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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning JUL 1, 2013, and ending JUN 30, 2014

Name of foundation

THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG

Number and street (or P O box number if mail is not delivered to street address)

3720 SOUTH OCEAN BLVD

Room/suite

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

HIGHLAND BEACH, FL 33487

G Check all that apply:

 Initial return Final return Address change Initial return of a former public charity Amended return Name change

H Check type of organization:

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

J Accounting method:

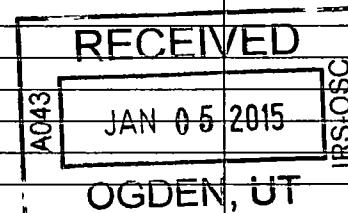
 Cash Accrual Other (specify) _____

► \$ 9,996,463. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

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

| | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---------------------------------------|---|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received | | | N/A | |
| | 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 29,963. | 29,963. | | STATEMENT 1 |
| | 4 Dividends and interest from securities | 244,752. | 244,752. | | STATEMENT 2 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 983,486. | | | |
| | b Gross sales price for all assets on line 6a | 4,304,417. | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 983,486. | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | Gross sales less returns and allowances | | | | |
| | b Less Cost of goods sold | | | | |
| | c Gross profit or (loss) | | | | |
| | 11 Other income | 26,060. | 0. | | STATEMENT 3 |
| | 12 Total. Add lines 1 through 11 | 1,284,261. | 1,258,201. | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 0. | 0. | | 0. |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees | | | | |
| | b Accounting fees | STMT 4 | 12,500. | 12,500. | |
| | c Other professional fees | STMT 5 | 77,347. | 77,347. | |
| | 17 Interest | | | | |
| | 18 Taxes | STMT 6 | 17,168. | 17,168. | |
| | 19 Depreciation and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses | STMT 7 | 18,544. | 18,544. | 0. |
| | 24 Total operating and administrative expenses Add lines 13 through 23 | | 125,559. | 125,559. | 0. |
| | 25 Contributions, gifts, grants paid | | 1,819,500. | | 1,819,500. |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | | 1,945,059. | 125,559. | 1,819,500. |
| | 27 Subtract line 26 from line 12: | | <660,798. > | | |
| | a Excess of revenue over expenses and disbursements | | | | |
| | b Net investment income (if negative, enter -0-) | | 1,132,642. | | |
| | c Adjusted net income (if negative, enter -0-) | | | N/A | |



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| Part II | Balance Sheets | Attached schedules and amounts in the description column should be for end-of-year amounts only | Beginning of year | End of year | |
|-----------------------------|--|---|-------------------|----------------|-----------------------|
| | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | | 105,648. | 243,021. | 243,021. |
| | 2 Savings and temporary cash investments | | | 797,133. | 797,133. |
| | 3 Accounts receivable ► | | | | |
| | Less: allowance for doubtful accounts ► | | | | |
| | 4 Pledges receivable ► | | | | |
| | Less: allowance for doubtful accounts ► | | | | |
| | 5 Grants receivable | | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | | |
| | 7 Other notes and loans receivable ► | | | | |
| | Less: allowance for doubtful accounts ► | | | | |
| | 8 Inventories for sale or use | | | | |
| | 9 Prepaid expenses and deferred charges | | | | |
| | 10a Investments - U.S. and state government obligations | | | | |
| | b Investments - corporate stock | STMT 8 | 7,206,640. | 6,320,660. | 8,738,214. |
| | c Investments - corporate bonds | | | | |
| Liabilities | 11 Investments - land, buildings, and equipment basis ► | | | | |
| | Less accumulated depreciation ► | | | | |
| | 12 Investments - mortgage loans | | | | |
| | 13 Investments - other | STMT 9 | 927,419. | 218,095. | 218,095. |
| | 14 Land, buildings, and equipment: basis ► | | | | |
| | Less accumulated depreciation ► | | | | |
| Net Assets or Fund Balances | 15 Other assets (describe ►) | | | | |
| | 16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1) | | 8,239,707. | 7,578,909. | 9,996,463. |
| | 17 Accounts payable and accrued expenses | | | | |
| | 18 Grants payable | | | | |
| | 19 Deferred revenue | | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | | |
| | 21 Mortgages and other notes payable | | | | |
| | 22 Other liabilities (describe ►) | | | | |
| | 23 Total liabilities (add lines 17 through 22) | | 0. | 0. | |
| | Foundations that follow SFAS 117, check here ► <input type="checkbox"/> | | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | | |
| 24 | Unrestricted | | | | |
| 25 | Temporarily restricted | | | | |
| 26 | Permanently restricted | | | | |
| | Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> | | | | |
| | and complete lines 27 through 31. | | | | |
| 27 | Capital stock, trust principal, or current funds | | 0. | 0. | |
| 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | 0. | 0. | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | 8,239,707. | 7,578,909. | |
| 30 | Total net assets or fund balances | | 8,239,707. | 7,578,909. | |
| 31 | Total liabilities and net assets/fund balances | | 8,239,707. | 7,578,909. | |

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 | 8,239,707. |
| 2 | Enter amount from Part I, line 27a | 2 | <660,798.> |
| 3 | Other increases not included in line 2 (itemize) ► | 3 | 0. |
| 4 | Add lines 1, 2, and 3 | 4 | 7,578,909. |
| 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 | 7,578,909. |

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Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|---|---|---|---|--|----------------------------------|
| 1a | | | | | |
| b | SEE ATTACHED STATEMENTS | | | | |
| 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 | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | 4,304,417. | | 3,320,931. | | 983,486. |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (I) 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 | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | 983,486. |
| 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 | 983,486. | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 | { } | | 3 | N/A | |

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2012 | 1,337,197. | 8,696,963. | .153754 |
| 2011 | 857,097. | 9,118,641. | .093994 |
| 2010 | 696,558. | 9,163,180. | .076017 |
| 2009 | 380,000. | 8,592,637. | .044224 |
| 2008 | 454,162. | 7,692,144. | .059042 |

2 Total of line 1, column (d)

2 .427031

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 .085406

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 9,235,299.

5 Multiply line 4 by line 3

5 788,750.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 11,326.

7 Add lines 5 and 6

7 800,076.

8 Enter qualifying distributions from Part XII, line 4

8 1,819,500.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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

6a 8,000.

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 3,700.

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

7 11,700.

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**

10 374.

11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ►

374. Refunded ►

11 0.

Part VII-A Statements Regarding Activities

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?

Yes No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

1a 1b *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

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?

2 *If "Yes," attach a detailed description of the activities*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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

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?

5 *If "Yes," attach the statement required by General Instruction T.*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6

• 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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

8a NJ
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 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 10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*10

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Part VII-A Statements Regarding Activities (continued)

| | | |
|--|---|----|
| 11 | | X |
| 12 | | X |
| 13 | X | |
| Website address ► N/A | | |
| 14 | The books are in care of ► THE FOUNDATION Telephone no. ► 941-841-7700 | |
| Located at ► C/O ELLIOT M HERSHBERG - 3720 SOUTH OCEAN BLVD ZIP+4 ► 33487 | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 ► N/A | |
| 16 | Yes | No |
| See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | | |

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

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

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here ► **N/A**

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?

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes No

If "Yes," list the years ► _____, _____, _____, _____

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) **N/A**

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

► _____, _____, _____, _____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) **N/A**

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? **4b** **X**

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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))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(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)?

(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 Yes No Yes No Yes No Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

N/A

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation.**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| ELLIOT M. HERSHBERG 21 RIGENE ROAD HARRISON, NY 10528 | PRESIDENT 0.00 | 0. | 0. | 0. |
| THEODORE N. MIRVIS WACHTELL LIPTON ROSEN & KATZ NEW YORK, NY 10019 | SECRETARY 0.00 | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

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

►

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

| | | |
|---|------------|--|
| 1 | N/A | |
| 2 | | |
| 3 | | |
| 4 | | |

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

| | | |
|---|------------|--|
| 1 | N/A | |
| 2 | | |
| 3 | | |

All other program-related investments. See instructions.

| | | |
|-----------------------------------|--|--|
| 3 | | |
| Total. Add lines 1 through 3 ► 0. | | |

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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 8,807,001.

b Average of monthly cash balances

1b 568,937.

c Fair market value of all other assets

1c

d **Total** (add lines 1a, b, and c)

1d 9,375,938.

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 9,375,938.

4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)

4 140,639.

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4

5 9,235,299.

6 **Minimum investment return.** Enter 5% of line 5

6 461,765.

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

1 461,765.

2a Tax on investment income for 2013 from Part VI, line 5

2a 11,326.

b Income tax for 2013. (This does not include the tax from Part VI.)

2b

c Add lines 2a and 2b

2c 11,326.

3 Distributable amount before adjustments. Subtract line 2c from line 1

3 450,439.

4 Recoveries of amounts treated as qualifying distributions

4 0.

5 Add lines 3 and 4

5 450,439.

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

7 450,439.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:

1a 1,819,500.

a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26

1b 0.

b Program-related investments - total from Part IX-B

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:

3a

a Suitability test (prior IRS approval required)

3b

b Cash distribution test (attach the required schedule)

4 1,819,500.

4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

5 11,326.

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

6 1,808,174.

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

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.

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THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG

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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 | | | | 450,439. |
| 2 Undistributed income, if any, as of the end of 2013 | | | 0. | |
| a Enter amount for 2012 only | | | | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2013: | | | | |
| a From 2008 | 76,231. | | | |
| b From 2009 | | | | |
| c From 2010 | 247,001. | | | |
| d From 2011 | 407,857. | | | |
| e From 2012 | 918,167. | | | |
| f Total of lines 3a through e | 1,649,256. | | | |
| 4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,819,500. | | | 0. | |
| a Applied to 2012, but not more than line 2a | | | | |
| 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 | | | | 450,439. |
| e Remaining amount distributed out of corpus | 1,369,061. | | | |
| 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: | 3,018,317. | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | 0. | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | 0. | | |
| e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 | 76,231. | | | |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a | 2,942,086. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2009 | | | | |
| b Excess from 2010 | 247,001. | | | |
| c Excess from 2011 | 407,857. | | | |
| d Excess from 2012 | 918,167. | | | |
| e Excess from 2013 | 1,369,061. | | | |

THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG

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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 Paid during the year | | | | |
| AMERICANS FOR TAX REFORM FDTN 722 12TH ST NW WASHINGTON, DC 20005 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| ANTI-DEFAMATION LEAGUE - PACIFIC NORTHWEST REGION 1700 SEVENTH ST. STE 116-222 SEATTLE, WA 98101 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 30,000. |
| BIRTHRIGHT ISRAEL 500 AUSTRALIAN AVE. SOUTH - STE 644 WEST PALM BEACH, FL 33401 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| BOCA RATON HISTORICAL SOCIETY & MUSEUM 71 N FEDERAL HIGHWAY BOCA RATON, FL 33432 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 2,000. |
| CARMEL ACADEMY 270 LAKE AVE GREENWICH, CT 06830 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| Total | SEE CONTINUATION SHEET(S) | | | ► 3a 1,819,500. |
| b Approved for future payment | | | | |
| NONE | | | | |
| Total | | | | ► 3b 0. |

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Form 990-PF (2013)

THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG

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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 |
|---|---------------------------|---------------|--------------------------------------|---------------|---|
| | (a) Business code | (b) Amount | (c) Exclu- sion 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 | | | | | 29,963. |
| 4 Dividends and interest from securities | | | | | 244,752. |
| 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 | | | | | 983,486. |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: | | | | | |
| a SEE STATEMENT 10 | | | | | 26,060. |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | 0. | | 0. | 1,284,261. |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | 13 | 1,284,261. |
| (See worksheet in line 13 instructions to verify calculations.) | | | | | |

Relationship of Activities to the Accomplishment of Exempt Purposes

THE FRITZ AND ADELAIDE KAUFFMANN

Form 990-PF (2013)

FOUNDATION, INC - C/O ELLIOT M HERSHBERG

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

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
- (2) Other assets

- b Other transactions:**
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee

Date

PRESIDENT

| | | | | | |
|---|---------------------------------------|-----------------------|-------------------------------|---|------------------|
| Signature of filer or trustee | | Date | Date | | |
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> if self-employed | PTIN |
| | LESTER M. WOHL | <i>Lester M. Wohl</i> | 1/18/14 | | P00576313 |
| | Firm's name ► LEVINE NEIDER WOHL, LLP | | | Firm's EIN ► 13-3497916 | |
| Firm's address ► 708 THIRD AVENUE NEW YORK, NY 10017 | | | Phone no. 212-949-0900 | | |

Part IV Capital Gains and Losses for Tax on Investment Income

| | (a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co. | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|----|---|--|--------------------------------------|----------------------------------|
| 1a | SEE SCHEDULE ATTACHED | P | | |
| b | SEE SCHEDULE ATTACHED | P | | |
| c | SEE SCHEDULE ATTACHED | P | | |
| d | PHOTOMEDEX INC | P | | |
| e | SEE SCHEDULE ATTACHED | P | | |
| f | SEE SCHEDULE ATTACHED | P | | |
| g | SEE SCHEDULE ATTACHED | P | | |
| h | SEE SCHEDULE ATTACHED | P | | |
| i | SEE SCHEDULE ATTACHED | P | | |
| j | SEE SCHEDULE ATTACHED | P | | |
| k | SEE SCHEDULE ATTACHED | P | | |
| l | SEE SCHEDULE ATTACHED | P | | |
| m | GOODRICH PETROLEUM CORP | P | | |
| n | THRU FORTRESS INVESTMENT GROUP | P | | |
| o | THRU FORTRESS INVESTMENT GROUP | 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 | 610,672. | | 541,859. | 68,813. |
| b | 934,646. | | 764,726. | 169,920. |
| c | 65,411. | | 55,478. | 9,933. |
| d | 155,493. | | 112,226. | 43,267. |
| e | 179,459. | | 130,185. | 49,274. |
| f | 1,110,821. | | 789,127. | 321,694. |
| g | 135,480. | | 80,762. | 54,718. |
| h | 502,623. | | 368,681. | 133,942. |
| i | 94,273. | | 62,722. | 31,551. |
| j | 8,759. | | 5,200. | 3,559. |
| k | 76,351. | | 39,458. | 36,893. |
| l | 161,263. | | 112,455. | 48,808. |
| m | 257,983. | | 257,983. | 0. |
| n | 1,094. | | | 1,094. |
| o | 7. | | | 7. |

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

| | (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|---------------------------|--------------------------------------|---|---|
| a | | | | 68,813. |
| b | | | | 169,920. |
| c | | | | 9,933. |
| d | | | | 43,267. |
| e | | | | 49,274. |
| f | | | | 321,694. |
| g | | | | 54,718. |
| h | | | | 133,942. |
| i | | | | 31,551. |
| j | | | | 3,559. |
| k | | | | 36,893. |
| l | | | | 48,808. |
| m | | | | 0. |
| n | | | | 1,094. |
| o | | | | 7. |

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

2

3

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.) |
|---|--|--|--------------------------------------|----------------------------------|
| a | THRU KKR & CO | P | | |
| b | THRU KKR & CO | P | | |
| c | THRU KKR & CO- 1256 CONTRACTS | | | |
| d | THRU KKR & CO- 1256 CONTRACTS | | | |
| e | CAPITAL GAINS DIVIDENDS | | | |
| f | | | | |
| g | | | | |
| h | | | | |
| i | | | | |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| | (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 | 285. | | | 285. |
| b | 6,761. | | | 6,761. |
| c | | | 41. | <41.> |
| d | | | 28. | <28.> |
| e | 3,036. | | | 3,036. |
| f | | | | |
| g | | | | |
| h | | | | |
| i | | | | |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| | | | |
|---|--------------------------------------|---|---|
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
| (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 | | | 285. |
| b | | | 6,761. |
| c | | | <41.> |
| d | | | <28.> |
| e | | | 3,036. |
| f | | | |
| g | | | |
| h | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| | | | |
|---|---|---|----------|
| 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 | 983,486. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 | } | 3 | N/A |

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The Fritz & Adelaide Kauffmann Foundation
 Morgan Stanley - 723 049820 421
 July 1, 2013 - December 31, 2013

Short Term Covered

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Sales Price</u> | <u>Cost or Other Basis</u> | <u>Gain/(Loss)</u> |
|---------------------------------|----------------------|------------------|--------------------|----------------------------|--------------------|
| Carnival CP New Paired Com | 6/7/2013 | 10/23/2013 | 33,895 | 32,690 | |
| | 6/21/2013 | 10/23/2013 | 33,895 | 33,592 | |
| Cumulus Media | 8/5/2013 | 9/4/2013 | 51,593 | 46,650 | |
| | 8/5/2013 | 9/19/2013 | 65,158 | 56,595 | |
| | 8/5/2013 | 9/19/2013 | 65,158 | 56,552 | |
| Halliburton Co. | 7/20/2012 | 7/19/2013 | 56,454 | 47,887 | |
| | 7/20/2012 | 7/19/2013 | 18,818 | 15,401 | |
| | 7/20/2012 | 7/19/2013 | 38,530 | 31,925 | |
| Intel Corp. | 11/27/2012 | 11/25/2013 | 47,838 | 40,258 | |
| | 12/12/2012 | 11/25/2013 | 95,675 | 83,111 | |
| | 12/18/2012 | 11/25/2013 | 47,838 | 41,581 | |
| Weyerhaeuser Co. | 6/19/2013 | 8/29/2013 | 55,819 | 55,616 | |
| Total Short Term Covered | | | 610,672 | 541,859 | 68,813 |

The Fritz & Adelaide Kauffmann Foundation
 Morgan Stanley - 723 049820 421
 July 1, 2013 - December 31, 2013

Long Term Covered

| Description | Date Acquired | Date Sold | Sales Price | Cost or Other Basis | Gain/(Loss) |
|--------------------------------|---------------|------------|----------------|---------------------|----------------|
| Bank of America Corp. | 8/8/2011 | 8/2/2013 | 35,468 | 18,872 | |
| | 11/15/2011 | 8/2/2013 | 21,281 | 12,728 | |
| | 11/18/2011 | 8/2/2013 | 14,187 | 8,483 | |
| Bridge Bancorp Incorporated | 6/1/2011 | 7/9/2013 | 6,169 | 5,565 | |
| | 6/2/2011 | 7/9/2013 | 41,284 | 37,292 | |
| | 6/2/2011 | 7/10/2013 | 23,717 | 21,432 | |
| | 3/5/2012 | 7/10/2013 | 16,602 | 13,887 | |
| | 3/6/2012 | 7/10/2013 | 7,115 | 5,989 | |
| | 3/6/2012 | 7/11/2013 | 48,433 | 39,925 | |
| | 7/27/2012 | 10/23/2013 | 11,611 | 10,221 | |
| Cree Research | 7/30/2013 | 10/23/2013 | 33,922 | 29,836 | |
| | 1/28/2011 | 10/18/2013 | 70,777 | 50,816 | |
| General Electric Co. | 8/16/2011 | 10/9/2013 | 18,899 | 15,119 | |
| | 8/19/2011 | 10/9/2013 | 99,219 | 79,349 | |
| Halliburton Co. | 7/20/2012 | 10/23/2013 | 51,006 | 30,802 | |
| | 10/19/2012 | 11/7/2013 | 58,922 | 37,325 | |
| | 7/20/2012 | 12/12/2013 | 49,305 | 30,802 | |
| Marvell Tech Group LTD. | 11/1/2011 | 11/15/2013 | 61,587 | 67,906 | |
| | 11/11/2011 | 12/9/2013 | 50,700 | 69,180 | |
| Shengtai Pharma Inc Com New | 9/1/2011 | 7/8/2013 | 6,474 | 8,799 | |
| Suncor Energy In. New Com | 9/30/2011 | 8/19/2013 | 67,500 | 52,322 | |
| | 9/30/2011 | 9/10/2013 | 34,754 | 26,161 | |
| | 10/3/2011 | 9/10/2013 | 34,754 | 24,486 | |
| | 6/20/2011 | 10/23/2013 | 21,288 | 22,004 | |
| | 1/20/2012 | 10/23/2013 | 49,671 | 45,424 | |
| Total Long Term Covered | | | 934,646 | 764,726 | 169,919 |

The Fritz & Adelaide Kauffmann Foundation
Morgan Stanley - 723 049820 421
July 1, 2013 - December 31, 2013

Long Term Noncovered

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Sales Price</u> | <u>Cost or Other Basis</u> | <u>Gain/(Loss)</u> |
|-----------------------------------|----------------------|------------------|--------------------|----------------------------|--------------------|
| Goodrich Petroleum Corp. New | 12/8/2009 | 9/17/2013 | 65,411 | 55,478 | |
| Total Long Term Noncovered | | | 65,411 | 55,478 | 9,932 |

Realized Gain/Loss for Year 2014

Short Term Gain/Loss

| Kauffman Foundation | | | | | | | | | | |
|---------------------|----------|---------------|------------|----------------|-----------------------------------|-------------------------|----------------------------|--------------|-----------------|----------------|
| SECURITY | QUANTITY | DATE ACQUIRED | DATE SOLD | UNIT COST (\$) | TOTAL COST (\$) | ADJUSTED COST (\$) | WASH SALE COST ADJUST (\$) | PROCEEDS(\$) | G/L AMOUNT (\$) | HOLDING PERIOD |
| | | | | | Bank Of America Corp 16 000 Jun C | G/L Amount: \$1,883.95 | | | | |
| | 30 | 6/23/2014 | 4/17/2014 | 0 | 0 | 0 | | 1,883.95 | 1,883.95 | short |
| | | | | | Bank Of America Corp 17 000 Feb P | G/L Amount: \$27.97 | | | | |
| | 20 | 2/20/2014 | 1/6/2014 | 0.71 | 1,426.00 | 1,426.00 | | 1,453.97 | 27.97 | short |
| | | | | | Bank Of America Corp 17 000 Mar C | G/L Amount: -\$532.02 | | | | |
| | 20 | 3/6/2014 | 2/12/2014 | 0.66 | 1,326.00 | 1,326.00 | | 793.98 | -532.02 | short |
| | | | | | Bank Of America Corp 18 000 Apr C | G/L Amount: \$808.97 | | | | |
| | 5 | 4/21/2014 | 3/20/2014 | 0 | 0 | 0 | | 139.95 | 139.95 | short |
| | 25 | 4/21/2014 | 3/20/2014 | 0 | 0 | 0 | | 668.98 | 668.98 | short |
| SubTotal | 30 | | | | \$0.00 | \$0.00 | | \$808.97 | \$808.97 | |
| | | | | | Bridge Bancorp Incorporated | G/L Amount: \$3,314.96 | | | | |
| | 2,000.00 | 10/2/2013 | 5/9/2014 | 21.56 | 43,128.00 | 43,128.00 | | 46,442.96 | 3,314.96 | short |
| | | | | | Cliffs Natural Resour | 23 000 Jan C | G/L Amount: \$3,887.91 | | | |
| | 20 | 5/29/2014 | 2/25/2014 | 0.38 | 766 | 766 | | 4,653.91 | 3,887.91 | short |
| | | | | | Cree Research Inc | 55 000 Jul P | G/L Amount: \$2,017.88 | | | |
| | 10 | 4/22/2014 | 4/11/2014 | 3.02 | 3,016.00 | 3,016.00 | | 5,033.88 | 2,017.88 | short |
| | | | | | Cree Research Inc | 62 500 Jul C | G/L Amount: \$3,001.93 | | | |
| | 10 | 6/16/2014 | 4/22/2014 | 0.12 | 122 | 122 | | 3,123.93 | 3,001.93 | short |
| | | | | | Cree Research Inc | 70 000 Jun C | G/L Amount: \$4,303.74 | | | |
| | 9 | 6/16/2014 | 1/13/2014 | 0.03 | 28.8 | 28.8 | | 3,900.53 | 3,871.73 | short |
| | 1 | 6/16/2014 | 1/13/2014 | 0.01 | 1.38 | 1.38 | | 433.39 | 432.01 | short |
| SubTotal | 10 | | | | \$30.18 | \$30.18 | | \$4,333.92 | \$4,303.74 | |
| | | | | | Facebook Inc | CL-A 60 000 Apr C | G/L Amount: \$592.06 | | | |
| | 5 | 3/20/2014 | 1/17/2014 | 8.03 | 4,016.00 | 4,016.00 | | 1,711.97 | -2,304.03 | short |
| | 5 | 4/21/2014 | 1/17/2014 | 0 | 0 | 0 | | 1,711.97 | 1,711.97 | short |
| SubTotal | 10 | | | | \$4.02 | \$4,016.00 | \$4,016.00 | | \$3,423.94 | (\$592.06) |
| | | | | | Goodrich Petroleum Co | 20 000 Mar C | G/L Amount: \$7,513.86 | | | |
| | 40 | 3/24/2014 | 12/23/2013 | 0 | 0 | 0 | | 7,513.86 | 7,513.86 | short |
| | | | | | Lsb Industries | G/L Amount: \$13,502.09 | | | | |
| | 1,000.00 | 11/25/2013 | 1/10/2014 | 31.02 | 31,024.20 | 31,024.20 | | 37,423.34 | 6,399.14 | short |
| | 500 | 11/25/2013 | 5/8/2014 | 31.02 | 15,512.10 | 15,512.10 | | 19,368.57 | 3,856.47 | short |
| | 500 | 11/25/2013 | 6/3/2014 | 31.02 | 15,512.10 | 15,512.10 | | 18,758.58 | 3,246.48 | short |
| SubTotal | 2,000.00 | | | | \$62,048.40 | \$62,048.40 | | \$75,550.49 | \$13,502.09 | |
| | | | | | Marvell Tech Group Lt | 13 000 Jan P | G/L Amount: \$3,343.93 | | | |
| | 50 | 1/21/2014 | 11/12/2013 | 0 | 0 | 0 | | 3,343.93 | 3,343.93 | short |
| | | | | | Marvell Tech Group Lt | 17 000 Jan P | G/L Amount: \$837.73 | | | |
| | 50 | 2/20/2014 | 1/15/2014 | 2.86 | 14,306.00 | 14,306.00 | | 15,143.73 | 837.73 | short |
| | | | | | United Sts Stl Cp | (Ne) 17 000 Jan P | G/L Amount: \$5,953.86 | | | |
| | 20 | 1/21/2014 | 4/22/2013 | 0 | 0 | 0 | | 5,953.86 | 5,953.86 | short |

Long Term Gain/Loss

| SECURITY | QUANTITY | DATE ACQUIRED | DATE SOLD | UNIT COST (\$) | TOTAL COST (\$) | ADJUSTED COST (\$) | WASH SALE COST ADJUST (\$) | PROCEEDS(\$) | G/L AMOUNT (\$) | HOLDING PERIOD |
|--|-----------|---------------|-----------|----------------|-----------------|--------------------|----------------------------|--------------|-----------------|-----------------|
| Bank Of America Corp G/L Amount: \$66,897.77 | | | | | | | | | | |
| | 2,500.00 | 11/18/2011 | 1/17/2014 | 8.48 | 21,207.32 | 21,207.32 | | - | 33,253.90 | 12,046.58 long |
| | 5,000.00 | 7/14/2011 | 1/17/2014 | 9.82 | 49,081.29 | 49,081.29 | | 8,029.79 | 66,507.79 | 17,426.50 long |
| | 2,500.00 | 2/27/2012 | 1/17/2014 | 7.8 | 19,501.00 | 19,501.00 | | | 33,253.89 | 13,752.89 long |
| | 2,500.00 | 2/27/2012 | 5/7/2014 | 7.8 | 19,501.00 | 19,501.00 | | | 36,928.43 | 17,427.43 long |
| | 2,500.00 | 4/17/2013 | 5/7/2014 | 12.27 | 30,684.05 | 30,684.05 | | | 36,928.42 | 6,244.37 long |
| SubTotal | 15,000.00 | | | | \$139,974.66 | \$139,974.66 | | \$8,029.79 | \$206,872.43 | \$66,897.77 |
| Bridge Bancorp Incorporated G/L Amount: \$17,995.62 | | | | | | | | | | |
| | 1,000.00 | 8/14/2012 | 1/17/2014 | 19.85 | 19,851.00 | 19,851.00 | | - | 24,628.57 | 4,777.57 long |
| | 1,000.00 | 10/18/2012 | 2/12/2014 | 21.43 | 21,428.00 | 21,428.00 | | | 25,023.56 | 3,595.50 long |
| | 1,000.00 | 10/18/2012 | 2/14/2014 | 21.43 | 21,428.00 | 21,428.00 | | | 25,473.55 | 4,045.55 long |
| | 1,000.00 | 10/24/2012 | 2/20/2014 | 20.36 | 20,356.00 | 20,356.00 | | | 25,932.94 | 5,576.94 long |
| SubTotal | 4,000.00 | | | | \$83,063.00 | \$83,063.00 | | | \$101,058.62 | \$17,995.62 |
| Fortress Investment Group Cl-A G/L Amount: \$17,411.77 | | | | | | | | | | |
| | 2,000.00 | 1/2/2013 | 1/8/2014 | 4.51 | 9,021.20 | 9,021.20 | | - | 17,433.89 | 8,412.69 long |
| | 2,000.00 | 1/2/2013 | 1/17/2014 | 4.51 | 9,021.20 | 9,021.20 | | | 18,020.28 | 8,999.08 long |
| SubTotal | 4,000.00 | | | | \$18,042.40 | \$18,042.40 | | | \$35,454.17 | \$17,411.77 |
| Goodrich Petroleum Corp New G/L Amount: -\$38,688.48 | | | | | | | | | | |
| | 1,500.00 | 12/8/2009 | 2/20/2014 | 22.19 | 33,286.97 | 33,286.97 | | - | 18,387.13 | -14,899.84 long |
| | 3,000.00 | 12/15/2009 | 2/20/2014 | 22.73 | 22,727.75 | 22,727.75 | | | 12,258.08 | 10,469.67 long |
| | 3,000.00 | 3/29/2010 | 2/20/2014 | 17.15 | 51,455.25 | 51,455.25 | | | 36,774.25 | -14,681.00 long |
| | 2,000.00 | 5/24/2010 | 2/20/2014 | 11.99 | 23,974.00 | 23,974.00 | | | 24,516.17 | 542.17 long |
| | 2,000.00 | 6/3/2010 | 2/20/2014 | 13.25 | 26,505.80 | 26,505.80 | | | 24,516.17 | -1,969.63 long |
| | 500 | 7/1/2010 | 2/20/2014 | 11.68 | 5,837.73 | 5,837.73 | | | 6,129.04 | 291.31 long |
| | 5,000.00 | 7/1/2010 | 2/20/2014 | 11.68 | 58,377.25 | 58,377.25 | | | 60,895.43 | 2,518.18 long |
| SubTotal | 30,000.00 | | | | \$222,164.75 | \$222,164.75 | | | \$183,476.27 | [\$38,688.48] |
| Marvell Tech Group Ltd G/L Amount: \$18,725.52 | | | | | | | | | | |
| | 300 | 11/11/2011 | 1/17/2014 | 14.72 | 4,415.76 | 4,415.76 | | - | 4,066.85 | -348.91 long |
| | 3,700.00 | 11/28/2011 | 1/17/2014 | 13.63 | 50,435.44 | 50,435.44 | | | 50,157.79 | -277.65 long |
| | 300 | 11/28/2011 | 1/17/2014 | 13.63 | 4,089.36 | 4,089.36 | | | 3,254.57 | 834.79 long |
| | 1,000.00 | 11/28/2011 | 2/25/2014 | 13.63 | 13,631.20 | 13,631.20 | | | 15,160.53 | 1,529.33 long |
| | 4,000.00 | 4/20/2012 | 2/25/2014 | 14.98 | 59,929.68 | 59,929.68 | | | 60,642.14 | 712.46 long |
| | 1,000.00 | 4/20/2012 | 5/7/2014 | 14.98 | 14,982.42 | 14,982.42 | | | 15,209.66 | 227.24 long |
| | 4,000.00 | 7/9/2012 | 5/7/2014 | 10.78 | 43,120.80 | 43,120.80 | | | 60,838.64 | 17,717.84 long |
| SubTotal | 27,300.00 | | | | \$303,902.06 | \$190,604.66 | | | \$209,330.18 | \$18,725.52 |
| Westmoreland Coal Co G/L Amount: \$239,352.08 | | | | | | | | | | |
| | 2,329.00 | 10/13/2010 | 3/17/2014 | 10.91 | 25,417.31 | 25,417.31 | | - | 57,607.29 | 32,189.98 long |
| | 2,000.00 | 10/13/2010 | 4/1/2014 | 10.91 | 21,826.80 | 21,826.80 | | | 60,152.66 | 38,325.86 long |
| | 2,000.00 | 10/13/2010 | 4/29/2014 | 10.91 | 21,826.80 | 21,826.80 | | | 57,032.73 | 35,205.93 long |
| | 1,000.00 | 10/13/2010 | 5/2/2014 | 10.91 | 10,913.40 | 10,913.40 | | | 28,547.46 | 17,634.06 long |
| | 2,671.00 | 10/13/2010 | 6/10/2014 | 10.91 | 29,149.69 | 29,149.69 | | | 90,886.77 | 61,737.08 long |
| | 329 | 8/9/2011 | 6/10/2014 | 11.4 | 3,749.22 | 3,749.22 | | | 11,194.96 | 7,445.74 long |
| | 1,671.00 | 8/9/2011 | 6/11/2014 | 11.4 | 19,042.38 | 19,042.38 | | | 57,822.83 | 38,760.45 long |
| | 329 | 9/1/2011 | 6/11/2014 | 10.19 | 3,351.65 | 3,351.65 | | | 11,384.63 | 8,032.98 long |
| SubTotal | 14,329.00 | | | | \$135,277.25 | \$135,277.25 | | | \$374,629.33 | [\$239,352.08] |

P When there is a "P" next to a transaction, this indicates that you have provided the trade history for this transaction. It was not available through Morgan Stanley Smith Barney LLC records.

The Fritz & Adelaide Kauffmann Foundation
 Morgan Stanley - 723 049820 421-OPTIONS
July 1, 2013 - December 31, 2013

Short Term

| Description | Date Acquired | Date Sold | Sales Price | Cost or Other Basis |
|-----------------------|---------------|------------|----------------|---------------------|
| Halliburton Co. | 4/10/2013 | 7/3/2013 | 2,424 | 3,066 |
| Halliburton Co. | 2/21/2013 | 7/3/2013 | 2,483 | 236 |
| Halliburton Co. | 7/8/2013 | 7/18/2013 | 1,274 | 866 |
| Halliburton Co. | 5/17/2013 | 7/5/2013 | 3,254 | 906 |
| Amer Intl GP | 7/17/2013 | 8/2/2013 | 2,094 | 3,146 |
| Cree Research Inc | 3/18/2013 | 8/14/2013 | 6,234 | 7,636 |
| Cree Research Inc | 3/5/2013 | 8/29/2013 | 8,584 | 1,216 |
| Cree Research Inc | 7/12/2013 | 8/14/2013 | 4,974 | 676 |
| Cree Research Inc | 7/12/2013 | 8/14/2013 | 3,024 | 246 |
| Suncor Energy Inc | 2/27/2013 | 8/15/2013 | 4,254 | 261 |
| Intel Corp | 11/27/2012 | 9/17/2013 | 9,986 | 1,006 |
| Intel Corp | 12/13/2012 | 9/17/2013 | 5,994 | 1,206 |
| Intel Corp | 4/23/2013 | 9/6/2013 | 754 | 446 |
| Carnival CP New Paire | 6/26/2013 | 10/23/2013 | 3,679 | 1,446 |
| Carnival CP New Paire | 6/26/2013 | 10/23/2013 | 8,034 | 7,426 |
| Suncor Energy inc | 9/10/2013 | 10/23/2013 | 3,734 | 3,526 |
| Goodrich Petroleum | 7/22/2013 | 11/5/2013 | 1,679 | 6,646 |
| Goodrich Petroleum | 11/1/2013 | 11/5/2013 | 2,054 | 2,326 |
| Halliburton Co. | 6/24/2013 | 11/7/2013 | 3,984 | 13,906 |
| Intel Corp | 12/31/2012 | 11/25/2013 | 2,314 | 4,342 |
| Intel Corp | 1/2/2013 | 11/25/2013 | 1,434 | 2,171 |
| Intel Corp | 1/4/2013 | 11/25/2013 | 1,394 | 2,171 |
| Intel Corp | 1/10/2013 | 11/25/2013 | 3,234 | 4,342 |
| Intel Corp | 1/11/2013 | 11/25/2013 | 1,684 | 2,171 |
| Intel Corp | 11/22/2013 | 11/25/2013 | 1,514 | 2,046 |
| Marvell Tech Group | 12/18/2012 | 11/5/2013 | 8,033 | 718 |
| Marvell Tech Group | 12/18/2012 | 11/5/2013 | 3,727 | 338 |
| Marvell Tech Group | 11/1/2013 | 11/20/2013 | 1,136 | 3,156 |
| Bank of America Corp | 1/17/2013 | 12/10/2013 | 6,012 | 80 |
| Bank of America Corp | 1/17/2013 | 12/12/2013 | 3,382 | 42 |
| Bank of America Corp | 2/12/2013 | 12/12/2013 | 6,544 | 116 |
| Goodrich Petroleum | 7/22/2013 | 12/23/2013 | 6,714 | 0 |
| Halliburton Co. | 6/24/2013 | 12/12/2013 | 4,124 | 148 |
| Halliburton Co. | 9/9/2013 | 12/12/2013 | 2,764 | 1,446 |
| Halliburton Co. | 10/14/2013 | 12/12/2013 | 2,974 | 1,286 |
| | | | <u>135,480</u> | <u>80,762</u> |

Morgan Stanley
 Capital Gains (loss) -025814-125
July 1, 2013-December 31, 2013

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Proceeds</u> | <u>Costs</u> |
|-------------------------------------|----------------------|------------------|--------------------|--------------------|
| Ace LTD | 10/20/2003 | 8/5/2013 | 45,499 | 16,952 |
| Bank of New York Mellon | 3/11/2005 | 8/14/2013 | 12,832 | 13,437 |
| Du Pont E I DE Nemours & Co | 6/7/2005 | 7/23/2013 | 11,853 | 9,410 |
| | 6/19/2006 | 7/23/2013 | 47,413 | 32,229 |
| | 12/10/2008 | 7/23/2013 | 17,780 | 8,012 |
| | 12/16/2008 | 7/23/2013 | 17,780 | 7,979 |
| General Electric | 8/16/2006 | 8/14/2013 | 7,254 | 10,033 |
| | 08/16/2006 | 11/26/2013 | 43,029 | 53,511 |
| Goodrich Petroleum | 9/26/2007 | 8/14/2013 | 19,620 | 27,971 |
| | 10/1/2007 | 8/14/2013 | 2,180 | 3,074 |
| | 10/1/2007 | 9/10/2013 | 2,573 | 3,074 |
| | 10/19/2007 | 9/10/2013 | 2,573 | 3,176 |
| | 6/22/2009 | 9/10/2013 | 20,581 | 19,398 |
| | 6/22/2009 | 10/16/2013 | 24,762 | 21,823 |
| Honeywell International Inc | 9/30/2003 | 8/14/2013 | 8,379 | 2,610 |
| | 9/30/2003 | 11/11/2013 | 26,140 | 7,829 |
| Johnson & Johnson | 4/20/1999 | 7/22/2013 | 55,397 | 26,823 |
| | 4/20/1999 | 8/14/2013 | 9,295 | 4,470 |
| KKR & Co LP | 12/6/2010 | 7/10/2013 | 15,770 | 10,269 |
| | 12/6/2010 | 12/16/2013 | 12,625 | 6,418 |
| Merck & Co. Inc | 10/4/2004 | 8/14/2013 | 9,696 | 6,772 |
| Microsoft Corp | 10/19/2001 | 8/14/2013 | 19,290 | 16,962 |
| | 11/6/2001 | 8/14/2013 | 3,215 | 3,156 |
| | 11/6/2001 | 10/1/2013 | 10,029 | 9,467 |
| | 11/6/2001 | 11/11/2013 | 7,520 | 6,311 |
| Newalta Inc | 3/23/2007 | 8/14/2013 | 12,215 | 17,367 |
| Travelers Companies Inc | 6/26/2002 | 8/14/2013 | 13,258 | 6,006 |
| | 6/26/2002 | 11/11/2013 | 8,791 | 3,708 |
| Raytheon | 6/14/2010 | 8/14/2013 | 7,670 | 5,217 |
| | 6/14/2010 | 8/21/2013 | 7,606 | 5,217 |
| Long- term Non covered | | | 502,623 | 368,681 |
| Procter & Gamble | 2/25/2011 | 8/14/2013 | 16,336 | 12,591 |
| Scientific Games | 5/16/2011 | 8/7/2013 | 27,004 | 20,045 |
| | 5/17/2011 | 8/7/2013 | 4,051 | 2,949 |
| | 5/17/2011 | 8/14/2013 | 1,494 | 983 |
| | 5/20/2011 | 8/14/2013 | 8,964 | 5,812 |
| | 5/20/2011 | 11/11/2013 | 10,862 | 5,812 |
| | 5/20/2011 | 11/21/2013 | 25,563 | 14,530 |
| Long - term Covered | | | 94,273 | 62,722 |
| Twitter | 11/7/2013 | 11/7/2013 | 8,759 | 5,200 |
| Fortress Investment Group | 12/31/2012 | 8/14/2013 | 20,800 | 11,274 |
| | 12/31/2012 | 12/12/2013 | 55,551 | 28,184 |
| Short - Term Non covered | | | 76,351 | 39,458 |

Morgan Stanley

Realized Gain/Loss - Detail
(01/01/14 - 06/30/14)
As of 10/31/2014

Prepared by Shelley Bergman

Ph. +1 212 296-1002

Acct. 730-025814-125

FRITZ & ADELAIDE KAUFFMANN FND
364 CHESTNUT RIDGE RD APT 222
WOODCLIFF LAKE NJ 07677-7604

| Description | Symbol/CUSIP | Quantity | Purchase | Cost Basis | Sold | Net Proceeds | Gain/Loss |
|--|--------------|-----------|----------|---------------------|----------|---------------------|--------------------|
| Long Term | | | | | | | |
| BRIDGE BANCORP INCORPORATED | BDGE | 500,000 | 04/25/11 | \$10,596.05 | 02/20/14 | \$12,994.77 | \$2,398.72 |
| INTEL CORP | INTC | 200,000 | 10/16/08 | 3,012.48 | 06/17/14 | 5,999.86 | 2,987.38 |
| MONDELEZ INTL INC COM | MDLZ | 200,000 | 08/16/07 | 3,985.38 | 05/13/14 | 7,574.75 | 3,589.37 |
| NATL GRID TRANSCO PLC ADS | NGG | 135,000 | 10/17/03 | 4,957.18 | 04/09/14 | 9,243.15 | 4,285.97 |
| NGG | NGG | 65,000 | 07/28/09 | 3,074.50 | 04/09/14 | 4,450.40 | 1,375.90 |
| Totals | | | | \$8,031.68 | | \$13,693.55 | \$5,661.87 |
| NEWALTA INC COM | NWLTF | 500,000 | 03/23/07 | 10,854.50 | 04/10/14 | 9,520.68 | (1,333.82) |
| NWLTF | NWLTF | 1,000,000 | 03/23/07 | 21,709.00 | 04/09/14 | 19,143.67 | (2,565.33) |
| Totals | | | | \$32,563.50 | | \$28,664.35 | \$(3,899.15) |
| NEWS CORPORATION CL B | NWS | 375,000 | 08/05/04 | 2,851.64 | 01/02/14 | 6,693.74 | 3,842.10 |
| NWS | NWS | 250,000 | 04/05/05 | 1,998.70 | 01/02/14 | 4,462.50 | 2,463.80 |
| Totals | | | | \$4,850.34 | | \$11,156.24 | \$6,305.90 |
| PEPSICO INC NC | PEP | 100,000 | 12/17/01 | 4,762.05 | 05/23/14 | 8,538.81 | 3,776.76 |
| PEP | PEP | 100,000 | 03/25/02 | 5,148.75 | 05/23/14 | 8,538.81 | 3,390.06 |
| Totals | | | | \$9,910.80 | | \$17,077.62 | \$7,166.82 |
| SCIENTIFIC GAMES CP CL A | SGMS | 1,400,000 | 05/20/11 | 13,561.24 | 06/13/14 | 15,275.20 | 1,713.96 |
| SGMS | SGMS | 200,000 | 05/23/11 | 1,895.78 | 06/13/14 | 2,182.17 | 286.39 |
| SGMS | SGMS | 100,000 | 05/31/11 | 985.53 | 06/13/14 | 1,091.09 | 105.56 |
| SGMS | SGMS | 100,000 | 05/31/11 | 985.53 | 06/16/14 | 1,075.67 | 90.14 |
| SGMS | SGMS | 200,000 | 06/08/11 | 1,810.62 | 06/16/14 | 2,151.33 | 340.71 |
| SGMS | SGMS | 800,000 | 03/13/12 | 8,805.52 | 06/16/14 | 8,605.33 | (200.19) |
| SGMS | SGMS | 600,000 | 06/14/12 | 5,251.26 | 06/16/14 | 6,453.99 | 1,202.73 |
| Totals | | | | \$33,295.48 | | \$36,834.78 | \$3,539.30 |
| TRAVELERS COMPANIES INC COM | TRV | 100,000 | 06/26/02 | 3,707.54 | 05/23/14 | 9,300.79 | 5,593.25 |
| TELUS CORP NEW | TU | 500,000 | 03/18/03 | 2,501.38 | 04/02/14 | 17,965.90 | 15,464.52 |
| Long Term Totals: | | | | \$112,454.63 | | \$161,262.61 | \$48,807.98 |
| 01/01/14 - 06/30/14 Short & Long Term Totals: | | | | \$112,454.63 | | \$161,262.61 | \$48,807.98 |

THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG 22-3689518

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|-------------------|
| CROHNS & COLITIS (CCFA) 386 PAKR AVE S - 14TH FL NEW YORK, NY 10016 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| CHILDRENS HEALTH & RESEARCH FOUNDATION 1 NORTH LEXINGTON AVE WHITE PLAINS, NY 10601 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| CHILDRENS HOSPITAL TRUST 401 PARK AVE - SUITE 602 BOSTON, MA 02215 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 50,000. |
| CYSTIC FIBROSIS FOUNDATION 700 S DIXIE HWY #100 WEST PALM BEACH, FL 33407 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 6,000. |
| EDUCATION CANINE AND DISABILITY (ECAD) PO BOX 251 DOBBS FERRY, NY 10522 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| EPISCOPAL HIGH SCHOOL 1200 N QUAKER LANE ALEXANDRIA, VA 22302 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 40,000. |
| FIDELITY INV CHARITABLE GIFT FD PO BOX 770001 CINCINNATI, OH 45277 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 100,000. |
| HARVARD LAW SCHOOL 1563 MASSACHUSETTS AVE CAMBRIDGE, MA 02138 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| HEARTBEET LIFESHARING INC. 218 TOWN FARM ROAD HARDWICK, VT 05843 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| HELP, HOPE, LIVE 100 MATSONFORD RD, #100 RADNOR, PA 19087 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| Total from continuation sheets | | | | 1,767,500. |

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THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG 22-3689518.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|---------|
| HOLE IN THE WALL GANG 160 PEHLE AVE - STE 307 <u>SADDLE BROOK, NJ 07663</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| IMUS RANCH WABC - 2 PENN PLAZA <u>NEW YORK, NY 10121</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 30,000. |
| INDEPENDENT WOMENS FORUM 1875 I STREET NW, STE 500 <u>WASHINGTON, DC 20006</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| INVESTIGATIVE PROJECT ON TERRORISM 5614 CONNECTICUT AVE #341 <u>WASHINGTON, DC 20015</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| INTREPID FALLEN HEROES FUND 299 PARK AVE - 42ND FL <u>NEW YORK, NY 10171</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| ISRAEL AIR FORCE CENTER FOUNDATION 120 EL CAMINO DRIVE - STE 110 <u>BEVERLY HILLS, CA 90212</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 20,000. |
| JEWISH FEDERATION OF PALM BEACH CTY 4601 COMMUNITY DRIVE <u>WEST PALM BEACH, FL 33417</u> | | ALL PUBLIC CHARITIES | | 10,000. |
| KRAVIS CENTER FOR PERFORMING ARTS 701 OKEECHOBEE BLVD. <u>WEST PALM BEACH, FL 33401</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 50,000. |
| MAYO CLINIC 7850 VILLA D'ESTE WAY <u>DELRAY BEACH, FL 33446</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| MIKEYS WAY FOUNDATION 2228 BLACKROCK TPKE - STE 307 <u>FAIRFIELD, CT 06825</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 15,000. |
| Total from continuation sheets | | | | |

THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG 22-3689518.

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|----------|
| MEMORIAL SLOAN KETTERING 1275 YORK AVE. NEW YORK, NY 10065 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 37,500. |
| MINISTRIES TO CHILDREN PO BOX 100 CULLMAN, AL 35056 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| MT. SINAI MEDICAL CENTER 1 GUSTAVE LEVY PL NEW YORK, NY 10029 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 35,000. |
| NATIONAL FOREST FOUNDATION 120 LONG RIDGE ROAD STAMFORD, CT 06902 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 20,000. |
| NATIONAL NAVY UDT - SEAL MUSEUM 3300 N HWY A1A FT PIERCE, FL 34949 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 200,000. |
| NEW YORK STATE TROOPERS 2 AIRPORT PARK BLVD. LATHAM, NY 12110 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 50,000. |
| NEW YORK UNIVERSITY - LANGONE 1 PARK AVENUE NEW YORK, NY 10016 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 75,000. |
| PARTNERSHIP FOR PUBLIC SERVICES 1100 NEW YORK AVE NW WASHINGTON, DC 20005 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 60,000. |
| PAVE THE WAY FOUNDATION 395 TWIN LANE SOUTH WANTAGH, NY 11793 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 325,000. |
| POLICE BENEVOLENT ASSN CHARITY FD 2100 N FLORIDA MANGO RD WEST PALM BEACH, FL 33409 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| Total from continuation sheets | | | | |

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THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG 22-3689518

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|---------|
| RENEWAL COALITION 88 WEST RIVERSIDE DR <u>JUPITER, FL 33469</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 55,000. |
| ST. FRANCIS FOOD PANTRIES & SHELTERS 450 SEVENTH AVE - STE 2306 <u>NEW YORK, NY 10123</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| STAND WITH US 1907 E HIGHLAND DRIVE #7 <u>SEATTLE, WA 98112</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 6,000. |
| TEL AVIV FOUNDATION 1201 BROADWAY <u>NEW YORK, NY 10001</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 40,000. |
| THE ACTORS FUND 729 7TH AVE. <u>NEW YORK, NY 10019</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| THROUGHLINE ARTISTS INC 15 WEST 53RD STREET <u>NEW YORK, NY 10019</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| UJA 130 E 59TH STREET <u>NEW YORK, NY 10022</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| WOUNDED WARRIOR PROJECT 121 GREENWICH AVE <u>GREENWICH, CT 06830</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 21,000. |
| YALE UNIVERSITY SCHOOL OF MEDICINE 367 CEDAR ST ESH 391 <u>NEW HAVEN, CT 06510</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 20,000. |
| AMERICANS FOR PROSPERITY 2111 WILSON BLVD. <u>ARLINGTON, VA 22201</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 20,000. |
| Total from continuation sheets | | | | |

THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG 22-3689518.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|----------|
| BOCA RATON CHAMPIONS GOLF CHARITIES INC. 1141 SOUTH ROGERS CIRCLE <u>BOCA RATON, FL 33487</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| BOCA RATON HOSPITAL 745 MEADOWS ROAD <u>BOCA RATON, FL 33486</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 100,000. |
| DISABLED AMERICAN VETERANS 4129 KARMA DRIVE <u>NORTH LAS VEGAS, NV 89032</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| GIMME SHELTER ANIMAL 12100 US HWY 1 <u>NORTH PALM BEACH, FL 33408</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| IT HAPPENED TO ALEXA FOUNDATION 411 CENTER STREET <u>LEWISTON, NY 14092</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| LYMPHOMA RESEARCH FOUNDATION 115 BROADWAY <u>NEW YORK, NY 10006</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 2,000. |
| NORWICH UNIVERSITY 158 HERMAN DR <u>NORTHFIELD, VT 05663</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 20,000. |
| THE BOYS AND GIRLS CLUB C/O MC LAUGHLIN & STERN 260 MADISON AVE <u>NEW YORK, NY 10016</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| THE LITTLE WARRIORS 2 SOUNDVIEW LOOP <u>SOUTH SALEM, NY 10590</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| THE NEW YORK FOUNDATION 10 EAST 34TH STREET <u>NEW YORK, NY 10016</u> | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| Total from continuation sheets | | | | |

THE FRITZ AND ADELAIDE KAUFFMANN
FOUNDATION, INC - C/O ELLIOT M HERSHBERG 22-3689518.

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|---|--------------------------------|----------------------------------|-----------|
| VIETNAM VETERANS OF AMERICA 173 SW HATTERAS CT PALM CITY, FL 34990 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 10,000. |
| WHITE PLAINS HOSPITAL 41 EAST POST ROAD WHITE PLAINS, NY 10601 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 5,000. |
| HELLENIC TIMES SCHOLARSHIP 823 ELEVENTH AVE NEW YORK, NY 10019 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | <20,000.> |
| WSC GPF 375 AEI 1150 17TH ST N.W. WASHINGTON, DC 20036 | | ALL PUBLIC CHARITIES | GENERAL TAX-EXEMPT PURPOSES | 25,000. |
| | | | | |
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| | | | | |
| Total from continuation sheets | | | | |

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| HUDSON SAVINGS | 499. | 499. | |
| K-1'S | 5,410. | 5,410. | |
| MORGAN STANLEY | 23,196. | 23,196. | |
| MORGAN STANLEY | 856. | 856. | |
| MORGAN STANLEY | 2. | 2. | |
| TOTAL TO PART I, LINE 3 | 29,963. | 29,963. | |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|-------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| K-1'S | 10,365. | 0. | 10,365. | 10,365. | |
| MORGAN STANLEY | 165,198. | 2,886. | 162,312. | 162,312. | |
| MORGAN STANLEY | 42,583. | 0. | 42,583. | 42,583. | |
| MORGAN STANLEY | 29,642. | 150. | 29,492. | 29,492. | |
| TO PART I, LINE 4 | 247,788. | 3,036. | 244,752. | 244,752. | |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|---|-----------------------------|-----------------------------------|-------------------------------|
| INCOME FROM INVESTMENT IN KKR & CO LLP | 471. | 0. | |
| OTHER INCOME | 4,491. | 0. | |
| INCOME FROM IOLAIRE INVESTORS LIMITED | 15,117. | 0. | |
| INCOME FROM FORTRESS INVESTMENT GROUP | 5,981. | 0. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 26,060. | 0. | |

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| PROFESSIONAL FEES | 12,500. | 12,500. | | 0. |
| TO FORM 990-PF, PG 1, LN 16B | 12,500. | 12,500. | | 0. |

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| MANAGEMENT FEES | 77,347. | 77,347. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 77,347. | 77,347. | | 0. |

FORM 990-PF

TAXES

STATEMENT 6

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FOREIGN TAXES | 17,168. | 17,168. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 17,168. | 17,168. | | 0. |

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| MARGIN INTEREST | 111. | 111. | | 0. |
| IOLAIARE INVESTORS EXPENSES | 12,557. | 12,557. | | 0. |
| KKR & CO EXPENSES | 1,797. | 1,797. | | 0. |
| NON DEDUCTIBLE EXPENSES - PARTNERSHIPS | 538. | 538. | | 0. |
| FORTRESS INVESTMENT GROUP EXPENSES | 242. | 242. | | 0. |

THE FRITZ AND ADELAIDE KAUFFMANN FOUNDAT

22-3689518

| | | | |
|-----------------------------|---------|---------|----|
| MISCELLANEOUS | 3,299. | 3,299. | 0. |
| TO FORM 990-PF, PG 1, LN 23 | 18,544. | 18,544. | 0. |

| | | |
|-------------|-----------------|-------------|
| FORM 990-PF | CORPORATE STOCK | STATEMENT 8 |
|-------------|-----------------|-------------|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|------------|-------------------|
| MARKETABLE CORPORATE STOCK | 6,320,660. | 8,738,214. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 6,320,660. | 8,738,214. |

| | | |
|-------------|-------------------|-------------|
| FORM 990-PF | OTHER INVESTMENTS | STATEMENT 9 |
|-------------|-------------------|-------------|

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|--|------------------|------------|-------------------|
| IOLAIRE INVESTORS L.P. | COST | 0. | 0. |
| KKR & CO LLP | COST | 94,914. | 94,914. |
| FORTRESS INVESTMENTS | COST | 123,181. | 123,181. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 218,095. | 218,095. |

| | | |
|-------------|---------------|--------------|
| FORM 990-PF | OTHER REVENUE | STATEMENT 10 |
|-------------|---------------|--------------|

| DESCRIPTION | BUS CODE | UNRELATED BUSINESS INC | EXCL CODE | EXCLUDED AMOUNT | RELATED OR EXEMPT FUNCTION INCOME |
|--|----------|------------------------|-----------|-----------------|-----------------------------------|
| INCOME FROM INVESTMENT IN KKR & CO LLP | | | | | 471. |
| OTHER INCOME | | | | | 4,491. |
| INCOME FROM IOLAIRE INVESTORS LIMITED | | | | | 15,117. |
| INCOME FROM FORTRESS INVESTMENT GROUP | | | | | 5,981. |
| TOTAL TO FORM 990-PF, PG 12, LN 11 | | | | | 26,060. |

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box



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

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

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

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

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



Part I only

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

Enter filer's identifying number

| | | |
|--|---|--|
| Type or print File by the due date for filing your return. See instructions | Name of exempt organization or other filer, see instructions. THE FRITZ AND ADELAIDE KAUFFMANN FOUNDATION, INC - C/O ELLIOT M HERSHBERG | Employer identification number (EIN) or 22-3689518 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. 3720 SOUTH OCEAN BLVD | Social security number (SSN) |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions HIGHLAND BEACH, FL 33487 | |

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

0 4

| Application Is For | Return Code | Application Is For | Return Code |
|---|----------------|-----------------------------------|----------------|
| Form 990 or Form 990-EZ | 01 | Form 990-T (corporation) | 07 |
| Form 990-BL | 02 | Form 1041-A | 08 |
| Form 4720 (individual) | 03 | Form 4720 (other than individual) | 09 |
| Form 990-PF | 04 | Form 5227 | 10 |
| Form 990-T (sec 401(a) or 408(a) trust) | 05 | Form 6069 | 11 |
| Form 990-T (trust other than above) | 06 | Form 8870 | 12 |

THE FOUNDATION - C/O ELLIOT M HERSHBERG - 3720 SOUTH

- The books are in the care of ► **OCEAN BLVD - HIGLAND BEACH, FL 33487**

Telephone No. ► **941-841-7700** Fax No ►

- If the organization does not have an office or place of business in the United States, check this box



- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2015**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year _____ or

► tax year beginning **JUL 1, 2013**, and ending **JUN 30, 2014**.

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

| | | | |
|---|----|----|----------------|
| 3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions | 3a | \$ | 11,700. |
| b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit | 3b | \$ | 8,000. |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions | 3c | \$ | 3,700. |

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