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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

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

2013

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For calendar year 2013, or tax year beginning 10-01-2013, and ending 09-30-2014

Name of foundation Fntz B Burns Foundation a Nevada nonprofit corporation		A Employer identification number 94-3218106
Number and street (or P O box number if mail is not delivered to street address) 21800 Oxnard Street	Room/suite	B Telephone number (see instructions) (818) 313-8818
City or town, state or province, country, and ZIP or foreign postal code Woodland Hills, CA 91367		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 180,477,405	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	89	89		
	4 Dividends and interest from securities	3,120,906	3,052,385		
	5a Gross rents	2,416,697	2,416,697		
	b Net rental income or (loss) <u>1,563,900</u>				
	6a Net gain or (loss) from sale of assets not on line 10	2,832,038			
	b Gross sales price for all assets on line 6a <u>21,119,599</u>				
	7 Capital gain net income (from Part IV, line 2)		2,832,038		
	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)	<input type="checkbox"/> 274,324	274,324			
12 Total. Add lines 1 through 11	8,644,054	8,575,533			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	638,756	319,378		319,378
	14 Other employee salaries and wages	28,145	14,073		14,072
	15 Pension plans, employee benefits	37,818	18,909		18,909
	16a Legal fees (attach schedule)	<input type="checkbox"/> 28,745	14,373		14,372
	b Accounting fees (attach schedule)	<input type="checkbox"/> 40,533	20,267		19,059
	c Other professional fees (attach schedule)	<input type="checkbox"/> 535,316	535,316		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	<input type="checkbox"/> 67,838	214		212
	19 Depreciation (attach schedule) and depletion	<input type="checkbox"/> 497,315	495,970		
	20 Occupancy	67,692	33,846		33,846
	21 Travel, conferences, and meetings	4,122	2,061		2,061
	22 Printing and publications				
	23 Other expenses (attach schedule)	<input type="checkbox"/> 411,320	379,916		26,649
	24 Total operating and administrative expenses. Add lines 13 through 23	2,357,600	1,834,323		448,558
	25 Contributions, gifts, grants paid	11,495,000			11,495,000
26 Total expenses and disbursements. Add lines 24 and 25	13,852,600	1,834,323		11,943,558	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-5,208,546				
b Net investment income (if negative, enter -0-)		6,741,210			
c Adjusted net income (if negative, enter -0-)					

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	2,040,066	436,219	436,219		
	2	Savings and temporary cash investments	65,652	5,076,456	5,076,456		
	3	Accounts receivable ▶ <u>373,750</u>					
		Less allowance for doubtful accounts ▶ _____	293,280	373,750	373,750		
	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	851,349	790,747	790,747		
	10a	Investments—U S and state government obligations (attach schedule)	10,923,096				
	b	Investments—corporate stock (attach schedule)	80,193,782	<input checked="" type="checkbox"/>	86,569,963	135,241,201	
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ <u>23,182,812</u>					
	Less accumulated depreciation (attach schedule) ▶ <u>7,198,196</u>	14,921,858	<input checked="" type="checkbox"/>	15,984,616	28,480,000		
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	9,973,345	<input checked="" type="checkbox"/>	4,255,198	8,961,080		
14	Land, buildings, and equipment basis ▶ <u>18,818</u>						
	Less accumulated depreciation (attach schedule) ▶ <u>13,084</u>	8,423	<input checked="" type="checkbox"/>	5,734	5,734		
15	Other assets (describe ▶ _____)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	2,029,881	<input checked="" type="checkbox"/>	1,112,218	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	121,300,732		114,604,901	180,477,405		
Liabilities	17	Accounts payable and accrued expenses	1,562,323	68,565			
	18	Grants payable	2,521,684	5,832,351			
	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 ▶ _____)		<input checked="" type="checkbox"/>	6,473		
23	Total liabilities (add lines 17 through 22)	4,084,007		5,907,389			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	117,216,725	108,697,512			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>						
	and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
28	Paid-in or capital surplus, or land, bldg, and equipment fund						
29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances (see page 17 of the instructions)	117,216,725		108,697,512			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	121,300,732		114,604,901			

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	117,216,725
2	Enter amount from Part I, line 27a	2	-5,208,546
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	112,008,179
5	Decreases not included in line 2 (itemize) ▶ _____	5	3,310,667
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	108,697,512

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 Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,832,038
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	-291,268

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	7,645,182	154,823,464	0.04938
2011	7,230,056	146,032,689	0.04951
2010	5,418,204	144,863,926	0.03740
2009	7,369,621	138,258,143	0.05330
2008	7,891,739	130,510,157	0.06047

2 Total of line 1, column (d).	2	0.25006
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	0.05001
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	177,963,158
5 Multiply line 4 by line 3.	5	8,900,471
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	67,412
7 Add lines 5 and 6.	7	8,967,883
8 Enter qualifying distributions from Part XII, line 4.	8	11,943,558

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes categories like Exempt operating foundations, Domestic foundations, Tax under section 511, and Credits/Payments. Total amount owed is 54,972.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include: Did the foundation attempt to influence legislation? Did it spend more than \$100 for political purposes? Did the foundation file Form 1120-POL? Total of 10 questions with Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 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 Rex J Rawlinson President Telephone no (818) 313-8818
Located at 21800 Oxnard Street 490 Woodland Hills CA ZIP +4 913677532
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
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 Yes 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.
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 No
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 No
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 No
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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 5b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
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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
Cheryl R Robinson 21800 Oxnard Street 490 Woodland Hills, CA 913677532	VP/Director 40 00	125,688	7,373	
Rex J Rawlinson 21800 Oxnard Street 490 Woodland Hills, CA 913677532	Pres/Directr 40 00	250,772	5,076	
Lorraine F Perry 21800 Oxnard Street 490 Woodland Hills, CA 913677532	Sec/Treas 40 00	106,710	6,201	
Maureen E Rawlinson 21800 Oxnard Street 490 Woodland Hills, CA 913677532	VP/Director 40 00	125,688	11,248	

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.

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
Kayne Anderson Rudnick 1800 Avenue of the Stars 2nd Floor Los Angeles, CA 90067	Investment Manager	254,649
Earnest Partners 1180 Peach Tree Street Suite 2300 Atlanta, GA 30309	Investment Manager	51,702
BNY Mellon Wealth Management 10250 Constellation Blvd Los Angeles, CA 90067	Investment Manager	220,216

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

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 None	0
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 

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	143,605,744
b	Average of monthly cash balances.	1b	1,456,164
c	Fair market value of all other assets (see instructions).	1c	35,611,349
d	Total (add lines 1a, b, and c).	1d	180,673,257
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	
3	Subtract line 2 from line 1d.	3	180,673,257
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,710,099
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	177,963,158
6	Minimum investment return. Enter 5% of line 5.	6	8,898,158

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	8,898,158
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	67,412
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	67,412
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	8,830,746
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	8,830,746
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	8,830,746

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	11,943,558
b	Program-related investments—total from Part IX-B.	1b	
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	11,943,558
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	67,412
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	11,876,146

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				8,830,746
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			6,272,272	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>11,943,558</u>				
a Applied to 2012, but not more than line 2a			6,272,272	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				5,671,286
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				3,159,460
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.				
e Excess from 2013.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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

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))

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 or e-mail address of the person to whom applications should be addressed

Fritz B Burns Foundation
 21800 OXNARD STREET 490
 WOODLAND HILLS, CA 913677532
 (818) 313-8808

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

Letter form

c Any submission deadlines

Sept 30 for approval in Nov and payment following Feb

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

Contributions are made to 501(c)(3) charities which are not private foundations

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 11,495,000
b <i>Approved for future payment</i> Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is being made to a charity exempt under 501 (c)(3) which is not a private foundation to provide funding for construction of the Engineering Building	5,000,000
Total				3b 5,000,000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
16,800 SHS QUEST DIAGNOSTIC INC	P	2013-01-22	2013-10-11
6,670 SHS QUEST DIAGNOSTICS INC	P	2013-04-26	2013-10-11
1,760 SHS INTERNATIONAL BUSINESS MACHINES	P	2013-04-26	2013-12-23
13,165 SHS STANLEY BLACK & DECKER	P	2013-08-13	2014-01-03
2,350 SHS TIME INC	P	2013-07-23	2014-06-23
950 SHS TIME INC	P	2014-02-11	2014-06-23
18,500 SHS AFLAC INC	P	2013-10-11	2014-08-04
13,000 SHS DIGITAL REALTY TRUST INC	P	2012-08-22	2013-10-31
4,600 SHS DIGITAL REALTY TRUST INC	P	2012-10-11	2013-10-31
6,125 SHS INTERNATIONAL BUSINESS MACHINES	P	2012-12-07	2013-12-23
21,100 SHS MATTEL INC	P	2011-12-30	2014-02-03
16,200 SHS BAXTER INT	P	2012-10-11	2014-06-23
2,775 SHS BAXTER INT	P	2013-04-26	2014-06-23
1,150 SHS NOW INC	P	2012-12-20	2014-06-23
4,000 SHS NOW INC	P	2011-12-22	2014-06-23
575 SHS NOW INC	P	2012-03-16	2014-06-23
12,900 SHS NOVARTIS AG	P	2011-12-22	2014-07-23
2,800 SHS NOVARTIS AG	P	2012-03-16	2014-07-23
5,300 SHS JOHNSON & JOHNSON	P	1993-09-09	2014-08-21
5,000 SHS EXXON MOBIL CORP	P	2001-11-20	2013-12-11
10,000 SHS TJX COS INC	P	2007-12-10	2013-12-11
10,000 SHS MARATHON PETROLEUM CORP	P	2009-10-14	2013-12-11
20,000 SHS MARATHON OIL CORP	P	2009-10-14	2013-12-11
5,000 SHS VALE SP	P	2012-07-10	2013-12-12
875 SHS MALLINCKRODT PLC	P	2012-01-26	2013-12-12
5,000 SHS S A ADR	P	2012-12-14	2014-03-13
3 050 SHS VERIZON COMMUNICATIONS	P	2000-07-07	2014-03-13
1,950 SHS VERIZON COMMUNICATIONS	P	2000-07-07	2014-03-13
8,600 SHS AT&T CORP	P	2001-01-22	2014-03-13
1,400 SHS AT&T CORP	P	2001-04-24	2014-03-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
5,000 SHS AFLAC INC	P	2010-01-29	2014-04-25
5,000 SHS AFLAC INC	P	2010-09-29	2014-04-25
3,000 SHS UNION PACIFIC CORP	P	2010-03-10	2014-04-25
333 SHS PARAGON OFFSHORE PLC	P	2004-09-09	2014-08-29
151 SHS AMCOL INTL CORP	P	2013-01-29	2013-12-23
193 SHS AMERICAN TOWER REIT	P	2010-05-04	2013-10-31
416 SHS AMERICAN TOWER REIT	P	2010-05-13	2013-10-31
364 SHS AMERICAN TOWER REIT	P	2011-01-07	2013-10-31
348 SHS AMERICAN TOWER REIT	P	2011-05-16	2013-10-31
318 SHS AMERICAN TOWER REIT	P	2012-04-25	2013-10-31
256 SHS ALLEGHENY TECHNOLOGIES	P	2010-05-04	2013-12-23
68 SHS JOY GLOBAL INC	P	2012-11-15	2013-12-23
773 SHS AMCOL INTL CORP	P	2013-01-29	2014-03-06
151 SHS AMCOL INTL CORP	P	2013-01-29	2014-03-07
1,001 SHS AMCOL INTL CORP	P	2013-01-29	2014-04-03
1 SH TIMKEN STEEL	P	2010-05-04	2014-07-01
5 SHS BARCLAYS PLC - R	P	2013-09-17	2013-10-09
680 SHS ISHARES MSCI JAPAN ETF	P	2013-09-12	2013-10-22
70 SHS SOFTBANK CORP	P	2013-09-12	2013-10-22
67 SHS BARCLAYS PLC - R	P	2013-09-17	2013-10-23
120 SHS SOFTBANK CORP	P	2013-09-12	2013-10-23
140 SHS S S E PLC	P	2013-09-12	2013-11-07
70 SHS SOFTBANK CORP	P	2013-09-12	2013-11-07
80 SHS AIR LIQUIDE ADR	P	2013-09-12	2013-11-18
12 SHS BAYER A G	P	2013-09-12	2013-11-18
30 SHS GLAXO SMITHKLINE PLC	P	2013-09-12	2013-11-18
150 SHS ISHARES MSCI JAPAN ETF	P	2013-09-12	2013-11-18
130 SHS TAIWAN SEMICONDUCTOR MFG CO	P	2013-09-12	2013-11-18
120 SHS DEUTSHE BANK A G	P	2013-06-05	2013-11-19
774 SHS WOLSELEY PLC	P	2013-09-12	2013-12-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
140 SHS CENTRICA PLC - ADR	P	2013-09-12	2014-01-16
160 SHS COMPASS GROUP LPC ADR	P	2013-09-12	2014-01-16
10 SHS ASSOCIATED BRITISH FOODS PLC	P	2013-06-05	2014-01-24
150 SHS CENTRICA PLC - ADR	P	2013-09-12	2014-01-24
140 SHS ISHARES MSCI JAPAN ETF	P	2013-09-12	2014-01-24
20 SHS ASSOCIATED BRITISH FOODS PLC	P	2013-06-05	2014-01-27
90 SHS CENTRICA PLC - ADR	P	2013-09-12	2014-01-27
10 SHS BRITISH AMERICAN TOBACCO ADR PLC	P	2013-09-12	2014-02-11
60 SHS SYNGENTA AG ADR	P	2013-09-12	2014-02-11
240 SHS BANGKOK BANK PLC	P	2013-09-12	2014-02-12
200 SHS OLD MUTUAL PLC - ADR	P	2013-09-12	2014-02-12
40 SHS OLD MUTUAL PLC - ADR	P	2013-11-18	2014-02-12
170 SHS ISHARES MSCI JAPAN ETF	P	2013-09-12	2014-02-21
350 SHS BANK OF SCOTLAND	P	2013-09-12	2014-02-21
79 SHS VERIZON COMMUNICATIONS	P	2014-02-24	2014-03-07
86 SHS VERIZON COMMUNICATIONS	P	2014-02-24	2014-03-14
300 SHS SUN ART RETAIL GROUP	P	2013-09-12	2014-03-17
50 SHS DIAGEO PLC	P	2013-06-05	2014-03-19
8 SHS DIAGEO PLC	P	2014-01-24	2014-03-19
1 SH DNB ASA	P	2013-09-12	2014-04-11
300 SHS MINDRAY MEDICAL INTL LTD - ADR	P	2013-09-12	2014-04-11
30 SHS PHILIPPINE LONG DISTANCE TELEPHONE ADR	P	2013-06-05	2014-04-11
70 SHS SYGENTA AG ADR	P	2013-09-12	2014-04-11
18 SHS DNB ASA	P	2013-09-12	2014-04-14
20 SHS PHILIPPINE LONG DISTANCE TELEPHONE ADR	P	2013-06-05	2014-04-14
40 SHS JARDINE MATHESON HD - ADR	P	2013-09-12	2014-04-22
40 SHS STATOILHYDRO ASA	P	2013-09-12	2014-04-22
120 SHS ABERDEEN ASSET MANAGEMENT PLC	P	2013-09-12	2014-04-23
20 SHS BHP LTD	P	2013-06-05	2014-05-21
70 SHS GRUPO FIN SANTANDER	P	2013-09-12	2014-05-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
60 SHS TAIWAN SEMICONDUCTOR MFG CO - ADR	P	2013-09-12	2014-05-21
230 SHS ABERDEEN ASSET MANAGEMENT PLC	P	2013-09-12	2014-05-22
20 SHS PRUDENTIAL PLC	P	2013-06-05	2014-05-23
20 SHS S A ADR	P	2013-06-05	2014-05-23
70 SHS SUNTORY BEVERAGE & FOOD LTD	P	2013-10-23	2014-05-23
40 SHS COMPASS GROUP LPC ADR	P	2013-09-12	2014-05-29
100 SHS FRESENIUS MEDICAL CARE AG & CO	P	2013-06-05	2014-05-29
20 SHS FRESENIUS MEDICAL CARE AG & CO	P	2013-09-12	2014-05-29
20 SHS MAKITA CORP ADR	P	2013-09-12	2014-05-29
40 SHS PRUDENTIAL PLC	P	2013-06-05	2014-05-29
7 SHS BAYER A G	P	2013-09-12	2014-06-23
8 SHS BRITISH AMERICAN TOBACCO ADR PLC	P	2013-09-12	2014-06-23
6 SHS DON QUIJOTE CO LTD	P	2013-09-12	2014-06-23
60 SHS SUNTORY BEVERAGE & FOOD LTD	P	2013-10-23	2014-06-23
941 SHS COMPASS GROUP LPC ADR	P	2013-09-12	2014-08-14
138,792 505 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2011-09-27	2014-01-29
230,140 194 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2011-09-27	2014-05-23
520 598 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2011-10-20	2014-05-23
833 181 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2011-11-18	2014-05-23
301 250 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2011-12-15	2014-05-23
809 559 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2011-12-21	2014-05-23
294 195 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-01-03	2014-05-23
579 604 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-01-20	2014-05-23
769 804 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-02-17	2014-05-23
765 123 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-03-20	2014-05-23
858 262 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-04-20	2014-05-23
733 681 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-05-18	2014-05-23
806 871 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-06-20	2014-05-23
827 497 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-07-20	2014-05-23
743 920 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-08-20	2014-05-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
803 643 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-09-20	2014-05-23
783 813 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-10-22	2014-05-23
755 421 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-11-21	2014-05-23
484 066 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-12-13	2014-05-23
25 477 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-12-13	2014-05-23
767 855 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2012-12-21	2014-05-23
288 910 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-01-02	2014-05-23
531 040 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-01-22	2014-05-23
740 460 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-02-21	2014-05-23
688 768 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-03-21	2014-05-23
758 635 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-04-22	2014-05-23
702 840 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-05-21	2014-05-23
764 544 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-06-21	2014-05-23
760 125 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-07-22	2014-05-23
738 756 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-08-21	2014-05-23
779 971 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-09-23	2014-05-23
674 374 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-10-21	2014-05-23
756 774 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-11-21	2014-05-23
59 894 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-12-11	2014-05-23
772 167 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2013-12-23	2014-05-23
213 765 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2014-01-02	2014-05-23
463 461 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2014-01-21	2014-05-23
544 144 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2014-02-21	2014-05-23
395 408 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2014-03-21	2014-05-23
424 414 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2014-04-21	2014-05-23
410 058 SHS ALLIANCE BERNSTEIN INTER DIV MUNI	P	2014-05-21	2014-05-23
Capital Gain Dividends			

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
976,569		1,043,000	-66,431
387,721		374,245	13,476
320,243		341,980	-21,737
1,056,855		1,174,193	-117,338
53,788		47,866	5,922
21,744		20,021	1,723
1,082,991		1,191,944	-108,953
616,598		984,952	-368,354
218,181		309,984	-91,803
1,114,481		1,176,886	-62,405
760,148		592,300	167,848
1,192,647		994,902	197,745
204,296		192,753	11,543
40,469		32,053	8,416
140,763		110,823	29,940
20,235		19,574	661
1,145,413		730,634	414,779
248,617		153,879	94,738
551,283		53,852	497,431
473,863		185,248	288,615
622,643		146,487	476,156
847,443		263,668	583,775
731,231		389,784	341,447
76,499		101,800	-25,301
45,902		29,517	16,385
322,094		254,257	67,837
142,677		151,467	-8,790
91,219		96,875	-5,656
277,861		286,575	-8,714
45,233		44,642	591

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
313,043		249,650	63,393
313,043		261,450	51,593
575,927		207,079	368,848
3		2	1
5,047		4,795	252
15,355		7,943	7,412
33,097		17,371	15,726
28,960		18,410	10,550
27,687		18,331	9,356
25,300		20,532	4,768
8,721		13,131	-4,410
3,777		3,769	8
36,153		24,547	11,606
7,062		4,795	2,267
45,795		31,787	14,008
20		10	10
3		3	
8,146		7,831	315
2,609		2,283	326
354		361	-7
4,450		3,914	536
3,143		3,433	-290
2,703		2,283	420
2,125		2,137	-12
1,502		1,306	196
1,548		1,545	3
1,774		1,727	47
2,273		2,228	45
5,464		5,608	-144
4		4	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,991		3,500	-509
2,501		2,147	354
463		278	185
3,210		3,750	-540
1,684		1,612	72
927		557	370
1,908		2,250	-342
958		1,043	-85
4,122		4,762	-640
6,320		7,984	-1,664
4,622		4,743	-121
924		1,034	-110
1,966		1,958	8
4,202		3,762	440
38		37	1
4,007		4,017	-10
3,666		4,209	-543
6,044		5,931	113
967		1,053	-86
169		161	8
3,385		4,023	-638
1,847		2,173	-326
5,338		5,556	-218
3,130		2,895	235
1,220		1,449	-229
2,476		2,164	312
1,153		898	255
1,724		1,426	298
1,412		1,326	86
937		960	-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,244		1,028	216
3,243		2,734	509
935		683	252
1,404		1,008	396
1,256		1,179	77
665		537	128
3,237		3,398	-161
647		638	9
1,096		1,112	-16
1,862		1,366	496
979		762	217
964		834	130
1,006		982	24
1,151		1,010	141
15		13	2
1,999,994		2,041,640	-41,646
3,343,932		3,385,365	-41,433
7,564		7,570	-6
12,106		12,173	-67
4,377		4,443	-66
11,763		11,957	-194
4,275		4,354	-79
8,422		8,619	-197
11,185		11,485	-300
11,117		11,247	-130
12,471		12,754	-283
10,660		10,925	-265
11,724		11,974	-250
12,024		12,330	-306
10,809		11,040	-231

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,677		11,950	-273
11,389		11,679	-290
10,976		11,331	-355
7,033		7,222	-189
370		380	-10
11,157		11,372	-215
4,198		4,284	-86
7,716		7,902	-186
10,759		10,951	-192
10,008		10,166	-158
11,023		11,273	-250
10,212		10,395	-183
11,109		11,040	69
11,045		10,908	137
10,734		10,513	221
11,333		11,177	156
9,799		9,657	142
10,996		10,860	136
870		857	13
11,220		11,034	186
3,106		3,053	53
6,734		6,660	74
7,906		7,847	59
5,745		5,694	51
6,167		6,150	17
5,958		5,962	-4
			29,126

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-66,431
			13,476
			-21,737
			-117,338
			5,922
			1,723
			-108,953
			-368,354
			-91,803
			-62,405
			167,848
			197,745
			11,543
			8,416
			29,940
			661
			414,779
			94,738
			497,431
			288,615
			476,156
			583,775
			341,447
			-25,301
			16,385
			67,837
			-8,790
			-5,656
			-8,714
			591

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			63,393
			51,593
			368,848
			1
			252
			7,412
			15,726
			10,550
			9,356
			4,768
			-4,410
			8
			11,606
			2,267
			14,008
			10
			315
			326
			-7
			536
			-290
			420
			-12
			196
			3
			47
			45
			-144

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-509
			354
			185
			-540
			72
			370
			-342
			-85
			-640
			-1,664
			-121
			-110
			8
			440
			1
			-10
			-543
			113
			-86
			8
			-638
			-326
			-218
			235
			-229
			312
			255
			298
			86
			-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			216
			509
			252
			396
			77
			128
			-161
			9
			-16
			496
			217
			130
			24
			141
			2
			-41,646
			-41,433
			-6
			-67
			-66
			-194
			-79
			-197
			-300
			-130
			-283
			-265
			-250
			-306
			-231

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-273
			-290
			-355
			-189
			-10
			-215
			-86
			-186
			-192
			-158
			-250
			-183
			69
			137
			221
			156
			142
			136
			13
			186
			53
			74
			59
			51
			17
			-4

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding construction of the Law School Memorial Lounge	500,000
Greater Los Angeles Zoo Association 5333 Zoo Drive Los Angeles, CA 90027	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is to provide funding for construction of phase 1 of the organization's master plan	150,000
Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding of electronics information technology scholarships	50,000
Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is to charity exempt under 501(c)(3) which is not a private foundation Contribution is to provide funding for merit based law student scholarships	50,000
Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is to provide funding for Marriott School Accounting scholarships	50,000
Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is to provide funding for Nursing School scholarships	50,000
Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is being made to a charity exempt under 501(c)(3) which is not a private foundation to provide funding for construction of the Engineering Building	5,000,000
Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is to provide funding for the Harold B Lee Library's Special Collection	50,000
Brigham Young University D-346 ASB Provo, UT 84602	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is to provide funding for the construction of Nursing Learning Center	750,000
Criminal Justice Legal Foundation 2131 L Street Sacramento, CA 95816	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for general support of the organization	25,000
Ettie Lee Youth Family Services PO Box 339 Baldwin Park, CA 91706	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for general support of the organization	45,000
Greater Los Angeles Zoo Association 5333 Zoo Drive Los Angeles, CA 90027	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding for improvements to Conservation Carousel	50,000
Little Sisters of the Poor 2100 South Western Avenue Los Angeles, CA 90013	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding the operating budget of the organization	50,000
Little Sisters of the Poor 2100 South Western Avenue Los Angeles, CA 90013	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is to provide funding for the purchase of a new fire alarm and nurse call systems	100,000
Notre Dame High School 13645 Riverside Dr Sherman Oaks, CA 91423	none	Not PF	Charity is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding construction of FBB Athletic Center	200,000
Total				11,495,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Pacific Legal Foundation 930 G Street Sacramento, CA 94814	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for the general support of the organization	250,000
Salk Institute PO Box 85800 San Diego, CA 92186	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding support of Dave Schubert, Vicky Sundblad, and Greg Lemke biological research	300,000
San Fernando Mission 15151 San Fernando Mission Blvd Mission Hills, CA 91345	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for the general support of the organization	25,000
St Bernard High School 9100 Falmouth Ave Los Angeles, CA 90293	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding the construction of a marine biology lab & other projects	50,000
University of Nevada University of Nevada Reno/0007 Reno, NV 89557	none	Not PF	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding the construction of a new science building	50,000
Loyola Law School 919 Albany Street Los Angeles, CA 90015	none	No	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding of University scholarships	700,000
University of Southern California 3535 S Figueroa St Los Angeles, CA 90089	none	No	Contribution is to a charity exempt under 501(c)(3) which is not a private foundation Contribution is for funding of the Marks Tennis Stadium's transformation into "Fritz B Burns Tennis Courts" and for funding of Tennis endowment, supporting each #1 player on both men and women's tennis teams	3,000,000
Total			3a	11,495,000

TY 2013 Accounting Fees Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Peasley, Aldinger & O'Bymachow	40,533	20,267	0	19,059

TY 2013 Contractor Compensation Explanation

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Contractor	Explanation
BNY Mellon Wealth Management	Fees for managing investments.
Earnest Partners	Fees for managing investments.
Kayne Anderson Rudnick	Fees for managing investments

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

TY 2013 Depreciation Schedule

Name: Fritz B Burns Foundation
a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Industrial Building	1997-02-01	7,018,868	2,992,073	87	2.56 %	179,964	179,964		
Industrial Building	1997-02-01	2,018,109	860,300	87	2.56 %	51,744	51,744		
Industrial Building	1997-02-01	3,390,423	1,445,303	87	2.56 %	86,931	86,931		
Office Roof (Marlw) (1/2)	1996-04-01	9,125	4,144	87	2.56 %	234	234		
Equip & Fixtures (1/2)	2008-04-01	109,108	85,750	58	14.29 %	15,592	15,592		
Equip & Fixtures (1/2)	2008-04-01	40,808	32,071	58	14.29 %	5,831	5,831		
Office Furniture	2007-10-31	8,438	6,630	58	14.29 %	1,206	603		
Building (1/2)	2009-03-31	42,670	4,970	87	2.56 %	1,094	1,094		
Equipment	2009-06-30	4,851	3,118	58	14.28 %	693	347		
Building (1/2)	2010-10-10	824,049	62,539	87	2.56 %	21,129	21,129		
Equipment (1/2)	2010-10-10	154,651	77,325	54	20.00 %	30,930	30,930		
Imprvmnts (Pkng Lt) (1/2)	2012-08-06	220,583	6,364	87	2.56 %	5,656	5,656		
Imprvmnts (Pking Lt) (1/2)	2012-08-06	25,061	723	87	2.56 %	643	643		
Carpet & Nnfixd Imp (1/2)	2012-09-01	16,620	3,740	54	20.00 %	3,324	3,324		
Imprvmnts (Pkng Lt) (1/2)	2012-09-01	76,655	2,047	87	2.56 %	1,965	1,965		
Safe	2012-11-01	1,739	217	91	7.0000	249	125		
Chairs	2012-12-01	3,790	429	91	7.0000	541	271		
Improvements (1/2)	2012-10-01	243,942	46,756	91	5.0000	48,788	48,788		
Improvements (1/2)	2012-10-01	16,454	405	91	39.0000	422	422		
Improvements (1/2)	2012-10-01	80,349	1,974	91	39.0000	2,060	2,060		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Improvements (Simi)	2013-10-01	1,500,000		87	2.46 %	36,915	36,915		
Tenant improvements (1/2)	2013-11-01	320		87	2.25 %	7	7		
Tenant Improvements (1/2)	2013-11-01	15,217		87	2.25 %	342	342		
Tenant Improvements (1/2)	2013-11-01	305		87	2.25 %	7	7		
Tenant Improvements (1/2)	2013-11-01	80		87	2.25 %	2	2		
Tenant Improvements (1/2)	2013-11-01	1,752		87	2.25 %	39	39		
Tenant Improvements (1/2)	2013-11-01	80		87	2.25 %	2	2		
Tenant Improvements (1/2)	2013-11-01	2,100		87	2.25 %	47	47		
Tenant Improvements (1/2)	2013-11-01	9,090		87	2.25 %	204	204		
Tenant Improvements (1/20)	2013-11-01	5,403		87	2.25 %	121	121		
Tenant Improvements (1/2)	2013-11-01	120		87	2.25 %	3	3		
Blinds (1/2)	2013-11-01	359		58	7.14 %	26	26		
Tenant Improvements (1/2)	2013-11-01	80		87	2.25 %	2	2		
Tenant Improvements (1/2)	2013-11-01	1,725		87	2.25 %	39	39		
Shades (1/2)	2014-01-20	1,795		58	7.14 %	128	128		
Tenant Improvements (1/2)	2013-10-01	3,467		87	2.46 %	85	85		
Tenant Improvements (1/2)	2013-10-30	1,112		87	2.46 %	27	27		
Tenant Improvements (1/2)	2013-11-01	14,383		87	2.25 %	323	323		

**TY 2013 Investments Corporate
Stock Schedule**

Name: Fritz B Burns Foundation
a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Kayne Anderson/Wells Fargo	39,002,092	54,121,695
Mellon Inv Acct	38,943,986	70,888,659
Earnest Small/Mid Cap Inv Acct	5,027,806	6,544,220
Mellon Emerging Markets	2,711,846	2,545,573
3,880 Shs Berkshire Hathaway	290,635	535,983
Mellon Sub Account 2	414,029	430,588
5,600.000 Shs Royce Value Trust	88,980	81,200
2,085.000 Shs Powershares Buyback	90,589	93,283

TY 2013 Investments - Land Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	16,979	7,090	9,889	
Machinery and Equipment	329,567	272,499	57,068	
Buildings	14,355,329	6,762,511	7,592,818	28,480,000
Improvements	2,220,073	156,096	2,063,977	
Land	6,260,864		6,260,864	

TY 2013 Investments - Other Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Royal Palms Partnership Interest 38.169%	AT COST	273,493	5,150,000
45,230 Shs Vanguard Intermediate	AT COST	3,981,705	3,811,080

TY 2013 Land, Etc. Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	13,967	9,272	4,695	5,734
Machinery and Equipment	4,851	3,812	1,039	

TY 2013 Legal Fees Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Allison MacKenzie & Russell	185	93	0	92
Brorby, Crozier, and Dobie, PC	25,752	12,876	0	12,876
Robinson & Parker, LLC	2,808	1,404	0	1,404

TY 2013 Other Assets Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Deferred Rents Receivable	529,881	1,105,880	1,105,880
Deposits		6,338	6,338

TY 2013 Other Decreases Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Description	Amount
Net Increase in Future Grant Promises	3,310,667

TY 2013 Other Expenses Schedule

Name: Fritz B Burns Foundation
a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Processing Charges - Payroll	4,006	2,003		2,079
Dues & Subscriptions	37	19		18
Insurance	16,812	8,406		8,406
Inv Expenses Allocable to Tax Ex Inc		-4,831		
Miscellaneous	23	12		11
Office Supplies	6,263	3,132		3,131
Postage	424	212		212
Rental Expenses	358,171	358,171		
Repairs & Maintenance	19,064	9,532		9,532
Telephone	6,520	3,260		3,260

TY 2013 Other Income Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Oil Royalties	27,777	27,777	
Ptrshp Inc - Royal Palms	236,553	236,553	
Sec Litigat'n Rec & Other	9,994	9,994	

TY 2013 Other Liabilities Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Deferred Rent Expense		6,473

TY 2013 Other Professional Fees Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Earnest Partners Small/Mid Cap	51,702	51,702	0	0
Kayne Anderson Investment Management	254,649	254,649	0	0
Madison Realty Advisors	8,750	8,750	0	0
Mellon Private Asset Management	218,473	218,473	0	0
Mellon Private Asset Mgmt - Sub Acct #2	1,413	1,413	0	0
Mellon Private Asset Mgmt - Sub Acct	329	329	0	0

TY 2013 Taxes Schedule

Name: Fritz B Burns Foundation
 a Nevada nonprofit corporation

EIN: 94-3218106

Software ID: 13000170

Software Version: 2013v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Other Taxes	85	43		42
Personal Property Taxes	131	66		65
Tax on Investment Income	67,412			
Taxes & Licenses	210	105		105