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Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning DEC 1, 2013, and ending NOV 30, 2014

Name of foundation
THE HARVEY & RUTH GELFENBEIN CHARITABLE FOUNDATION INC

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
C/O KAUFMAN ROSSIN, ONE TOWN CENTER ROAD 400

City or town, state or province, country, and ZIP or foreign postal code
BOCA RATON, FL 33486

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ 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) **\$ 1,825,468.** (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
13-3056514

B Telephone number
561-394-5100

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,522.	1,522.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	129,569.			
	b Gross sales price for all assets on line 6a	783,131.			
	7 Capital gain net income (from Part IV, line 2)		129,569.		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	131,091.	131,091.		
	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 2	1,500.	750.		0.
	c Other professional fees				
17 Interest					
18 Taxes STMT 3	5,366.	0.		0.	
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4	12,802.	12,528.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23	19,668.	13,278.		0.	
25 Contributions, gifts, grants paid	86,435.			86,435.	
26 Total expenses and disbursements. Add lines 24 and 25	106,103.	13,278.		86,435.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	24,988.				
b Net investment income (if negative, enter -0-)		117,813.			
c Adjusted net income (if negative, enter -0-)			N/A		

p
9

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	40,731.	23,556.	23,556.
	2 Savings and temporary cash investments	500,878.	509,866.	509,866.
	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	1,366.		
	10a Investments - U.S. and state government obligations STMT 5	219,925.	219,953.	219,942.
	b Investments - corporate stock STMT 6	794,095.	828,608.	1,072,104.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	1,556,995.	1,581,983.	1,825,468.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	734,348.	734,348.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	822,647.	847,635.		
30 Total net assets or fund balances	1,556,995.	1,581,983.		
31 Total liabilities and net assets/fund balances	1,556,995.	1,581,983.		

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	1,556,995.
2 Enter amount from Part I, line 27a	2	24,988.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,581,983.
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	1,581,983.

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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 PUBLICLY TRADED SECURITIES	P		
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 783,131.		653,562.	129,569.
b			
c			
d			
e			

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			129,569.
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	129,569.
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	92,381.	1,782,497.	.051827
2011	83,876.	1,497,171.	.056023
2010	62,153.	1,506,737.	.041250
2009	72,065.	1,481,695.	.048637
2008	68,388.	1,322,791.	.051700

2 Total of line 1, column (d)	2	.249437
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	.049887
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,043,345.
5 Multiply line 4 by line 3	5	101,936.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,178.
7 Add lines 5 and 6	7	103,114.
8 Enter qualifying distributions from Part XII, line 4	8	86,435.

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

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

1a. Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b. Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	2,356.
c. All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2. Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3. Add lines 1 and 2		3	2,356.
4. Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5. Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,356.
6. Credits/Payments:			
a. 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,610.	
b. Exempt foreign organizations - tax withheld at source	6b		
c. Tax paid with application for extension of time to file (Form 8868)	6c		
d. Backup withholding erroneously withheld	6d		
7. Total credits and payments. Add lines 6a through 6d	7	2,610.	
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	254.	
11. Enter the amount of line 10 to be Credited to 2014 estimated tax	11	254.	Refunded

Part VII-A Statements Regarding Activities

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

N/A

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CHARITABLE FOUNDATION INC**

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► <u>N/A</u>				
14	The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>561-394-5100</u> Located at ► <u>C/O KAUFMAN ROSSIN, ONE TOWN CENTER ROAD, BOCA RATON</u> ZIP+4 ► <u>33486</u>			
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	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	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.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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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))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RUTH GELFENBEIN	PRESIDENT			
ONE TOWN CENTER ROAD, SUITE 400				
BOCA RATON, FL 33486	1.00	0.	0.	0.
JOY KAPLAN	DIRECTOR			
ONE TOWN CENTER ROAD, SUITE 400				
BOCA RATON, FL 33486	1.00	0.	0.	0.
DREW GELFENBEIN	DIRECTOR			
ONE TOWN CENTER ROAD, SUITE 400				
BOCA RATON, FL 33486	1.00	0.	0.	0.
GLENN GELFENBEIN	DIRECTOR			
ONE TOWN CENTER ROAD, SUITE 400				
BOCA RATON, FL 33486	1.00	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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**THE HARVEY & RUTH GELFENBEIN
CHARITABLE FOUNDATION INC**
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	2,031,261.
b	Average of monthly cash balances	1b	43,201.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,074,462.
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	2,074,462.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,117.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,043,345.
6	Minimum investment return. Enter 5% of line 5	6	102,167.

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	102,167.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,356.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,356.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	99,811.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	99,811.
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	99,811.

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	86,435.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	86,435.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,435.

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.

**THE HARVEY & RUTH GELFENBEIN
CHARITABLE FOUNDATION INC**

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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				99,811.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013.				
a From 2008				
b From 2009				
c From 2010				
d From 2011	9,017.			
e From 2012	8,724.			
f Total of lines 3a through e	17,741.			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$	86,435.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				86,435.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	13,376.			13,376.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	4,365.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,365.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	4,365.			
e Excess from 2013				

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

N/A

- 1 a.** 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 foundation is a private operating foundation described in section
- ☐
- 4942(j)(3) or
- ☐
- 4942(j)(5)

- 2 a** 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.

[illegible]

Part XV	Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)
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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).)

NONE

- 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.

NONE

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:

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

- c Any submission deadlines:**

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

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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AIPAC		PUBLIC CHARITY	GENERAL OPERATIONS	100.
ALLIANCE FOR CLIMATE PROTECTION		PUBLIC CHARITY	GENERAL OPERATIONS	750.
AMERICAN CANCER SOCIETY		PUBLIC CHARITY	GENERAL OPERATIONS	450.
AMERICAN JEWISH COMMITTEE		PUBLIC CHARITY	GENERAL OPERATIONS	200.
AMNESTY INTERNATIONAL		PUBLIC CHARITY	GENERAL OPERATIONS	400.
Total	SEE CONTINUATION SHEET(S)			86,435.
b Approved for future payment				
NONE				
Total				0.

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	
		14	1,522.	
		18	129,569.	
	0.		131,091.	0.
			13	131,091.

[illegible]

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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
ANTI DEFAMATION LEAGUE		PUBLIC CHARITY	GENERAL OPERATIONS	150.
BOCA RATON REGIONAL HOSPITAL FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	5,750.
BOYS AND GIRLS CLUB OF BURLINGTON		PUBLIC CHARITY	GENERAL OPERATIONS	300.
BROWARD OUTREACH CENTERS		PUBLIC CHARITY	GENERAL OPERATIONS	50.
BURLINGTON CITY ARTS		PUBLIC CHARITY	GENERAL OPERATIONS	300.
BURLINGTON EMERGENCY SHELTER		PUBLIC CHARITY	GENERAL OPERATIONS	300.
CANCER PATIENT SUPPORT PROGRAM		PUBLIC CHARITY	GENERAL OPERATIONS	300.
CENTER FOR WOMEN & FAMILIES		PUBLIC CHARITY	GENERAL OPERATIONS	500.
CHITTENDEN EMERGENCY FOOD SHELTER		PUBLIC CHARITY	GENERAL OPERATIONS	300.
COMMITTEE ON TEMPORARY SHELTER		PUBLIC CHARITY	GENERAL OPERATIONS	300.
Total from continuation sheets				84,535.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DARE TO CARE FOOD BANK		PUBLIC CHARITY	GENERAL OPERATIONS	100.
FACES		PUBLIC CHARITY	GENERAL OPERATIONS	4,800.
FLYNN CENTER FOR THE PERFORMING ARTS		PUBLIC CHARITY	GENERAL OPERATIONS	500.
GREENPEACE		PUBLIC CHARITY	GENERAL OPERATIONS	400.
HAND IN HAND PARENTING		PUBLIC CHARITY	GENERAL OPERATIONS	400.
HOME OF THE SAGES OF ISRAEL		PUBLIC CHARITY	GENERAL OPERATIONS	25.
JAWANIO FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	400.
JEWISH COMMUNITY CENTER OF LOUISVILLE		PUBLIC CHARITY	GENERAL OPERATIONS	2,500.
JEWISH FAMILY & CAREER SERVICES		PUBLIC CHARITY	GENERAL OPERATIONS	300.
JEWISH FEDERATION - SOUTH PALM BEACH COUNTY		PUBLIC CHARITY	GENERAL OPERATIONS	34,600.
Total from continuation sheets				

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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
JEWISH FEDERATION OF SOUTH PALM BEACH COUNTY (KFF)		PUBLIC CHARITY	GENERAL OPERATIONS	100.
JUMP		PUBLIC CHARITY	GENERAL OPERATIONS	300.
KY HUMANE SOCIETY		PUBLIC CHARITY	GENERAL OPERATIONS	200.
LIGHTHOUSE FOR THE BLIND		PUBLIC CHARITY	GENERAL OPERATIONS	700.
MAKE A WISH FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	925.
MARCH OF DIMES		PUBLIC CHARITY	GENERAL OPERATIONS	100.
MASLOW FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	500.
MUSCULAR DYSTROPHY ASSOCIATION		PUBLIC CHARITY	GENERAL OPERATIONS	1,000.
NATIONAL COUNCIL OF JEWISH WOMEN		PUBLIC CHARITY	GENERAL OPERATIONS	400.
NATIONAL TAY-SACHS		PUBLIC CHARITY	GENERAL OPERATIONS	400.
Total from continuation sheets				

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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
NATURE CONSERVANCY		PUBLIC CHARITY	GENERAL OPERATIONS	500.
NORTH AMERICAN CONFERENCE ON ETHIOPIAN JEWRY		PUBLIC CHARITY	GENERAL OPERATIONS	1,500.
OCEAN CONSERVANCY		PUBLIC CHARITY	GENERAL OPERATIONS	500.
PAP CORPS		PUBLIC CHARITY	GENERAL OPERATIONS	1,000.
PLANNED PARENTHOOD		PUBLIC CHARITY	GENERAL OPERATIONS	600.
RABBIS FOR HUMAN RIGHTS		PUBLIC CHARITY	GENERAL OPERATIONS	130.
RED CROSS		PUBLIC CHARITY	GENERAL OPERATIONS	400.
RONALD MCDONALD HOUSE		PUBLIC CHARITY	GENERAL OPERATIONS	300.
SCIENCE WORKS MUSEUM		PUBLIC CHARITY	GENERAL OPERATIONS	100.
SHELBURNE FARMS		PUBLIC CHARITY	GENERAL OPERATIONS	300.
Total from continuation sheets				

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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
SHELBURNE MUSEUM		PUBLIC CHARITY	GENERAL OPERATIONS	300.
SISKIYOU SCHOOL		PUBLIC CHARITY	GENERAL OPERATIONS	3,060.
SPBC NATIONAL PARKINSON FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	1,000.
ST FRANCIS HIGH SCHOOL		PUBLIC CHARITY	GENERAL OPERATIONS	750.
TEMPLE BETH EL		PUBLIC CHARITY	GENERAL OPERATIONS	100.
TEMPLE EMSK SHALOM		PUBLIC CHARITY	GENERAL OPERATIONS	2,920.
TEMPLE SINAI		PUBLIC CHARITY	GENERAL OPERATIONS	2,500.
THE HEALING PLACE		PUBLIC CHARITY	GENERAL OPERATIONS	100.
THE TEMPLE		PUBLIC CHARITY	GENERAL OPERATIONS	3,200.
TOYS FOR TOTS		PUBLIC CHARITY	GENERAL OPERATIONS	50.
Total from continuation sheets				

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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
US HOLOCAUST MEMORIAL MUSEUM		PUBLIC CHARITY	GENERAL OPERATIONS	300.
US OLYMPIC COMMITTEE		PUBLIC CHARITY	GENERAL OPERATIONS	50.
VERMONT PUBLIC INTEREST RESEARCH GROUP		PUBLIC CHARITY	GENERAL OPERATIONS	300.
VERMONT SPECIAL OLYMPICS		PUBLIC CHARITY	GENERAL OPERATIONS	500.
WEST END SCHOOL		PUBLIC CHARITY	GENERAL OPERATIONS	100.
WORLD JEWISH CONGRESS FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	150.
PLAY FOR PINK		PUBLIC CHARITY	GENERAL OPERATIONS	100.
CHAMPION COLLEGE SINGLE PARENT		PUBLIC CHARITY	GENERAL OPERATIONS	250.
AMERICAN DIABETES ASSOCIATION		PUBLIC CHARITY	GENERAL OPERATIONS	50.
SCHOOL OF ARTS FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	300.
Total from continuation sheets				

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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
BIRTHRIGHT ISRAEL FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	3,600.
JPR		PUBLIC CHARITY	GENERAL OPERATIONS	200.
WPBT2		PUBLIC CHARITY	GENERAL OPERATIONS	75.
WOUNDED WARRIOR PROJECT		PUBLIC CHARITY	GENERAL OPERATIONS	50.
TEMPLE BETH ABRAHAM		PUBLIC CHARITY	PHYLLIS R SESKY FUND	500.
CROHNS COLITIS FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	250.
HUMANE SOCIETY OF CHITTENDON COUNTY		PUBLIC CHARITY	GENERAL OPERATIONS	300.
ALS ASSOCIATION		PUBLIC CHARITY	GENERAL OPERATIONS	300.
EPILEPSY FOUNDATION		PUBLIC CHARITY	GENERAL OPERATIONS	300.
MUHLENBERG FUND		PUBLIC CHARITY	GENERAL OPERATIONS	400.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
JP MORGAN CLEARING CORP	1,522.	0.	1,522.	1,522.		
TO PART I, LINE 4	1,522.	0.	1,522.	1,522.		

FORM 990-PF		ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	1,500.	750.				0.
TO FORM 990-PF, PG 1, LN 16B	1,500.	750.				0.

FORM 990-PF		TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
FEDERAL TAXES	5,366.	0.				0.
TO FORM 990-PF, PG 1, LN 18	5,366.	0.				0.

FORM 990-PF		OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
NYS FILING FEES	250.	0.				0.
BANK CHARGES	24.	0.				0.
INVESTMENT MANAGEMENT FEES	12,528.	12,528.				0.
TO FORM 990-PF, PG 1, LN 23	12,802.	12,528.				0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UNITED STATES TREASURY BILL DUE 05/07/15	X		219,953.	219,942.
TOTAL U.S. GOVERNMENT OBLIGATIONS			219,953.	219,942.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			219,953.	219,942.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SENOYX INC	130,316.	174,600.
DIGIMARC CORP	141,093.	145,020.
VITESSE SEMI-CONDUCTOR	60,620.	66,400.
LIONBRIDGE TECHNOLOGIES	90,669.	121,680.
PDF SOLUTIONS INC	44,361.	159,000.
BOINGO WIRELESS INC	100,414.	119,400.
REIS INC	103,862.	150,960.
PRGX GLOBAL INC	128,875.	104,000.
EHEALTH	28,398.	31,044.
TOTAL TO FORM 990-PF, PART II, LINE 10B	828,608.	1,072,104.