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Return of Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation
WAYNE M. DENSCH CHARITABLE TRUST

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1603 EAST MARKS STREET

City or town, state or province, country, and ZIP or foreign postal code
ORLANDO, FL 32803

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 30,293,587. (Part I, column (d) must be on cash basis.)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify)

A Employer identification number
59-7033503

B Telephone number
(407) 896-3884

C If exemption application is pending, check here ☐

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		7,739.	7,739.		STATEMENT 1
4 Dividends and interest from securities		399,716.	399,716.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		753,143.			
b Gross sales price for all assets on line 6a 12,892,368.					
7 Capital gain net income (from Part IV, line 2)			753,143.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1,160,598.	1,160,598.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		10,192.	0.		10,192.
b Accounting fees		1,275.	0.		1,275.
c Other professional fees		138,742.	138,742.		0.
17 Interest					
18 Taxes		11,982.	11,982.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		4,335.	0.		4,335.
24 Total operating and administrative expenses. Add lines 13 through 23		190,144.	150,724.		15,802.
25 Contributions, gifts, grants paid		-1,404,627.			1,524,873.
26 Total expenses and disbursements. Add lines 24 and 25		-1,214,483.	150,724.		1,540,675.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		2,375,081.			
b Net investment income (if negative, enter -0-)			1,009,874.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing		8,990.	309,702.	309,702.	
	2 Savings and temporary cash investments		1,025,166.	789,257.	789,257.	
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 9	25,512,174.	24,892,952.	29,194,628.		
	c Investments - corporate bonds					
	Liabilities	11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other						
14 Land, buildings, and equipment: basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		26,546,330.	25,991,911.	30,293,587.		
17 Accounts payable and accrued expenses						
18 Grants payable		4,915,000.	1,985,500.			
19 Deferred revenue						
20 Loans from officers, directors, trustees, and other disqualified persons						
21 Mortgages and other notes payable						
22 Other liabilities (describe ▶)						
23 Total liabilities (add lines 17 through 22)	4,915,000.	1,985,500.				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	27 Capital stock, trust principal, or current funds	24,965,979.	24,965,979.			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
	29 Retained earnings, accumulated income, endowment, or other funds	-3,334,649.	-959,568.	STATEMENT 8		
30 Total net assets or fund balances	21,631,330.	24,006,411.				
31 Total liabilities and net assets/fund balances	26,546,330.	25,991,911.				

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	21,631,330.
2 Enter amount from Part I, line 27a	2	2,375,081.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	24,006,411.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	24,006,411.

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 MERRILL LYNCH	P	VARIOUS	VARIOUS
b MERRILL LYNCH	P	VARIOUS	VARIOUS
c ABBOT DOWNING	P	VARIOUS	VARIOUS
d ABBOT DOWNING	P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(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 1,469,750.		1,468,616.	1,134.
b 2,857,956.		2,449,984.	407,972.
c 1,472,946.		1,542,615.	-69,669.
d 7,063,862.		6,678,010.	385,852.
e 27,854.			27,854.

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			1,134.
b			407,972.
c			-69,669.
d			385,852.
e			27,854.

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	753,143.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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	1,231,723.	28,277,813.	.043558
2011	1,469,227.	28,335,168.	.051852
2010	1,175,924.	26,242,776.	.044809
2009	1,152,021.	22,802,356.	.050522
2008	1,233,299.	26,582,850.	.046395

2 Total of line 1, column (d)	2	.237136
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	.047427
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	28,284,493.
5 Multiply line 4 by line 3	5	1,341,449.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,099.
7 Add lines 5 and 6	7	1,351,548.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,540,675.

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	10,099.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	10,099.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	10,099.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	23,393.
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	23,393.
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	13,294.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ☒ Refunded ☐	11	0.

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>LEONARD E. WILLIAMS</u> Telephone no. ► <u>407-896-3884</u> Located at ► <u>1603 EAST MARKS STREET, ORLANDO, FL</u> ZIP+4 ► <u>32803</u>			
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	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
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 ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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. ►		
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
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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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.

(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
LEONARD E. WILLIAMS 1603 EAST MARKS STREET ORLANDO, FL 32803	PRES., SEC., & TREAS.	5.00	0.	0.
JOHN A. WILLIAMS 1603 EAST MARKS STREET ORLANDO, FL 32803	VICE PRESIDENT	5.00	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 27,561,881.
b	Average of monthly cash balances	1b 1,153,340.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 28,715,221.
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 28,715,221.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 430,728.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 28,284,493.
6	Minimum investment return. Enter 5% of line 5	6 1,414,225.

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 1,414,225.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 10,099.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 10,099.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 1,404,126.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 1,404,126.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 1,404,126.

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 1,540,675.
b	Program-related investments - total from Part IX-B	1b 0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 1,540,675.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 10,099.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 1,530,576.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,404,126.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			100,456.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,540,675.				
a Applied to 2012, but not more than line 2a			100,456.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				1,404,126.
e Remaining amount distributed out of corpus	36,093.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	36,093.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	36,093.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013	36,093.			

N/A

▶

b Check box to indicate whether the foundation is a private operating foundation described in section

(4) Gross investment income

[illegible]

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

NONE

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

NONE

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:

1603 EAST MARKS ST, ORLANDO, FL 32803

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

ORGANIZATIONAL & BOARD PROFILES, FINANCIAL STATEMENTS & PROGRAM REQUEST

c Any submission deadlines:

NONE

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

PROGRAM REQUEST MUST ASSIST DISADVANTAGED PERSONS

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 ATTACHED SCHEDULE	N/A			1,524,873.
Total			▶ 3a	1,524,873.
b Approved for future payment				
PRIOR YEAR GRANT EXPENSE PAID IN THE CURRETN YEAR	N/A			-2,929,500.
Total			▶ 3b	-2,929,500.

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. | | |

[illegible]

- 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
	SECTION	SEE STATEMENT 10
WAYNE DENSCH DEVELOPMENT COMPANY	501(C)(2)	

**Sign
Here**

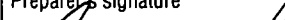
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

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

☒ Yes ☐ No

Signature of officer or trustee | 5-13-14 | President

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ANNE MCHUGH, CPA		5-12-19		P01066774
Firm's name ► CROSS, FERNANDEZ & RILEY, LLP			Firm's EIN ► 59-3651466	
Firm's address ► 201 S. ORANGE AVE., SUITE 800 ORLANDO, FL 32801-3421			Phone no. (407) 841-6930	

Form **990-PF** (2013)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	7,739.	7,739.	
TOTAL TO PART I, LINE 3	7,739.	7,739.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN DISTRIBUTION	27,854.	27,854.	0.	0.	
DIVIDEND INCOME	399,716.	0.	399,716.	399,716.	
TO PART I, LINE 4	427,570.	27,854.	399,716.	399,716.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	10,192.	0.		10,192.
TO FM 990-PF, PG 1, LN 16A	10,192.	0.		10,192.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,275.	0.		1,275.
TO FORM 990-PF, PG 1, LN 16B	1,275.	0.		1,275.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	138,742.	138,742.		0.
TO FORM 990-PF, PG 1, LN 16C	138,742.	138,742.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WITHHELD FOREIGN TAXES	11,982.	11,982.		0.
EXCISE TAXES	23,618.	0.		0.
TO FORM 990-PF, PG 1, LN 18	35,600.	11,982.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	4,196.	0.		4,196.
FLORIDA ANNUAL FEE	139.	0.		139.
TO FORM 990-PF, PG 1, LN 23	4,335.	0.		4,335.

FORM 990-PF	OTHER FUNDS	STATEMENT	8
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DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR
ENDOWMENT FUND	-3,334,649.	-959,568.
TOTAL TO FORM 990-PF, PART II, LINE 29	-3,334,649.	-959,568.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK IN WAYNE DENSCH DEVELOPMENT, INC.	4,098,313.	4,098,313.
CORPORATE STOCK	20,794,639.	25,096,315.
TOTAL TO FORM 990-PF, PART II, LINE 10B	24,892,952.	29,194,628.

990-PF . AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS STATEMENT 10
PART XVII, LINE 2, COLUMN (C)

NAME OF AFFILIATED OR RELATED ORGANIZATION

WAYNE DENSCH DEVELOPMENT COMPANY

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

STOCK IS OWNED BY WAYNE DENSCH CHARITABLE TRUST AND COMMON BOARD

Wayne Densch
Charitable Trust 2013
Grants

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
Alpha Kappa Alpha Sorority, Inc. P. O. Box 555036 Orlando, FL 32855-5036	N/A	501©3	Fundraising luncheon	\$ 1,000.00
American Cancer Society 1601 W. Colonial Dr. Orlando, FL 32804	N/A	501©3	Golf tournament	\$ 6,000.00
Boy Scouts of America—Central FL Council 1951 South Orange Blossom Trail Apopka, FL 32703	N/A	501©3	General Operating Expenses, Golf tournament fundraiser Auction	\$ 25,000.00 2,500.00 10,000.00
Central Florida Urban League 595 W. Church St., Suite 1B Orlando, FL 32805	N/A	501©3	General Operating Expense	\$ 10,000.00
Central Florida YMCA 433 N. Mills Ave. Orlando, FL 32803	N/A	501©3	General Operating Expense Golf tournament	\$ 50,250.00 \$ 7,500.00
Central FL Zoological Society P.O. Box 470309 Lake Monroe, FL 32747-0309	N/A	501©3	General Operating Expense Fundraising Dinner	\$ 8,598.86 \$ 5,000.00
Changing Experience, Inc. c/o Delta Sigma Theta Sorority, Inc. P. O. Box 608593 Orlando, FL 32860	N/A	501©3	General Operating Expense	\$ 25,000.00
Charity Challenge, Inc. 186 D Malland Ave. Altamonte Springs, FL 32701	N/A	501©3	General Operating Expense	\$ 25,000.00
Community of Hope P. O. Box 1253 Melbourne, FL 32902-1253	N/A	501©3	General Operating Expense	\$ 25,000.00

Wayne Densch
Charitable Trust 2013
Grants

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
Darrell Armstrong Foundation PO Box 608833 Orlando, FL 32860	N/A	501©3	General Operating Expenses	\$ 50,000.00
Desire Street Ministries P. O. Box 1328 Decatur, GA 30031	N/A	501©3	General Operating Expenses	\$ 100,000.00
Epilepsy Association 1221 W Colonial Dr # 103 Orlando, FL.	N/A	501©3	General Operating Expenses	\$ 5,000.00
			Walk Brevard County	\$ 1,000.00
			Golf Tournament	\$ 2,500.00
Florida Hospital Foundation 2809 N. Orange Ave. Orlando, FL 32804	N/A	501©3	Purchase of MAG Machine	\$ 150,000.00
Florida Leadership Venture, Inc. Elevate Orlando P. O. Box 940633 Maitland, FL 32794	N/A	501©3	General Operating Expenses	\$ 5,000.00
Foundation for Seminole Co. Public Schools P. O. Box 522161 Longwood, FL 32761	N/A	501©3	General Operating Expenses	\$ 15,000.00
Foundation for Seminole State College 100 Weldon Blvd. Sanford, FL 32773	N/A	501©3	Academic Scholarships	\$ 200,000.00
			Beverage Sponsor	\$ 5,000.00
Freedom Ride 1905 Lee Road Orlando, FL 32810	N/A	501©3	General Operating Expenses	\$ 500.00
Hamilton Elementary School 1501 E. 8th St. Sanford, FL 32771	N/A	501©3	General Operating Expenses	\$ 5,000.00

Wayne Densch
Charitable Trust 2013
Grants

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
House of Hope P. O. Box 560484 Orlando, FL 32856	N/A	501©3	General Operating Expenses	\$ 10,000.00
Junior Achievement of Central Florida 2121 Camden Road Orlando, FL 32803	N/A	501©3	General Operating Expenses	\$ 2,500.00
Kids House Of Seminole 5467 North Ronald Reagan Blvd. Sanford, FL 32773	N/A	501©3	General Operating Expenses	\$ 4,551.07
Dr. Martin Luther King Jr. Holiday Commissic 400 S. Orange Ave., 9th Floor Orlando, FL 32801	N/A	501©3	General Operating Expenses	\$ 5,000.00
National Beer Wholesalers Education Foundation Center for Alcohol Policy 1101 King St., Suite 600-A Alexandria, VA 22314-9998	N/A	501©3	Advisory Council Chair	\$ 100,000.00
Orlando Community and Youth Trust City of Orlando Families Parks & Recreations 595 Primrose Dr. Orlando, FL 32803	N/A	501©3	General Operating Expenses	\$ 25,000.00
Orlando Magic Youth Foundation 8701 Maitland Summit Blvd. Orlando, FL 32810	N/A	501©3	General Operating Expenses	\$ 17,000.00
Ritz Community Theater Project 203 S. Magnolia Ave. Sanford, FL 32771	N/A	501©3	General Operating Expenses, Building repairs	\$ 53,773.05
Seminole County Sheriff's Office 100 Bush Blvd. Sanford, FL 32773	N/A	501©3	Shop with the Sheriff	\$ 5,000.00

Wayne Densch
Charitable Trust 2013
Grants

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
Strengthen Orlando 400 S. Orange Ave. Orlando, FL 32801	N/A	501©3	Art Sculpture Sponsorship	\$ 200,000.00
Tyler Williams Championship Fight 233 W. Stevens Ave. Eustis, FL 32726	N/A	501©3	General Operating Expense	\$ 700 00
United Negro College Fund 1080 Woodcock Road, Suite 280 Orlando, FL 32803	N/A	501©3	General Operating Expense	\$ 5,000.00
University of Central Florida Men's Club Volleyball 1600 Gladiolas Dr Winter Park, FL 32792	N/A	501©3	General Operating Expense	\$ 7,000.00
Wayne Densch Center 100 Kingston Court Orlando, FL 32810	N/A	501©3	Providing Healthcare Assistance Legal Fees	\$ 16,500.00
Wayne Densch Charities 1603 East Marks St. Orlando, FL. 32803	N/A	501©3	General Operating Expense	\$ 328,000.00
Women Playing for T.I.M.E. 1400 S. Orange Ave., MP725 Orlando, FL 32806	N/A	501©3	General Operating Expense	\$ 5,000.00

2013 Contribution Total

\$ 1,524,872.98