Form **990-PF**

Department of the Treasury
Internal Revenue Service

# Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: VOGEL SCHWARTZ FOUNDATION, INC.

A Employer identification number: 71-0782093

Number and street (or P O box number if mail is not delivered to street address): 11219 FINANCIAL CENTRE PARKWAY — Room/suite: 300

B Telephone number: 501-225-6018

City or town, state or province, country, and ZIP or foreign postal code: LITTLE ROCK, AR 72211

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 2,134,239.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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

| | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|---|---|---|---|---|
| Revenue | 1 Contributions, gifts, grants, etc , received | 100,000. | | N/A | |
| | 2 Check ▶ ☐ if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities | 38,868. | 38,868. | | STATEMENT 1 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 37,304. | | | |
| | b Gross sales price for all assets on line 6a 886,138. | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 37,304. | | |
| | 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 | 176,172. | 76,172. | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 0. | 0. | | 0. |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees | | | | |
| | b Accounting fees STMT 2 | 675. | 0. | | 0. |
| | c Other professional fees | | | | |
| | 17 Interest | | | | |
| | 18 Taxes STMT 3 | 28,186. | 0. | | 0. |
| | 19 Depreciation and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses STMT 4 | 11,572. | 0. | | 0. |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 40,433. | 0. | | 0. |
| | 25 Contributions, gifts, grants paid | 48,600. | | | 48,600. |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | 89,033. | 0. | | 48,600. |
| | 27 Subtract line 26 from line 12 | | | | |
| | a Excess of revenue over expenses and disbursements | 87,139. | | | |
| | b Net investment income (if negative, enter -0-) | | 76,172. | | |
| | c Adjusted net income (if negative, enter -0-) | | | N/A | |

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**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 | 146,666. | 111,194. | 111,194. |
| | 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 | | | |
| | b Investments - corporate stock | | | |
| | c Investments - corporate bonds | | | |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 6 | 1,634,740. | 1,757,732. | 2,023,045. |
| | 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) | 1,781,406. | 1,868,926. | 2,134,239. |
| 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 ▶ ☐ 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 ▶ [X] 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 | 1,781,406. | 1,868,926. | |
| | 30 **Total net assets or fund balances** | 1,781,406. | 1,868,926. | |
| | 31 **Total liabilities and net assets/fund balances** | 1,781,406. | 1,868,926. | |

**Part III Analysis of Changes in Net Assets or Fund Balances**

| | | | |
|---|---|---|---|
| 1 | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 1,781,406. |
| 2 | Enter amount from Part I, line 27a | 2 | 87,139. |
| 3 | Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5 | 3 | 381. |
| 4 | Add lines 1, 2, and 3 | 4 | 1,868,926. |
| 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 | 1,868,926. |

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## 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 | UBS FINANCIAL INC. - SEE ATTACHMENT 1 | P | 01/01/13 | 12/31/13 |
| b | UBS FINANCIAL INC. - SEE ATTACHMENT 2 | P | 01/01/13 | 12/31/13 |
| c | UBS FINANCIAL INC. - SEE ATTACHMENT 3 | P | 01/01/13 | 12/31/13 |
| d | CAPITAL GAINS DIVIDENDS | | | |
| 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 | 501,712. | | 496,375. | 5,337. |
| b | 9,597. | | 9,296. | 301. |
| c | 342,502. | | 343,163. | <661.> |
| d | 32,327. | | | 32,327. |
| e | | | | |

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

| | (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---|---|---|---|---|
| a | | | | 5,337. |
| b | | | | 301. |
| c | | | | <661.> |
| d | | | | 32,327. |
| 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** 37,304.

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 | 37,050. | 1,616,717. | .022917 |
| 2011 | 66,649. | 1,515,124. | .043989 |
| 2010 | 55,575. | 1,493,352. | .037215 |
| 2009 | 28,600. | 1,662,210. | .017206 |
| 2008 | 25,200. | 1,474,667. | .017089 |

| | | | |
|---|---|---|---|
| 2 | Total of line 1, column (d) | 2 | .138416 |
| 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 | .027683 |
| 4 | Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | 4 | 1,871,206. |
| 5 | Multiply line 4 by line 3 | 5 | 51,801. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 762. |
| 7 | Add lines 5 and 6 | 7 | 52,563. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 48,600. |

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

## Part 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<br>Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions)<br>b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b<br>c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | 1 | 1,523. |
| 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 | 1,523. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | 4 | 0. |
| 5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0- | | 5 | 1,523. |
| 6 Credits/Payments | | | |
| a 2013 estimated tax payments and 2012 overpayment credited to 2013 | 6a | | |
| b Exempt foreign organizations - tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments Add lines 6a through 6d | | 7 | 0. |
| 8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached | | 8 | 35. |
| 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | | 9 | 1,558. |
| 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | | 10 | |
| 11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ | Refunded ▶ | 11 | |

## Part VII-A Statements Regarding Activities

| | | Yes | No |
|---|---|---|---|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | | X |
| b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? | 1b | | X |
| *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.* | | | |
| c Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(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?<br>*If "Yes," attach a detailed description of the activities* | 2 | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| 4a Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A | 4b | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>*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<br>• By language in the governing instrument, or<br>• 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) ▶<br>AR | | | |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* | 8b | X | |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | 10 | | X |

**Part VII-A Statements Regarding Activities** *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ ROBERT VOGEL Telephone no ▶501-225-6018

Located at ▶11219 FINANCIAL CENTRE PARKWAY, #300, LITTLE ROCK ZIP+4 ▶72211

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

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

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

| | | | Yes | No |
|---|---|---|---|---|
| | **File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.** | | | |
| 1a | During the year did the foundation (either directly or indirectly) | | | |
| | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No | | | |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | (6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A | 1b | | |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? | 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? ☒ Yes ☐ No<br>If "Yes," list the years ▶ 2012 , 2011 , 2010 , 2009 | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions ) | 2b | X | |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here<br>▶ ______ , ______ , ______ , ______ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013 )* N/A | 3b | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? | 4b | | X |

**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 |
|---|---|---|---|---|
| ROBERT A. VOGEL<br>11219 FINANCIAL CENTRE PARKWAY, STE 3<br>LITTLE ROCK, AR 72211 | DIRECTOR<br>1.00 | 0. | 0. | 0. |
| SAM M. VOGEL, JR<br>78 CARMEL DRIVE<br>LITTLE ROCK, AR 72212 | DIRECTOR<br>1.00 | 0. | 0. | 0. |
| JEANNE VOGEL HYDE<br>208 N BEECH STREET, SUITE B<br>NORTH LITTLE ROCK, AR 72114 | DIRECTOR<br>1.00 | 0. | 0. | 0. |
| ROBERT A. VOGEL, JR.<br>9 ADKINS COURT<br>LITTLE ROCK, AR 72212 | DIRECTOR<br>1.00 | 0. | 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 CITY OF LITTLE ROCK | 10,000. |
| 2 SAM M. VOGEL RADIOLOGY FUND | 15,100. |
| 3 CONGREGATION B'NAI ISRAEL | 5,700. |
| 4 JUVENILE DIABETES RESEARCH FOUNDATION | 3,000. |

## 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 | 0. |
| b | Average of monthly cash balances | | 1b | 66,548. |
| c | Fair market value of all other assets | | 1c | 1,833,154. |
| d | **Total** (add lines 1a, b, and c) | | 1d | 1,899,702. |
| 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 | 1,899,702. |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) | | 4 | 28,496. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4 | | 5 | 1,871,206. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | | 6 | 93,560. |

**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 | 93,560. |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | 2a 1,523. | | |
| b | Income tax for 2013 (This does not include the tax from Part VI ) | 2b | | |
| c | Add lines 2a and 2b | | 2c | 1,523. |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | | 3 | 92,037. |
| 4 | Recoveries of amounts treated as qualifying distributions | | 4 | 0. |
| 5 | Add lines 3 and 4 | | 5 | 92,037. |
| 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 | 92,037. |

**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 | 48,600. |
| 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 | 48,600. |
| 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 | 48,600. |

**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 | | | | 92,037. |
| 2 Undistributed income, if any, as of the end of 2013 | | | | |
| a Enter amount for 2012 only | | | 78,776. | |
| b Total for prior years 2011, 2010, 2009 | | 87,061. | | |
| 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 ▶ $ 48,600. | | | | |
| a Applied to 2012, but not more than line 2a | | | 48,600. | |
| 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 | | | | 0. |
| 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)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 0. | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | 87,061. | | |
| 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 | | 87,061. | | |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr | | | 30,176. | |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 | | | | 92,037. |
| 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 | 0. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2009 | | | | |
| b Excess from 2010 | | | | |
| c Excess from 2011 | | | | |
| d Excess from 2012 | | | | |
| e Excess from 2013 | | | | |

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) 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 | | | |
|---|---|---|---|---|---|
| | (a) 2013 | (b) 2012 | (c) 2011 | (d) 2010 | (e) Total |
| 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<br>a "Assets" alternative test - enter<br>(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<br>(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) )

SEE STATEMENT 7

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

ROBERT VOGEL, 501-225-6018
11219 FINANCIAL CENTER PKWY, #300, LITTLE ROCK, AR 72211

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

CALL FOR FURTHER INFORMATION

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

NONE

**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* | | | | |
| AMERICAN HEART ASSOCIATION<br>909 W. 2ND STREET<br>LITTLE ROCK, AR 72201 | N/A | PUBLIC | CHARITABLE | 2,000. |
| ARKANSAS CHILDREN'S HOSPITAL<br>1 CHILDREN'S WAY<br>LITTLE ROCK, AR 72202 | N/A | PUBLIC | CHARITABLE | 2,500. |
| ARKANSAS COMMITMENT<br>1111 W. CAPITOL, ROOM 1017<br>LITTLE ROCK, AR 72201 | N/A | PUBLIC | CHARITABLE | 1,000. |
| BOY SCOUTS OF AMERICA<br>3220 CANTRELL RD<br>LITTLE ROCK, AR 72202 | N/A | PUBLIC | CHARITABLE | 1,500. |
| BOYS & GIRLS CLUBS OF CENTRAL ARKANSAS<br>1616 WEST 3RD STREET<br>LITTLE ROCK, AR 72201 | N/A | PUBLIC | CHARITABLE | 500. |
| **Total** SEE CONTINUATION SHEET(S) | | | ▶ 3a | 48,600. |
| *b Approved for future payment* | | | | |
| NONE | | | | |
| | | | | |
| | | | | |
| **Total** | | | ▶ 3b | 0. |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated | Unrelated business income (a) Business code | (b) Amount | Excluded by section 512, 513, or 514 (c) Exclusion code | (d) Amount | (e) Related or exempt function income |
|---|---|---|---|---|---|
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | 14 | 38,868. | |
| 5 Net rental income or (loss) from real estate | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 37,304. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal Add columns (b), (d), and (e) | | 0. | | 76,172. | 0. |

13 Total. Add line 12, columns (b), (d), and (e) 13 76,172.

(See worksheet in line 13 instructions to verify calculations )

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

**Sign Here**

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

Signature of officer or trustee: Roberta Vogel | Date | Title: DIRECTOR

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

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| RAMI KASSISSIEH | R Kassissieh | 05/29/14 | | P01328714 |

Firm's name ▶ HUDSON, CISNE & CO. LLP — Firm's EIN ▶ 71-0650689

Firm's address ▶ 11412 HURON LANE LITTLE ROCK, AR 72211 — Phone no (501)221-1000

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

| Name of the organization | Employer identification number |
|---|---|
| VOGEL SCHWARTZ FOUNDATION, INC. | 71-0782093 |

**Organization type** (check one):

**Filers of:** **Section:**

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

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

**General Rule**

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

**Special Rules**

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ______________

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

| Name of organization | Employer identification number |
|---|---|
| VOGEL SCHWARTZ FOUNDATION, INC. | 71-0782093 |

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

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|---|---|---|---|
| 1 | ROBERT A. VOGEL<br>11219 FINANCIAL CENTRE PARKWAY, #300<br>LITTLE ROCK, AR 72211 | $ 50,000. | Person [X]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions.) |
| 2 | SAM A. VOGEL<br>78 CARMEL<br>LITTLE ROCK, AR 72212 | $ 50,000. | Person [X]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions.) |

| Name of organization | Employer identification number |
|---|---|
| VOGEL SCHWARTZ FOUNDATION, INC. | 71-0782093 |

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

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

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

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

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

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

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

| Name of organization | Employer identification number |
|---|---|
| VOGEL SCHWARTZ FOUNDATION, INC. | 71-0782093 |

**Part III** *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of $1,000 or less for the year (Enter this information once.) ▶ $

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

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|---|---|---|
| | | | |

(e) Transfer of gift

| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|---|---|
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|---|---|---|
| | | | |

(e) Transfer of gift

| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|---|---|
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|---|---|---|
| | | | |

(e) Transfer of gift

| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|---|---|
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|---|---|---|
| | | | |

(e) Transfer of gift

| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
|---|---|
| | |

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient<br>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 |
|---|---|---|---|---|
| CHILDREN'S TUMOR FOUNDATION<br>P.O. BOX 7262<br>LITTLE ROCK, AR 72217 | N/A | PUBLIC | CHARITABLE | 1,000. |
| CITY OF LITTLE ROCK<br>500 WEST MARKHAM STREET<br>LITTLE ROCK, AR 72201 | N/A | PUBLIC | SCULPTURE GARDEN | 10,000. |
| CONGREGATION B'NAI ISRAEL<br>3700 N. RODNEY PARHAM RD.<br>LITTLE ROCK, AR 72212 | N/A | PUBLIC | CHARITABLE | 5,700. |
| INJURED MARINE SEMPER FI FUND<br>825 COLLEGE BLDV, SUITE 102, PMB 609<br>OCEANSIDE, CA 92057 | N/A | PUBLIC | CHARITABLE | 1,000. |
| JUNIOR DEPUTY BASEBALL<br>P.O. BOX 250709<br>LITTLE ROCK, AR 72225-0709 | N/A | PUBLIC | CHARITABLE | 500. |
| JUVENILE DIABETES RESEARCH FOUNDATION<br>11324 ARCADE DRIVE<br>LITTLE ROCK, AR 72212 | N/A | PUBLIC | CHARITABLE | 3,000. |
| KIWANIS ACTIVITIES, INC.<br>5512 FERNDALE CUT OFF ROAD<br>LITTLE ROCK, AR 72223 | N/A | PUBLIC | CHARITABLE | 300. |
| METHODIST FAMILY HEALTH FOUNDATION<br>1600 ALDERSGATE ROAD<br>LITTLE ROCK, AR 72205 | N/A | PUBLIC | CHARITABLE | 300. |
| NAMI ARKANSAS<br>1012 AUTUMN ROAD<br>LITTLE ROCK, AR 72211 | N/A | PUBLIC | CHARITABLE | 200. |
| OUR HOUSE<br>302 E. ROOSEVELT RD<br>LITTLE ROCK, AR 72206 | N/A | PUBLIC | CHARITABLE | 1,000. |
| **Total from continuation sheets** | | | | 41,100. |

**Part XV Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient<br>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 |
|---|---|---|---|---|
| SAM M. VOGEL RADIOLOGY FUND<br>#2 ST. VINCENT CIRCLE<br>LITTLE ROCK, AR 72205 | N/A | PUBLIC | CHARITABLE | 15,100. |
| ST. VINCENT FOUNDATION<br>TWO ST. VINCENT CIRCLE<br>LITTLE ROCK, AR 72205 | N/A | PUBLIC | CHARITABLE | 1,500. |
| WAYNE O. STOCKSETH ENDOWED SCHOLARSHIP<br>UNIV. OF N. TX HEALTH SCIENCE CENTER,<br>3500 CAMP BOWIE BLVD, SUITE 802 FORT WORTH, TX 76107 | N/A | PUBLIC | CHARITABLE | 500. |
| WOLFE STREET FOUNDATION<br>P.O. BOX 3708<br>LITTLE ROCK, AR 72203 | N/A | PUBLIC | CHARITABLE | 1,000. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total from continuation sheets | | | | |

323631
05-01-13

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | (A) REVENUE PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME |
|---|---|---|---|---|---|
| UBS FINANCIAL SERVICES INC. | 71,195. | 32,327. | 38,868. | 38,868. | |
| TO PART I, LINE 4 | 71,195. | 32,327. | 38,868. | 38,868. | |

FORM 990-PF ACCOUNTING FEES STATEMENT 2

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| HUDSON, CISNE & CO. LLP | 675. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 16B | 675. | 0. | | 0. |

FORM 990-PF TAXES STATEMENT 3

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| TAX EXPENSE | 28,186. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 28,186. | 0. | | 0. |

FORM 990-PF OTHER EXPENSES STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| MANAGEMENT FEES | 300. | 0. | | 0. |
| INVESTMENT FEES | 11,272. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 23 | 11,572. | 0. | | 0. |

| FORM 990-PF | OTHER INCREASES IN NET ASSETS OR FUND BALANCES | STATEMENT 5 |
|---|---|---|

| DESCRIPTION | AMOUNT |
|---|---|
| INCREASE DUE TO ADJUSTMENT OF BASIS | 381. |
| TOTAL TO FORM 990-PF, PART III, LINE 3 | 381. |

| FORM 990-PF | OTHER INVESTMENTS | STATEMENT 6 |
|---|---|---|

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|---|
| MUTUAL FUNDS | COST | 1,757,732. | 2,023,045. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 1,757,732. | 2,023,045. |

| FORM 990-PF | PART XV - LINE 1A<br>LIST OF FOUNDATION MANAGERS | STATEMENT 7 |
|---|---|---|

NAME OF MANAGER

ROBERT A. VOGEL
SAM M. VOGEL, JR

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## Type of Gain/Loss: Short Term (Box 1c)

Short-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part I, with **Box A** checked.

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* COLUMBIA LARGE CAP INDEX FUND A | | | | | *CUSIP* 19765H339 | *Symbol (Box 1d)* NEIAX | | | | |
| Sell | **235.0000** | | 12/10/12 | 04/16/13 | **7,136.95** | **6,502.45** | | | | **634.50** |
| *Description (Box 8)* DELAWARE DIVERSIFIED INCOME FUND CLASS A | | | | | *CUSIP* 246248744 | *Symbol (Box 1d):* DPDFX | | | | |
| Sell | 33 8000 | | 02/22/12 | 02/15/13 | 313.66 | 311 78 | | | | 1 88 |
| Sell | 32 7800 | | 03/22/12 | 02/15/13 | 304.20 | 300 09 | | | | 4 11 |
| Sell | 32 0970 | | 04/20/12 | 02/15/13 | 297 86 | 296 72 | | | | 1.14 |
| Sell | 32.2410 | | 05/22/12 | 02/15/13 | 299 20 | 297 08 | | | | 2 12 |
| Sell | 32 9120 | | 06/22/12 | 02/15/13 | 305 42 | 305 24 | | | | 0 18 |
| Sell | 31.9380 | | 07/20/12 | 02/15/13 | 296.38 | 302 27 | | | | (5 89) |

*continued next page*

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71-0782093
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## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part I, with **Box A** checked (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* DELAWARE DIVERSIFIED INCOME FUND CLASS A | | | | | *CUSIP* 246248744 | | *Symbol (Box 1d)* DPDFX | | | |
| Sell | 33.0760 | | 08/22/12 | 02/15/13 | 306 95 | 310 07 | | | | (3 12) |
| Sell | 31 5810 | | 09/21/12 | 02/15/13 | 293 07 | 297 63 | | | | (4.56) |
| Sell | 31 0390 | | 10/22/12 | 02/15/13 | 288 04 | 292 85 | | | | (4.81) |
| Sell | 30 8610 | | 11/21/12 | 02/15/13 | 286 39 | 289 91 | | | | (3 52) |
| Sell | 29 2040 | | 12/21/12 | 02/15/13 | 271 02 | 272 32 | | | | (1 30) |
| Sell | 58 7530 | | 12/21/12 | 02/15/13 | 545 22 | 547 84 | | | | (2 62) |
| Sell | 41 0160 | | 12/21/12 | 02/15/13 | 380 63 | 382 45 | | | | (1.82) |
| Sell | 29 0860 | | 01/22/13 | 02/15/13 | 269 92 | 271 73 | | | | (1 81) |
| **Sub Total** | **480.3840** | | | | **4,457.96** | **4,477.98** | | | | **(20.02)** |
| *Description (Box 8)* EAGLE SMALL CAP GROWTH FUND CLASS A | | | | | *CUSIP* 269858106 | | *Symbol (Box 1d)* HRSCX | | | |
| Sell | **87.0000** | | 12/10/12 | 04/16/13 | **3,975.03** | **3,650.52** | | | | **324.51** |
| *Description (Box 8)* FRANKLIN/TEMPLETON GLOBAL BOND FUND CLASS A | | | | | *CUSIP* 880208103 | | *Symbol (Box 1d)* TPINX | | | |
| Sell | 3,791 0000 | | 12/11/12 | 02/13/13 | 51,292 23 | 51,747.15 | 5 40 | | | (449 52) |
| Sell | 1,151 3580 | | 12/11/12 | 05/30/13 | 15,405 17 | 15,716 04 | 5 24 | | | (305 63) |
| **Sub Total** | **4,942.3580** | | | | **66,697.40** | **67,463.19** | **10.64** | | | **(755.15)** |
| *Description (Box 8)* FT TEMPLETON DEVLP MARKETS A | | | | | *CUSIP* 88018W104 | | *Symbol (Box 1d)* TEDMX | | | |
| Sell | **206.0000** | | 02/13/13 | 04/16/13 | **4,797.74** | **5,135.58** | | | | **(337.84)** |

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## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part I, with **Box A** checked. (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* INVESCO BALANCED-RISK ALLOCATION FUND A | | | | | *CUSIP* 00141V747 | | *Symbol (Box 1d)* ABRZX | | | |
| Sell | 4,899 5990 | | 12/10/12 | 05/30/13 | 62 322 90 | 61,000 01 | | | | 1,322 89 |
| Sell | 4,899.5980 | | 12/10/12 | 07/11/13 | 60 951 00 | 60,999 99 | | | | (48 99) |
| **Sub Total** | **9,799.1970** | | | | **123,273.90** | **122,000.00** | | | | **1,273.90** |
| *Description (Box 8)* INVESCO MID CAP CORE EQUITY FUND CLASS A | | | | | *CUSIP* 00141M812 | | *Symbol (Box 1d)*. GTAGX | | | |
| Sell | 185 0000 | | 12/10/12 | 04/16/13 | 4 340 10 | 3,903 50 | | | | 436 60 |
| Sell | 1,663.3410 | | 12/10/12 | 07/24/13 | 41,916 19 | 35,096 50 | | | | 6,819 69 |
| **Sub Total** | **1,848.3410** | | | | **46,256.29** | **39,000.00** | | | | **7,256.29** |
| *Description (Box 8)* IVY HIGH INCOME FUND CLASS A | | | | | *CUSIP* 466000668 | | *Symbol (Box 1d)*. WHIAX | | | |
| Sell | 80 8350 | | 08/27/12 | 08/08/13 | 697 60 | 681 44 | | | | 16 16 |
| Sell | 84 3360 | | 09/27/12 | 08/08/13 | 727 82 | 718.54 | | | | 9 28 |
| Sell | 100 0910 | | 10/26/12 | 08/08/13 | 863 79 | 854 78 | | | | 9 01 |
| Sell | 96 2470 | | 11/27/12 | 08/08/13 | 830.61 | 821 95 | | | | 8 66 |
| Sell | 133.5950 | | 12/13/12 | 08/08/13 | 1,152.92 | 1 140 90 | | | | 12 02 |
| Sell | 40 2760 | | 12/13/12 | 08/08/13 | 347 58 | 343 96 | | | | 3 62 |
| Sell | 96 7600 | | 12/31/12 | 08/08/13 | 835 04 | 826 33 | | | | 8 71 |
| Sell | 76.7170 | | 01/25/13 | 08/08/13 | 662 07 | 665 14 | | | | (3 07) |
| Sell | 88 0640 | | 02/27/13 | 08/08/13 | 759.99 | 761 75 | | | | (1 76) |
| Sell | 75 1940 | | 03/27/13 | 08/08/13 | 648.93 | 655 69 | | | | (6 76) |
| Sell | 94.0860 | | 04/26/13 | 08/08/13 | 811 96 | 825 13 | | | | (13.17) |
| Sell | 80 4050 | | 05/24/13 | 08/08/13 | 693 90 | 706 76 | | | | (12 86) |
| Sell | 1,762 5230 | | 05/30/13 | 08/08/13 | 15,210 57 | 15,422 08 | | | | (211 51) |

*continued next page*

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## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part I, with **Box A** checked (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* IVY HIGH INCOME FUND CLASS A | | | | | | *CUSIP* 466000668 | *Symbol (Box 1d)* WHIAX | | | |
| Sell | 100 2660 | | 06/27/13 | 08/08/13 | 865 29 | 855 27 | | | | 10 02 |
| Sell | 105 1050 | | 07/26/13 | 08/08/13 | 907 06 | 909 16 | | | | (2 10) |
| **Sub Total** | **3,014.5000** | | | | **26,015.13** | **26,188.88** | | | | **(173.75)** |
| *Description (Box 8)* IVY MID CAP GROWTH FUND CLASS A | | | | | | *CUSIP* 466000577 | *Symbol (Box 1d)* WMGAX | | | |
| Sell | **214.0000** | | 12/10/12 | 04/16/13 | **4,232.92** | **3,916.20** | | | | **316.72** |
| *Description (Box 8)* JP MORGAN MID CAPVALUE FUND CLASS A | | | | | | *CUSIP* 339128308 | *Symbol (Box 1d)* JAMCX | | | |
| Sell | **142.0000** | | 12/10/12 | 04/16/13 | **4,365.08** | **3,958.96** | | | | **406.12** |
| *Description (Box 8)* JP MORGAN SMALL CAP VALUE FUND CLASS A | | | | | | *CUSIP* 4812C1769 | *Symbol (Box 1d)* PSOAX | | | |
| Sell | **181.0000** | | 12/10/12 | 04/16/13 | **4,096.03** | **3,621.81** | | | | **474.22** |
| *Description (Box 8)* JP MORGAN U S LARGE CAP CORE PLUS FUND A | | | | | | *CUSIP* 4812A2413 | *Symbol (Box 1d)* JLCAX | | | |
| Sell | **294.0000** | | 12/10/12 | 04/16/13 | **7,176.54** | **6,729.66** | | | | **446.88** |
| *Description (Box 8)* PIMCO ALL ASSETS ALL AUTH-A | | | | | | *CUSIP* 72200Q232 | *Symbol (Box 1d)* PAUAX | | | |
| Sell | 5,555 0000 | | 12/10/12 | 02/15/13 | 61,382.75 | 63,104 80 | | | | (1,722 05) |
| Sell | 5,184 4370 | | 12/10/12 | 05/20/13 | 57,028 80 | 58,895 20 | | | | (1,866,40) |
| Sell | 308,2720 | | 12/27/12 | 05/20/13 | 3,391 00 | 3,434 15 | | | | (43 15) |

*continued next page*

## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part I, with **Box A** checked. (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* PIMCO ALL ASSETS ALL AUTH-A | | | | | | *CUSIP* 72200Q232 | *Symbol (Box 1d)* PAUAX | | | |
| Sell | 61 0670 | | 12/31/12 | 05/20/13 | 671 73 | 676 01 | | | | (4 28) |
| Sell | 31 4780 | | 03/21/13 | 05/20/13 | 346 26 | 344 05 | | | | 2.21 |
| **Sub Total** | **11,140.2540** | | | | **122,820.54** | **126,454.21** | | | | **(3,633.67)** |
| *Description (Box 8)* PIMCO EQS DIVIDEND FUND CLASS A | | | | | | *CUSIP* 72201T664 | *Symbol (Box 1d)* PQDAX | | | |
| **Sell** | **522.0000** | | 02/15/13 | 04/16/13 | **6,217.02** | **6,154.38** | | | | **62.64** |
| *Description (Box 8)* PIMCO UNCONSTRAINED BOND FUND CLASS A | | | | | | *CUSIP* 72201M479 | *Symbol (Box 1d)*: PUBAX | | | |
| Sell | 5 6900 | | 07/31/12 | 07/24/13 | 64 19 | 65 26 | | | | (1 07) |
| Sell | 4.5300 | | 08/31/12 | 07/24/13 | 51 10 | 52 19 | | | | (1.09) |
| Sell | 4.1140 | | 09/28/12 | 07/24/13 | 46 40 | 47 89 | | | | (1 49) |
| Sell | 5 7930 | | 10/31/12 | 07/24/13 | 65 35 | 67 66 | | | | (2 31) |
| Sell | 6 5270 | | 11/30/12 | 07/24/13 | 73 62 | 76 24 | | | | (2 62) |
| Sell | 10 0210 | | 12/12/12 | 07/24/13 | 113.04 | 116 74 | | | | (3 70) |
| Sell | 146 7130 | | 12/27/12 | 07/24/13 | 1,654 92 | 1,684 27 | | | | (29 35) |
| Sell | 3 4960 | | 12/31/12 | 07/24/13 | 39 44 | 40 13 | | | | (0 69) |
| Sell | 2.2610 | | 01/31/13 | 07/24/13 | 25.50 | 26 07 | | | | (0 57) |
| Sell | 4 7990 | | 02/28/13 | 07/24/13 | 54 13 | 55 52 | | | | (1 39) |
| Sell | 4.0770 | | 03/28/13 | 07/24/13 | 45.99 | 47 09 | | | | (1 10) |
| Sell | 5 2990 | | 04/30/13 | 07/24/13 | 59.77 | 61 42 | | | | (1 65) |
| Sell | 5 1880 | | 05/31/13 | 07/24/13 | 58.53 | 59 77 | | | | (1 24) |
| Sell | 2.3320 | | 06/28/13 | 07/24/13 | 26.30 | 26 33 | | | | (0.03) |
| **Sub Total** | **210.8400** | | | | **2,378.28** | **2,426.58** | | | | **(48.30)** |

*continued next page*

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## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part I, with **Box A** checked. (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* PIONEER STRATEGIC INCOME FUND CLASS A | | | | | *CUSIP* 723884102 | | *Symbol (Box 1d)* PSRAX | | | |
| Sell | 1,192 6420 | | 01/17/13 | 06/12/13 | 13,286 03 | 13,560 34 | 7 36 | | | (266 95) |
| Sell | 3,506 1860 | | 01/17/13 | 11/07/13 | 38 638 17 | 39,865 34 | | | | (1,227 17) |
| Sell | 4 3780 | | 01/31/13 | 11/07/13 | 48 24 | 49 69 | | | | (1 45) |
| Sell | 16 9940 | | 02/28/13 | 11/07/13 | 187 28 | 192 88 | | | | (5 60) |
| Sell | 17 0350 | | 03/28/13 | 11/07/13 | 187 72 | 193 52 | | | | (5 80) |
| Sell | 16 5280 | | 04/30/13 | 11/07/13 | 182 14 | 189 41 | | | | (7 27) |
| Sell | 16 8060 | | 05/31/13 | 11/07/13 | 185 20 | 193.95 | | | | (8 75) |
| Sell | 15 2090 | | 06/28/13 | 11/07/13 | 167 61 | 170 48 | | | | (2.87) |
| Sell | 13 0590 | | 07/31/13 | 11/07/13 | 143.91 | 143 78 | | | | 0.13 |
| Sell | 13 2840 | | 08/30/13 | 11/07/13 | 146 39 | 144 26 | | | | 2.13 |
| Sell | 12 6000 | | 09/30/13 | 11/07/13 | 138 85 | 137.59 | | | | 1 26 |
| Sell | 11 9820 | | 10/31/13 | 11/07/13 | 132 04 | 132 64 | | | | (0 60) |
| **Sub Total** | **4,836.7030** | | | | **53,443.58** | **54,973.88** | **7.36** | | | **(1,522.94)** |
| *Description (Box 8)* VIRTUS PREMIUM ALPHA SECTOR FUND A | | | | | *CUSIP* 92828R255 | | *Symbol (Box 1d)*: VAPAX | | | |
| Sell | **708.0000** | | 02/15/13 | 04/16/13 | **10,372.20** | **10,004.04** | | | | **368.16** |
| *Description (Box 8)* VIRTUS SMALL-CAP CORE FUND CLASS A | | | | | *CUSIP* 92828N551 | | *Symbol (Box 1d)* PKSAX | | | |
| Sell | **192.0000** | | 12/10/12 | 04/16/13 | **3,999.36** | **3,734.40** | | | | **264.96** |
| **Short-term total Box A, Part I** | **39,053.5770** | | | | **$501,711 95** | **$496,392.72** | **$18.00** | | | **$5,337.23** |

*continued next page*

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## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

### Type of Gain/Loss: Long Term (Box 1c)

Long-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part II, with **Box D** checked.

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* DELAWARE DIVERSIFIED INCOME FUND CLASS A | | | | | *CUSIP* 246248744 | | *Symbol (Box 1d)* DPCFX | | | |
| Sell | **33.5910** | | 01/20/12 | 02/15/13 | **311 73** | **306.50** | | . | | **5.23** |
| *Description (Box 8)* IVY HIGH INCOME FUND CLASS A | | | | | *CUSIP* 466000568 | | *Symbol (Box 1d)* WHIAX | | | |
| Sell | 74.3720 | | 01/27/12 | 08/08/13 | 641 83 | 606.13 | | | | 35 70 |
| Sell | 79.8670 | | 02/27/12 | 08/08/13 | 689 25 | 660.50 | | | | 28 75 |
| Sell | 79 6680 | | 03/27/12 | 08/08/13 | 687 53 | 662.04 | | | | 25.49 |
| Sell | 94 6870 | | 04/27/12 | 08/08/13 | 817 15 | 790.64 | | | | 26 51 |
| Sell | 79 1940 | | 05/25/12 | 08/08/13 | 683 45 | 653.35 | | | | 30 10 |
| Sell | 85 8760 | | 06/27/12 | 08/08/13 | 741 11 | 711 91 | | | | 29.20 |
| Sell | 90 8910 | | 07/27/12 | 08/08/13 | 784 39 | 760 76 | | | | 23 63 |
| **Sub Total** | **584.5550** | | | | **5,044.71** | **4,845.33** | | | | **199.38** |
| *Description (Box 8)* PIMCO UNCONSTRAINED BOND FUND CLASS A | | | | | *CUSIP* 72201M479 | | *Symbol (Box 1d)* PUBAX | | | |
| Sell | 2 7460 | | 01/31/12 | 07/24/13 | 30 98 | 30 23 | | | | 0 75 |
| Sell | 307 4680 | | 02/01/12 | 07/24/13 | 3,468 24 | 3,379 07 | | | | 89 17 |
| Sell | 8 8790 | | 02/29/12 | 07/24/13 | 100 15 | 97 94 | | | | 2 21 |
| Sell | 15 8680 | | 03/30/12 | 07/24/13 | 178 99 | 175 18 | | | | 3 81 |
| Sell | 14 3540 | | 04/30/12 | 07/24/13 | 161 91 | 160.19 | | | | 1 72 |
| Sell | 15 1080 | | 05/31/12 | 07/24/13 | 170 42 | 170 87 | | | | (0 45) |

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Vogel Schwartz Foundation, Inc.
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## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part II, with **Box D** checked. (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| Description (Box 8) PIMCO UNCONSTRAINED BOND FUND CLASS A | | | | | | CUSIP 72201M479 | Symbol (Box 1d) PUBAX | | | |
| Sell | 11 4860 | | 06/29/12 | 07/24/13 | 129 56 | 130 60 | | | | (1 04) |
| **Sub Total** | **375.9090** | | | | **4,240.25** | **4,144.08** | | | | **96.17** |
| **Long-term total Box D, Part II** | **994.0550** | | | | **$9,596.69** | **$9,295.91** | | | | **$300.78** |

### Type of Gain/Loss: Long Term (Box 1c)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked.

Attachment 3

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| Description (Box 8) DELAWARE DIVERSIFIED INCOME FUND CLASS A | | | | | | CUSIP: 246248744 | Symbol (Box 1d) DPDFX | | | |
| Sell | 8,290 6220 | | 11/04/10 | 02/15/13 | 76,936 97 | 81,451 25 | | | | (4,514 28) |
| Sell | 18 3400 | | 11/22/10 | 02/15/13 | 170 20 | 177 24 | | | | (7.04) |
| Sell | 32 3480 | | 12/22/10 | 02/15/13 | 300 19 | 296 12 | | | | 4.07 |
| Sell | 240.0240 | | 12/28/10 | 02/15/13 | 2,227.42 | 2,197 31 | | | | 30 11 |
| Sell | 110 9270 | | 12/28/10 | 02/15/13 | 1,029.40 | 1,015 48 | | | | 13.92 |
| Sell | 34 3810 | | 01/21/11 | 02/15/13 | 319 06 | 315.43 | | | | 3 63 |
| Sell | 630 2330 | | 02/22/11 | 02/15/13 | 5,848 56 | 5,800 98 | | | | 47 58 |
| Sell | 35.9340 | | 02/22/11 | 02/15/13 | 333.47 | 330 75 | | | | 2.72 |
| Sell | 33.7270 | | 03/22/11 | 02/15/13 | 312 99 | 310 78 | | | | 2.21 |
| Sell | 38 3020 | | 04/21/11 | 02/15/13 | 355 44 | 354.85 | | | | 0.59 |

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Vogel Schwartz Foundation, Inc
71-0782093
Form 990-PF, Part IV Capital Gains and Losses
Attachment 3
2013

## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box E** checked. (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* DELAWARE DIVERSIFIED INCOME FUND CLASS A | | | | | *CUSIP* 246248744 | | *Symbol (Box 1d)* DPDFX | | | |
| Sell | 37.0580 | | 05/20/11 | 02/15/13 | 343 90 | 346 28 | | | | (2 38) |
| Sell | 37 4090 | | 06/22/11 | 02/15/13 | 347 15 | 349 19 | | | | (2 04) |
| Sell | 32 5550 | | 07/22/11 | 02/15/13 | 302 11 | 305 52 | | | | (3.41) |
| Sell | 33 4080 | | 08/22/11 | 02/15/13 | 310 03 | 315 86 | | | | (5.83) |
| Sell | 34 4820 | | 09/22/11 | 02/15/13 | 319 99 | 323 59 | | | | (3 60) |
| Sell | 33 3040 | | 10/21/11 | 02/15/13 | 309 06 | 307 54 | | | | 1.52 |
| Sell | 33 0410 | | 11/22/11 | 02/15/13 | 306 62 | 307.76 | | | | (1 14) |
| Sell | 32 2500 | | 12/22/11 | 02/15/13 | 299 28 | 293 62 | | | | 5 66 |
| Sell | 113 0860 | | 12/23/11 | 02/15/13 | 1,049 44 | 1,029 59 | | | | 19.85 |
| Sell | 146 3460 | | 12/23/11 | 02/15/13 | 1,358 09 | 1,332 41 | | | | 25.68 |
| **Sub Total** | **9,997.7770** | | | | **92,779.37** | **97,161.55** | | | | **(4,382.18)** |
| *Description (Box 8)* FAIRHOLME FUND | | | | | *CUSIP* 304871106 | | *Symbol (Box 1d)* FAIRX | | | |
| Sell | 120 4040 | | 11/05/10 | 04/16/13 | 4,121 43 | 4,276.75 | | | | (155 32) |
| Sell | 85 5960 | | 12/16/10 | 04/16/13 | 2,929 95 | 2,913 69 | | | | 16 26 |
| **Sub Total** | **206.0000** | | | | **7,051.38** | **7,190.44** | | | | **(139.06)** |
| *Description (Box 8)* INVESCO CONVERTIBLE SECURITIES FUND CLASS A | | | | | *CUSIP* 00888W403 | | *Symbol (Box 1d)* CNSAX | | | |
| Sell | 486 0000 | | 02/18/11 | 04/16/13 | 10,696.86 | 10,747 25 | | | | (50 39) |
| Sell | 1 028 8070 | | 02/18/11 | 11/18/13 | 25,000 00 | 22,750.72 | | | | 2,249 28 |
| **Sub Total** | **1,514.8070** | | | | **35,696.86** | **33,497.97** | | | | **2,198.89** |

*continued next page*

Vogel Schwartz Foundation, Inc.
71-0782093
Form 990-PF, Part IV Capital Gains and Losses
Attachment 3
2013

## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked. (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| *Description (Box 8)* IVY HIGH INCOME FUND CLASS A | | | | | *CUSIP* 466000668 | *Symbol (Box 1d)* WHIAX | | | | |
| Sell | 12,200 0900 | | 02/18/11 | 08/08/13 | 105,286 77 | 103,700 76 | | | | 1,586 01 |
| Sell | 11.8760 | | 02/25/11 | 08/08/13 | 102.49 | 100 71 | | | | 1.78 |
| Sell | 73 6290 | | 03/25/11 | 08/08/13 | 635 42 | 622 90 | | | | 12 52 |
| Sell | 102 3190 | | 04/27/11 | 08/08/13 | 883.02 | 868.69 | | | | 14.33 |
| Sell | 85 1860 | | 05/27/11 | 08/08/13 | 735 15 | 722.38 | | | | 12.77 |
| Sell | 77 0380 | | 06/27/11 | 08/08/13 | 664 84 | 642 50 | | | | 22.34 |
| Sell | 78 8100 | | 07/27/11 | 08/08/13 | 680 13 | 664 37 | | | | 15.76 |
| Sell | 91 5370 | | 08/26/11 | 08/08/13 | 789 96 | 731 38 | | | | 58 58 |
| Sell | 90 6800 | | 09/27/11 | 08/08/13 | 782 57 | 720 00 | | | | 62 57 |
| Sell | 86 6170 | | 10/27/11 | 08/08/13 | 747 51 | 704 20 | | | | 43.31 |
| Sell | 88 3300 | | 11/25/11 | 08/08/13 | 762.28 | 705.76 | | | | 56 52 |
| Sell | 180.0920 | | 12/08/11 | 08/08/13 | 1,554 20 | 1,429 93 | | | | 124.27 |
| Sell | 95 2360 | | 12/08/11 | 08/08/13 | 821 88 | 756 17 | | | | 65.71 |
| Sell | 100 2620 | | 12/30/11 | 08/08/13 | 865 27 | 799 09 | | | | 66 18 |
| **Sub Total** | **13,361.7020** | | | | **115,311.49** | **113,168.84** | | | | **2,142.65** |
| *Description (Box 8)* PIMCO UNCONSTRAINED BOND FUND CLASS A | | | | | *CUSIP* 72201M479 | *Symbol (Box 1d)* PUBAX | | | | |
| Sell | 7,419 4800 | | 11/04/10 | 07/24/13 | 83,691.73 | 84,285 29 | | | | (593.56) |
| Sell | 11 8760 | | 11/30/10 | 07/24/13 | 133.97 | 133 13 | | | | 0 84 |
| Sell | 2.1640 | | 12/08/10 | 07/24/13 | 24 41 | 24 00 | | | | 0 41 |
| Sell | 14 1230 | | 12/08/10 | 07/24/13 | 159 30 | 156 62 | | | | 2 68 |
| Sell | 12.1820 | | 12/31/10 | 07/24/13 | 137 42 | 135 22 | | | | 2.20 |
| Sell | 10.6520 | | 01/31/11 | 07/24/13 | 120 15 | 118 45 | | | | 1.70 |
| Sell | 492 0000 | | 02/22/11 | 07/24/13 | 5 549 76 | 5,490 72 | | | | 59.04 |

*continued next page*

Vogel Schwartz Foundation, Inc.
71-0782093
Form 990-PF, Part IV Capital Gains and Losses
Attachment 3
2013

## Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked (continued)

*In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)*

| Activity type | Quantity / face value (Box 1e) | Original cost basis ($) | Date acquired (Box 1b) | Date of sale / exchange (Box 1a) | Sale amount (Box 2a) ($) | Cost or other basis (Box 3) ($) | Wash sale loss disallowed (Box 5) ($) | Federal income tax withheld (Box 4) ($) | Loss not allowed (Box 2b) | Gain/Loss ($) |
|---|---|---|---|---|---|---|---|---|---|---|
| Description (Box 8) PIMCO UNCONSTRAINED BOND FUND CLASS A | | | | | CUSIP 72201M479 | | Symbol (Box 1d) PUBAX | | | |
| Sell | 9 0380 | | 02/28/11 | 07/24/13 | 101 95 | 100 86 | | | | 1.09 |
| Sell | 12 1190 | | 03/31/11 | 07/24/13 | 136 70 | 135 37 | | | | 1.33 |
| Sell | 11 6100 | | 04/30/11 | 07/24/13 | 130 96 | 129 68 | | | | 1.28 |
| Sell | 13 8080 | | 05/31/11 | 07/24/13 | 155 76 | 153.54 | | | | 2.22 |
| Sell | 12 0220 | | 06/30/11 | 07/24/13 | 135.60 | 133 44 | | | | 2 16 |
| Sell | 8 7990 | | 07/31/11 | 07/24/13 | 99 26 | 97.58 | | | | 1.68 |
| Sell | 6 6860 | | 08/31/11 | 07/24/13 | 75 42 | 73 55 | | | | 1.87 |
| Sell | 7 4220 | | 09/30/11 | 07/24/13 | 83 72 | 81 20 | | | | 2 52 |
| Sell | 7 0710 | | 10/31/11 | 07/24/13 | 79 76 | 77 50 | | | | 2 26 |
| Sell | 8 7440 | | 11/30/11 | 07/24/13 | 98 63 | 95 40 | | | | 3 23 |
| Sell | 61 2400 | | 12/28/11 | 07/24/13 | 690 79 | 666 29 | | | | 24,50 |
| Sell | 5.1450 | | 12/30/11 | 07/24/13 | 58.03 | 56.03 | | | | 2 00 |
| **Sub Total** | **8,126.1810** | | | | **91,663.32** | **92,143.87** | | | | **(480.55)** |
| **Long-term total Box E, Part II** | **33,206.4670** | | | | **$342,502.42** | **$343,162.67** | | | | **$(660.25)** |
| **Total** | | | | | **$853,811.06** | | | | | |

Form 8868
(Rev. January 2014)

Department of the Treasury
Internal Revenue Service

# Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

| Type or print | Name of exempt organization or other filer, see instructions. | Enter filer's identifying number — Employer identification number (EIN) or |
|---|---|---|
| File by the due date for filing your return See instructions | VOGEL SCHWARTZ FOUNDATION, INC. | 71-0782093 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. 11219 FINANCIAL CENTRE PARKWAY, NO. 300 | Social security number (SSN) |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. LITTLE ROCK, AR 72211 | |

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

| Application Is For | Return Code | Application Is For | Return Code |
|---|---|---|---|
| Form 990 or Form 990-EZ | 01 | Form 990-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 ▶ ROBERT VOGEL - 11219 FINANCIAL CENTRE PARKWAY, #300 - LITTLE ROCK, AR 72211
  Telephone No ▶ 501-225-6018 Fax No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

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

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 | $ |
| 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 | $ 0. |
| 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 | $ |

**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.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev. 1-2014)
323841
12-31-13