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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

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

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013

Name of foundation THE FRED M KEMP FOUNDATION		A Employer identification number 77-0590359
Number and street (or P O box number if mail is not delivered to street address) 16955 CHESTERFIELD AIRPORT ROAD	Room/suite	B Telephone number (see instructions) (636) 537-1718
City or town, state or province, country, and ZIP or foreign postal code CHESTERFIELD, MO 63005		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,566,712	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	82,067			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	24	24	24	
	4 Dividends and interest from securities				
	5a Gross rents	119,450		119,450	
	b Net rental income or (loss) <u>119,450</u>				
	6a Net gain or (loss) from sale of assets not on line 10	3,000			
	b Gross sales price for all assets on line 6a <u>43,000</u>				
	7 Capital gain net income (from Part IV, line 2)		3,000		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	96,724	0	96,724		
12 Total. Add lines 1 through 11	301,265	3,024	216,198		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	33,525	671	8,024	24,830
	14 Other employee salaries and wages	88,894	287	21,642	66,965
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	67,765	0	16,551	51,214
	b Accounting fees (attach schedule)	8,365	0	2,043	6,322
	c Other professional fees (attach schedule)				
	17 Interest	37,253	0	9,099	28,154
	18 Taxes (attach schedule) (see instructions)	45,492	0	11,111	34,382
	19 Depreciation (attach schedule) and depletion	87,390	0	95,930	
	20 Occupancy	140,212	0	34,246	105,966
	21 Travel, conferences, and meetings	1,752	0	428	1,324
	22 Printing and publications	1,648	0	403	1,245
	23 Other expenses (attach schedule)	68,465	0	16,721	51,741
	24 Total operating and administrative expenses. Add lines 13 through 23	580,761	958	216,198	372,143
25 Contributions, gifts, grants paid	0			0	
26 Total expenses and disbursements. Add lines 24 and 25	580,761	958	216,198	372,143	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-279,496				
b Net investment income (if negative, enter -0-)		2,066			
c Adjusted net income (if negative, enter -0-)			0		

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	207,149	228,125	228,125			
	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 (attach schedule) (see instructions)						
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____						
	8 Inventories for sale or use	4,729	4,692	4,692			
	9 Prepaid expenses and deferred charges						
	10a Investments—U S and state government obligations (attach schedule)						
	b Investments—corporate stock (attach schedule)						
	c Investments—corporate bonds (attach schedule)						
	11 Investments—land, buildings, and equipment basis ▶ _____ 632,189 Less accumulated depreciation (attach schedule) ▶ _____	632,189	632,189	632,189			
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)						
	14 Land, buildings, and equipment basis ▶ _____ 3,360,622 Less accumulated depreciation (attach schedule) ▶ _____ 925,093	2,522,921	2,435,529	2,435,529			
15 Other assets (describe ▶ _____)	5,171,298	5,266,177	5,266,177				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,538,286	8,566,712	8,566,712				
Liabilities	17 Accounts payable and accrued expenses	38,276	14,645				
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)	526,525	508,062				
	22 Other liabilities (describe ▶ _____)	152,868	502,884				
	23 Total liabilities (add lines 17 through 22)	717,669	1,025,591				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds	4,548,249	4,548,249				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0				
	29 Retained earnings, accumulated income, endowment, or other funds	3,272,368	2,992,872				
30 Total net assets or fund balances (see page 17 of the instructions)	7,820,617	7,541,121					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,538,286	8,566,712					

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	7,820,617
2	Enter amount from Part I, line 27a	2	-279,496
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	7,541,121
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	7,541,121

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)
1 a 1965 220SE CABRIOLET	D	2008-03-13	2013-01-09
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 43,000		40,000	3,000
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			3,000
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	3,000
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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 page 18 of 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	349,590	131,795	2.652529
2011	267,423	10,904	24.525220
2010	360,595	452,618	0.796687
2009	762,426	67,028	11.374739
2008	888,722	111,272	7.986933

2 Total of line 1, column (d).	2	47.336108
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	9.467222
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	114,347
5 Multiply line 4 by line 3.	5	1,082,548
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	21
7 Add lines 5 and 6.	7	1,082,569
8 Enter qualifying distributions from Part XII, line 4.	8	372,143

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 page 18 of the instructions)

Table with 11 main rows and sub-rows (a-e) for credits. Columns include line numbers and amounts. Total tax due is 41, with an overpayment of 0.

Part VII-A Statements Regarding Activities

Table with 10 rows (1a-10) and 3 columns: Question, Yes, No. Contains questions about political activities, tax on political expenditures, and foundation status.

Part VII-A Statements Regarding Activities (continued)

<p>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) <input checked="" type="checkbox"/></p>	11	Yes	
<p>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)</p>	12		No
<p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.KEMPAUTOMUSEUM.ORG</p>	13	Yes	
<p>14 The books are in care of THE FOUNDATION Telephone no (636) 537-1718 Located at 16955 CHESTERFIELD AIRPORT ROAD CHESTERFIELD MO ZIP +4 63005</p>			
<p>15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15</p>			
<p>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 instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶</p>	16	Yes	No

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
<p>1a During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>				
<p>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 page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p>	1b			
<p>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?</p>	1c			No
<p>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))</p> <p>a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____</p> <p>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).</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____</p>				
<p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)</p>	3b			
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	4a			No
<p>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?</p>	4b			No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRED M KEMP III 16955 CHESTERFIELD AIRPORT ROAD CHESTERFIELD, MO 63005	PRESIDENT/DIRECTOR 2 00	18,000	0	0
RODGER VAN NESS - RESIGNED 51513 16955 CHESTERFIELD AIRPORT ROAD CHESTERFIELD, MO 63005	VICE PRESIDENT/DIRECTOR 5 00	15,525	0	0
FRANK KEEFE 16955 CHESTERFIELD AIRPORT ROAD CHESTERFIELD, MO 63005	SECRETARY/DIRECTOR 1 00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000. <input type="checkbox"/>				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 (see instructions). If none, enter "NONE".

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 MAINTAIN AND OPERATE A MUSEUM TO PRESERVE, MAINTAIN AND DISPLAY VINTAGE ANTIQUE, CLASS AND CONTEMPORARY AUTOMOBILES FOR THE PUBLIC AND PROVIDE EDUCATIONAL TOURS AND PROGRAMS	579,803
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the 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	116,088
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	116,088
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	116,088
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,741
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	114,347
6	Minimum investment return. Enter 5% of line 5.	6	5,717

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	
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	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	

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	372,143
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	372,143
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	372,143

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				
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ _____				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.				
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)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. 2002-11-25

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0	0	0	0	0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	372,143	349,590	267,856	360,595	1,350,184
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	372,143	349,590	267,856	360,595	1,350,184
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets	8,566,715	8,540,382	8,809,339	9,117,531	35,033,967
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	8,566,715	8,540,382	8,809,339	9,117,531	35,033,967
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

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)				
a <i>Paid during the year</i>				
Total				▶ 3a 0
b <i>Approved for future payment</i>				
Total				▶ 3b 0

Schedule B
(Form 990, 990-EZ, or 990-PF)

Schedule of Contributors

OMB No 1545-0047

▶ Attach to Form 990, 990-EZ, or 990-PF.

2013

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

Name of the organization
THE FRED M KEMP FOUNDATION

Employer identification number
77-0590359

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 33¹/₃% 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 for 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 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 990PF, 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
THE FRED M KEMP FOUNDATION

Employer identification number
77-0590359

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	MICHAEL MCCOLGAN 117 SWAN QUARTER DRIVE CARY, NC 27519	\$ 51,000	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	RICHARD V SNYDER 7948 PARK DRIVE ST LOUIS, MO 63117	\$ 23,000	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
THE FRED M KEMP FOUNDATION

Employer identification number
77-0590359

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1957 MB 220S	\$ 51,000	2013-08-20

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1964 CITROEN 2CV	\$ 23,000	2013-12-31

(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
THE FRED M KEMP FOUNDATION

Employer identification number
77-0590359

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. See instructions.) \$
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
_____ _____ _____	_____ _____ _____

TY 2013 Accounting Fees Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	8,365	0	2,043	6,322

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: THE FRED M KEMP FOUNDATION
 EIN: 77-0590359

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LINKSYS WIRELESS ROUTER -G ACCESS POINT	2005-05-03	75	75	200DB	5 000000000000	0	0	0	
LINKSYS VPN ROUTER & SALES TAX	2005-05-03	133	133	200DB	5 000000000000	0	0	0	
LINKSYS VPN ROUTER	2005-06-27	75	75	200DB	5 000000000000	0	0	0	
ACT SOFTWARE	2005-11-14	670	670	SL	3 000000000000	0	0	0	
FRAMING FOR OPENING	2005-04-01	794	794	200DB	7 000000000000	0	0	0	
GALLERY ROPING AND CHROME STANDS	2005-05-13	7,839	7,839	200DB	7 000000000000	0	0	0	
RECEPTION CHAIR	2005-04-15	108	108	200DB	7 000000000000	0	0	0	
SAM'S CLUB -CHAIR	2005-04-15	100	100	200DB	7 000000000000	0	0	0	
ACRILIC DISPLAY STANDS 9" W/CUSTOM LOGO 4@100 EA + 64	2005-03-01	464	464	200DB	7 000000000000	0	0	0	
DISPLAY STANDS	2005-03-08	3,816	3,816	200DB	7 000000000000	0	0	0	
FROSTED ETCHINGS FOR STANDS & INSTALLATION	2005-04-13	405	405	200DB	7 000000000000	0	0	0	
ACT SOFTWARE VERSION 6	2005-12-30	660	660	SL	3 000000000000	0	0	0	
ACRYLIC DISPLAY STANDS 9" WIDE 3@95 + 48 SHIPPING	2005-04-14	333	333	200DB	7 000000000000	0	0	0	
8" X 1" FROSTED ETCH VINYL FOR BROCHURE STANDS	2005-04-19	59	59	200DB	7 000000000000	0	0	0	
LADDERS	2005-03-03	288	288	200DB	7 000000000000	0	0	0	
TORNADO UPRIGHT VACUUM CLEANER & OTHER SUPPUES	2005-03-14	299	299	200DB	7 000000000000	0	0	0	
MCMASTER-CARR SUPPLY CO -77	2005-03-16	68	68	200DB	7 000000000000	0	0	0	
FREIGHT SKID 10 ROPE STANDS	2005-03-28	54	54	200DB	7 000000000000	0	0	0	
MINIMAG CARD READER KBD	2005-03-29	125	125	200DB	7 000000000000	0	0	0	
2000 SCISSOR LIFT, SKYJACK 3219	2005-12-05	3,800	3,800	200DB	7 000000000000	0	0	0	
POWER WASHER	2005-12-14	1,009	1,009	200DB	7 000000000000	0	0	0	
CADDIES FOR ROUND & RECT TABLES & CHAIRS	2005-12-29	1,607	1,607	200DB	7 000000000000	0	0	0	
CASH DRAWER	2005-03-29	215	215	200DB	7 000000000000	0	0	0	
METROLOGIC SCANNER W/TRIGGER USB	2005-03-29	322	322	200DB	7 000000000000	0	0	0	
THERMAL STAR 600 RECEIPT PRINTER	2005-03-29	429	429	200DB	7 000000000000	0	0	0	
6 DISPLAY STANDS	2006-06-01	55	55	200DB	7 000000000000	0	0	0	
PODIUM	2006-06-01	818	781	200DB	7 000000000000	37	0	37	
ABOVEGROUND LIFT INSTALL OF AUTO LIFT, LESS ELECTRIC	2006-02-07	3,745	660	SL	39 000000000000	96	0	96	
DATA ANALYSIS FOR SOUNDPROOFING THE BENZ GALLERY & ENTRY HALL	2006-03-23	2,320	403	SL	39 000000000000	59	0	59	
SOUNDPROOFING WALL PANELS & BANNERS IN CEILING	2006-10-30	59,816	9,523	SL	39 000000000000	1,534	0	1,534	
AWAYA TELEPHONE SYSTEM	2007-02-15	2,767	2,397	200DB	7 000000000000	247	0	370	
INSTALLATION FO 2 ADDITIONAL VOICE CABLES	2007-02-27	448	388	200DB	7 000000000000	40	0	60	
REMAINING BALANCE FOR TELEPHONES	2007-03-16	2,819	2,442	200DB	7 000000000000	251	0	377	
ENGENIUS DURAFON 1X	2007-04-12	657	569	200DB	7 000000000000	59	0	88	
EXTRA HEADSET	2007-04-13	295	255	200DB	7 000000000000	27	0	40	
EXPANSION MODULE	2007-05-09	872	756	200DB	7 000000000000	77	0	116	
NEW MUSEUM OFFICE COMPUTER -KEVIN LEE THOMPSON	2007-11-05	988	988	200DB	5 000000000000	0	0	0	
WIDESCREEN MONITOR, WIRELESS ADAPTER, PRINTER -KEVIN'S DESK	2007-11-27	330	330	200DB	5 000000000000	0	0	0	
TRASH CONTAINER	2007-12-07	64	56	200DB	7 000000000000	5	0	8	
OFFICE FURNITURE/DESK, CHAIR, ETC	2007-10-25	315	272	200DB	7 000000000000	29	0	43	
FOLDING BANQUET TABLES	2007-11-16	460	398	200DB	7 000000000000	41	0	62	
TOY ENGINE FOR THE EDUCATION PROGRAMS	2007-11-27	73	73	200DB	5 000000000000	0	0	0	
COMPANY MAGNETIC NAME TAGS	2007-12-19	130	130	200DB	5 000000000000	0	0	0	
AV SOUND AND SYSTEM	2007-08-08	16,557	16,557	200DB	5 000000000000	0	0	0	
CHANGE SCREEN ORDER/MOVIE PROJECTOR	2007-08-20	10,858	10,858	200DB	5 000000000000	0	0	0	
SOUND SYSTEM	2007-09-14	750	750	200DB	5 000000000000	0	0	0	
EQUIPMENT AND PRODUCTION FEE FOR ANTENNA AUDIO	2007-06-27	23,500	23,500	200DB	5 000000000000	0	0	0	
AUDIO TOUR EQUIPM ENT -MP3 PLAYERS	2007-10-03	501	501	200DB	5 000000000000	0	0	0	
AUDIO TOUR EQUIPMENT/HEAD PHONES	2007-10-04	284	284	200DB	5 000000000000	0	0	0	
AUDIO TOUR EQUIPMENT -CORD, ADAPTER, XLR TO TM	2007-10-18	101	101	200DB	5 000000000000	0	0	0	
GENERAL OFFICE SUPPLIES	2007-12-18	35	35	200DB	5 000000000000	0	0	0	
WATER HEATER FOR DISHWASHER	2007-06-20	268	268	200DB	5 000000000000	0	0	0	
GROUND LIGHTS	2007-10-08	1,313	176	SL	39 000000000000	34	0	34	
PARKING LOT RESURFACE	2007-08-22	1,133	498	150DB	15 000000000000	67	0	76	
UNDER DRAIN CONSTRUCTION & OVERLAY	2007-09-18	33,199	4,504	SL	39 000000000000	851	0	851	
SEAL & STRIPE PARKING LOT	2007-09-19	5,550	2,436	150DB	15 000000000000	328	0	370	
ELECTRICAL SIGN ON BUILDING	2007-05-11	1,166	1,010	200DB	7 000000000000	104	0	156	
CHANNEL LETTERS ON NORTH SIDE OF BULDING "KEMP AUTO MUSEUM"	2007-06-13	7,785	6,743	200DB	7 000000000000	695	0	1,042	
16" DIAMETER BASE -96 UPRIGHT - (8) 14" CLOTHS & C-PRINT GRAPHICS	2007-06-13	1,311	1,136	200DB	7 000000000000	117	0	175	
SIGNAGE -INSTALL ON EXISTING BRACKETS PER FRED	2007-10-03	2,355	2,039	200DB	7 000000000000	211	0	316	
SOUNDPROOFING 1 - MTL C-1 ADD FOR BLACK FABRIC OVER BANNER	2007-01-31	19,018	2,907	SL	39 000000000000	488	0	488	
TABLE MOVER	2006-06-01	30	30	200DB	7 000000000000	0	0	0	
ICE MAKER & ICE SCOOP	2006-06-01	609	582	200DB	7 000000000000	27	0	27	
PIANO STAND	2006-06-01	619	591	200DB	7 000000000000	28	0	28	
SONY VIAO COM PUTER	2008-02-29	500	236	200DB	5 000000000000	14	0	17	
SERVER	2008-02-29	1,250	589	200DB	5 000000000000	36	0	42	
NEW WORKSTATION FOR RECEPTION DESK/INSTALLATION OF SOFTWARE & TRANSFER	2008-03-04	1,352	637	200DB	5 000000000000	39	0	45	
DESKTOP COM PUTER	2008-04-24	1,174	553	200DB	5 000000000000	34	0	78	
HP LAPTOP	2008-04-30	1,935	911	200DB	5 000000000000	56	0	129	
BLACK FOLDING CHAIRS	2008-01-28	1,047	407	200DB	7 000000000000	47	0	150	
DONOR WALL	2008-11-01	4,277	2,015	200DB	5 000000000000	123	0	713	
CUBICLE WALLS	2008-04-24	1,665	647	200DB	7 000000000000	74	0	238	
CREDENZA AND DESK IN EXPRESSO FINISH (LIBRARY OFFICE)	2008-11-21	2,200	854	200DB	7 000000000000	98	0	314	
LAND	2008-05-31	632,189		L		0	0	0	
KIDS REDO - AUDIO	2008-03-19	3,500	660	150DB	15 000000000000	109	0	233	
PERMIT FOR OFFICE REMODEL	2008-05-27	1,000	189	150DB	15 000000000000	31	0	67	
FRONT OFFICE/LIBRARY REMODEL	2008-08-06	22,088	4,160	150DB	15 000000000000	688	0	1,473	
3 NEW VIDEO CAMERAS	2008-01-16	1,015	478	200DB	5 000000000000	29	0	17	
SECURITY -WIRELESS RADIO	2008-03-06	1,318	621	200DB	5 000000000000	38	0	44	
10 CHROME STANCHIONS	2008-07-01	822	319	200DB	7 000000000000	37	0	117	
POPCORN MACHINE & CART	2008-09-12	253	120	200DB	5 000000000000	7	0	34	
6 FRAMES MANED WITH MERCEDES PRINTS	2009-04-17	828	290	200DB	7 000000000000	35	0	118	
CANVAS PRINTS & POSTERS	2009-05-14	3,670	1,286	200DB	7 000000000000	157	0	524	
CANVAS PRINTS	2009-06-10	4,200	1,471	200DB	7 000000000000	180	0	600	
60 MB SCANS OF ARTWORK	2009-08-21	487	164	200DB	7 000000000000	23	0	70	
DONOR WALL	2009-12-01	6,772	2,196	200DB	7 000000000000	340	0	967	
6 LEATHER SWNEL CHAIRS	2009-04-13	594	208	200DB	7 000000000000	25	0	85	
8' BOAT SHAPED CONFERENCE TABLE	2009-04-13	1,499	525	200DB	7 000000000000	64	0	214	
LABOR CHARGES TO INSTALL WALL GRAPHICS	2009-04-07	707	247	200DB	7 000000000000	30	0	101	
ELECTRIC WORK - INSTALLING 2 OUTLETS	2009-04-07	541	65	SL	15 000000000000	18	0	36	
RECEPTION WALL ART 160" X 93" LAMDA PRINT LAMINATED	2009-03-18	1,050	136	SL	15 000000000000	35	0	70	
SECURITY SYSTEM	2009-12-18	2,946	306	SL	15 000000000000	98	0	196	
ECP COMPUTER 4GB 1066MHZ CPU WINDOWS 7	2010-06-09	855	304	200DB	5 000000000000	49	0	171	
SECURITY SYSTEM - ASSET TRANSFER UPON CAP LEASE FINAL PAYMENT	2010-03-31	86,977	7,248	SL	15 000000000000	2,899	0	5,798	
LAPTOP FOR EXECUTIVE DIRECTOR OFFICE	2010-09-07	350	125	200DB	5 000000000000	20	0	70	
BENEDEK TOTH IMAGE #19 BLACK W 196 TOP VIEW	2010-01-15	1,000	281	200DB	7 000000000000	63	0	143	
BUILDING (20% OF TOTAL)	2005-01-01	597,543	121,935	SL	39 000000000000	15,322	0	15,322	
2005 LEASEHOLD IMPROVEMENTS	2005-01-01	2,371,968	484,024	SL	39 000000000000	60,820	0	60,820	
MAIN AV COMPUTER	2005-02-14	1,611	1,611	200DB	5 000000000000	0	0	0	
MEMORY UPGRADE FOR COMPUTER	2005-02-14	585	585	200DB	5 000000000000	0	0	0	
COMPUTER FAX AND OTHER HARDWARE	2005-03-15	1,008	1,008	200DB	5 000000000000	0	0	0	
MODEM	2005-04-22	67	67	200DB	5 000000000000	0	0	0	
POS EQUIPMENT	2011-04-08	430		200DB	5 000000000000	0	0	86	
PEARL COMPUTER - RECEPTION	2012-04-26	1,187	119	200DB	5 000000000000	190	0	237	
PEARL COMPUTER - RESTORATION OFFICE	2012-12-13	690	69	200DB	5 000000000000	110	0	138	

TY 2013 Investments - Land Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	632,189	0	632,189	632,189

TY 2013 Land, Etc. Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LEASEHOLD IMPROVEMENTS	3,282,465	0	3,282,465	3,282,465
FURNITURE AND EQUIPMENT	78,157	0	78,157	78,157

TY 2013 Legal Fees Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	67,765	0	16,551	51,214

TY 2013 Other Assets Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
MUSEUM COLLECTION	5,060,684	5,094,684	5,094,684
OTHER RECEIVABLES	110,614	171,493	171,493

TY 2013 Other Expenses Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	43,063	0	10,518	32,545
PERSONNEL EXPENSE	1,040	0	254	786
OFFICE EXPENSE	15,325	0	3,742	11,580
CAR SHOW	9,037	0	2,207	6,830

TY 2013 Other Income Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ADMISSIONS	26,477		26,477
MUSEUM PROGRAMS	70,247		70,247

TY 2013 Other Liabilities Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Description	Beginning of Year - Book Value	End of Year - Book Value
INVESTMENT IN SUBSIDIARY	152,868	152,868
PAYROLL LIABILITIES	0	16
ADVANCE - RM AUCTIONS	0	350,000

TY 2013 Taxes Schedule

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	15,094	0	3,687	11,408
REAL ESTATE TAXES	12,025	0	2,937	9,088
PERSONAL PROPERTY TAXES	18,373	0	4,487	13,886

TY 2013

TransfersToControlledEntities

Name: THE FRED M KEMP FOUNDATION

EIN: 77-0590359

Name	US / Foreign Address	EIN	Description	Amount
KEMP MUSEUM SERVICES INC	16955 CHESTERFIELD AIRPORT ROAD CHESTERFIELD, MO 63005	26-1100236	REIMBURSEMENT OF EXPENSES INCLUDING SHARED SALARIES	32,621
Total				32,621