



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 Carl E. Kessler Family Foundation		A Employer identification number 75-2567397
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 121579	Room/suite	B Telephone number 940-325-5629
City or town, state or province, country, and ZIP or foreign postal code Fort Worth, TX 76121-1579		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 7,681,493.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		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		2,191.	2,191.		Statement 1
5a Gross rents		40,298.	40,298.		Statement 2
b Net rental income or (loss) <38,118.>					Statement 3
6a Net gain or (loss) from sale of assets not on line 10		<35,676.>			
b Gross sales price for all assets on line 6a 8,859,655.					
7 Capital gain net income (from Part IV, line 2)			0.		
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		11,463.	0.		Statement 4
12 Total. Add lines 1 through 11		118,276.	42,489.		
13 Compensation of officers, directors, trustees, etc.		199,000.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees OGDEN, UT Stmt 5		2,223.	867.		489.
c Other professional fees					
17 Interest					
18 Taxes Stmt 6		43,244.	43,244.		0.
19 Depreciation and depletion		7,166.	7,454.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 7		63,949.	62,280.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		315,582.	113,845.		489.
25 Contributions, gifts, grants paid		421,835.			421,835.
26 Total expenses and disbursements. Add lines 24 and 25		737,417.	113,845.		422,324.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		<619,141.>			
b Net investment income (if negative, enter -0-)			0.		
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	219,780.	119,783.	119,783.
	2 Savings and temporary cash investments	6,461,079.	5,780,629.	5,780,629.
	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	2,120.	2,120.	2,120.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶ 356,752.		
Less accumulated depreciation Stmt 8 ▶ 67,712.		296,205.	289,040.	323,107.
12 Investments - mortgage loans				
13 Investments - other Stmt 9		0.	158,414.	158,414.
14 Land, buildings, and equipment basis ▶ 957,550.				
Less accumulated depreciation Stmt 10 ▶		957,550.	957,550.	1,297,440.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		7,936,734.	7,307,536.	7,681,493.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 11)	12,664.	2,607.	
23 Total liabilities (add lines 17 through 22)	12,664.	2,607.		
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	6,499,481.	6,499,481.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,424,589.	805,448.	
	30 Total net assets or fund balances	7,924,070.	7,304,929.	
31 Total liabilities and net assets/fund balances	7,936,734.	7,307,536.		

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	7,924,070.
2 Enter amount from Part I, line 27a	2	<619,141.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,304,929.
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	7,304,929.

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 Various Equities Sold			Various	Various
b				
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 8,859,655.		8,895,331.	<35,676.>
b			
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			<35,676.>
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<35,676.>
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			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2	
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	0.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 2,120.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	2,120.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	2,120.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax	2,120. Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>TX</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	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Stmt 12

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13		
14	The books are in care of Carla Kessler Telephone no. 817-793-1951 Located at P.O. Box 121579, Fort Worth, TX ZIP+4 76121			
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 N/A	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	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 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? ☐ 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
Kenneth R. Kessler	President			
626 Roaring Springs Road				
Fort Worth, TX 76114	20.00	52,000.	0.	0.
David R. Kessler	Vice President			
13 Cliff Drive				
Mineral Wells, TX 76067	20.00	87,000.	0.	0.
Carla K. Kessler	Secretary/Treasurer			
P.O. Box 123212				
Fort Worth, TX 76121	20.00	60,000.	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 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	208,398.
b	Average of monthly cash balances	1b	6,232,431.
c	Fair market value of all other assets	1c	1,200,000.
d	Total (add lines 1a, b, and c)	1d	7,640,829.
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	7,640,829.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	114,612.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,526,217.
6	Minimum investment return. Enter 5% of line 5	6	376,311.

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	376,311.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	376,311.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	376,311.
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	376,311.

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	422,324.
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	422,324.
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	422,324.

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				376,311.
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				
e From 2012	19,678.			
f Total of lines 3a through e	19,678.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 422,324.				
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				376,311.
e Remaining amount distributed out of corpus	46,013.			
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	65,691.			
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	65,691.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	19,678.			
e Excess from 2013	46,013.			

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				
Air Warrior Courage Foundation P.O. Box 877 Silver Spring, MD 20918			Support of US troops.	2,500.
All Gods Children P.O. Box 5909 Villa Park, IL 60181			Human service.	2,500.
All Hands Volunteers P.O. Box 546 Carlisle, MA 01741			Human service.	5,000.
Amazon Conservation Association 1822 R St. NW Fourth Floor Washington, DC 20009			Conservation.	2,500.
American Cancer Society 3301 West Fwy Fort Worth, TX 76107			Human service.	10,000.
Total	See continuation sheet(s)			421,835.
b Approved for future payment				
None				
Total				0.

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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: [Signature] Date: 16/16/14 Title: President

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
	J.A. Garrison, CPA	<i>[Signature]</i>	5/29/14		P00218920
	Firm's name ▶ J A Garrison & Co., CPA's				Firm's EIN ▶ 75-2801173
	Firm's address ▶ 6912 NE Loop 820 N Richland Hills, TX 76180				Phone no. 817-332-3921

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

Carl E. Kessler Family Foundation

75-2567397

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 foundationCheck 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

Carl E. Kessler Family Foundation**75-2567397****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
<u>1</u>	<u>Ken Kessler</u> <u>626 Roaring Springs Road</u> <u>Fort Worth, TX 76114</u>	\$ _____	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>2</u>	<u>Ken Kessler</u> <u>626 Roaring Springs Road</u> <u>Fort Worth, TX 76114</u>	\$ _____	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

Carl E. Kessler Family Foundation**75-2567397****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
<u>1</u>	<u>Cloudwash by Sky M Jones (certificate #940015906)</u> _____ _____	\$ <u>50,000.</u>	<u>01/01/13</u>
<u>2</u>	<u>Color Bomb Drop by Sky M Jones (certificate # 940015905)</u> _____ _____	\$ <u>50,000.</u>	<u>01/01/13</u>
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

Carl E. Kessler Family Foundation**75-2567397****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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(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 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
AmeriCares 88 Hamilton Avenue Stamford, CT 06902			Community service.	1,000.
Animal Friends Caryl Gates Gluck Res. Center 562 Camp Home Rd Pittsburgh, PA 15237			Animal welfare.	2,500.
Animal Welfare Institute 900 Pennsylvania Avenue, SE Washington, DC 20003			Service to animals.	1,000.
ARM - Addiction Recovery Ministries PO Box 511 Mineral Wells, TX 76068			Human service.	5,000.
Barnabas Center 1303 Jasmine St., Suite 101 Fernandina Beach, FL 32034			Human service.	2,500.
Beyond Borders P.O. Box 2132 Norristown, PA 19404			Human service.	5,000.
Boys & Girls Country 18806 Roberts Road Hockley, TX 77447			Children welfare.	2,500.
Brazos Valley Food Bank 1514 Shiloh Ave Bryan, TX 77803			Human service.	2,500.
Careity Foundation P.O. Box 126038 Fort Worth, TX 76126			Human service.	10,000.
Charity Navigator 139 Harristown Road, Suite 101 Glen Rock, NJ 07452			Human service.	2,500.
Total from continuation sheets				399,335.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
Charity water 200 Varick St., Suite 201 New York, NY 10014			Human service.	2,500.
Chikondi Malawi PO Box 100311 Forth Worth, TX 76185			Human service.	2,500.
Children's Alliance P.O. Box 403 Mineral Wells, TX 76068			Children welfare.	5,000.
Citizens for Animal Protection 17555 Katy Freeway Houston, TX 77094			Service to animals.	1,000.
COA Youth & Family Centers 909 East North Ave. Milwaukee, WI 53212			Child welfare.	2,500.
Community Renewal International 838 Margaret Place Shreveport, LA 71101			Human service.	120,000.
Concern Worldwide US 355 Lexington Ave, 19th Floor New York, NY 10017			Human service.	2,500.
Connecticut Food Bank 150 Bradley St. East Haven, CT 06512			Human service.	2,500.
Cook's Children 801 7th Street Fort Worth, TX 76104			Children's hospital.	5.
Cradles to Crayons 155 N. Beacon Street Brighton, MA 02135			Child welfare.	2,500.
Total from continuation sheets.				

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
Dare to Care Food Bank 5803 Fern Valley Road Louisville, KY 40228			Human service.	2,500.
DonorsChoice.org 347 W. 36th St, Suite 503 New York, NY 10018			Human service.	1,097.
Doorway for Women & Families P.O. Box 100185 Arlington, VA 22210			Human service.	2,500.
Echo 17391 Durrance Road North Fort Myers, FL 33917			Human service.	2,500.
Environmental and Energy Study Institute 1112 16th St. NW Suite 300 Washington, DC 20036			Conservation.	2,500.
Eva's Village 393 Main Street Paterson, NJ 07501			Human service.	2,500.
Feed My Starving Children 401 93rd Ave NW Coon Rapids, MN 55433			Child welfare.	2,500.
Ferst Foundation for Childhood Literacy P.O. Box 1327 Madison, GA 30650			Child education.	2,500.
Fifty Year Club Mineral Wells, TX 76067 Mineral Wells, TX 76067			Community service.	1,000.
Free the Kids 2303 West Market St. Greensboro, NC 27403			Child welfare.	2,500.
Total from continuation sheets				

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
Giving Children Hope 8332 Commonwealth Avenue Buena Park, CA 90621			Human service.	1,500.
Global Medical Relief 112 Macfarland Avenue Staten Island, NY 10305			Human service.	1,500.
Globus Relief 1775 West 1500 South Salt Lake City, UT 84104			Human service.	2,500.
Guttmacher Institute 125 Maiden Lane Seventh floor New York, NY 10038			Human service.	2,500.
Haiti For Homes 4907 51st St CT E Tacoma, WA 98443			Community service.	738.
Help From People to People 121 West Nyack Road Nanuet, NY 10954			Human service.	2,500.
Helping Hand for Relief & Development 12541 McDougall St. Suite 100 Detroit, MI 48212			Human service.	2,500.
Himalayan Cataract Project P.O. Box 55 Waterbury, VT 05676			Human service.	1,500.
Homes for our Troops 6 Main Street Taunton, MA 02780			Support of veterans.	10,000.
Homes from the Heart c/o Fuller Center P.O. Box 901365 Kansas City, MO 64109-1365			Human service.	5,000.
Total from continuation sheets				

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
Hope Domestic Violence P.O. Box 1650 Mineral Wells, TX 76068			Human service.	5,000.
Hope for Haiti 1021 5th Ave., N Naples, FL 34201			Human service.	1,500.
Hope For The Warriors 1335 Western Blvd Suite E PMB 48 Jacksonville, NC 28546			US troop support.	1,500.
Houston Humane Society 14700 Alameda Road Houston, TX 77053			Animal welfare.	2,500.
Human Development Foundation 1350 Remington Road, Suite W Schaumburg, IL 60173			Human service.	2,500.
Humane Society of North Texas 1840 East Lancaster Fort Worth, TX 76103			Animal welfare.	2,500.
Injured Marine Semper Fi fund 825 College Blvd Suite 102, PMB 609 Oceanside, CA 92057			Veteran support.	2,500.
International Child Care 240 W. Michigan Ave Kalamazoo, MI 49007			Child welfare.	2,500.
International Crises Aid P.O. Box 510167 St. Louis, MO 63151			Human service.	2,500.
International Relief Teams 4560 Alvarado Canyon Road Suite 2G San Diego, CA 92120			Human service.	2,500.
Total from continuation sheets				

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
Intrepid Fallen Heroes Fund One Intrepid Square New York, NY 10036			Human service.	2,500.
JOIN 1435 NE 81st Ave Suite 100 Portland, OR 97213			Human service.	1,500.
Landmark Legal Foundation 3100 Broadway Suite 1210 Kansas City, MO 64111			Human service.	2,500.
Lion's Club Cripple Children's Camp P.O. Box 368 Mineral Wells, TX 76068			Children's welfare.	5,000.
MAP International 4700 Glynco Parkway Brunswick, GA 31525			Human service.	2,500.
Meals on Wheels 1410 S.E. Martin Luther King Jr St. Mineral Wells, TX 76067			Human service.	2,500.
Meals On Wheels, Inc of Tarrant County 320 South Freeway Fort Worth, TX 76104			Human service.	3,500.
Medical Teams International 14150 Southwest Milton Ct. Tigard, OR 97207			Healthcare services to poor.	2,500.
MedShare Internation 3240 Clifton Springs Road Decatur, GA 30034			Human service.	2,500.
MEND 10641 North San Fernando Road Pacoima, CA 91331			Human service.	2,500.
Total from continuation sheets				

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
Mercy-USA for Aid and Development 44450 Pinetree Drive Suite 201 Plymouth, MI 48170			Human service.	2,500.
Michigan Anticruelty Society 13569 Joseph Campau St Detroit, MI 48212			Human service.	1,500.
Mineral Wells Rotary Club PO Box 1151 Mineral Wells, TX 76068			Community service.	252.
Mineral Wells Senior Center 102 N W 6th Ave Mineral Wells, TX 76067			Human service.	15,000.
National Military Family Association 2500 North Van Dorn St.suite 102 Alexandria, VA 22302			Veteran support.	2,500.
National Viet Nam Memorial P.O. Box 146 Mineral Wells, TX 76068			Support of veterans.	10,000.
Noon Lion's Club P.O. Box 3099 Mineral Wells, TX 76068			Community service.	400.
North Texas Food Bank 4500 S. Cockrell Hill Road Dallas, TX 75236			Human service.	2,500.
NTX Crush Baseball 8236 Villa Lago Dr #913 Fort Worth, TX 76179			Youth development.	500.
Operation Fuel One Regency Drive Suite 200 Bloomfield, CT 06002			Human service.	1,000.
Total from continuation sheets				

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
Pachamama Alliance Presidio Building #1009 PO Box 29191 San Francisco, CA 94129			Conservation.	1,500.
Palo Pinto Challenge 215 Central Ave Strawn, TX 76475			Human service.	2,500.
Palo Pinto General Hospital Aux 400 SW 25th Ave Mineral Wells, TX 76067			Human service.	1,000.
Palo Pinto Humane Society PO Box 1574 Mineral Wells, TX 76068			Animal welfare.	1,500.
Partners In Health 3rd Floor, 888 Commonwealth Ave Boston, MA 02215			Human service.	1,500.
People's Resource Center 201 South Naperville Road Wheaton, IL 60187			Human service.	2,000.
Performing Animal Welfare Society P.O. Box 849 Galt, CA 95632			Animal welfare.	1,500.
Puppies Behind Bars 263 W. 38th St. 4th Floor New York, NY 10018			Animal welfare.	2,500.
Rainforest Trust 25 Horner St Warrenton, VA 20186			Conservation.	5,000.
Safeplace P.O. Box 19454 Austin, TX 78760			Human service.	1,500.
Total from continuation sheets				

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
Salvation Army Womens Service League PO Box 873 St. Joseph, MI 490855			Human service.	5,000.
Salvation Army 1855 E. Lancaster Ave Fort Worth, TX 76103			Human service.	15,000.
Small Steps 1709 Depelchin Houston, TX 77007			Human service.	2,500.
SPCA Central Florida 2727 Conroy Rd Orlando, FL 32839			Animal welfare.	1,500.
Support The Enlisted Project-STEP P.O. Box 26747 San Diego, CA 92196			Veteran support.	2,500.
Tarrant County Food Bank 2600 Cullen Street Fort Worth, TX 76107			Human service.	2,500.
TEAK 16 W. 22nd Street 3rd Floor New York, NY 10010			Student welfare.	2,500.
The Wild Foundation 717 Poplar Avenue Boulder, CO 80304			Natural conservation.	2,500.
Tostan 2121 Decatur Place, NW Washington, DC 20008			Human service.	2,500.
Trenton Area Soup Kitchen 72 1/2 Escher Street Trenton, NJ 08609			Human service.	2,500.
Total from continuation sheets				

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
Trinity Habitat for Humanity 3345 S. Jones Street Ft. Worth, TX 76110			Human service.	5,000.
U.S.O. P.O. box 96860 Washington, DC 20090-6860			Support of U.S. troops.	343.
University of Massachusetts Lowell 1 University Lowell, MA 01854			Support of educational services.	5,000.
Vitamin Angels 111 West Micheltorena Street Suite #300 Santa Barbara, CA 93101			Human service.	2,500.
Washington University Campus Box 1041, One Brookings Drive St. Louis, MO 63130			Support of educational services.	2,500.
Wedgewood Academy 4833 Selkirk Dr Fort Worth, TX 76109			Educational services.	1,500.
WestAid 7940 Camp Bowie West Fort Worth, TX 76116			Human service.	2,500.
Wildlife Conservation Network 25745 Bassett Lane Los Altos, CA 94022			Conservation.	2,500.
Zonta Club of Mineral Wells P.O. Box 1643 Mineral Wells, TX 76068			Community service.	1,000.
Total from continuation sheets				

Form 990-PF	Dividends and Interest from Securities	Statement	1
-------------	--	-----------	---

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Dividends	2,191.	0.	2,191.	2,191.	
To Part I, line 4	2,191.	0.	2,191.	2,191.	

Form 990-PF	Rental Income	Statement	2
-------------	---------------	-----------	---

Kind and Location of Property	Activity Number	Gross Rental Income
Commercial Rental	1	40,298.
Total to Form 990-PF, Part I, line 5a		40,298.

Form 990-PF	Rental Expenses	Statement	3
-------------	-----------------	-----------	---

Description	Activity Number	Amount	Total
Depreciation		7,166.	
Repairs and Maintenance		35,134.	
Property Taxes		13,000.	
Contract labor		10,335.	
Automobile & truck		5,142.	
Telephone		4,406.	
Utilities		3,233.	
- SubTotal -	1		78,416.
Total rental expenses			78,416.
Net rental Income to Form 990-PF, Part I, line 5b			<38,118.>

Form 990-PF	Other Income	Statement	4
-------------	--------------	-----------	---

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Unrealized Gain on Investments	11,463.	0.	
Total to Form 990-PF, Part I, line 11	11,463.	0.	

Form 990-PF	Accounting Fees	Statement	5
-------------	-----------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	2,223.	867.		489.
To Form 990-PF, Pg 1, ln 16b	2,223.	867.		489.

Form 990-PF	Taxes	Statement	6
-------------	-------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Property Taxes	30,244.	30,244.		0.
Property Taxes	13,000.	13,000.		0.
To Form 990-PF, Pg 1, ln 18	43,244.	43,244.		0.

Form 990-PF	Other Expenses	Statement	7
-------------	----------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Postage and Delivery	586.	0.		0.
Investment Services & Publications	2,878.	2,878.		0.
Dues & Subscriptions	165.	0.		0.
Supplies	1,152.	1,152.		0.
Bank Service Charges	78.	0.		0.

Carl E. Kessler Family Foundation

75-2567397

Safe Deposit Box Rental	360.	0.	0.
Office Expense	448.	0.	0.
Meals	32.	0.	0.
Repairs and Maintenance	35,134.	35,134.	0.
Contract labor	10,335.	10,335.	0.
Automobile & truck	5,142.	5,142.	0.
Telephone	4,406.	4,406.	0.
Utilities	3,233.	3,233.	0.
To Form 990-PF, Pg 1, ln 23	63,949.	62,280.	0.

Form 990-PF Depreciation of Assets Held for Investment Statement 8

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
559 Grant Rd - Land	8,240.	0.	8,240.
559 Grant Rd - Building	12,310.	2,528.	9,782.
560 Grant Rd - Land	37,620.	0.	37,620.
560 Grant Rd - Building	15,240.	3,128.	12,112.
Overhead door repair	6,000.	1,155.	4,845.
Leasehold Improvements	18,170.	3,378.	14,792.
Leasehold Improvements	12,340.	2,265.	10,075.
558 Grant Rd. - Land	20,900.	0.	20,900.
558 Grant Rd. - Building	64,600.	12,745.	51,855.
553 Grant Rd. - Land	4,040.	0.	4,040.
553 Grant Rd. - Building	26,140.	5,360.	20,780.
300 Industrial, Bldg # 336 - Land	6,659.	0.	6,659.
300 Industrial, Bldg # 336 - Building	11,291.	2,320.	8,971.
2003 Chevy 1500	16,114.	16,114.	0.
Fork Lift	4,000.	4,000.	0.
18 ft Trailer - C&S Trailers	2,075.	2,075.	0.
CORDLESS PHONE	161.	161.	0.
Mobile Home & Improvements	47,907.	2,763.	45,144.
Land-Mobile Home Lot Improvements	26,550.	0.	26,550.
560 Bld Imprvmnts-Bathroom addn/rehab	3,394.	196.	3,198.
Tractor Implements-Equipment	13,000.	9,021.	3,979.
Total to Fm 990-PF, Part II, ln 11	356,751.	67,209.	289,542.

Form 990-PF	Other Investments	Statement	9
-------------	-------------------	-----------	---

Description	Valuation Method	Book Value	Fair Market Value
Brokerage Account-Securities	FMV	158,414.	158,414.
Total to Form 990-PF, Part II, line 13		158,414.	158,414.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	10
-------------	--	-----------	----

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
LAND	957,550.	0.	957,550.
Total To Fm 990-PF, Part II, ln 14	957,550.	0.	957,550.

Form 990-PF	Other Liabilities	Statement	11
-------------	-------------------	-----------	----

Description	BOY Amount	EOY Amount
Credit Cards Payable	12,664.	2,607.
Total to Form 990-PF, Part II, line 22	12,664.	2,607.

Form 990-PF

List of Substantial Contributors
Part VII-A, Line 10

Statement 12

Name of Contributor

Address

Ken Kessler

626 Roaring Springs Road
Fort Worth, TX 76114

2013 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
101	LAND	01/01/06				957,550.			957,550.			0.
	* Total 990-PF Pg 1 Depr					957,550.		0.	957,550.	0.	0.	0.

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► 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

Type or print	Name of exempt organization or other filer, see instructions	Enter filer's identifying number
	Carl E. Kessler Family Foundation	Employer identification number (EIN) or 75-2567397
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions C/O J.A. Garrison & Co., CPAs - 6912 NE Loop 820	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions N Richland Hills, TX 76180	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-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

Carla Kessler

- The books are in the care of ► **P.O. Box 121579 - Fort Worth, TX 76121**

Telephone No ► **817-793-1951**

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 ☒ 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	\$	0.
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	\$	2,120.
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	\$	0.

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