649.50 ST	120.00	1.84
Share Price: $130.030; Rating: Morgan Stanley. 2, S&P. 2; Next Dividend Payable 03/2014								
QIAGEN NV ORD (QGEN)	10/21/10	200.000	18.777	3,755.40	4,762.00	1,006.60 LT		
	11/15/11	300.000	14.267	4,280.01	7,143.00	2,862.99 LT		
	2/6/12	200.000	16.350	3,270.00	4,762.00	1,492.00 LT		
	Total	700.000		11,305.41	**16,667.00**	5,361.59 LT	—	—
Share Price: $23.810; Rating· Morgan Stanley: 2, S&P: 1								

Account Detail

Basic Securities Account 719-121047-938

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
QUALCOMM INC (QCOM)	2/11/05	50.000	36.240	1,812.00	3,712.50	1,900.50 LT		
	4/14/05	50.000	32.945	1,647.26	3,712.50	2,065.24 LT		
	2/6/12	50.000	61.120	3,056.00	3,712.50	656.50 LT		
	Total	150.000		6,515.26	**11,137.50**	4,622.24 LT	210.00	1.88
Share Price: $74.250; Rating: Morgan Stanley: 1, S&P: 1; Next Dividend Payable 03/2014								
SOUTHWEST AIRLINES (LUV)	6/6/07	300.000	14.170	4,251.00	5,652.00	1,401.00 LT		
	12/24/07	300.000	13.050	3,915.00	5,652.00	1,737.00 LT		
	9/9/09	200.000	8.788	1,757.68	3,768.00	2,010.32 LT		
	11/15/11	200.000	8.237	1,647.38	3,768.00	2,120.62 LT		
	Total	1,000.000		11,571.06	**18,840.00**	7,268.94 LT	160.00	0.84
Share Price: $18.840; Rating: Morgan Stanley: 3, S&P: 1; Next Dividend Payable 01/02/14								
STERICYCLE INC (SRCL)	12/3/09	50.000	56.350	2,817.50	**5,808.50**	2,991.00 LT	—	—
Share Price: $116.170; Rating: Morgan Stanley: 2, S&P: 1								
THOMSON REUTERS CORP (TRI)	11/15/11	200.000	29.313	5,862.60	7,564.00	1,701.40 LT		
	2/6/12	200.000	27.530	5,506.00	7,564.00	2,058.00 LT		
	Total	400.000		11,368.60	**15,128.00**	3,759.40 LT	520.00	3.43
Share Price: $37.820; Rating: Morgan Stanley: 2, S&P. 1, Next Dividend Payable 03/2014								
UNITED CONTINENTAL HLDGS INC (UAL)	10/21/10	100.000	28.430	2,843.00	3,783.00	940.00 LT		
	11/15/11	400.000	17.992	7,196.60	15,132.00	7,935.40 LT		
	Total	500.000		10,039.60	**18,915.00**	8,875.40 LT	—	—
Share Price: $37.830; Rating: Morgan Stanley: 1, S&P: 2								
VENTAS INC (VTR)	7/1/13	100.000	69.875	6,987.50	**5,728.00**	(1,259.50) ST	290.00	5.06
Share Price: $57.280; Rating: S&P: 1; Next Dividend Payable 03/2014								
VERIFONE SYSTEMS INC (PAY)	7/1/13	300.000	16.939	5,081.78	**8,046.00**	2,964.22 ST	—	—
Share Price: $26.820								
VERIZON COMMUNICATIONS (VZ)	2/11/05	100.000	33.305	3,330.49	4,914.00	1,583.51 LT		
	11/28/05	100.000	29.427	2,942.74	4,914.00	1,971.26 LT		
	10/21/10	100.000	32.637	3,263.70	4,914.00	1,650.30 LT		
	Total	300.000		9,536.93	**14,742.00**	5,205.07 LT	636.00	4.31
Share Price. $49.140; Rating: S&P. 2; Next Dividend Payable 02/2014								
VISA INC CL A (V)	9/9/09	50.000	72.790	3,639.50	11,134.00	7,494.50 LT		
	10/21/10	50.000	80.590	4,029.50	11,134.00	7,104.50 LT		
	Total	100.000		7,669.00	**22,268.00**	14,599.00 LT	160.00	0.71
Share Price: $222.680; Rating: Morgan Stanley: 1, S&P: 2; Next Dividend Payable 03/2014								
VISTEON CORP (VC)	7/1/13	100.000	63.815	6,381.50	**8,189.00**	1,807.50 ST	—	—
Share Price: $81.890								

Basic Securities Account
719-121047-938

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL

Account Detail

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
WALT DISNEY CO HLDG CO (DIS)	4/14/05	50.000	27.917	1,395.85	3,820.00	2,424.15 LT		
	11/28/05	200.000	24.685	4,937.08	15,280.00	10,342.92 LT		
	Total	250.000		6,332.93	**19,100.00**	12,767.07 LT	215.00	1.12
Share Price: $76.400; Rating: Morgan Stanley. 2, S&P: 1; Next Dividend Payable 01/16/14								
YAHOO INC (YHOO)	7/1/13	200.000	25.289	5,057.70	**8,088.00**	3,030.30 ST	—	—
Share Price· $40.440; Rating: S&P· 2								
YUM BRANDS INC (YUM)	2/6/12	100.000	63.207	6,320.69	**7,561.00**	1,240.31 LT	148.00	1.95
Share Price: $75.610; Rating· Morgan Stanley: 1, S&P: 2; Next Dividend Payable 02/2014								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
STOCKS	98.7%	$517,171.08	$803,301.31	$268,879.58 LT $17,250.65 ST	$11,980.01 $0.00	1.49%

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
TOTAL MARKET VALUE	100.0%	$517,171.08	$814,192.05	$268,879.58 LT $17,250.65 ST	$11,981.09 $0.00	1.47%

TOTAL VALUE (includes accrued interest) $814,192.05

1 - This information reflects your requested adjustments to the transaction details.
R - The cost basis for this tax lot was adjusted due to a reclassification of income.
Unrealized Gain/(Loss) totals only reflect positions that have cost basis and/or market value information available. Cash, MMF, Deposits and positions stating 'Please Provide' are not Included.

ACTIVITY

INVESTMENT RELATED ACTIVITY

TAXABLE INCOME

Date	Activity Type	Description	Comments	Credits/(Debits)
12/1	Qualified Dividend	INTEL CORP		$112.50
12/2	Qualified Dividend	FORD MOTOR CO NEW		70.00
12/3	Qualified Dividend	VISA INC CL A		40.00
12/5	Qualified Dividend	MICROCHIP TECHNOLOGY INC		106.35
12/6	Qualified Dividend	AMGEN INC		47.00
12/10	Qualified Dividend	JOHNSON & JOHNSON		99.00
12/10	Qualified Dividend	INTL BUSINESS MACHINES CORP		23.75

Statement 6 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
ADJUST STOCK BASIS TO ACTUAL	$ 178,535
TOTAL	$ 178,535

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager	Amount
BARTON WEISMAN	$ 313,980
TOTAL	$ 313,980

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Relationship	Address / Status	Purpose	Amount
ADOLPH & ROSE LEVIS JCC BOCA RATON FL 33428		9801 DONNA KLEIN BLVD	COMUNITY SERVICES	11,000
ANTI DEFAMATION LEAGUE BOCA RATON FL 33487	N/A	621 NW 53 STREET PUBLIC	GENERAL	20,000
AMERICAN FRIENDS OF MAGEN DAVID ADO NEW YORK NY 10001		352 SEVENTH AVE	PROVIDE EMERGENCY MEDICAL RESPONSE	10,000
BROWARD CENTER FOR PERFORMING ARTS FORT LAUDERDALE FL 33312	N/A	201 SW 5TH AVE PUBLIC	SECURE FUTURE OF PERFORMING ARTS	2,500
CONGREGATION B'NAI ISRAEL BOCA RATON FL 33431	N/A	2200 YAMATO RD PUBLIC	GENERAL	10,400
HADASSAH NEW YORK NY 10019	N/A	50 WEST 58TH ST PUBLIC	EDUCATION & MEDICAL ASSISTANCE	1,000
HANDS ON TZEDAKAH BOCA RATON FL 33496	N/A	2901 CLINT MOORE ROAD PUBLIC	SUPPORT LIFE SUSTAINING PROGRAMS	21,140
JARC ENDOWMENT FUND BOCA RATON FL 33428		21160 95TH AVENUE SOUTH	HELPING DEVELOPMENTALLY DISABLED	1,800
JEWISH ASSOC. OF RESIDENTIAL CARE BOCA RATON FL 33428	N/A	21160 95TH AVENUE, SOUTH PUBLIC	GENERAL	1,800
JEWISH FEDERATION OF ATLANTIC AND C MARGATE NJ 08402	NA	501 NORTH JEROME AVENUE PUBLIC	JEWISH COMMUNITY PHILANTHRAPY	10,500
JEWISH FEDERATION OF S. PALM BEACH BOCA RATON FL 33428	N/A	9901 DONNA KLEIN BOULEVAR PUBLIC	GENERAL	220,000
MORGAN PRESSEL FOUNDATION DELRAY BEACH FL 33448	N/A	P.O. BOX 480157 PUBLIC	GENERAL	1,500
NEW JERSEY PPC TF VOORHEES NJ 08043	N/A	1304 LAUREL OAK ROAD PUBLIC	MEDICAL ASSISTANCE TO CHILDREN	5,000
NOT MY DAUGHTER/SUSAN G. KOMEN MIAMI FL 33161	N/A	11098 BISCAYNE BLVD PUBLIC	GENERAL	3,000
PLAY FOR PINK NEW YORK NY 10022		60 EAST 56TH STREET 8TH F	CANCER RESEARCH	500
RUTH RALES JEWISH FAMILY BOCA RATON FL 33428	N/A	21300 RUTH & BARON COLEMA PUBLIC	FOOD, FINANCIAL & SENIOR ASSISTANCE	253,000
TEMPLE BAT YAM FT LAUDERDALE FL 33334	N/A	5151 NE 14TH TERRACE PUBLIC	GENERAL	500
TEMPLE EMETH SHALOM MARGATE NJ 08402	N/A	8501 VENTOR AVENUE PUBLIC	GENERAL	1,500
TRUSTEES OF UNIVERSITY OF PENN PHILADELPHIA PA 19104	N/A	3451 WALNUT STREET PUBLIC	EDUCATIONAL	1,000

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
US HOLOCAUST MEMORIAL MUSEUM	100 RAOUL WALLENBERG PLAC			
WASHINGTON DC 20024	N/A	PUBLIC	PROVIDE KNOWLEDGE ON HOLOCAUST	6,000
LEHIGH UNIVERSITY	27 MEMORIAL DRIVE W.			
BETHLEHEM PA 18015	N/A	PUBLIC	EDUCATIONAL	2,000
TOTAL				584,140

BARTON AND SHIRLEY WEISMAN FOUNDATION, INC. 58-2684069 FORM 990-PF ESTIMATES

Form **990-W** (Worksheet)

Department of the Treasury Internal Revenue Service

Estimated Tax on Unrelated Business Taxable Income for Tax-Exempt Organizations

(and on Investment Income for Private Foundations)

(Keep for your records. Do not send to the Internal Revenue Service.)

OMB No 1545-0976

2014

1	Unrelated business taxable income expected in the tax year	1	
2	**Tax on the amount on line 1.** See instructions for tax computation	2	
3	Alternative minimum tax (see instructions)	3	
4	Total Add lines 2 and 3	4	
5	Estimated tax credits (see instructions)	5	
6	Subtract line 5 from line 4	6	
7	Other taxes (see instructions)	7	
8	Total. Add lines 6 and 7	8	
9	Credit for federal tax paid on fuels (see instructions)	9	
10a	Subtract line 9 from line 8. **Note.** If less than $500, the organization is not required to make estimated tax payments Private foundations, see instructions — 10a: 11,378		
b	Enter the tax shown on the 2013 return (see instructions). **Caution.** If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c — 10b: 11,378		
c	**2014 Estimated Tax.** Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	11,378

			(a)	(b)	(c)	(d)
11	**Installment due dates** (see instructions)	11	05/15/14	06/16/14	09/15/14	12/15/14
12	**Required installments.** Enter 25% of line 10c in columns **(a)** through **(d)** unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization" (see instructions)	12			8,540	2,850
13	**2013 Overpayment** (see instructions)	13				
14	**Payment due.** (Subtract line 13 from line 12)	14			8,540	2,850

For Paperwork Reduction Act Notice, see instructions.

DAA

• 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).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. BARTON AND SHIRLEY WEISMAN FOUNDATION, INC.	Employer identification number (EIN) or 58-2684069
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 17603 LAKE ESTATES DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOCA RATON FL 33496	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

• The books are in the care of ▶ SHIRLEY WEISMAN
17603 LAKE ESTATES DR.
BOCA RATON FL 33496

Telephone No. ▶ 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 11/17/14.

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

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

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUESTED TO GATHER INFORMATION TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a	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.	8a	$ 11,522
b	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 and any amount paid previously with Form 8868.	8b	$ 2,990
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	$ 8,532

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 ▶ CPA Date ▶ 8-7-14

DAA

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL
17603 LAKE ESTATES DR
BOCA RATON FL 33496-1425

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 58-2684069
Account Number: 719 121047 938

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ALLSCRIPTS HEALTHCARE SOLU INC	CUSIP: 01988P108		Symbol (Box 1d): MDRX					
	200.000	02/06/12	07/01/13	$2,653.18	$4,175.26	$0 00	($1,522.08)	$0.00
CENTURYLINK INC	CUSIP: 156700106		Symbol (Box 1d): CTL					
	200.000	11/15/11	07/01/13	$6,987.36	$7,490.00	$0.00	($502.64)	$0.00
	100.000	02/06/12	07/01/13	$3,493.68	$3,817.69	$0.00	($324.01)	$0.00
Security Subtotal	300.000			$10,481.04	$11,307.69	$0.00	($826.65)	$0.00
CITIGROUP INC NEW	CUSIP: 172967424		Symbol (Box 1d): C					
	100.000	11/15/11	07/01/13	$4,870.15	$2,806.80	$0.00	$2,063.35	$0.00
HSBC HOLDINGS PLC SPON ADR NEW	CUSIP: 404280406		Symbol (Box 1d): HSBC					
	50.000	11/15/11	07/01/13	$2,636.95	$2,001.50	$0.00	$635.45	$0.00
PROCTER & GAMBLE	CUSIP: 742718109		Symbol (Box 1d): PG					
	50.000	02/06/12	07/01/13	$3,898.29	$3,181.00	$0 00	$717 29	$0.00
Total Long Term Covered Securities				**$24,539.61**	**$23,472.25**	**$0.00**	**$1,067.36**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL
17603 LAKE ESTATES DR
BOCA RATON FL 33496-1425

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 58-2684069
Account Number: 719 121047 938

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ALLSCRIPTS HEALTHCARE SOLU INC	CUSIP: 01988P108	Symbol (Box 1d): MDRX						
	200.000	10/21/10	07/01/13	$2,653.18	$3,760.00	$0.00	($1,106.82)	$0.00
CITIGROUP INC NEW	CUSIP: 172967424	Symbol (Box 1d): C						
	100.000	10/21/10	07/01/13	$4,870.16	$4,154.00	$0.00	$716.16	$0.00
COMCAST CORP CL A SPECIAL NEW	CUSIP: 20030N200	Symbol (Box 1d): CMCSK						
	400.000	12/24/07	07/01/13	$15,634.18	$7,300.12	$0.00	$8,334.06	$0.00
HSBC HOLDINGS PLC SPON ADR NEW	CUSIP: 404280406	Symbol (Box 1d): HSBC						
	75.000	12/03/09	07/01/13	$3,955.41	$4,528.50	$0.00	($573.09)	$0.00
	75.000	10/21/10	07/01/13	$3,955.41	$3,981.00	$0.00	($25.59)	$0.00
Security Subtotal	150.000			$7,910.82	$8,509.50	$0.00	($598.68)	$0.00
PROCTER & GAMBLE	CUSIP: 742718109	Symbol (Box 1d): PG						
	50.000	09/09/09	07/01/13	$3,898.29	$2,698.50	$0.00	$1,199.79	$0.00
TIME WARNER INC NEW	CUSIP: 887317303	Symbol (Box 1d): TWX						
	66.400	02/11/05	07/01/13	$3,845.79	$2,565.54	$0.00	$1,280.25	$0.00
	99.600	07/09/08	07/01/13	$5,768 69	$2,974.59	$0.00	$2,794.10	$0.00
	34.000	09/09/09	07/01/13	$1,969.23	$911.03	$0.00	$1,058.20	$0.00
Security Subtotal	200.000			$11,583.71	$6,451.16	$0.00	$5,132.55	$0.00

CONTINUED ON NEXT PAGE

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

BARTON AND SHIRLEY WEISMAN FOU
BARTON WEISMAN - DL
17603 LAKE ESTATES DR
BOCA RATON FL 33496-1425

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 58-2684069
Account Number: 719 121047 938

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked) (Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VODAFONE GP PLC ADS NEW	CUSIP: 92857W209	Symbol (Box 1d): VOD						
	25.000	06/20/05	07/01/13	$719.50	$724.86	$0.00	($5.36)	$0.00
	175 000	11/28/05	07/01/13	$5,036.53	$4,363.02	$0.00	$673.51	$0.00
	100.000	09/15/08	07/01/13	$2,878.03	$2,340.78	$0.00	$537.25	$0.00
Security Subtotal	300.000			$8,634.06	$7,428.66	$0.00	$1,205.40	$0.00
Total Long Term Noncovered Securities				**$55,184.40**	**$40,301.94**	**$0.00**	**$14,882.46**	**$0.00**
Total Long Term Covered and Noncovered Securities				**$79,724.01**	**$63,774.19**	**$0.00**	**$15,949.82**	**$0.00**

Form 1099-B Total Reportable Amounts

Total Sales Price (Box 2a)	**$79,724.01**			
Total Cost or Other Basis (Box 3)		**$23,472.25**		
Total Wash Sale Loss Disallowed (Box 5)			**$0.00**	
Total Fed Tax Withheld (Box 4)				**$0.00**

Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.