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Return of Private Foundation

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

2013

Department of the Treasury
Internal Revenue Service

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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 KANTNER FOUNDATION, INC.		A Employer identification number 65-0011831
Number and street (or P.O. box number if mail is not delivered to street address) 3801 PGA BOULEVARD	Room/suite 902	B Telephone number (561) 775-7500
City or town, state or province, country, and ZIP or foreign postal code PALM BEACH GARDENS, FL 33410		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,172,985.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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	75.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	65.	65.		STATEMENT 1
4 Dividends and interest from securities	124,266.	122,678.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	135,547.			
b Gross sales price for all assets on line 6a	4,663,492.			
7 Capital gain net income (from Part IV, line 2)		135,547.		
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	<11,294.>	<1,301.>		STATEMENT 3
12 Total. Add lines 1 through 11	248,659.	256,989.		
13 Compensation of officers, directors, trustees, etc.	55,500.	5,550.		44,400.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees	45,322.	6,798.		27,193.
b Accounting fees	11,765.	5,883.		5,882.
c Other professional fees				
17 Interest	24.	24.		0.
18 Taxes	2,723.	1,589.		61.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications	26,973.	0.		26,973.
23 Other expenses	38,380.	37,033.		1,123.
24 Total operating and administrative expenses. Add lines 13 through 23	180,687.	56,877.		105,632.
25 Contributions, gifts, grants paid	116,000.			116,000.
26 Total expenses and disbursements. Add lines 24 and 25	296,687.	56,877.		221,632.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<48,028.>			
b Net investment income (if negative, enter -0-)		200,112.		
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		325,296.	223,047.	223,047.	
	2	Savings and temporary cash investments					
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations STMT 8			265,047.	137,691.	142,937.
	b	Investments - corporate stock STMT 9			3,869,063.	3,133,345.	3,573,062.
	c	Investments - corporate bonds STMT 10			326,303.	1,243,598.	1,233,939.
	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)			4,785,709.	4,737,681.	5,172,985.	
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					
	22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
27	Capital stock, trust principal, or current funds			0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds			4,785,709.	4,737,681.		
30	Total net assets or fund balances			4,785,709.	4,737,681.		
31	Total liabilities and net assets/fund balances			4,785,709.	4,737,681.		

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	4,785,709.
2	Enter amount from Part I, line 27a	2	<48,028.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,737,681.
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	4,737,681.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE SCHEDULE ATTACHED	P		
b CAPITAL GAINS DIVIDENDS			
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 4,663,332.		4,527,945.	135,387.
b 160.			160.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			135,387.
b			160.
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	135,547.
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	231,677.	4,910,462.	.047180
2011	267,610.	4,811,708.	.055616
2010	257,493.	4,736,071.	.054368
2009	151,168.	3,698,700.	.040871
2008	165,561.	3,735,716.	.044318

2 Total of line 1, column (d)	2	.242353
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	.048471
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,933,933.
5 Multiply line 4 by line 3	5	239,153.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,001.
7 Add lines 5 and 6	7	241,154.
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	221,632.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		}	1	4,002.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b				
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	4,002.
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	4,002.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,517.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	3,700.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	6,217.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			10	2,215.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 2,020. Refunded <input type="checkbox"/>			11	195.

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
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>FL</u>		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.KANTNERFOUNDATION.ORG	X		
14	The books are in care of ► THOMAS N. SILVERMAN Telephone no. ► (561) 775-7500 Located at ► 3801 PGA BLVD., SUITE 902, PALM BEACH GARDENS, FL ZIP+4 ► 33410			
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 ►		Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) N/A	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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

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

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
THOMAS N. SILVERMAN 3801 PGA BOULEVARD, SUITE 902 PALM BEACH GARDENS, FL 33410	PRESIDENT / SECRETARY / TRUSTEE / MEMBER 2.00	15,000.	0.	0.
CONNIE P. SANTINI 254 CYPHER BEACH ROAD HOPEWELL, PA 16650	TREASURER / TRUSTEE / MEMBER 2.00	13,500.	0.	0.
RICHARD C. JARCHOW 888 SE 3RD AVENUE, SUITE 401 FORT LAUDERDALE, FL 33316	VICE-PRESIDENT / TRUSTEE 2.00	13,500.	0.	0.
SAMUEL B. SILVERMAN 142 COMMODORE DRIVE JUPITER, FL 33477	TRUSTEE / DIRECTOR OF SCHOLARSHIPS 2.00	13,500.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	4,446,650.
b	Average of monthly cash balances	1b	562,419.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,009,069.
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	5,009,069.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	75,136.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,933,933.
6	Minimum investment return. Enter 5% of line 5	6	246,697.

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	246,697.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,002.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,002.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	242,695.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	242,695.
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	242,695.

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	221,632.
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	221,632.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	221,632.

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				242,695.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011	30,569.			
e From 2012				
f Total of lines 3a through e	30,569.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 221,632.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				221,632.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	21,063.			21,063.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	9,506.			
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	9,506.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	9,506.			
d Excess from 2012				
e Excess from 2013				

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

N/A

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

**THOMAS N. SILVERMAN, (561) 775-7500
3801 PGA BOULEVARD, SUITE 902, PALM BEACH GARDENS, FL 33410**

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

FORMAL APPLICATION AVAILABLE ONLINE ON THE FOUNDATION WEBSITE.

c Any submission deadlines:

MARCH 15TH FOR SCHOLARSHIPS; NO DEADLINE FOR OTHER CHARITABLE GRANTS.

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

NON ACADEMIC TALENTS, SUCH AS ATHLETIC ABILITY, WILL NOT BE CONSIDERED IN SELECTING QUALIFIED RECIPIENT.

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				
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE., NE WASHINGTON, DC 20002	NONE	PC	GENERAL USE	6,000.
UPPER PEMIGEWASSET HISTORICAL SOCIETY POST OFFICE BOX 863 LINCOLN, NH 03251	NONE	PC	GENERAL USE	3,000.
CHILDREN'S BOOKS ON TAPE 142 COMMODORE DRIVE JUPITER, FL 33477	NONE	PC	GENERAL USE	7,500.
YMCA OF THE TREASURE COAST RICHARD C. GEISINGER, SR. BRANCH 1700 SE MONTEREY ROAD STUART, FL 34996	NONE	PC	GENERAL USE	3,000.
CUTLER/KANTNER SCHOLARSHIP FUND POST OFFICE BOX 56 CUTLER, ME 04626	NONE	PC	GENERAL USE	10,000.
Total SEE CONTINUATION SHEET(S)				116,000.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FORT LAUDERDALE HISTORICAL SOCIETY 219 SW SECOND AVENUE FORT LAUDERDALE, FL 33301	NONE	PC	GENERAL USE	5,000.
EL SOL JUPITER'S NEIGHBORHOOD RESOURCE CENTER 106 MILITARY TRAIL JUPITER, FL 33458	NONE	PC	GENERAL USE	7,500.
VIRGINIA TECH SCHOLARSHIP 902 PRICES FORK ROAD, SUITE 4500 BLACKSBURG, VA 24061	NONE	PC	GENERAL USE	10,000.
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BLVD., SUITE B DAVIS, CA 95616	NONE	PC	GENERAL USE	7,500.
NICKLAUS CHILDREN'S HEALTH CARE FOUNDATION 11770 US HIGHWAY ONE, SUITE 303 NORTH PALM BEACH, FL 33408	NONE	PC	GENERAL USE	5,000.
BE A STAR FOUNDATION 11231 US HIGHWAY ONE, #104 NORTH PALM BEACH, FL 33408	NONE	PC	GENERAL USE	5,000.
TREASURE COAST HOSPICE 1201 SE INDIAN STREET STUART, FL 34997	NONE	PC	GENERAL USE	7,500.
PROJECT ASPIRATION A CLASS ACT LEARNING CENTER 6645 TRAVELER ROAD WEST PALM BEACH, FL 33411	NONE	PC	GENERAL USE	5,000.
WAKE FOREST UNIVERSITY, SCHOLARSHIP - LINDSEY SLAVIN 1834 WAKE FOREST ROAD WINSTON-SALEM, NC 27106	NONE	PC	SCHOLARSHIP	2,500.
FLORIDA STATE UNIVERSITY, SCHOLARSHIP - DYLAN BRANDENBURG 600 W COLLEGE AVENUE TALLAHASSEE, FL 32306	NONE	PC	SCHOLARSHIP	2,500.
Total from continuation sheets				86,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FLORIDA STATE UNIVERSITY, SCHOLARSHIP - CAMERON DOTY 600 W COLLEGE AVENUE TALLAHASSEE, FL 32306	NONE	PC	SCHOLARSHIP	2,500.
UNIVERSITY OF NORTH CAROLINA, SCHOLARSHIP - SIERRA HOMER CHAPEL HILL, NC 27599	NONE	PC	SCHOLARSHIP	2,500.
UNIVERSITY OF FLORIDA, SCHOLARSHIP - ELLA HOOGENBOEZEM POST OFFICE BOX 14425 GAINESVILLE, FL 32604	NONE	PC	SCHOLARSHIP	3,000.
UNIVERSITY OF FLORIDA, SCHOLARSHIP - BRITTANY WOODY POST OFFICE BOX 14425 GAINESVILLE, FL 32604	NONE	PC	SCHOLARSHIP	2,500.
UNIVERSITY OF OREGON, SCHOLARSHIP - HANNAH GROSS 1585 E 13TH AVENUE EUGENE, OR 97403	NONE	PC	SCHOLARSHIP	2,500.
UNIVERSITY OF MIAMI, SCHOLARSHIP - SAMANTHA WALSH 1320 S DIXIE HIGHWAY CORAL GABLES, FL 33124	NONE	PC	SCHOLARSHIP	2,500.
UNIVERSITY OF NOTRE DAME, SCHOLARSHIP - ELIZABETH FENTON NOTRE DAME, IN 46556	NONE	PC	SCHOLARSHIP	2,500.
DUKE UNIVERSITY, SCHOLARSHIP - SARAH DARWICHE DURHAM, NC 27708	NONE	PC	SCHOLARSHIP	2,500.
FLORIDA ATLANTIC UNIVERSITY, SCHOLARSHIP - CHELSEA WEAVER 777 GLADES ROAD BOCA RATON, FL 33431	NONE	PC	SCHOLARSHIP	3,000.
NEW YORK UNIVERSITY, SCHOLARSHIP - SOFIYA ANDREYEVA 70 WASHINGTON SQUARE S NEW YORK, NY 10012	NONE	PC	SCHOLARSHIP	2,500.
Total from continuation sheets				

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
PNC WEALTH MANAGEMENT	63.	63.	.
US TREASURY	2.	2.	
TOTAL TO PART I, LINE 3	65.	65.	

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
CHARLES SCHWAB #1271	442.	0.	442.	442.	
EL PASO PIPELINE PARTNERS LP	2.	0.	2.	2.	
ENTERPRISE PRODUCTS PARTNERS LP	1.	0.	1.	1.	
KINDER MORGAN ENERGY PARTNERS LP	44.	0.	44.	44.	
LINN ENERGY LLC	6.	0.	6.	6.	
PNC WEALTH MANAGEMENT	123,931.	160.	123,771.	122,183.	
TO PART I, LINE 4	124,426.	160.	124,266.	122,678.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PARTNERS LP	26.	26.	
KINDER MORGAN ENERGY PARTNERS LP	<5,992.>	0.	
ENTERPRISE PRODUCTS PARTNERS LP	<4,001.>	0.	
EL PASO PIPELINE PARTNERS LP	<1,341.>	<1,341.>	
LINN ENERGY LLC	14.	14.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<11,294.>	<1,301.>	

FORM 990-PF **LEGAL FEES** **STATEMENT 4**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL ADVICE	45,322.	6,798.		27,193.
TO FM 990-PF, PG 1, LN 16A	45,322.	6,798.		27,193.

FORM 990-PF **ACCOUNTING FEES** **STATEMENT 5**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PREPARATION AND ADVICE	11,765.	5,883.		5,882.
TO FORM 990-PF, PG 1, LN 16B	11,765.	5,883.		5,882.

FORM 990-PF **TAXES** **STATEMENT 6**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF FLORIDA ANNUAL REPORT	61.	0.		61.
FOREIGN WITHHOLDING	1,589.	1,589.		0.
SECTION 4940 EXCISE TAX ON INVESTMENT INCOME	1,073.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,723.	1,589.		61.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE	1,497.	150.		1,123.
ADVISORY FEES	36,883.	36,883.		0.
TO FORM 990-PF, PG 1, LN 23	38,380.	37,033.		1,123.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED		X	137,691.	142,937.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			137,691.	142,937.
TOTAL TO FORM 990-PF, PART II, LINE 10A			137,691.	142,937.

FORM 990-PF	CORPORATE STOCK		STATEMENT 9
DESCRIPTION			FAIR MARKET VALUE
SEE SCHEDULE ATTACHED			3,573,062.
TOTAL TO FORM 990-PF, PART II, LINE 10B			3,573,062.

FORM 990-PF	CORPORATE BONDS		STATEMENT 10
DESCRIPTION			FAIR MARKET VALUE
SEE SCHEDULE ATTACHED			1,233,939.
TOTAL TO FORM 990-PF, PART II, LINE 10C			1,233,939.

ATTACHMENT I

PAGE 3, PART IV, LINE 1 - CAPITAL GAINS AND LOSSES
FOR TAX ON INVESTMENT INCOM

(a) DESCRIPTION OF PROPERTY SOLD	(b) HOW ACQUIRED P - PURCHASE D - DONATION	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(f) DEPRECIATION ALLOWED OR ALLOWABLE	(g) COST OR OTHER BASIS PLUS EXPENSE OF SALE	(h) GAIN OR (LOSS)
600 SHS BRISTOL MYERS SQUIBB CO	P	02/12/13	07/17/13	\$ 26,814		\$ 21,996	\$ 4,818
1141 77 SHS DRIEHAUS ACTIVE INCOME FD	P	05/01/12	02/08/13	12,274		12,000	274
1000 SHS EL PASO PIPELINE PARTNERS	P	Various	12/05/13	35,239		39,926	(4,687)
\$25,000 FED NATL MTG 1 25%, 03/06/17	P	04/13/12	03/06/13	25,000		24,994	6
\$25,000 FED NATL MTG 1 125%, 04/27/17	P	03/01/12	02/08/13	25,373		25,025	348
850 SHS HCP INC REIT	P	Various	11/22/13	32,569		40,393	(7,824)
1430 802 SHS HARDING LOEVNER INSTL EMG MKTS	P	Various	02/08/13	24,910		23,259	1,651
600 SHS HEALTH CARE REIT INC	P	Various	12/18/13	32,087		39,557	(7,470)
319 SHS JP MORGAN ALERIAN MLP	P	02/28/12	02/12/13	13,800		13,008	792
18434 275 SHS JP MORGAN CORE BOND FD SEL	P	Various	02/08/13	197,047		196,000	1,047
1000 SHS LINN ENERGY LLC	P	Various	05/07/13	35,219		36,301	(1,082)
72 126 SHS VAUGHAN NELSON VALUE OPPTY FD	P	Various	07/26/12	1,228		1,117	111
2224 103 SHS PIMCO FDS TOTAL RETURN FD	P	12/12/12	02/08/13	24,888		25,268	(378)
400 SHS PHILIP MORRIS INTERNATIONAL	P	Various	07/17/13	36,187		36,614	(427)
2243 7610 SHS PIMCO COMMDTY REAL RET STRAT	P	Various	02/08/13	15,145		15,134	11
881 509 SHS GUGGENHEIM MNGD FUTURES STRAT	P	04/30/12	02/08/13	19,041		20,000	(959)
500 SHS SPDR GOLD TRUST ETF	P	02/12/13	07/17/13	81,774		79,678	(17,904)
1000 SHS SPDR GOLD TRUST ETF	P	Various	08/06/13	123,928		146,787	(22,839)
FR SH SPDR GOLD TRUST ETF	P	02/12/13	12/31/13	0		177	(177)
FR SH SPDR GOLD TRUST ETF	P	02/22/13	12/31/13	0		71	(71)
FR SH SPDR GOLD TRUST ETF	P	04/05/13	12/31/13	0		57	(57)
FR SH SPDR GOLD TRUST ETF	P	04/29/13	12/31/13	0		83	(83)
240 SHS SCHWAB US LARGE CAP FUND	P	04/30/12	02/19/13	8,738		7,993	745
661 472 SHS TFS MARKET NEUTRAL FUND	P	04/30/12	02/08/13	10,630		10,000	630
300 SHS TESLA MOTORS INC	P	07/01/13	11/06/13	45,557		35,020	10,537
\$100,000 WALGREEN CO 3 1%, 09/15/22	P	02/08/13	07/02/13	94,925		99,669	(4,744)
3599 65 SHS EDGEWOOD GROWTH FUND	P	Various	02/08/13	53,095		38,785	14,310
\$25,000 BHP BILLITON FINANCE USA 1 125%, 11/21/14	P	Various	07/02/13	25,179		24,936	243
\$25,000 BERGEN CNTY NJ 4 7%, 03/15/14	P	Various	03/15/13	25,000		26,478	(1,478)
20888 499 SHS DRIEHAUS ACTIVE INCOME FD	P	Various	02/08/13	224,551		229,333	(4,782)
\$25,000 DU PAGE CNTY ILL 2 3%, 10/01/13	P	Various	07/16/13	25,039		25,007	32
564 31 SHS FHLMC J1-6680 3%, 09/01/26	P	Various	01/31/13	564		564	0
15412 47 SHS FHLMC J1-6680 3%, 09/01/26	P	Various	02/11/13	16,068		15,412	656
\$25,000 FED HM LN MTG 2 875%, 02/09/15	P	Various	07/02/13	26,025		26,178	(153)
8647 481 SHS GATEWAY FUND CL Y	P	Various	02/08/13	239,795		230,000	9,795
\$25,000 GOLDMAN SACHS 5 25%, 04/01/13	P	Various	04/01/13	25,000		25,511	(511)
9535 005 SHS HARDING LOEVNER INSTL EMG MKTS	P	Various	02/08/13	168,004		156,374	9,630
358 196 SHS OAKMARK INTL SMALL CAP FD	P	Various	02/08/13	5,298		5,180	118
\$25,000 HOMER MICH CMNTY 3 75%, 05/01/15	P	Various	07/02/13	25,750		25,025	725
2160 SHS ISHARES RUSSELL MICROCAP INDEX FD	P	Various	02/12/13	121,345		106,668	14,677
1000 SHS ISHARES RUSSELL MICROCAP INDEX FD	P	Various	03/06/13	57,188		36,897	20,291
2564 SHS JP MORGAN ALERIAN MLP	P	Various	02/12/13	110,922		79,608	31,314
\$25,000 KENTUCKY ASSET 3 928%, 04/01/16	P	Various	07/02/13	26,111		25,350	761
\$25,000 MISSISSIPPI ST 3 243%, 10/01/21	P	Various	07/02/13	24,561		25,497	(936)
2731 169 SHS VAUGHAN NELSON VALUE OPPTY FD	P	Various	02/08/13	46,512		36,961	9,551
5946 308 SHS NUVEEN TRADEWINDS INTL VALUE I	P	Various	02/08/13	128,738		141,282	(12,544)
94101 918 SHS PIMCO FDS TOTAL RETURN FD	P	Various	02/08/13	1,053,000		999,893	53,107
14287 77 SHS PIMCO COMMDTY REAL RET STRAT	P	Various	02/08/13	96,307		111,043	(14,736)
19630 276 SHS PIMCO EMERGING LOCAL BOND FD	P	Various	02/08/13	216,129		210,000	6,129
8951 843 SHS GUGGENHEIM MNGD FUTURES STRAT	P	Various	02/08/13	193,360		228,500	(35,140)
5928 SHS SCHWAB US LARGE CAP FD	P	Various	02/19/13	215,834		187,445	48,389
3194 SHS SCHWAB US SMALL CAP ETF	P	Various	02/12/13	132,297		115,885	16,412
2779 SHS SCHWAB INTERNATIONAL EQUITY ETF	P	Various	02/12/13	77,291		77,468	(177)
2787 SHS SCHWAB INTERNATIONAL SMALL CAP EQ	P	Various	02/12/13	76,373		80,323	(1,950)
15559 656 SHS TFS MARKET NEUTRAL FD	P	Various	02/08/13	250,044		241,000	9,044
2109 011 SHS THORNBURG VALUE FD INST CL	P	Various	02/08/13	75,039		64,185	10,854
512 297 SHS FHLMC J1-6680 3%, 09/01/26	P	Various	01/11/13	0		512	(512)
539 83 SHS FHLMC J1-6680 3%, 09/01/26	P	Various	01/15/13	540		540	0
				<u>\$ 4,663,332</u>		<u>\$ 4,527,945</u>	<u>\$ 135,387</u>

KANTNER FOUNDATION, INC.
 #65-0011831
 FORM 990-PF, 2013

ATTACHMENT I (CONTINUED)

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>U.S. AND STATE GOVERNMENT OBLIGATIONS</u>		
CALIFORNIA ST 6.2%, 10/01/19	\$ 32,208	\$ 35,008
COMMONWEALTH FI 5.792%, 06/01/18	27,149	27,469
ILLINOIS ST FOR 4.071%, 01/01/14	25,070	25,000
SAN DIEGO CNTY 5.728%, 08/15/17	26,419	28,045
UTAH ST BRD REG 4.947%, 08/01/18	26,845	27,415
	<u>\$ 137,691</u>	<u>\$ 142,937</u>
<u>CORPORATE STOCK</u>		
3M COMPANY	\$ 41,655	\$ 56,100
ACCENTURE PLC CLASS A	53,059	57,554
ALTRIA GROUP INC	55,169	57,585
APPLE INC	55,246	70,127
AT&T INC	30,522	29,886
BECTON DICKINSON	40,604	46,958
BEMIS COMPANY	38,922	40,960
CHEVRON CORPORATION	41,239	43,718
CHUBB CORP	56,883	62,809
CISCO SYSTEMS INC	44,639	44,860
CONOCOPHILLIPS	48,180	56,520
CORNING INC	39,864	53,460
DUPONT E I DE NEMOURS & CO	42,642	55,225
EATON CORP PLC	46,218	57,090

KANTNER FOUNDATION, INC.
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FORM 990-PF, 2013

ATTACHMENT I (CONTINUED)

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>CORPORATE STOCK (CONTINUED)</u>		
ENTERPRISE PRODS PARTNERS LP	\$ 37,765	\$ 49,725
FORD MOTOR COMPANY	51,490	50,147
GENERAL ELECTRIC	46,067	56,060
GLAXO SMITHKLINE	49,649	53,390
INTEL CORP	38,245	44,124
ISHARES CORE S&P MIDCAP ETF	308,844	367,978
ISHARES JP MORGAN USD EMERG MKTS BD FD	101,845	91,936
ISHARES MSCI EAFE INDEX FUND EFT	177,444	201,285
ISHARES TR RUSSELL 2000 INDEX FD ETF	189,408	230,720
JOHNSON CONTROLS INC	53,085	76,950
JOHNSON & JOHNSON	40,630	45,795
JPMORGAN ALERIAN MLP INDEX	188,455	278,100
JPMORGAN CHASE & CO	61,202	70,176
KIMBERLY-CLARK CORP	48,274	52,230
KINDER MORGAN ENERGY PARTNERS LP	42,866	48,396
LEGGETT & PLATT INC	40,387	38,675
LILLY ELI & CO	43,365	40,800
MCDONALD'S CORP	58,470	58,218
MICROSOFT CORP	35,128	43,022
NEXTERA ENERGY INC	29,599	34,248
NIKE INC CLASS B	40,456	51,116

KANTNER FOUNDATION, INC.
 #65-0011831
 FORM 990-PF, 2013

ATTACHMENT I (CONTINUED)

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>CORPORATE STOCK (CONTINUED)</u>		
PEPSICO	\$ 58,134	\$ 62,205
QUALCOMM	51,319	59,400
SANOFI	41,175	42,904
SPDR BARCLAYS HIGH YIELD BD ETF	101,250	101,400
UNITED PARCEL SERVICE CL B	40,495	49,913
UNITED TECHNOLOGIES CORP	37,128	45,520
US BANCORP	52,265	60,600
VANGUARD FTSE EMERGING MARKETS ETF	303,552	287,980
VERIZON COMMUNICATIONS INC	29,866	31,941
WALGREEN CO	42,065	51,696
WELLS FARGO & COMPANY	58,580	63,560
	<u>\$ 3,133,345</u>	<u>\$ 3,573,062</u>
<u>CORPORATE BONDS</u>		
AMGEN INC 3.45%, 10/01/20	\$ 108,256	\$ 101,467
BANK OF AMERICA 6.5%, 08/01/16	28,043	28,227
BERKSHIRE HATHAWAY 3.75%, 08/15/21	78,713	77,327
BP CAP MARKETS 4.75%, 03/10/19	26,686	27,866
CITIGROUP INC 2.25%, 08/07/15	102,433	102,078
GENERAL ELECTRIC CAP 5.625%, 05/01/18	27,270	28,709
GOLDMAN SACHS 2.375%, 01/22/18	100,698	100,380
HEWLETT PACKARD CO 3.3%, 12/09/16	103,322	104,663
JPMORGAN CHASE & CO 3.15%, 07/05/16	104,996	104,838

KANTNER FOUNDATION, INC.
#65-0011831
FORM 990-PF, 2013

ATTACHMENT I (CONTINUED)

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>CORPORATE BONDS (CONTINUED)</u>		
MORGAN STANLEY 5.5%, 01/26/20	\$ 112,450	\$ 112,257
NABORS INDUSTRIES INC 5%, 09/15/20	107,810	104,056
PHILLIPS 66 2.95%, 05/01/17	105,599	104,039
SAFEWAY INC 5%, 08/15/19	107,563	106,346
VERIZON COMM INC 3%, 04/01/16	104,786	104,280
WELLS FARGO & CO 4.6%, 04/01/21	<u>24,973</u>	<u>27,406</u>
	<u>\$ 1,243,598</u>	<u>\$ 1,233,939</u>

KANTNER FOUNDATION, INC.
#65-0011831
FORM 990-PF, 2013

FORM 990-PF, NET OPERATING LOSS (NOL) CARRYOVER
LOSSES FROM PUBLICLY TRADED PARTNERSHIPS (PTP)

<u>NAME AND ADDRESS</u>		<u>FEDERAL IDENTIFICATION NUMBER</u>	<u>OTHER INVESTMENT LOSS</u>
KINDER MORGAN ENERGY PARTNERS LP 1001 LOUISIANA STREET, SUITE 1000 HOUSTON, TX 77002	PTP	76-0380342	\$ (5,992)
ENTERPRISE PRODUCTS PARTNERS LP PO BOX 4018 HOUSTON, TX 77210	PTP	76-0568219	(4,001)
			<hr/>
		PTP NOL - OTHER INCOME	<u>\$ (9,993)</u>

THE LOSSES FROM A PUBLICLY TRADED PARTNERSHIP (PTP) CANNOT BE USED TO OFFSET OTHER INVESTMENT INCOME, NOR CAN IT BE USED TO OFFSET THE INCOME OF OTHER PTP'S. THE AMOUNTS LISTED ON THIS WORK PAPER ARE BEING CARRIED FORWARD TO FUTURE YEARS TO BE USED TO REDUCE NET INVESTMENT INCOME ON PAGE 1, PART I, COLUMN B, WHEN EITHER EACH PTP HAS INCOME OR THE PTP IS DISPOSED OF.

Application for Extension of Time To File an Exempt Organization Return

(Rev. January 2014)

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service

► **File a separate application for each return.**
► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. KANTNER FOUNDATION, INC.	Employer identification number (EIN) or 65-0011831
	Number, street, and room or suite no. If a P.O. box, see instructions. 3801 PGA BOULEVARD, SUITE 902	Social security number (SSN)
File by the due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PALM BEACH GARDENS, FL 33410	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
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

- The books are in the care of ► **THOMAS N. SILVERMAN**

Telephone No. ► (561) 775-7500 Fax No. ► (561) 775-7503

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► calendar year 20 13 or

► tax year beginning _____, 20 _____, and ending _____, 20 _____.

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	6,217
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,517
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	3,700

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.