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

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning NOVEMBER 1, 2013, **and ending** OCTOBER 31, 2014

Name of foundation THE ROBERT M. BEREN FOUNDATION INC.		A Employer identification number 48-0990309
Number and street (or P O box number if mail is not delivered to street address) 2020 N. BRAMBLEWOOD	Room/suite	B Telephone number (see instructions) 316-265-3311
City or town, state or province, country, and ZIP or foreign postal code WICHITA KS 67206		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 70,387,797	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B SCH 1				
	3 Interest on savings and temporary cash investments	517	517		
	4 Dividends and interest from securities SCH 1	1,375,921	1,375,921		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,353,613			
	b Gross sales price for all assets on line 6a 12,936,023				
	7 Capital gain net income (from Part IV, line 2)		3,353,613		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	4,730,051	4,730,051	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) SCH 1	1,300			1,300
	c Other professional fees (attach schedule) SCH 1	573,831	573,831		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) SCH 1	87,832			27,832
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SCH 1	191			191
	24 Total operating and administrative expenses. Add lines 13 through 23	663,154	573,831	0	29,323
	25 Contributions, gifts, grants paid	3,123,350			3,123,350
26 Total expenses and disbursements. Add lines 24 and 25	3,786,504	573,831	0	3,152,673	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	943,547				
b Net investment income (if negative, enter -0-)		4,156,220			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		7,473	514,521	514,521
	2	Savings and temporary cash investments		164,507	2,667,596	2,667,596
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶			1,575	1,575
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule) SCH 4	35,753,196	35,499,475	66,661,509	
	c	Investments—corporate bonds (attach schedule) SCH 4	1,793,295	493,150	535,000	
	11	Investments—land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule) SCHEDULE 5	166,509	157,209	7,596		
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item l)	37,884,980	39,333,526	70,387,797		
Liabilities	17	Accounts payable and accrued expenses		80,000		
	18	Grants payable				
	19	Deferred revenue	(1,062,383)	(637,383)		
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	(1,062,383)	(557,383)		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	38,947,363	39,890,909		
	30	Total net assets or fund balances (see instructions)	38,947,363	39,890,909		
31	Total liabilities and net assets/fund balances (see instructions)	37,884,980	39,333,526			

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	38,947,363
2	Enter amount from Part I, line 27a	2	943,547
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	39,890,910
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	39,890,909

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 SCHEDULE 3			VARIOUS	2013-2014
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			0	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any		
a				
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 3,353,613
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	2,702,830	62,730,200	0.0431
2011	2,427,020	54,775,739	0.0443
2010	2,325,380	51,847,065	0.0449
2009	2,158,664	48,328,129	0.0447
2008	1,971,573	41,214,858	0.0478

2	Total of line 1, column (d)	2	0.2248
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.0450
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	68,146,388
5	Multiply line 4 by line 3	5	3,066,587
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	41,562
7	Add lines 5 and 6	7	3,108,149
8	Enter qualifying distributions from Part XII, line 4 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.	8	3,152,673

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	41,562
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	
3	Add lines 1 and 2	3	41,562
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	41,562
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	62,391
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	62,391
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20,829
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 20,829 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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.</i>		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. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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? <i>If "Yes," attach the statement required by General Instruction T.</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ KANSAS		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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? Website address ▶	13	X	
14	The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 316-265-3311 Located at ▶ 2020 N. BRAMBLEWOOD, WICHITA, KS ZIP+4 ▶ 67206			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ▶ <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	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. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT M. BEREN 13840 LE MANS WAY PALM BEACH GARDENS, FL 33410	PRES, TREAS 1 HR	NONE	NONE	NONE
CHARLES B. SPRADLIN, JR. 2020 N. BRAMBLEWOOD, WICHITA, KS 67206	SECRETARY 1 HR	NONE	NONE	NONE

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST MANHATTAN COMPANY 399 PARK AVENUE, 28TH FLOOR, NEW YORK, NY 10022-4871	INVESTMENT ADVICE	557,627
Total number of others receiving over \$50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

	Amount
1	
2	
All other program-related investments See 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	65,622,858
b	Average of monthly cash balances	1b	3,553,696
c	Fair market value of all other assets (see instructions)	1c	7,596
d	Total (add lines 1a, b, and c)	1d	69,184,150
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	69,184,150
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,037,762
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	68,146,388
6	Minimum investment return. Enter 5% of line 5	6	3,407,319

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	3,407,319
2a	Tax on investment income for 2013 from Part VI, line 5	2a	41,562
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	41,562
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,365,757
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,365,757
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,365,757

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	3,152,673
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,152,673
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	41,562
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,111,111

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				3,365,757
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			1,993,992	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ <u>3,152,673</u>				
a Applied to 2012, but not more than line 2a			1,993,992	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				1,158,681
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				2,207,076
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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).)

SEE SCHEDULE 2

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i></p> <p>SCHEDULE 6</p>	NONE	X	SEE SCHEDULE	3,123,350
<p>Total</p>			▶ 3a	3,123,350
<p>b <i>Approved for future payment</i></p>				
<p>Total</p>			▶ 3b	0

ROBERT M. BEREN FOUNDATION, INC.

48-0990309

Schedule 1

Form 990-PF, 2013

PART I, Line 3: Interest on savings and temporary cash investments:

Bank of America/ US Trust Cking & Savings 517

517

PART I, Line 4: Dividends and interest from securities:

Int Income - FMC Liquid Assets 577

Int Income - Federal Tax Free 50,266

Int Income - State Tax Free 66

Taxable Dividends 1,325,012

1,375,921

PART I, Line 16b: Accounting Fees:

Gutschenritter & Johnson 1,300

1,300

PART I, Line 16c: Other Professional Fees:

First Manhattan/US Trust - Advisory fees 557,627

Ascot- Portfolio Deductions 9,300

First Manhattan - Foreign fees 6,904

573,831

PART I, Line 18: Taxes:

Kansas - Secretary of State 40

Foreign Tax WH-First Manhattan 27,792

Federal Income Tax 60,000

87,832

PART I, Line 23: Other Expenses:

Postage & Freight 0

Licenses & Fees 191

Miscellaneous 0

191

ROBERT M. BEREN FOUNDATION, INC.

48-0990309

Schedule 2

Form 990-PF, 2013

PART XV, QUESTION 1a

Robert M Beren
13840 LeMans Way
Palm Beach Gardens, FL 33410

ROBERT M. BEREN FOUNDATION, INC.**48-0990309****Schedule 3****Form 990-PF, 2013****PART IV CAPITAL GAINS & LOSSES**

	(e) GROSS SALES PRICE	(g) COST OR BASIS	(h) GAIN OR (LOSS)
SHORT TERM CAPITAL GAIN - STOCKS US TRUST INVESTMENTS - SCHEDULE 3B ATTACHED	0	0	0
LONG TERM CAPITAL GAIN - STOCKS US TRUST/LIT STTLMENTS - SCHEDULE 3B ATTACHED	104,147	0	104,147
SHORT TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	2,268,704	2,342,285	(73,581)
LONG TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	10,563,172	7,240,125	3,323,047
	12,936,023	9,582,410	3,353,613

ROBERT M. BEREN FOUNDATION, INC.**48-0990309****Schedule 3A****Form 990-PF, 2013****PART IV, CAPITAL GAINS & LOSSES**

DATE		NO OF SHARES	(e) GROSS SALES PRICE	(g) COST OR BASIS	(h) GAIN OR (LOSS)
BOUGHT	SOLD				

FIRST MANHATTAN COMPANY:**CAPITAL GAIN/(LOSS)-SHORT-TERM:**

SYMANTEC CORP	11/07/13	04/04/14	6,000	120,528 53	137,509 48	(16,980 95)
SYMANTEC CORP	11/07/13	04/30/14	40,000	804,421 22	916,729 86	(112,308 64)
SYMANTEC CORP	11/07/13	05/01/14	10,000	201,758 65	229,182 46	(27,423 81)
SYMANTEC CORP	12/18/13	05/01/14	8,000	161,406 92	183,437 00	(22,030 08)
GENERAL GROWTH PPTYS	08/15/13	08/13/14	1,300	31,824 29	28,368 74	3,455 55
GENERAL GROWTH PPTYS	08/15/13	08/14/14	7,600	186,203 47	165,848 03	20,355 44
GENERAL GROWTH PPTYS	08/16/13	08/14/14	20,100	492,459 16	440,632 52	51,826 64
GENERAL GROWTH PPTYS	08/16/13	08/15/14	2,300	56,386 33	50,420 64	5,965 69
GENERAL GROWTH PPTYS	09/18/13	08/15/14	400	9,806 32	8,662 71	1,143 61
GENERAL GROWTH PPTYS	09/18/13	08/18/14	1,100	27,024 08	23,822 44	3,201 64
GENERAL GROWTH PPTYS	09/23/13	08/18/14	3,800	93,355 91	83,270 84	10,085 07
GENERAL GROWTH PPTYS	09/24/13	08/18/14	3,400	83,528 97	74,400 00	9,128 97

TOTAL CAPITAL GAIN/(LOSS) - SHORT-TERM

2,268,703 85	2,342,284 72	(73,580 87)
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CAPITAL GAIN/(LOSS)-LONG-TERM:

CVS CAREMARK CORP	03/26/96	11/07/13	2,000	126,622 79	14,594 78	112,028 01
DISCOVERY COMMUNICATION	05/23/02	11/07/13	1,000	78,383 80	12,224 63	66,159 17
DISCOVERY COMMUNICATION	06/20/02	11/07/13	1,000	78,383 80	10,537 21	67,846 59
DISCOVERY COMMUNICATION	12/02/02	11/07/13	80	6,270 70	818 85	5,451 85
DISCOVERY COMMUNICATION	05/30/03	11/07/13	420	32,921 20	5,156 40	27,764 80
3M COMPANY	04/20/05	11/07/13	1,000	126,932 79	76,416 99	50,515 80
MICROSOFT CORP	05/23/05	11/07/13	2,000	75,097 69	52,004 92	23,092 77
PENTAIR LTD	06/28/05	11/22/13	1,799	126,151 44	66,943 45	59,207 99
DISCOVERY COMMUNICATION	07/26/05	11/07/13	500	39,191 90	6,102 20	33,089 70
PENTAIR LTD	09/12/05	11/22/13	300	21,036 93	10,725 54	10,311 39
PENTAIR LTD	04/07/06	11/22/13	1,200	84,147 71	39,181 57	44,966 14
PROCTOR & GAMBLE CO	05/03/07	11/07/13	1,000	82,313 56	62,364 43	19,949 13
PENTAIR LTD	11/26/07	11/22/13	3,299	231,336 07	102,644 99	128,691 08
WRIGLEY WM JR	10/28/08	11/06/13	500,000	526,225 00	313,375 00	212,850 00
WESTERN UNION	03/18/09	11/06/13	500,000	558,725 00	461,745 00	96,980 00
SUNTRUST BANKS INC	12/30/11	11/26/13	25,000	913,121 61	442,612 16	470,509 45
PRESTIGE BRAND INC	08/16/11	12/17/13	500,000	531,650 00	525,025 00	6,625 00
AMERICAN EXPRESS CO	08/12/88	02/05/14	3,600	302,000 66	25,870 64	276,130 02
AMERICAN EXPRESS CO	07/31/90	02/05/14	2,400	201,333 78	18,131 88	183,201 90
INTL BUSINESS MCHN	12/27/00	02/05/14	2,500	436,267 40	213,497 62	222,769 78
MICROSOFT CORP	05/23/05	02/05/14	10,000	359,934 73	260,024 61	99,910 12
AGILENT TECHN INC	05/16/12	02/28/14	25,000	1,422,711 91	1,005,915 00	416,796 91
AGILENT TECHN INC	08/20/12	02/28/14	5,000	284,542 38	183,556 50	100,985 88
TARGET CORP	01/28/13	07/02/14	20,000	1,174,383 04	1,224,597 00	(50,213 96)
GENERAL ELECTRIC CO	12/22/00	07/07/14	90,000	240,428 64	437,625 00	(197,196 36)
GENERAL ELECTRIC CO	04/06/06	07/07/14	26,000	694,571 61	894,496 91	(199,925 30)
GENERAL ELECTRIC CO	02/25/10	07/07/14	25,000	667,857 32	395,782 50	272,074 82
NAVIENT CORP	12/15/11	07/24/14	25,000	449,082 57	214,771 20	234,311 37
SLM CORP	12/15/11	07/24/14	25,000	214,662 75	119,598 80	95,063 95
CVS HEALTH CORP	03/26/96	10/01/14	6,000	476,883 46	43,784 33	433,099 13

TOTAL CAPITAL GAIN/(LOSS) - LONG-TERM

10,563,172 24	7,240,125 11	3,323,047 13
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TOTAL CAPITAL GAIN/(LOSS)

12,831,876 09	9,582,409 83	3,249,466 26
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ROBERT M. BEREN FOUNDATION, INC.

48-0990309

Schedule 3B

Form 990-PF, 2013

PART IV, CAPITAL GAINS & LOSSES

US TRUST INVESTMENTS & LITIGATION SETTLEMENTS

SHORT-TERM CAPITAL GAIN/(LOSS):

NONE

0

TOTAL SHORT-TERM CAPITAL GAIN/(LOSS)

-	-	-
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LONG-TERM CAPITAL GAIN/(LOSS):

GENERAL AMERICAN INVS INC
GENERAL AMERICAN INVS INC-CAP GAIN DIST

VARIOUS 01/30/14
12/30/13

0 280

9 91
104,137 11

9 91
104,137 11

TOTAL LONG-TERM CAPITAL GAIN/(LOSS)

104,147 02	-	104,147 02
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TOTAL CAPITAL GAIN/(LOSS)

104,147 02	-	104,147 02
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ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses
48-0990309
Form 990-PF, 2013

No of Shares	Description	Date Bought	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
LIQUID ASSETS						
	First Manhattan Liquid Assets		2,649,951	2,649,951	0	
TOTAL LIQUID ASSETS			\$ 2,649,951	\$ 2,649,951	\$ -	\$ -
U.S. TREASURY BILLS & NOTES						
	None		0	0	0	
TOTAL U.S. TREASURY BILLS & NOTES			\$ -	\$ -	\$ -	\$ -
TAXABLE BONDS & NON-CV PFD						
500,000	Donnelley & Sons Co R R NT	06/21/11	493,150	535,000		41,850
Total Taxable Bonds & Non-CV PFD-FMCO			493,150	535,000	0	41,850
	Bond (Discount) Premium		0	0	0	
TOTAL CORPORATE BONDS			\$ 493,150	\$ 535,000	\$ -	\$ 41,850

ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses
48-0990309
Form 990-PF, 2013

No of Shares	Description	Date Bought	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
EQUITIES						
1,500	American Express Co	07/31/90	11,332	134,925		123,593
20,000	American Express Co	12/22/00	930,096	1,799,000		868,904
32,500	American Wtr Wks Co Inc New	10/05/09	635,154	1,734,525		1,099,371
15,000	Anheuser Busch InBev SA NV	12/08/11	890,959	1,664,700		773,741
5,000	Anheuser Busch InBev SA NV	05/17/12	347,525	554,900		207,375
30,000	Approach Resources	06/26/12	698,110	297,000		(401,110)
40,300	Aramark	07/30/14	1,101,384	1,124,773	23,389	
13,700	Aramark	07/31/14	373,545	382,367	8,822	
18,000	Baxter International Inc	02/11/11	921,992	1,262,520		340,528
3,500	Baxter International Inc	03/07/11	186,696	245,490		58,794
15,000	Beiersdorf AG	03/16/12	963,956	1,213,308		249,352
35	Berkshire Hathaway Inc	05/27/97	1,518,996	7,350,000		5,831,004
35,000	Brookfield Asset Mgmt Inc Vtg	06/21/10	875,743	1,713,950		838,207
15,000	Brooks Automation Inc New Com	11/25/96	636,418	184,950		(451,468)
12,000	CVS Corp	03/25/96	87,569	1,029,720		942,151
10,000	CVS Corp	08/08/01	180,279	858,100		677,821
8,000	CVS Corp	11/16/06	233,900	686,480		452,580
20,000	Citigroup Inc	02/05/14	939,349	1,070,600	131,251	
7,500	Citigroup Inc	02/06/14	359,342	401,475	42,133	
6,500	Citigroup Inc	06/11/14	317,924	347,945	30,021	
343	Costco Whsl Corp New Com	12/21/01	13,977	45,746		31,769
20,000	Danaher Corp	07/07/14	1,571,045	1,608,000	36,955	
33,344	Diageo PLC	10/25/13	1,092,538	973,645		(118,893)
11,656	Diageo PLC	10/29/13	381,469	340,355		(41,114)
5,000	Diageo PLC	07/21/14	155,733	146,000	(9,733)	
59,000	Discovery Communications Inc-Ser C	07/26/05	360,030	2,064,410		1,704,380
28,000	Discovery Communications Inc-Ser C	12/01/10	502,936	979,720		476,784
15,000	Group Danone	09/11/13	1,115,388	1,013,100		(102,288)
3,500	Group Danone	09/12/13	263,285	236,390		(26,895)
18,500	Honeywell Intl Inc	12/19/12	1,182,614	1,778,220		595,606
4,000	International Business Machine	12/27/00	128,099	246,600		118,501
6,000	International Business Machine	06/16/05	462,493	986,400		523,907
2,500	International Business Machine	05/12/10	324,197	411,000		86,803
10,000	Johnson & Johnson	08/04/89	65,999	1,077,800		1,011,801
10,000	Johnson & Johnson	06/09/10	583,843	1,077,800		493,957
25,000	Microsoft Corp	05/23/05	650,062	1,173,750		523,688
15,000	Microsoft Corp	06/16/05	377,475	704,250		326,775
5,000	Microsoft Corp	03/30/07	139,534	234,750		95,216
5,000	Microsoft Corp	03/31/11	127,817	234,750		106,933
32,500	Mondelez Intl Inc CL A (Kraft)	06/24/10	624,573	1,145,950		521,377
7,500	Mondelez Intl Inc CL A (Kraft)	08/13/10	144,204	264,450		120,246
35,000	Nestle Sa-Sponsored	05/21/02	841,323	2,566,550		1,725,227
8,750	Nestle Sa-Sponsored	06/24/02	201,331	641,638		440,307
17,500	Oracle Corp	04/30/14	710,368	683,375	(26,993)	
12,500	Oracle Corp	05/02/14	511,110	488,125	(22,985)	
10,000	Oracle Corp	06/30/14	406,180	390,500	(15,680)	

ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses
48-0990309
Form 990-PF, 2013

No of Shares	Description	Date Bought	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
EQUITIES (Continued)						
600	Philip Morris Intl Inc Com	12/21/88	2,598	53,406		50,808
2,400	Philip Morris Intl Inc Com	02/15/89	11,334	213,624		202,290
20,500	Philip Morris Intl Inc Com	05/27/97	478,196	1,824,705		1,346,509
24,000	Procter & Gamble Co	05/03/07	1,496,746	2,094,480		597,734
12,000	3M Co Com	04/20/05	917,004	1,845,240		928,236
4,000	3M Co Com	08/04/05	294,442	615,080		320,638
33,000	Reckitt Benckiser Gr	01/26/00	359,000	2,758,800		2,399,800
10,000	Reckitt Benckiser Gr	02/11/00	93,389	836,000		742,611
75,000	Rouse Pptys Inc	01/24/12	823,404	1,365,750		542,346
20,000	Ultra Petr Corp Com	05/06/11	935,801	456,000		(479,801)
24,000	Ultra Petr Corp Com	03/02/12	587,936	547,200		(40,736)
15,000	United Technologies Corp	06/06/08	1,016,112	1,605,000		588,888
32,000	Wells Fargo & Co New	06/21/10	908,685	1,698,880		790,195
5,000	Wells Fargo & Co New	10/19/10	125,011	265,450		140,439
	Total Equities-FMCO		33,197,550	61,749,617	197,180	28,354,887
	US Trust Securities		2,301,925	4,911,892		2,609,967
	TOTAL EQUITIES		\$ 35,499,475	\$ 66,661,509	\$ 197,180	\$ 30,964,854

ROBERT M. BEREN FOUNDATION, INC.

48-0990309

Schedule of Unrealized Gains & Losses

Form 990-PF, 2013

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
INVESTMENTS - OTHER						
Hedge Fund	Ascot Partners LP		15,757	0		(15,757)
Hedge Fund	Gotham Partners International		141,452	7,596		(133,856)
TOTAL INVESTMENTS - OTHER			157,209	7,596	0	(149,613)

ROBERT M. BEREN FOUNDATION, INC.**48-0990309****Schedule of Contributions****Form 990-PF, 2013**

"X" = Written ackn rec'd

"NN" = Written ackn not necessary

4/7/2013 #1610	A.A.E - NACHALOT YOUTH CENTER P.O. BOX 34155 JERUSALEM, ISRAEL 91341	1,800 00 X	GENERAL FUND
5/2/2014 #1613	AIEF		
10/27/2014 #1659	110 E. BROWARD BLVD. SUITE 700 FT. LAUDERDALE, FL 33301	100,000 00 X 100,000 00 X	GENERAL FUND GENERAL FUND
10/27/14 #1636	AMERICAN CANCER SOCIETY FLORIDA DIVISION P O. BOX 13300 TAMPA, FL 33681-3300	250 00 X	ANNUAL FUND DRIVE
10/27/2014 #1638	AMERICAN FRIENDS OF THE ISRAEL PHILARMONIC ORCHESTRA 122 E 42nd STREET SUITE 4507 NEW YORK, NY 10168	5,000 00 X	GENERAL FUND
10/27/2014 #1641	AMERICAN HEART ASSOCIATION PO BOX 78851 PHOENIX, AZ 85062-8851	200.00 NN	GENERAL FUND
10/24/14 #1648	ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158-3560	2,500 00 X	GENERAL FUND
11/29/13 #1601	ARTHRITIS FOUNDATION 400 HIBISCUS STREET, SUITE 100 WEST PALM BEACH, FL 33401	50 00 NN	GENERAL FUND
05/02/14 #1612	ARTHUR I. MEYER JEWISH ACADEMY 3261 NORTH MILITARY TRAIL WEST PALM BEACH, FL 33409	2,000 00 X	STUDENT ISRAEL TRIP FUND
06/30/14 #1620	AYN RAND INSTITUTE	1,000 00 X	BOOK PROJECT
10/24/14 #1661	THE CENTER FOR THE ADVANCEMENT OF OBJECTIVISM 2121 ALTON PARKWAY, SUITE 250 IRVINE, CA 92606	1,000 00 X	GENERAL FUND
VOIDED	#1555 BEIT KNESSET RAMBAM RAHOV SHEAR YISHUV 4 P.O B 3586 BEER SHEVA 84135 ISRAEL	(500 00)	CHECK NOT RECEIVED
3/26/2014 #1608	BOYS TOWN JERUSALEM WEST GATE PLAZA 110 HILLSIDE BLVD. SUITE 14 LAKEWOOD, NJ 08701	50,000 00 X	SYNAGOGUE FURNITURE

ROBERT M. BEREN FOUNDATION, INC.**48-0990309****Schedule of Contributions****Form 990-PF, 2013**

"X" = Written ackn rec'd

"NN" = Written ackn not necessary

10/27/14 #1649	CAMP RAMAH IN CALIFORNIA 17525 VENTURA BOULEVARD, SUITE 201 ENCINO, CA 91316	2,500.00	X	GENERAL FUND
VOIDED	EMORY UNIVERSITY	(500.00)		CHECK NOT RECEIVED
10/27/14 #1650	INSTITUTE FOR THE STUDY OF MODERN ISRAEL 1762 CLIFTON ROAD NE SUITE 1400 ATLANTA, GA 30322	500.00	X	INSTITUTE FOR THE STUDY OF MODERN ISRAEL
10/27/14 #1651	FOUNDATION FOR JEWISH CAMP, INC. 253 WEST 35TH STREET, 4TH FLOOR NEW YORK, NY 10016	200,000.00	X	GENERAL FUND
10/27/14 #1643	FRIENDS OF HARVARD JUDAICA COLLECTION WIDENER LIBRARY M HARVARD UNIVERSITY CAMBRIDGE, MA 02138	50.00	X	GENERAL FUND
10/27/14 #1642	FRIENDS OF THE JEWISH CHAPEL 326 FIRST ST, SUITE 22 ANAPOLIS, MD 21403	500.00	X	GENERAL FUND
10/27/2014 #1652	FRIENDS OF HARVARD ATHLETICS TENNIS 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	3,000.00	X	FRIENDS OF HARVARD ATHLETICS TENNIS
9/12/2014 #1630	GARDENS JEWISH EXPERIENCE 180 BENT TREE DR. PALM BEACH GARDENS, FL 33418	18 00	NN	GENERAL FUND
03/03/14 #1606	GEORGE BUSH PRESIDENTIAL CENTER P O BOX 600610 DALLAS, TX 75360	46,000.00	X	GEORGE W BUSH PRESIDENTIAL CENTER
10/27/2014 #1646	HARVARD BUSINESS SCHOOL 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138-5795	1,000.00	X	HBS FUND FOR LEADERSHIP AND INNOVATION
10/27/2014 #1667	HARVARD MAGAZINE 7 WARE ST. CAMBRIDGE, MA 02138-5795	50.00	X	SUPPORT 2014 ANNUAL FUND
9/9/2014 #1628	HARVARD UNIVERSITY UNIVERSITY DEVELOPMENT OFFICE 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138-5795	275,000 00	X	RMB TENNIS CENTER
07/17/14 #1621	HARVARD UNIVERSITY CENTER FOR JEWISH STUDIES	400,000.00	X	RMB TENNIS CENTER IMPROVEMENTS
10/27/14 #1644	CAMBRIDGE, MA 02138	1,000 00	X	GENERAL FUND

ROBERT M. BEREN FOUNDATION, INC.**48-0990309****Schedule of Contributions****Form 990-PF, 2013**

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08/27/14 #1627	HARVARD HILLEL	50,000.00	X	GRADUATE PROGRAM
09/08/14 #1629	52 MOUNT AUBURN ST CAMBRIDGE, MA 02138	25,000.00	X	ACTIVITIES OF HARVARD HILLEL
10/27/14 #1645	HARVARD-WESTLAKE SCHOOL 700 N FARING RD. LOS ANGELES, CA 90077	1,500.00	X	GENERAL FUND
02/16/14 #1605	HEBREW CONGREGATION 1850 NORTH WOODLAWN WICHITA KS 67208	1,075.00	X	2014 PLEDGE
10/27/14 #1653	HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE ARTHUR AND ROCHELLE BELFER BUILDING 800 EIGHTH STREET, NW WASHINGTON, DC 20001-3724	50,000.00	X	INTERNATIONAL BOARD OF GOVERNORS
11/08/13 #1600	HILLELOF BROWARD AND PALM BEACH 777 GLADES ROAD, BLDG LY-3A BOCA RATON, FL 33431	1,000.00	X	GENERAL FUND
10/24/2014 #1640	ISRAEL TENNIS CENTERS FOUNDATION 3275 WEST HILLSBORO BOULEVARD, SUITE 102 DEERFIELD BEACH, FL 33442	5,000.00	X	SPONSOR ONE SPECIAL NEEDS CHILD
9/24/2014 #1634	JDC (AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC) P.O. BOX 4124 NEW YORK, NY 10163	100,000.00	X	CAMP SZARVAS FOR JEWISH YOUTH
7/24/2014 #1624	JEWISH FEDERATION OF PALM BEACH COUNTY	50,000.00	X	EMERGENCY FUND
10/27/14 #1663	4601 COMMUNITY DRIVE WEST PALM BEACH, FLORIDA 33417-2760 ALPERT JEWISH FAMILY & CHILDREN'S SERVICE P O. BOX 220627 WEST PALM BEACH, FLORIDA 33422	528,000.00	X	MULTIPLE FUNDS
10/24/2014 #1647	THE JEWISH FOUNDATION FOR THE RIGHTEOUS 305 SEVENTH AVENUE 19TH FLOOR NEW YORK, NY 10001	2,000.00	X	GENERAL FUND/LISTING IN THE TRIBUTE BOOK
10/27/14 #1662	JEWISH NATIONAL FUND 78 RANDALL AVE ROCKVILLE, NY 11570	2,000.00	X	GENERAL FUND
03/10/14 #1607	JTA	72.00	X	GENERAL FUND
09/05/14 #1632	24 WEST 30TH STREET, 4TH FLOOR NEW YORK, NY 10001	100.00	X	GENERAL FUND
05/02/14 #1611	JUPITER MEDICAL CENTER FOUNDATION 1210 S. OLD DIXIE HWY JUPITER, FL 33458-7205	1,000.00	X	PRESIDENTS CLUB

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10/27/2014 #1664	KU ENDOWMENT PO BOX 928 LAWRENCE, KS 66044-0928	500,000.00	X	ROBERT BEREN PETROLEUM CENTER
10/24/2014 #1654	MEOR MAIMONIDIES OF GREATER PHILADELPHIA 215 S 39TH STREET PHILADELPHIA, PA 19104	5,000.00	X	JEWISH EDUCATION AND LEADERSHIP
10/24/2014 #1655	NCSY 7200 W. CAMINO REAL SUITE 104 BOCA RATON, FL 33433	1,000.00	X	GENERAL FUND
5/21/2014 #1615	OHR TORAH STONE	80,000.00	X	GENERAL FUND
10/27/14 #1666	49 WEST 45TH STREET, SUITE 701	30,000.00	X	GENERAL FUND/GIFT
PLEDGE #1668	NEW YORK, NY 10036	80,000.00	X	GENERAL FUND
04/02/14 #1609	PALM BEACH ORTHODOX SYNAGOGUE	180.00	NN	PURIM BASKET
08/04/14 #1626	120 NORTH COUNTY ROAD	18,000.00	X	CHAI SOCIETY
10/06/14 #1635	PALM BEACH, FL 33480	3,600.00	X	GENERAL FUND
06/25/14 #1619	PARDES INSTITUTE OF JEWISH STUDIES NORTH AMERICA 5 WEST 37TH STREET SUITE 802 NEW YORK, NY 10018	25,000.00	X	GENERAL FUND
07/18/14 #1622	RAYMOND F. KRAVIS CENTER FOR THE PERFORMING ARTS 701 OKEECHOBEE BLVD. WEST PALM BEACH, FL 33401	1,000.00	X	GENERAL FUND
10/27/14 #1656	ROBERT M. BEREN ACADEMY 11333 CLIFFWOOD DRIVE HOUSTON, TX 77035-6011	225,000.00	X	GENERAL FUND
12/6/2013 #1602	ROSE HILL CEMENTARY (UNITED HEBREW CEMETARY ASSOC) 6841 E. 62ND AVENUE COMMERCE CITY, CO 80022	100.00	NN	GENERAL FUND
7/24/2014 #1623	SEDGWICK COUNTY ZOO ELEPHANT EXHIBIT 5500 W. ZOO BLVD. WICHITA, KS 67212	100.00	X	IM MEMORY OF DON SLAWSON
10/27/2014 #1657	SOUTHERN INSTITUTE FOR EDUCATION AND RESEARCH TULANE UNIVERSITY MR BOX 1692 31 MCALISTER DRIVE NEW ORLEANS, LA 70118-5555	500.00	X	GENERAL FUND
9/15/2014 #1633	TORAH FAX 3844 LYME AVE SEA GATE, NY 11224	100.00	X	DONATION

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5/16/2014 #1614	TRUMAN LIBRARY INSTITUTE 500 WEST US HIGHWAY 24 INDEPENDENCE, MO 64050	500.00	X	MEMBERSHIP
6/9/2014 #1616	UNITED STATES HOLOCAUST MUSEUM ALBERT LEA, MN 56007-8022	500.00	X	GENERAL FUND
10/27/14 #1658	UNITED WAY OF PALM BEACH COUNTY 2600 QUANTUM BLVD BOYNTON BEACH, FL 33426	25,000.00	X	GENERAL FUND
01/20/14 #1604	WILLIE & CELIA TRUMP SYNAGOGUE 3000 ISLAND BLVD., S329 AVENTURA, FL 33160	180.00	X	AD JOURNAL & DINNER SPONSORSHIPS
06/09/14 #1617	WJC AMERICAN SECTION 501 MADISON AVENUE NEW YORK, NY 10022	1,000.00	X	RENEWAL CONTRIBUTION
8/4/2014 #1625	YESHIVA UNIVERSITY	23,425.00	X	NINETIETH ANNUAL HANUKKAH DINNER & CONVOCATION
9/15/2014 #1631	500 WEST 185TH STREET, BH 704 NEW YORK, NY 10033-3201	25,000.00	X	PRESIDENT BUSH HONORARIUM
10/27/2014 #1660	YESHIVAT CHOVEVEI TORAH RABBINICAL SCHOOL 3700 HENRY HUDSON PARKWAY, 2ND FLOOR RIVERDALE, NY 10463	69,000.00	X	HARRY H BEREN SEMINAR IN THE RABBI AND LIFECYCLES

TOTAL CONTRIBUTIONS **3,123,350.00**