Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
THE RICHARD F. DWYER-ELEANOR W. DWYER
FUND FOR EXCELLENCE

A Employer identification number
95-6027788

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
321 NORTH LAS CASAS AVE

B Telephone number
310-459-2840

City or town, state or province, country, and ZIP or foreign postal code
PACIFIC PALISADES, CA 90272-3307

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 8,129,249.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	158,219.	158,219.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	452,314.			
	b Gross sales price for all assets on line 6a 1,305,241.				
	7 Capital gain net income (from Part IV, line 2)		452,314.		
	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)				
	11 Other income	38,544.	38,545.	0.	STATEMENT 2
	12 **Total.** Add lines 1 through 11	649,077.	649,078.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	6,170.	6,170.	0.	0.
	c Other professional fees STMT 4	41,728.	41,728.	0.	0.
	17 Interest				
	18 Taxes STMT 5	15,176.	1,166.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	352.	352.	0.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	63,426.	49,416.	0.	0.
	25 Contributions, gifts, grants paid	423,950.			423,950.
	26 **Total expenses and disbursements** Add lines 24 and 25	487,376.	49,416.	0.	423,950.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	161,701.			
	b **Net investment income** (if negative, enter -0-)		599,662.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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17480501 144585 DWYER7788 2013.05080 THE RICHARD F. DWYER-ELEANO DWYER772

9

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	317,103.	307,308.	307,308.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 8	404,389.	400,277.	328,594.
	b Investments - corporate stock STMT 9	4,125,280.	4,335,678.	6,848,599.
	c Investments - corporate bonds STMT 10	227,826.	227,614.	240,423.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	430,715.	415,065.	404,325.
	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 I)	5,505,313.	5,685,942.	8,129,249.
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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	31,195.	31,195.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,474,118.	5,654,747.	
	30 **Total net assets or fund balances**	5,505,313.	5,685,942.	
	31 **Total liabilities and net assets/fund balances**	5,505,313.	5,685,942.	

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	5,505,313.
2	Enter amount from Part I, line 27a	2	161,701.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	18,928.
4	Add lines 1, 2, and 3	4	5,685,942.
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	5,685,942.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,305,241.		852,927.	452,314.

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				
b				
c				
d				
e				452,314.

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	452,314.
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	309,750.	6,739,177.	.045963
2011	276,081.	6,198,763.	.044538
2010	314,716.	6,140,758.	.051250
2009	298,406.	5,614,318.	.053151
2008	221,800.	5,288,450.	.041940

2 Total of line 1, column (d)	2	.236842
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	.047368
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	7,617,334.
5 Multiply line 4 by line 3	5	360,818.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,997.
7 Add lines 5 and 6	7	366,815.
8 Enter qualifying distributions from Part XII, line 4	8	423,950.

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 ▶ [X] and enter 1% of Part I, line 27b			1	5,997.
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	5,997.
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	5,997.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	13,008.		
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	13,008.
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	7,011.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 7,011. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶ N/A

14 The books are in care of ▶ DARLENE LASHER Telephone no. ▶ 310-459-2840

Located at ▶ 321 NORTH LAS CASAS AVE., PACIFIC PALISADES, CA ZIP+4 ▶ 90272

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

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	N/A	3b		
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

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
DARLENE LASHER 321 NORTH LAS CASAS AVE PACIFIC PALISADES, CA 90272	SECRETARR/PRESIDENT 0.00	0.	0.	0.
SUSAN LASHER 321 NORTH LAS CASAS AVE PACIFIC PALISADES, CA 90272	TREASURY/CFO 0.00	0.	0.	0.
ALLAN LASHER 321 NORTH LAS CASAS AVE PACIFIC PALISADES, CA 90272	VICE PRESIDENT (DOD 7/11/2013) 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,940,955.
b	Average of monthly cash balances	1b	385,343.
c	Fair market value of all other assets	1c	407,036.
d	**Total** (add lines 1a, b, and c)	1d	7,733,334.
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	7,733,334.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	116,000.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,617,334.
6	**Minimum investment return** Enter 5% of line 5	6	380,867.

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	380,867.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,997.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,997.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	374,870.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	374,870.
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	374,870.

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	423,950.
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	423,950.
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	5,997.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	417,953.

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				374,870.
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 20,119.				
c From 2010 18,246.				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	38,365.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 423,950.				
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				374,870.
e Remaining amount distributed out of corpus	49,080.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	87,445.			
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	87,445.			
10 Analysis of line 9:				
a Excess from 2009 20,119.				
b Excess from 2010 18,246.				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013 49,080.				

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)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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. 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 foundation 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).)

ALLAN LASHER

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 ▶ [X] 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:

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT			SEE ATTACHED	423,950.
Total			▶ 3a	423,950.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	158,219.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	38,544.	
8 Gain or (loss) from sales of assets other than inventory			18	452,314.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		649,077.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 649,077.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

323621 10-10-13

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Darlene Parker 5/7/15 SECRETARY/PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JAMES R. PARKS	[signature]	5/4/2015		P00749317

Firm's name ▶ CBIZ MHM, LLC — Firm's EIN ▶ 33-0737981

Firm's address ▶ 10474 SANTA MONICA BLVD., #200 LOS ANGELES, CA 90025 — Phone no. (310) 268-2000

Statement #8· Part XV, Line 3(a): GRANTS and CONTRIBUTIONS PAID DURING the YEAR:

Recipient Name and Address:	Foundation Status of Recipient:	Purpose of Grant Or Contribution	Amount
Esperanza Community Housing Corporation 2337 S Figueroa Street Los Angeles CA 90007	Publicly Supported Charity: 501(c)(3)	Community Development	$ 1,000
Pacific Palisades Chamber of Commerce 15330 Antioch Street Pacific Palisades CA 90272	Publicly Supported Charity: 501(c)(3)	Community Public Service	$ 100
Rector Wardens & Vestrymen of St Matthews Parish 1031 Bienveneda Ave Pacific Palisades CA 90272	Publicly Supported Charity: 501(c)(3)	Religion, Spiritual Development	$ 5,000
Much Love Animal Rescue PO Box 341721 Los Angeles CA 90034	Publicly Supported Charity· 501(c)(3)	Animal Protection and Welfare	$ 200
Palisades Beautiful Corporation PO Box 1072 Pacific Palisades CA 90272	Publicly Supported Charity: 501(c)(3)	Environmental Protection and Beautification	$ 50
Jonsson Cancer Center Foundation-UCLA PO Box 951780 Los Angeles CA 90095	Publicly Supported Charity: 501(c)(3)	Cancer Research	$ 1,000
Vista Del Mar Child and Family Services 3200 Motor Ave Los Angeles CA 90034	Publicly Supported Charity: 501(c)(3)	Human Services	$ 100
Daybreak Daycenter & Shelter Ocean Park Community Center 1453 16th Street Santa Monica CA 90404	Publicly Supported Charity: 501(c)(3)	Shelter / Services; Homeless, Mentally Ill	$ 2,500
Angel City Chorale PO Box 642118 Los Angeles CA 90064	Publicly Supported Charity: 501(c)(3)	Arts, Culture and Humanities	$ 500

Statement #8: Part XV, Line 3(a): GRANTS and CONTRIBUTIONS PAID DURING the YEAR:

Recipient Name and Address:	Foundation Status of Recipient:	Purpose of Grant Or Contribution	Amount
Vintage Hollywood Foundation 9200 W Sunset Blvd, Ph 22 Los Angeles CA 90069	Publicly Supported Charity: 501(c)(3)	Philanthropy, Voluntarism and Grantmaking	$ 2,500
CLARE Foundation 909 Pico Blvd Santa Monica CA 90405	Publicly Supported Charity: 501(c)(3)	Mental Health, Crisis Intervention	$ 3,000
Los Angeles Alliance for a New Economy (LAANE) 464 Lucas Ave, Suite 202 Los Angeles CA 90017	Publicly Supported Charity. 501(c)(3)	Community Improvement	$ 3,000
A Window Between Worlds (AWBW) 710 4th Ave #5 Venice CA 90291	Publicly Supported Charity. 501(c)(3)	Human Services	$ 5,000
Marin Community Foundation 5 Hamilton Landing, Suite 200 Novato CA 94949	Publicly Supported Charity: 501(c)(3)	Community Foundation	$ 400,000
		Total	$ 423,950

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	MERRILL LYNCH (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
b	MERRILL LYNCH (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
c	VANGUARD #4057 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
d	VANGUARD #4057 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
e	FIDELITY #1884 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
f	FIDELITY #1884 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	34,682.		34,656.	26.
b	634,272.		391,515.	242,757.
c	17,848.		15,366.	2,482.
d	158,334.		86,250.	72,084.
e	29,440.		25,363.	4,077.
f	430,665.		299,777.	130,888.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				26.
b				242,757.
c				2,482.
d				72,084.
e				4,077.
f				130,888.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	452,314.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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05-01-13

THE RICHARD F. DWYER-ELEANOR W. DWYER FUND FOR EXCELLENCE
MERRILL LYNCH .
06/30/2014

SECURITY	DATE OF SALE	DATE OF ACQUISITION	QUANTITY SOLD	SALES PRICE	COST BASIS	GAIN/LOSS
SHORT TERM						
GNM P738882X	07/15/13	07/15/13		3,042.96	3,042 96	-
GNM P738882X	08/15/13	08/15/13		1,980.65	1,980.65	-
GNM P738882X	09/16/13	09/16/13		2,576.48	2,576.48	-
GNM P738882X	10/15/13	10/15/13		1,568.22	1,568 22	-
GNM P738882X	11/15/13	11/15/13		2,985.18	2,985 18	-
GNM P738882X	12/16/13	12/16/13		2,230.24	2,230.24	-
GNM P738882X	01/15/14	01/15/14		2,202.29	2,202 29	-
GNM P676977X	07/15/13	07/15/13		899.98	899 98	-
GNM P676977X	08/15/13	08/15/13		938.50	938.50	-
GNM P676977X	09/16/13	09/16/13		478.78	478.78	-
GNM P676977X	10/15/13	10/15/13		627.62	627 62	-
GNM P676977X	11/15/13	11/15/13		338.97	338.97	-
GNM P676977X	12/16/13	12/16/13		502 16	502 16	-
GNM P676977X	01/15/14	01/15/14		455 42	455 42	-
GNM P411539X	07/15/13	07/15/13		46.35	46 35	-
GNM P411539X	08/15/13	08/15/13		46.60	46.60	-
GNM P411539X	09/16/13	09/16/13		46 85	46.85	-
GNM P411539X	10/15/13	10/15/13		47.11	47.11	-
GNM P411539X	11/15/13	11/15/13		47 36	47 36	-
GNM P411539X	12/16/13	12/16/13		1,086.74	1,086.74	-
GNM P411539X	01/15/14	01/15/14		44 40	44.40	-
GNM P471631X	07/15/13	07/15/13		339 28	339 28	-
GNM P471631X	08/15/13	08/15/13		23 93	23.93	-
GNM P471631X	09/16/13	09/16/13		23 91	23.91	-
GNM P471631X	10/15/13	10/15/13		471 47	471 47	-
GNM P471631X	11/15/13	11/15/13		22.94	22.94	-
GNM P471631X	12/16/13	12/16/13		24.96	24.96	-
GNM P471631X	01/15/14	01/15/14		24.77	24.77	-
GNM P738882X	02/18/14	02/18/14		2,288 14	2,288.14	-
GNM P738882X	03/17/14	03/17/14		1,548 66	1,548.66	-
GNM P738882X	04/15/14	04/15/14		1,043 40	1,043 40	-
GNM P738882X	05/15/14	05/15/14		2,219.16	2,219.16	-
GNM P738882X	06/16/14	06/16/14		1,869.20	1,869.20	-
GNM P676977X	02/18/14	02/18/14		423.26	423 26	-
GNM P676977X	03/17/14	03/17/14		163.39	163.39	-
GNM P676977X	04/15/14	04/15/14		293.70	293.70	-
GNM P676977X	05/15/14	05/15/14		465 88	465.88	-
GNM P676977X	06/16/14	06/16/14		347 22	347.22	-
GNM P411539X	02/18/14	02/18/14		44.65	44 65	-
GNM P411539X	03/17/14	03/17/14		44.98	44.98	-
GNM P411539X	04/15/14	04/15/14		45 13	45.13	-
GNM P411539X	05/15/14	05/15/14		45.38	45.38	-
GNM P411539X	06/16/14	06/16/14		45.62	45.62	-
GNM P471631X	02/18/14	02/18/14		22.49	22.49	-
GNM P471631X	03/17/14	03/17/14		23.74	23 74	-
GNM P471631X	04/15/14	04/15/14		23 72	23.72	-
GNM P471631X	05/15/14	05/15/14		27 13	27.13	-
GNM P471631X	06/16/14	06/16/14		547 00	547 00	-
BANCO STATANDER - Cash ın lieu	08/19/13	08/19/13		4 65	-	4 65
BANCO STATANDER - Cash ın lieu	11/21/13	11/21/13		2 95	-	2.95
BANCO STATANDER - Cash ın lieu	02/18/14	02/18/14		8 55	-	8.55
BANCO STATANDER - Cash ın lieu	05/14/14	05/14/14		10 11	-	10.11
TOTAL SHORT TERM				**34,682.23**	**34,655.97**	**26.26**

THE RICHARD F. DWYER-ELEANOR W. DWYER FUND FOR EXCELLENCE
MERRILL LYNCH .
06/30/2014

SECURITY	DATE OF SALE	DATE OF ACQUISITION	QUANTITY SOLD	SALES PRICE	COST BASIS	GAIN/LOSS
LONG TERM						
BUNGE LIMITED	04/13/12	10/29/13	890.000	73,902.09	60,536.64	13,365.45
MALLINCKRODT - Cash in lieu	07/02/12	07/15/13		15.52	14.14	1 38
MALLINCKRODT	07/02/12	10/03/13	154 000	6,871.91	5,807.69	1,064.22
QUESTAR CORP	02/16/12	07/26/13	1,300 000	30,561.70	25,657 84	4,903 86
QUESTAR CORP	01/02/09	07/26/13	1,200 000	28,210.78	13,853 37	14,357 41
QUESTAR CORP	11/19/10	07/26/13	800.000	18,807.19	13,656 00	5,151.19
VODAFONE GROP	07/16/03	10/10/13	287.000	23,836.76	15,107 13	8,729.63
VODAFONE GROP	04/20/04	10/10/13	263.000	9,125 28	7,440 27	1,685.01
VODAFONE GROP	10/16/08	10/10/13	1,050 000	36,431.75	20,233.50	16,198 25
COVIDIEN PLC	07/02/12	06/25/14	1,235 000	112,045 74	60,769 73	51,276 01
SUNTRUST BKS INC	02/08/11	05/29/14	2,100.000	79,901.13	67,688.25	12,212.88
BAXTER INTERNTL INC	12/22/04	04/16/14	700.000	51,332 24	23,660 00	27,672.24
BAXTER INTERNTL INC	02/07/05	04/16/14	300 000	21,999.54	10,500 00	11,499.54
INTL BUSINESS MACHINES	05/10/94	01/28/14	100.000	17,722.22	1,446.00	16,276.22
INTL BUSINESS MACHINES	04/25/06	01/28/14	200.000	35,444 47	16,532 00	18,912.47
SPX CORP COM	11/23/09	01/30/14	390 000	39,099.16	21,065.58	18,033 58
SPX CORP COM	11/23/09	01/31/14	41.000	4,077.14	2,214 59	1,862.55
SPX CORP COM	11/23/09	02/03/14	469.000	44,887.21	25,332 70	19,554 51
TOTAL LONG TERM				**634,271.83**	**391,515.43**	**242,756.40**
TOTAL SHORT TERM AND LONG TERM				**668,954.06**	**426,171.40**	**242,782.66**

THE RICHARD F. DWYER-ELEANOR W. DWYER FUND FOR EXCELLENCE
VANGUARD BROKERAGE
06/30/2014

SECURITY	DATE OF SALE	DATE OF ACQUISITION	QUANTITY SOLD	SALES PRICE	COST BASIS	GAIN/LOSS
SHORT TERM						
HEALTH CARE FUND ADM	04/29/14		209 807	16,872.69	15,365.66	1,507 03
HEALTH CARE FUND ADM	09/23/13			1.07	-	1.07
HEALTH CARE FUND ADM	09/23/13			3 30	-	3.30
HEALTH CARE FUND ADM	12/17/13			509.78	-	509 78
HEALTH CARE FUND ADM	03/21/13			460 64	-	460 64
TOTAL SHORT TERM				**17,847.48**	**15,365.66**	**2,481.82**
						-
LONG TERM						-
HEALTH CARE FUND ADM	04/29/14		103.509	8,324 20	7,580.71	743.49
HEALTH CARE FUND ADM	04/29/14		1,697.836	136,539 95	78,669 73	57,870 22
HEALTH CARE FUND ADM	12/17/13			7,201 78	-	7,201.78
HEALTH CARE FUND ADM	03/21/13			6,267.80	-	6,267 80
TOTAL LONG TERM				**158,333.73**	**86,250.44**	**72,083.29**
TOTAL				**176,181.21**	**101,616.10**	**74,565.11**

THE RICHARD F. DWYER-ELEANOR W. DWYER FUND FOR EXCELLENCE
FIDELITY INVESTMENTS
06/30/2014·

SECURITY	DATE OF SALE	DATE OF ACQUISITION	QUANTITY SOLD	SALES PRICE	COST BASIS	GAIN/LOSS
SHORT TERM						
CINEMARK HLDGS INC	01/02/14	05/28/13	300.000	9,918 90	9,151 89	767 01
LKQ CORP	01/15/14	02/13/13	700 000	19,521 58	16,210.98	3,310.60
TOTAL SHORT TERM				**29,440.48**	**25,362.87**	**4,077.61**
						-
LONG TERM						-
BROWN FORMAN CORP	01/02/14	07/14/09	200 000	14,893.79	5,726 47	9,167 32
CME GROUP INC	04/07/14	12/11/12	600 000	41,149.80	32,525 81	8,623 99
CME GROUP INC	04/11/14	12/11/12	300.000	20,297 58	16,262.90	4,034.68
CME GROUP INC	04/11/14	12/18/12	200.000	13,531 72	10,379 28	3,152.44
EXXON MOBIL CORP	03/25/14	12/08/09	200 000	18,973.63	14,548.75	4,424.88
INTL BUSINESS MACH	03/25/14	07/29/09	170 000	32,716.28	19,793.57	12,922.71
INTL BUSINESS MACH	03/25/14	07/20/10	80.000	15,395 89	9,994 55	5,401 34
ISHARES GOLD TRUST	03/25/14	01/09/12	500 000	6,359 98	7,848 45	(1,488 47)
ISHARES GOLD TRUST	03/25/14	02/03/12	300 000	3,815.99	5,057.35	(1,241.36)
ISHARES GOLD TRUST	03/25/14	02/14/12	300 000	3,815 99	5,039 65	(1,223 66)
ISHARES GOLD TRUST	03/25/14	02/29/12	400 000	5,087 99	6,744.15	(1,656.16)
ISHARES GOLD TRUST	03/25/14	03/05/12	300.000	3,815.99	4,979 35	(1,163 36)
ISHARES GOLD TRUST	03/25/14	03/08/12	200 000	2,543.99	3,318.55	(774 56)
ISHARES GOLD TRUST	03/25/14	03/14/12	300 000	3,815.99	4,832.35	(1,016 36)
ISHARES GOLD TRUST	03/25/14	03/29/12	200.000	2,543 99	3,222.55	(678.56)
ISHARES GOLD TRUST	03/25/14	05/08/12	300 000	3,815.99	4,688.65	(872.66)
ISHARES GOLD TRUST	03/25/14	05/29/12	200 000	2,544 00	3,036 75	(492 75)
ISHARES US TECHNOLOGY	03/25/14	01/09/12	120 000	10,929.78	7,891.39	3,038.39
LOOMIS SAYLES GROWTH CL A	03/25/14	VARIOUS	1,345.049	12,065 09	8,000 00	4,065 09
MCDONALDS CORP	05/12/14	12/02/09	100.000	10,292.72	6,333.79	3,958.93
MERCK & CO INC	03/25/14	01/23/13	300 000	16,386.56	12,782.35	3,604 21
MERCK & CO INC	03/25/14	02/01/13	200 000	10,924.38	8,400.75	2,523 63
MICROSOFT CORP	05/12/14	05/27/09	800.000	31,948.14	16,120.99	15,827 15
PEPSICO INC	03/25/14	10/27/10	100 000	8,196 66	6,398.37	1,798.29
PEPSICO INC	03/25/14	02/10/11	100.000	8,196.66	6,326.27	1,870 39
PEPSICO INC	03/25/14	02/10/11	100 000	8,196.66	6,326.38	1,870 28
PEPSICO INC	03/25/14	10/26/11	200.000	16,393.31	12,326 55	4,066.76
VERISK ANALYTICS INCCL A	01/02/14	05/18/10	300.000	19,534.32	9,292 35	10,241 97
VERISK ANALYTICS INCCL A	01/06/14	05/18/10	700.000	44,744.24	21,682.16	23,062.08
VERISK ANALYTICS INCCL A	02/03/14	05/18/10	300.000	18,868.76	9,292 36	9,576 40
VERISK ANALYTICS INCCL A	02/03/14	07/07/11	300 000	18,868.77	10,604 10	8,264.67
TOTAL LONG TERM				**430,664.64**	**299,776.94**	**130,887.70**
TOTAL				**460,105.12**	**325,139.81**	**134,965.31**

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
BOND INTEREST	18,168.	0.	18,168.	18,168.	18,168.
CHARLES SCHWAB	13,858.	0.	13,858.	13,858.	13,858.
FIDELITY	22,089.	0.	22,089.	22,089.	22,089.
MERRILL LYNCH	85,920.	0.	85,920.	85,920.	85,920.
MISCELLANEOUS INTEREST	92.	0.	92.	92.	92.
VANGUARD	18,092.	0.	18,092.	18,092.	18,092.
TO PART I, LINE 4	158,219.	0.	158,219.	158,219.	158,219.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DISTRIBUTIVE SHARE: ROSCO, LLC	38,267.	38,267.	0.
HEALTH SOUTH SETTLEMENT	89.	89.	0.
OTHER INCOME	188.	189.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	38,544.	38,545.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND BOOKKEEPING	6,170.	6,170.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	6,170.	6,170.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSET MANAGEMENT FEES	41,728.	41,728.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	41,728.	41,728.	0.	0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL	14,000.	0.	0.	0.
STATE	10.	0.	0.	0.
TAXES WITHHELD ON DIVIDEND INCOME	1,166.	1,166.	0.	0.
TO FORM 990-PF, PG 1, LN 18	15,176.	1,166.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	257.	257.	0.	0.
LICENSES AND PERMITS	95.	95.	0.	0.
TO FORM 990-PF, PG 1, LN 23	352.	352.	0.	0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7

DESCRIPTION	AMOUNT
CORRECTION OF INVESTMENT BOOK VALUE	18,928.
TOTAL TO FORM 990-PF, PART III, LINE 3	18,928.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - GOV'T OBLIGATIONS	X		400,277.	328,594.
TOTAL U.S. GOVERNMENT OBLIGATIONS			400,277.	328,594.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			400,277.	328,594.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH	2,967,669.	4,817,988.
CHARLES SCHWAB	0.	0.
FIDELITY	1,368,009.	2,030,611.
VANGUARD	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,335,678.	6,848,599.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - CORPORATE BONDS	227,614.	240,423.
TOTAL TO FORM 990-PF, PART II, LINE 10C	227,614.	240,423.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ROSCO LLC	COST	415,065.	404,325.
TOTAL TO FORM 990-PF, PART II, LINE 13		415,065.	404,325.

FORM 8688	EXPLANATION FOR EXTENSION	STATEMENT 1

EXPLANATION

AN ATTEMPT TO OBTAIN INFORMATION NECESSARY FOR FILING A RETURN WAS REQUESTED IN A TIMELY FASHION, BUT THE INFORMATION WAS NOT FURNISHED IN SUFFICIENT TIME TO PERMIT THE TIMELY FILING OF THE RETURN, OR THE TAXPAYER PERSONALLY VISITED AN IRS OFFICE FOR THE PURPOSE OF SECURING INFORMATION OR ADVICE AND WAS UNABLE TO MEET WITH AN IRS REPRESENTATIVE

Form 8868
(Rev. January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868*.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

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

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions THE RICHARD F. DWYER-ELEANOR W. DWYER FUND FOR EXCELLENCE	Employer identification number (EIN) or 95-6027788
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions C/O CBIZ, 10474 SANTA MONICA BLVD., STE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions LOS ANGELES, CA 90025	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

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

- The books are in the care of ▶ DARLENE LASHER
  321 N LAS CASAS AVE. - PACIFIC PALISADES, CA 90272
  Telephone No ▶ 310-459-2840 Fax No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 2015 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [ ] calendar year ______ or
▶ [X] tax year beginning JUL 1, 2013 , and ending JUN 30, 2014

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

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 2,771.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 12,000.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE RICHARD F. DWYER-ELEANOR W. DWYER FUND FOR EXCELLENCE	Enter filer's identifying number, see instructions Employer identification number (EIN) or 95-6027788
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O CBIZ, 10474 SANTA MONICA BLVD., STE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions LOS ANGELES, CA 90025	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ DARLENE LASHER 321 N LAS CASAS AVE. - PACIFIC PALISADES, CA 90272

  Telephone No. ▶ 310-459-2840 Fax No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until MAY 15, 2015 .

5 For calendar year ______ , or other tax year beginning JUL 1, 2013 , and ending JUN 30, 2014 .

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension SEE STATEMENT 1

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	8a	$ 2,771.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 12,000.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Accountant Date ▶ 2/16/15

323842
12-31-13

14260216 144585 DWYER7788 2013.05060 THE RICHARD F. DWYER-ELEANO DWYER771