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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. By law, the IRS cannot redact the information on the form.

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
THE BRETTLER FAMILY FOUNDATION

A Employer identification number
91-2014618

Number and street (or P O box number if mail is not delivered to street address) Room/suite
4124 55TH AVE NE

B Telephone number (see instructions)
(206) 292-9953

City or town, state or province, country, and ZIP or foreign postal code
SEATTLE, WA 98105

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)*▶$ 17,649,072

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ______ *(Part I, column (d) must be on cash basis.)*

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(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)	2,678,115			
	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	248,802	234,753		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	481,552			
	b	Gross sales price for all assets on line 6a 8,794,976				
	7	Capital gain net income (from Part IV, line 2)		945,826		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	3,408,469	1,180,579		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	5,942	2,971		2,971
	b	Accounting fees (attach schedule)	17,716	8,858		8,858
	c	Other professional fees (attach schedule)	47,377	47,377		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	27,501	2,476		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	210	0		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	98,746	61,682		11,829
	25	Contributions, gifts, grants paid	798,913			798,913
	26	**Total expenses and disbursements.** Add lines 24 and 25	897,659	61,682		810,742
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,510,810			
	b	**Net investment income** (if negative, enter -0-)		1,118,897		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,987,550	1,430,024	1,430,024
	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			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,741,918	10,679,467	11,871,415
	c	Investments—corporate bonds (attach schedule)	3,980,978	4,312,056	4,283,099
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,077,225		
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	145,742	24,475	64,534
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	13,933,413	16,446,022	17,649,072
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	0	1,799	
	23	**Total liabilities** (add lines 17 through 22)	0	1,799	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	13,933,413	16,444,223	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	13,933,413	16,444,223	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	13,933,413	16,446,022	

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	13,933,413
2	Enter amount from Part I, line 27a	2	2,510,810
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	16,444,223
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	16,444,223

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	PUBLICALLY TRADED SECURITIES	P		
b	PUBLICALLY TRADED SECURITIES	D		
c	PUBLICALLY TRADED SECURITIES	P		
d	PUBLICALLY TRADED SECURITIES	D		
e	CAPITAL GAINS DIVIDENDS	P		

	(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	3,388,912		3,080,566	308,346
b	894,183		452,961	441,222
c	3,578,799		3,537,530	41,269
d	885,529		778,093	107,436
e	47,553			47,553

	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				308,346
b				441,222
c				41,269
d				107,436
e				47,553

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	945,826
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	

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	371,479	12,501,400	0 029715
2011	765,593	11,188,953	0 068424
2010	718,527	10,221,147	0 070298
2009	703,253	8,995,713	0 078176
2008	414,497	10,531,256	0 039359

2	**Total** of line 1, column (d).	2	0 285972
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	0 057194
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	14,595,485
5	Multiply line 4 by line 3.	5	834,774
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	11,189
7	Add lines 5 and 6.	7	845,963
8	Enter qualifying distributions from Part XII, line 4.	8	810,742

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ___________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	22,378
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	22,378
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	22,378
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	21,954		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	25,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	46,954
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	24,576
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 24,576 **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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶DAN BRETTLER PRESIDENT Telephone no ▶(206) 443-0980

Located at ▶4124 55TH AVE NE SEATTLE WA ZIP+4 ▶98105

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
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 ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
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____			
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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)? (see instructions) ☐ 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)? **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? ☐ 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** No

If "Yes" to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **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
DANIEL E BRETTLER 20 WEST GALER STREET SEATTLE, WA 98119	DIRECTOR 1 00	0	0	0
CINDY S BRETTLER 20 WEST GALER STREET SEATTLE, WA 98119	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 ▶ 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	
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	13,712,593
b	Average of monthly cash balances	1b	1,105,158
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	14,817,751
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	14,817,751
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	222,266
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,595,485
6	**Minimum investment return.** Enter 5% of line 5	6	729,774

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	729,774
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 22,378		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	22,378
3	Distributable amount before adjustments Subtract line 2c from line 1	3	707,396
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	707,396
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	707,396

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	810,742
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	810,742
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	810,742

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				707,396
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			49,965	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 810,742				
a Applied to 2012, but not more than line 2a			49,965	
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.				707,396
e Remaining amount distributed out of corpus	53,381			
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	53,381			
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 instructions			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) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	53,381			
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. . . . 53,381				

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. . . . . . . ▶

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

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

See Additional Data Table

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ 3a				798,913
b *Approved for future payment*				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	234,753	14,049
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	481,552	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		716,305	14,049

13 Total. Add line 12, columns (b), (d), and (e) **13** 730,354

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
4	IRC SECTION 103-TAX EXEMPT INCOME

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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-11-14 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
PATRICK E GREEN				P00166052
Firm's name ▶ SMITH BUNDAY BERMAN BRITTON PS			Firm's EIN ▶ 91-1275259	
Firm's address ▶ 11808 NORTHUP WAY SUITE 240 BELLEVUE, WA 980051959			Phone no (425) 827-8255	

Form 990PF Part XV Line 1a - 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).

DANIEL E BRETTLER
CINDY S BRETTLER

Form 990PF Part XV Line 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*				
SEATTLE MUSIC PARTNERS 4533 SUNNYSIDE AVE N SEATTLE, WA 98103	NONE	501(C)(3)	GENERAL OPERATING FUND-THE ARTS	2,000
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET NW ATLANTA, GA 30303	NONE	501(C)(3)	GENERAL OPERATING FUNDS-MEDICAL RESEARCH	2,900
AMVETS 8310 55TH ST WEST UNIVERSITY PLACE, WA 984671600	NONE	501(C)(3)	GENERAL OPERATING FUNDS-VETERANS	50
BOYS & GIRLS CLUB OF KING COUNTY 603 STEWART STREET 300 SEATTLE, WA 98101	NONE	501(C)(3)	GENERAL OPERATING FUNDS-YOUTH PROGRAMS	16,000
PET PARTNERS 875 124TH AVE NE 101 BELLEVUE, WA 98005	NONE	501(C)(3)	GENERAL OPERATING FUNDS - TRAINING FOR THERAPY ANIMAL TEAMS	50
COLLEGE SUCCESS FOUNDATION 1605 NW SAMMAMISH RD SUITE 100 ISSAQUAH, WA 98027	NONE	501(C)(3)	GENERAL OPERATING FUNDS-EDUCATION	21,250
LAKE CITY JUNIOR FOOTBALL 12345 30TH AVE NE STE AB SEATTLE, WA 98125	NONE	501(C)(3)	GENERAL OPERATING FUNDS	500
KUOW PUGET SOUND PUBLIC RADIO 4518 UNIVERSITY WAY NE STE 310 SEATTLE, WA 981054535	NONE	501(C)(3)	GENERAL OPERATING FUNDS-PUBLIC RADIO	35
MULTIPLE SCLEROSIS FOUNDATION 6350 N ANDREWS AVE FT LAUDERDALE, FL 33309	NONE	501(C)(3)	GENERAL OPERATING FUNDS-MSF PROGRAMS/SVCS	30
PLANNED PARENTHOOD 2001 EAST MADISON STREET SEATTLE, WA 98122	NONE	501(C)(3)	GENERAL OPERATING FUNDS-HEALTHCARE PROGRAMS	50
PLYMOUTH HOUSING GROUP 2113 THIRD AVENUE SEATTLE, WA 98121	NONE	501(C)(3)	GENERAL OPERATING FUNDS-COMBATTING HOMELESSNESS	234,831
SEATTLE CHILDREN'S HOSPITAL FOUNDATION 4800 SAND POINT WAY NE SEATTLE, WA 98105	NONE	501(C)(3)	GENERAL OPERATING FUNDS-CHILDREN'S MEDICAL	40,050
YOUTHCARE 2500 NE 54TH ST SEATTLE, WA 98105	NONE	501(C)(3)	GENERAL OPERATING FUNDS - HOMELESS	5,000
SEE YOUR IMPACT 1403 3RD AVE SUITE 830 SEATTLE, WA 98101	NONE	501(C)(3)	GENERAL OPERATING FUNDS-SOCIAL NETWORK CHARITABLE FUNDRAISING	25,000
THE POWER OF ONE CHARITY 4708 RAVEN RUN BROOMFIELD, CO 80023	NONE	501(C)(3)	GENERAL OPERATING FUNDS	500
Total . . . . ▶ **3a**				798,913

Form 990PF Part XV Line 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*				
SOLID GROUND 1501 N 45TH STREET SEATTLE, WA 98103	NONE	501(C)(3)	GENERAL OPERATING FUNDS-HOUSING FOR POOR	125,967
TREEHOUSE 2100 24TH AVENUE S SEATTLE, WA 98144	NONE	501(C)(3)	GENERAL OPERATING FUNDS-FOSTER CHILDREN PROGRAMS	250
UNITED WAY OF KING COUNTY 720 SECOND AVENUE SEATTLE, WA 981041702	NONE	501(C)(3)	GENERAL OPERATING FUNDS-MISC CHARITABLE ACTIVITIES	269,128
WASHINGTON STATE HOLOCAUST EDUCATION RESOURCE CENTER 2031 THIRD AVENUE SEATTLE, WA 98121	NONE	501(C)(3)	GENERAL OPERATING FUNDS-HOLOCAUST EDUCATION	1,039
YWCA 1118 5TH AVENUE SEATTLE, WA 98101	NONE	501(C)(3)	GENERAL OPERATING FUNDS-WOMEN AND FAMILY ASSISTANCE	50,500
UNION GOSPEL MISSION 3800 SOUTH OTHELLO STREET SEATTLE, WA 98118	NONE	501(C)(3)	GENERAL OPERATING FUNDS FOR MEN'S SHELTER	300
MAKE-A-WISH FOUNDATION 2000 SW 1ST AVE SUITE 410 PORTLAND, OR 97201	NONE	501(C)(3)	GENERAL OPERATING FUND-CHILDREN WITH CANCER	250
UNIVERSITY OF OREGON FOUNDATION 1720 E 13TH AVENUE SUITE 410 EUGENE, OR 974031905	NONE	501(C)(3)	GENERAL OPERATING FUND-EDUCATION	250
VIRGINIA MASON FOUNDATION 1218 TERRU AVE SEATTLE, WA 98111	NONE	501(C)(3)	GENERAL OPERATING FUNDS - BAILEY-BOUSHAY HOUSE	1,023
ROOTS 1415 NE 43RD AT SEATTLE, WA 98105	NONE	501(C)(3)	GENERAL OPERATING FUNDS - HOMELESS SHELTER	460
MAGNUSON COMMUNITY CENTER ADVISORY COUNCIL 7110 62NE AVE NE SEATTLE, WA 98115	NONE	501(C)(3)	GENERAL OPERATING FUNDS	1,500
Total . . . . ▶ **3a**				798,913

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 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
THE BRETTLER FAMILY FOUNDATION

Employer identification number
91-2014618

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or 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 BRETTLER FAMILY FOUNDATION

Employer identification number
91-2014618

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	DANIEL E CINDY S BRETTLER 20 WEST GALER STREET SEATTLE, WA 98119	$ 900,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	DANIEL E CINDY S BRETTLER 20 WEST GALER STREET SEATTLE, WA 98119	$ 1,778,115	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
THE BRETTLER FAMILY FOUNDATION

Employer identification number
91-2014618

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
2	SEE ATTACHED STATEMENT	$ 1,778,115	2013-12-18

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

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

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

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

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

Name of organization
THE BRETTLER FAMILY FOUNDATION

Employer identification number
91-2014618

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

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491321022944

TY 2013 Accounting Fees Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	17,716	8,858		8,858

TY 2013 General Explanation Attachment

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Identifier	Return Reference	Explanation
INVESTMENT DETAIL - STOCKS	PART II, LINE 10B	PART II - BALANCE SHEETLINE 10B - INVESTMENTS - CORPORATE STOCKS (SEE ALSO STATEMENT 8) COST BASIS FAIR MARKET VALUE 700 SHS AMAZON COM INC 265,384 279,153 150 SHS APPLE INC 90,375 84,153 3139 SHS ARES CAPITAL CORP 55,535 55,780 1500 SHS AXIALL CORP 56,563 71,160 455 SHS BERKSHIRE HATHAWAY INC 51,497 53,945 1600 SHS BOEING COMPANY 115,989 218,384 5000 SHS COCA COLA CO 200,676 206,550 3500 SHS CORNNG INC 44,590 62,370 1500 SHS COSTCO WHOLESALE CORP 113,381 178,530 390 SHS CUBIST PHARM INC 25,311 26,859 600 SHS EMERSON ELECTRIC CO 31,630 42,108 800 SHS EXPRESS SCRIPTS HLDG CO 44,450 56,192 8000 SHS FORD MOTOR CO 124,680 123,440 600 SHS F5 NETWORKS INC 45,558 54,516 5870 SHS GENL ELECTRIC CO 138,459 164,536 4150 SHS GENWORTH FINANCIAL INC 50,713 64,450 700 SHS GILEAD SCIENCES INC 52,657 52,570 1700 SHS HARTFORD FINCL SVC GP 52,152 61,591 800 SHS INGERSOLL-RAND PLC 40,914 49,280 5,700 SHS INTEL CORP 122,671 147,944 270 SHS INTERCONTINENTALEX GRP 48,008 60,728 5,000 SHS INTL PAPER CO 186,564 245,150

Identifier	Return Reference	Explanation
INVESTMENT DETAIL - STOCKS	PART II, LINE 10B - CONT	PART II - BALANCE SHEET (CONT) LINE 10B - INVESTMENTS-CORPORATE STOCKS (SEE ALSO STATEMENT 8) COST BASIS FAIR MARKET VALUE10650 SHS MCDERMOTT INTL INC 85,825 97,554 2000 SHS MERCK & CO INC 98,791 100,100 10000 SHS NEWCASTLE INVESTMT CORP 55,540 57,400 3000 SHS NIKE INC 180,609 235,920 6000 SHS PACCAR INC 311,554 355,020 3200 SHS PEABODY ENERGY CORP 49,314 62,496 2000 SHS PEPSICO INC 127,053 165,880 1150 SHS QUALCOMM INC 57,164 85,387 1,500 SHS RUBICON TECHNOLOGY INC 12,805 14,925 3,000 SHS SERVICE CORP INTL 54,357 54,390 2,000 SHS SYMANTEC CORP 50,013 47,160 845 SHS TABLEAU SOFTWARE INC 48,570 58,246 150 SHS TESLA MTRS INC 25,344 22,564 1150 SHS TRANSOCEAN LTD 51,508 56,833 17,900 SHS TUTOR PERINI CORP 412,035 470,770 8300 SHS VODAFONE GROUP PLC 291,930 326,273 1,270 SHS YUMI BRANDS INC 91,525 96,025 14800 SHS FIN SECTOR SPDR TRUST 306,767 323,528 14015 SHS ASTON RIVER RD DIV 175,000 189,486 6,086 SHS BBH CORE SELECT FUND-N 100,000 130,250 8031 62 SHS DODGE & COX INTL STCK 295,000 345,681 17,857 SHS DOUBLELNE TOT RET BD 200,000 192,500

Identifier	Return Reference	Explanation
INVESTMENT DETAIL - STOCKS	PART II, LINE 10B - CONT	PART II - BALANCE SHEET (CONT) LINE 10B - INVESTMENTS-CORPORATE STOCKS (SEE ALSO STATEMENT 8) COST BASIS FAIR MARKET VALUE9,276 SHS DREYFUS EMG MKT DEBT LOC C-I 143,477 128,653 24735 SHS EATON VANCE FLOATING RATE - I 225,000 227,313 1318 29 SHS GLOBAL ACCESS HEDGE FUND LTD 1,500,000 1,674,344 300 SHS GLOBAL ACCESS HEDGE FUND LTD 300,000 311,438 3,250 SHS ISHARES COHEN & STEERS REALTY 291,100 242,840 3200 SHS ISHARES CORE S&P MID-CAP ETF 376,114 428,192 1500 SHS ISHARES MSCI EAFE INDEX FUND 98,996 100,643 1,972 SHS JPM CHINA REGION FD - SEL 36,000 41,875 15765 SHS JPM HIGH YIELD FD - SEL 125,488 125,806 19,288 SHS JPM STRAT INCOME OPPORT FD 230,000 229,334 10138 SHS JPM US LARGE CAP CORE PLUS FD 250,000 281,226 4814 SHS JPM LARGE CAP GROWTH FD - SEL 130,000 153,004 6,611 SHS MATTHEWS PACIFIC TIGER FD - IS 155,000 165,081 9562 SHS MFS INTL VALUE - I 270,000 336,383 19484 SHS PIMCO UNCONSTRAINED BOND - P 225,000 216,082 18,344 SHS PIMCO COMMODITY PL STRAT - P 200,000 195,729 11,131 SHS PIMCO TOTAL RETURN FUND - INST 125,000 118,989 3500 SHS SPDR S&P 500 ETF TRUST 534,831 646,415 10,727 SHS T ROWE PRICE NEW ASIA 175,000 171,746 23,931 SHS VIRTUSEMERGING MKTS OPPOR-I 250,000 228,545 10,679,467 11,871,415

Identifier	Return Reference	Explanation
OTHER PROFESSIONAL FEES - DETAIL	PART I, LINE 16	PART I, LINE 16, COLUMN (A)LINE 16A, LEGAL FEES NAME OF PROVIDER TYPE OF SERVICE PROVIDED AMOUNT PAID BLACK & YUND LEGAL SERVICES $583KARR TUTTLE CAMPBELL LEGAL SERVICES 5,359 TOTAL $5,942LINE 16B, ACCOUNTING FEES NAME OF PROVIDER TYPE OF SERVICE PROVIDED AMOUNT PAID SMITH BUNDAY BERMAN BRITTON, PS FORM 990-PF PREPARATION $17,716 TOTAL $17,716LINE 16C, OTHER PROFESSIONAL FEES NAME OF PROVIDER TYPE OF SERVICE PROVIDED AMOUNT PAID BNY MELLON INVESTMENT MANAGEMENT FEES $3,105WENTWORTH HAUSER & VIOLIC INVESTMENT MANAGEMENT FEES 6,278STATE STREET BANK & TRUST CO INVESTMENT MANAGEMENT FEES 7,356JP MORGAN INVESTMENT MANAGEMENT FEES 12,667UBS FINANCIAL SERVICES, INC INVESTMENT MANAGEMENT FEES 17,971 TOTAL $47,377

Identifier	Return Reference	Explanation
INVESTMENT DETAIL - BONDS	PART II, LINE 10C	PART II - BALANCE SHEET LINE 10C - INVESTMENTS-CORPORATE BONDS (SEE ALSO STATEMENT 9) FAIR MARKET FACE AMT COST BASIS VALUE AMAZON COM RATE 1 200% MATURES 11/29/17 300,000 298,986 293,727 AMERICA MOVIL SAB DE CV RATE 2 375% MATURES 9/8/16 190,000 195,753 195,542 ASTRAZENECA PLC RATE 5 90% MATURES 9/15/17 100,000 116,959 114,347 AT&T INC RATE 5 50% MATURES 2/1/18 190,000 218,467 213,879 BURLINGTON NORTH SANTA FE 99-2 TRUST RATE 7 57% MATURES 1/2/2021 235,404 273,643 275,112 CINTAS CORPORATION NO 2 RATE 6 125% MATURES 12/1/17 150,000 176,614 168,908 SG REN SPX RATE 8 % MATURES 10/16/14 75,000 75,000 80,048

Identifier	Return Reference	Explanation
INVESTMENT DETAIL - BONDS	PART II, LINE 10C - CONT	PART II - BALANCE SHEET CONT LINE 10C - INVESTMENTS-CORPORATE BONDS (SEE ALSO STATEMENT 9) PAGE 1 OF 2 FAIR MARKET FACE AMT COST BASIS VALUECORNING INC RATE 6 625% MATURES 5/15/19 100,000 121,641 120,113 EATON VANCE CORP RATE 6 50% MATURES 10/2/17 28,000 32,666 31,781 NYSE EURONEXT RATE 2 000% MATURES 10/5/17 350,000 353,590 350,455 GENERAL ELEC CAP CORP RATE 1 00% MATURES 12/7/17 200,000 199,900 194,770 KIMBERLY CLARK CORP RATE 6 250% MATURES 7/15/18 50,000 60,530 58,606 MCGRAW-HILL COS INC RATE 5 900% MATURES 11/15/17 250,000 283,739 271,553 PACCAR FINANCIAL CORP RATE 1 600% MATURES 3/15/17 200,000 202,880 199,712

Identifier	Return Reference	Explanation
INVESTMENT DETAIL - BONDS	PART II, LINE 10C - CONT	PART II - BALANCE SHEET CONT LINE 10C - INVESTMENTS-CORPORATE BONDS (SEE ALSO STATEMENT 9) PAGE 1 OF 2 FAIR MARKET FACE AMT COST BASIS VALUESTARBUCKS CORP RATE 6 25% MATURES 8/15/17 400,000 464,224 466,080 TJX COS INC RATE 4 2% MATURES 8/15/15 300,000 316,828 316,431 WAL MART STORES INC RATE 5 375% MATURES 4/5/17 200,000 227,438 224,896 WELLPOINT INC RATE 5 875% MATURES 6/15/17 250,000 285,117 281,980 WESTERN UNION CO RATE 5 93% MATURES 10/1/16 200,000 223,080 222,274 SG MARKET PLUS MXEA RATE 0% COUPON MATURES 5/14/14 55,000 55,000 59,713 DB MARKET PLUS SX5E RATE 7 6% COUPON MATURES 50,000 50,000 60,043 3/19/14 JPM BRENT LEV CBEN RATE VAR MATURES 4/22/14 30,000 30,000 33,129 TOTAL 4,262,056 4,233,099

Identifier	Return Reference	Explanation
NONCASH PROPERTY DONATIONS	SCHEDULE B, PART II, LINE 1	SCHEDULE B - SCHEDULE OF CONTRIBUTORS PART II - NONCASH PROPERTY NO FROM DESCRIPTION OF NONCASH PROPERTY GIVEN FMV (OR ESTIMATE) DATE RECEIVEDPART I 2 600 SHS AMAZON COM INC COMMON STOCK $233,820 12/18/20132 8,000 SHS FORD MOTOR COMPANY COMMON STOCK 124,680 12/18/20132 3,710 SHS GENERAL ELECTRIC COMPANY COMMON STOCK 100,745 12/18/20132 1,500 SHS INTERNATIONAL PAPER COMPANY COM STOCK 73,335 12/18/20132 1,000 SHS NIKE INC COMMON STOCK 77,765 12/18/20132 4,500 SHS PACCAR INC COMMON STOCK 256,073 12/18/20132 13,800 SHS FINANCIAL TRUST SECTOR SPDR ETF 294,147 12/18/20132 15,000 SHS TUTOR PERINI CORP COMMON STOCK 374,775 12/18/20132 6,500 SHS VODAFONE GROUP PUBLIC LTD CO 242,775 12/18/2013 TOTAL $1,778,115

TY 2013 Investments Corporate Bonds Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED STATEMENT	4,262,056	4,233,099
SEE YOUR IMPACT TECHNOLOGIES-NOTE	50,000	50,000

TY 2013 Investments Corporate Stock Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED STATEMENT	10,679,467	11,871,415

TY 2013 Legal Fees Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	5,942	2,971		2,971

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TY 2013 Other Assets Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
STOCK SETTLEMENT PROCEEDS IN TRANSIT	145,638	19,353	19,353
DIVIDENDS RECEIVABLE	104		
ACCRUED INTEREST - BONDS		5,122	45,181

TY 2013 Other Expenses Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	210	0		0

TY 2013 Other Liabilities Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Description	Beginning of Year - Book Value	End of Year - Book Value
PROCEEDS FROM OPEN CALL OPTIONS	0	1,799

TY 2013 Other Professional Fees Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	47,377	47,377		0

TY 2013 Taxes Schedule

Name: THE BRETTLER FAMILY FOUNDATION

EIN: 91-2014618

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	2,476	2,476		0
EXCISE TAX	25,000	0		0
LICENSES	25	0		0