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Department of the Treasury Internal Revenue Service

## **Return of Private Foundation**

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

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2007

F	or	cale	ndar year 2007, or tax year beginning NOVE	MBER 1 ,2	007, and e	nding	OCTOBER	<b>, 20</b> 08
G	C	hecl	all that apply:  Initial return  Final return	n X Amended	d return	Add	ress change	] Name change
-	Use	the	IRS Name of foundation			A Emp	loyer identification nu	mber
		labe	ROBERT M. BEREN FOUNDATION INC.			48-	·099 <u>03</u> 09	
	Oth	_	Number and street (or PO box number if mail is not delivered	d to street address)	Room/sulte	B Telep	hone number (see page	10 of the instructions
	0	prin r ty <sub>l</sub>				316	5-265-3311	
	See	Sp	ecific City or town, state, and ZIP code			C If exe	mption application is pen	ding, check here 🕨 🗌
_			ions. WICHITA KS 67208		· · · · · · · · · · · · · · · · · · ·	D 1. Fo	reign organizations, ch	eck here . ▶ 🗆
ŀ			type of organization: 🛛 Section 501(c)(3) exempt			2. Fo	reign organizations mee eck here and attach co	ting the 85% test,
Ļ	<u> </u>	ecti	on 4947(a)(1) nonexempt charitable trust	r taxable private	foundation	_1		•
ı			arket value of all assets at end J Accounting meth	nod: 🛛 Cash [	Accrual	unde	vate foundation status r section 507(b)(1)(A), c	heck here
			r (from Part II, col. (c), i) ► \$ 43.524.492 (Part I, column (d) m	y)		F If the	foundation is in a 60-r r section 507(b)(1)(B), c	nonth termination
			### Analysis of Revenue and Expenses (The total of	ust de on cash das	is)	unde	Section 507(b)(1)(b), C	1
-	- ai	l i	amounts in columns (b), (c), and (d) may not necessarily equal	(a) Revenue and expenses per	(b) Net inv		(c) Adjusted net income	(d) Disbursements for chantable purposes
_			the amounts in column (a) (see page 11 of the instructions) )	books	<u> </u>			(cash basis only)
			Contributions, gifts, grants, etc., received (attach schedule)		1			
		2	Check ► ☐ If the foundation is not required to attach Sch. B		<del>-  </del>			
	- 1		Interest on savings and temporary cash investments	2,377		2,377		
			Dividends and interest from securities ${\tt SCH}\ 1$	1,415,899	1,41	5,899		المرابعة الم
			Gross rents		1			1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -
⊋	_		Net rental income or (loss)	1,831,369	SCHEDU	i.r -a		3 3 - 2 1
	Kevenue		Net gain or (loss) from sale of assets not on line 10	1,031,309	, beingbe		La de Grand	La more of the Marie of the Control
#	<u> </u>		Gross sales price for all assets on line 6a 8,751,550		1.83	1,369		
4	오		Capital gain net income (from Part IV, line 2)		15°		· · · · · · · · · · · · · · · · · · ·	5 3, 212 4
-			Income modifications	- ,	<del> </del>	,	<u> </u>	, - , ,
5			Gross sales less returns and allowances	, ;		1_	÷	
			Less: Cost of goods sold	' i .		· · · · · ·		ruits in de
			Gross profit or (loss) (attach schedule)	0	1 - 4	, ,		
			Other-income (attach-schedule)	(3,175,202	(3,17	5,202		, , , , , , , , , , , , , , , , , , ,
_		12	Total. Add Tines [Through [])	74,443	7	4,443	0	22 X1 1000 F
	တ္က	13	Compensation of officers, directors; trustees, etc.					
	Expenses	14	Other employee salaries and wages		. <del> </del>		1,,,	
	9	15	Pension plans, employee benefits		- <del> </del>			
ı	ַ   נַ	16a	Legal fees (attach schedule)	0.510	<del> </del>			0.510
	9	b	Accounting tees (attach schedule) I SCH. I	2,518 375,959		5,959		2,518
,	<u>a</u>		Other professional fees (attach schedule) SCH .1 .	3/3/939	37	3,939		· · · · · · · · · · · · · · · · · · ·
	: [ :	17 18	Interest	52,624				17,470
	≣ .	19	Depreciation (attach schedule) and depletion					= 1,7 = 1,9
•	팅		Occupancy					
	١	21	Travel, conferences, and meetings			, , , , , , ,		
	=		<u> </u>					
	<u>ق</u>	23	Printing and publications	65,989	6.	5,989		
;	Operating	24	Total operating and administrative expenses.					
	e		Add lines 13 through 23	497,090		1,948	0	19,988
(	5		Contributions, gifts, grants paid	1,772,795	-1			1,772,795
-	$\neg \uparrow$		Total expenses and disbursements. Add lines 24 and 25	2,269,885	44	1,948	0	1,792,783
	1		Subtract line 26 from line 12:	(2,195,442	-	-		۱. '
			Excess of revenue over expenses and disbursements  Net investment income (if negative, enter -0-)	(2,133,442	1	0		
			Adjusted net income (if negative, enter -0-)		<del>                                     </del>		0	· · · · · · · · · · · · · · · · · · ·

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2007)

1   Cash—non-interest-bearing   142,277   559,542   5	Б.	at II	Attached schedules and amounts in the description column	Beginning of year		End	of year
2 Savings and temporary cash investments 3 Accounts receivable ► Less: allowance for doubtful accounts ► 5 Grants receivable 6 Receivables due from officers, directors, trustess, and other disqualified persons (attach schedule) (see page 16 of the instructions) 7 Other notes and loans receivable (attach schedule) ► Less: allowance for doubtful accounts ► 5 Grants receivable 6 Receivables due from officers, directors, trustess, and other disqualified persons (attach schedule)   Less: allowance for doubtful accounts ► 10 Investments—U.S. and state government obligations (attach schedule)   Less: administrations of the schedule)   10 Investments—Corporate stock (attach schedule)   11 Investments—Corporate stock (attach schedule)   12 Investments—ontrogage loans 13 Investments—ontrogage loans 14 Land, buildings, and equipment basis ► Less: accountated deproision (attach schedule)   15 Cher assets (describe ► 16 Total assets (to be completed by all fillers—see the instructions. Also, see page 1, term I) 17 Total assets (to be completed by all fillers—see the instructions. Also, see page 1, term I) 18 Grants payable and accrued expenses 19 Grants payable and accrued expenses 10 Total institute (sad lines 17 through 22) 20 Loans from officers, directors, trustes, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Total liabilities (describe ► 23 Total liabilities (describe ► 24 Total liabilities (describe ► 25 Temporarily restricted 26 Temporarily restricted 27 Capital stock, trust principal, or current funds 28 Relations that follow SFAS 117, check here ► 12 and complete lines 27 through 31. 29 Paid-in or capital surplus, or land, bidg., and equipment fund 29 Relations and ent assets/fund balances (see page 17 of the instructions) 20 Total Installities (describe) and on the disqualities (describe) and on th	Fe		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Va	ue	(c) Fair Market Value
2 Savings and temporary cash investments		1	Cash—non-interest-bearing	142,277	56 <u>9</u> ,	542	569,54
3 Accounts receivable   Less: allowance for doubtful accounts   550   75   75				1,692,001	36,	111	36,11
Less: allowance for doubtful accounts ▶ 550 75 75  4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶ 5 Grants receivable			Annaumta vanauvalila III				
A Piedges receivable				550		75	7
Less: allowance for doubtful accounts ►  5 Grants receivable  6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (See page 16 of the instructions)  7 Other notes and loans receivable (attach schedule) ►  Less: allowance for doubtful accounts ►  9 Prepaid expenses and deferred charges  10 Investments—corporate stock (attach schedule) FCH  11 Investments—chor (attach schedule) FCH  12 Investments—chor (attach schedule) FCH  13 Investments—chor (attach schedule) FCH  14 Land, buildings, and equipment basis FCHEDULE 5  15 Other assets (describe FCH)  16 Other assets (describe FCH)  16 Other assets (for be completed by all fillers—see the instructions, Also, see page 1; item f)  17 Investments—other (attach schedule) FCH  18 Grants receivable and accrued expenses  19 Deferred revenue  10 Jo 523 (1, 062, 383)  10 Morgages and other notes payable (attach schedule)  10 Jo 523 (1, 062, 383)  11 Morgages and other notes payable (attach schedule)  10 Jo 523 (1, 062, 383)  11 Morgages and other notes payable (attach schedule)  10 Jo 523 (1, 062, 383)  11 Morgages and other notes payable (attach schedule)  12 Jo 71 Interpretation (attach schedule)  12 Jo 71 Interpretation (attach schedule)  13 Total liabilities (additions 17 through 22)  14 Jo 72		4				_	
6 Receivable   7 Other notes and loans receivable   6 Instructions)   7 Other notes and loans receivable   6 Instructions   7 Other notes and loans receivable   6 Instructions   8 Inventions   7 Other notes and loans receivable   8 Inventions   7 Other notes and loans receivable   8 Inventions   7 Other notes						,	
disqualified persons (attach schedule)   see page 16 of the instructions)   Other notes and loans receivable (attach schedule)   Less: allowance for doubtful accounts   East allowance for full allowance for doubtful accounts   East allowance for full accou		5	Grants receivable		·		
1		6	disqualified persons (attach schedule) (see page 16 of the				
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 (tattach schedule)  11 Investments—and, buildings, and equipment: basis ▶  Less: accumulated depreciation (attach schedule)  12 Investments—mortgage loans  13 Investments—orthory age loans  13 Investments—orthory age loans  13 Investments—orthory age loans  15 Investments—orthory age loans  16 Total assets (describe ▶  17 Cotal assets (describe ▶  18 Grants payable  19 Deferred revenue  10 John Scholl School Sch		7					
10a   Investments—U.S. and state government obligations (attach schedule)   5, 450, 431   3, 992, 119   3, 997, 040     b   Investments—corporate bords (attach schedule)   SCH   4   0   0   32, 196, 212   35, 518, 379   38, 905, 333     c   Investments—and, buildings, and equipment: basis   ►     Less: accumulated depreciation (attach schedule)   SCH   4   0   0     12   Investments—mortgage loans   SCHEDULE   5   4, 082, 661   172, 712   9, 545     13   Investments—mortgage loans   SCHEDULE   5   4, 082, 661   172, 712   9, 545     14   Land, buildings, and equipment: basis   ►     Less: accumulated depreciation (attach schedule)   ►   6,846   6,846     15   Other assets (describe   ►   )   6,846   6,846     16   Total assets (to be completed by all filers—see the instructions. Also, see page 1, item   1,	ţ						
10a   Investments—U.S. and state government obligations (attach schedule)   5, 450, 431   3, 992, 119   3, 997, 040     b   Investments—corporate bords (attach schedule)   SCH   4   0   0   32, 196, 212   35, 518, 379   38, 905, 333     c   Investments—and, buildings, and equipment: basis   ►     Less: accumulated depreciation (attach schedule)   SCH   4   0   0     12   Investments—mortgage loans   SCHEDULE   5   4, 082, 661   172, 712   9, 545     13   Investments—mortgage loans   SCHEDULE   5   4, 082, 661   172, 712   9, 545     14   Land, buildings, and equipment: basis   ►     Less: accumulated depreciation (attach schedule)   ►   6,846   6,846     15   Other assets (describe   ►   )   6,846   6,846     16   Total assets (to be completed by all filers—see the instructions. Also, see page 1, item   1,	Se	8					
10a   Investments—Corporate stock (attach schedule)   5.450, 431   3, 992, 119   3, 997, 040     b   Investments—corporate stock (attach schedule)   5.450, 431   32, 196, 212   35, 518, 379   38, 905, 333     c   Investments—and, buildings, and equipment: basis   Less: accumulated depreciation (attach schedule)   East accumulated depreciatio	As	9	Prepaid expenses and deferred charges . SCH 4				
c Investments—corporate bonds (attach schedule) SCH 4 0 1 Investments—land, buildings, and equipment: basis ▶ Lass: accumulated depreciation (attach schedule) ▶ 12 Investments—mortgage loans 13 Investments—other (attach schedule) ▶ 14 Land, buildings, and equipment: basis ▶ Lass: 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 I) 43, 564, 132 40, 295, 784 43, 524, 492 17 Accounts payable and accrued expenses 18 Grants payable 20 Loans from officers, directors, trustess, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 21 Total reliabilities (describe ▶ 21 Total reliabilities (adscribe ▶ 21 Total reliabilities (adscribe ▶ 21 Total net assets or fund balances (see page 17 of the instructions) 10 Total liabilities and net assets/fund balances (see page 17 of the instructions) 11 Total liabilities and net assets/fund balances (see page 17 of the instructions) 11 Total liabilities and net assets/fund balances (see page 17 of the instructions) 11 Total net assets or fund balances (see page 17 of the instructions) 12 Total liabilities and net assets/fund balances (see page 17 of the instructions) 13 Total liabilities and net assets/fund balances (see page 17 of the instructions) 14 Analysis of Changes in Net Assets or Fund Balances 14 Analysis of Changes in Net Assets or Fund Balances 15 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) 2 (2, 195, 442) 3 Other increases not included in line 2 (itemize) ▶ 3 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 5		10a		5,450,431	3,992,	119	3,997,04
linvestments—and, buildings, and equipment basis ► Less: accumulated depreciation (attach schedule) ►  12 Investments—mortgage loans 13 Investments—mortgage loans 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 i) .  17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 10 Loans from officers, directors, trustees, and other disqualified persons 11 Mortgages and other notes payable (attach schedule) 12 Other liabilities (add lines 17 through 22) .  10 Total liabilities (add lines 17 through 26 and lines 30 and 31.  10 Total net assets or fund balances (see page 17 of the instructions) 11 Total ret assets or fund balances (see page 17 of the instructions) 12 Total liabilities and net assets/fund balances (see page 17 of the instructions) 13 Total liabilities and net assets/fund balances (see page 17 of the instructions) 14 Total net assets or fund balances (see page 17 of the instructions) 15 Total liabilities and net assets/fund balances (see page 17 of the instructions) 16 Total net assets or fund balances (see page 17 of the instructions) 17 Total liabilities and net assets/fund balances (see page 17 of the instructions) 18 Total net assets or fund balances (see page 17 of the instructions) 19 Total liabilities and net assets/fund balances (see page 17 of the instructions) 10 Total ret assets or fund balances (see page 17 of the instructions) 10 Total ret assets or fund balances (see page 17 of the instructions) 11 Total net assets or fund balances (see page 17 of the instructions) 12 Total ret assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with instructions) 19 Total ret assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with instructions) 20 Total ret assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with instr		b	Investments—corporate stock (attach schedule)	32,196,212	35,518,	379	38,905,33
linvestments—and, buildings, and equipment basis ► Less: accumulated depreciation (attach schedule) ►  12 Investments—mortgage loans 13 Investments—mortgage loans 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 i) .  17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 10 Loans from officers, directors, trustees, and other disqualified persons 11 Mortgages and other notes payable (attach schedule) 12 Other liabilities (add lines 17 through 22) .  10 Total liabilities (add lines 17 through 26 and lines 30 and 31.  10 Total net assets or fund balances (see page 17 of the instructions) 11 Total ret assets or fund balances (see page 17 of the instructions) 12 Total liabilities and net assets/fund balances (see page 17 of the instructions) 13 Total liabilities and net assets/fund balances (see page 17 of the instructions) 14 Total net assets or fund balances (see page 17 of the instructions) 15 Total liabilities and net assets/fund balances (see page 17 of the instructions) 16 Total net assets or fund balances (see page 17 of the instructions) 17 Total liabilities and net assets/fund balances (see page 17 of the instructions) 18 Total net assets or fund balances (see page 17 of the instructions) 19 Total liabilities and net assets/fund balances (see page 17 of the instructions) 10 Total ret assets or fund balances (see page 17 of the instructions) 10 Total ret assets or fund balances (see page 17 of the instructions) 11 Total net assets or fund balances (see page 17 of the instructions) 12 Total ret assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with instructions) 19 Total ret assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with instructions) 20 Total ret assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with instr				0			
12   Investments—mortgage loans   SCHEDULE 5   4,082,661   172,712   9,545		1		Personal or Senior real and a real control of the c		<u> </u>	
Less: accumulated depreciation (attach schedule) ►  15 Other assets (describe ►  15 Other assets (describe ►  16 Total assets (to be completed by all fillers—see the instructions). Also, see page 1, item    1.			Less: accumulated depreciation (attach schedule)				
Less: accumulated depreciation (attach schedule) ►  15 Other assets (describe ►  15 Other assets (describe ►  16 Total assets (to be completed by all fillers—see the instructions). Also, see page 1, item    1.		12	Investments—mortgage loans				
Less: accumulated depreciation (attach schedule) ►  15 Other assets (describe ►  15 Other assets (describe ►  16 Total assets (to be completed by all fillers—see the instructions). Also, see page 1, item    1.		13	Investments—other (attach schedule) .SCHEDULE 5	4,082,661	172,	712	9,54
15 Other assets (describe ► 16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I).  17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 19 Deferred revenue 10,523 (1,062,383)  10 Deferred revenue 10 Loans from officers, directors, trustees, and other disqualified persons 11 Mortgages and other notes payable (attach schedule) 12 Other liabilities (describe ► 13 Total liabilities (add lines 17 through 22) 10 Loans from officers, directors, trustees, and other disqualified persons 14 Mortgages and other notes payable (attach schedule) 15 Total liabilities (add lines 17 through 22) 16 Temporarily restricted 17 Total ret assets or fund balances (see page 17 of the instructions) 18 Paid-in or capital surplus, or land, bidg., and equipment fund 19 Paid-in or capital surplus, or land, bidg., and equipment fund 20 Retained earnings, accumulated income, endowment, or other funds 21 Total net assets or fund balances (see page 17 of the instructions) 22 Total liabilities and net assets/fund balances (see page 17 of the instructions) 23 Total net assets or fund balances (see page 17 of the instructions) 24 And lines 1, 2, and 3 25 Capital stock, trust principal, or current funds 26 Capital stock, trust principal, or current funds 27 Total net assets or fund balances (see page 17 of the instructions) 28 Paid-in or capital surplus, or land, bidg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 32 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 32 Total net assets or fund balances (see page 17 of the instructions) 33 Total net assets or fund balances (see page 17 of the instructions) 34 And lines 1, 2, and 3 35 Capital Manual Add Ines 1, 2, and 3 36 Capital Manual Add Ines 1, 2, and 3 37 Ca		1		1- 1, 5 Fil 3	,	3' 1	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
Total assets (to be completed by all filers—see the instructions. Also, see page 1, item i).  17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 10,523 (1,062,383) 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe ▶ 23 Total liabilities (ads lines 17 through 22) 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund and complete lines 27 through 31.  18 Grants payable 29 Retained aarnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see page 17 of the instructions) 31 Total liabilities and net assets/fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total net assets or fund balances (see page 17 of the instructions) 32 Total net assets or fund balances (see page 17 of the instructions) 33 Total net assets or fund balances (see page 17 of the instructions) 43,553,609 41,358,167 43,553,609 41,358,167 5 Decreases not included in line 2 (itemize) ▶ 4 Add lines 1,2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 Decreases not included in line 2 (itemize) ▶ 5 Decreases not included in line 2 (itemize) ▶		1	Less: accumulated depreciation (attach schedule) ▶		· <del></del> · · · · · · · · · · · · · · · · ·	<u></u>	
17 Accounts payable and accrued expenses   18 Grants payable and accrued expenses   10,523 (1,062,383   10,523 (1),062,383   10,523		15	Other assets (describe ▶)		6,	846	6,84
18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe ▶ 23 Total liabilities (add lines 17 through 22)  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see page 17 of the instructions)  10 Total liabilities and net assets/fund balances (see page 17 of the instructions)  10 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) 26 Enter amount from Part I, line 27a 37 Other increases not included in line 2 (itemize) ▶ 48 Add lines 1, 2, and 3 58 Decreases not included in line 2 (itemize) ▶ 58 Total liabilities and other rotes payable (attach schedule) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 11, 523 (1, 062, 383) 11, 523 (1, 062, 383) 11, 523 (1, 062, 383) 12, 523 (1, 062, 383) 13, 523 (1, 062, 383) 14, 553, 609 14, 358, 167 15, 524 (1, 062, 383) 15, 525 (1, 062, 383) 16, 523 (1, 062, 383) 17, 624, 383 (1, 062, 383) 18, 523 (1, 062, 383) 19, 523 (1, 062, 383) 10, 523 (1, 062, 383) 1		16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	43,564,132	40,295,	784	43,524,49
18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe ▶ 23 Total liabilities (add lines 17 through 22)  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see page 17 of the instructions)  10 Total liabilities and net assets/fund balances (see page 17 of the instructions)  10 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) 26 Enter amount from Part I, line 27a 37 Other increases not included in line 2 (itemize) ▶ 48 Add lines 1, 2, and 3 58 Decreases not included in line 2 (itemize) ▶ 58 Total liabilities and other rotes payable (attach schedule) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 10, 523 (1, 062, 383) 11, 523 (1, 062, 383) 11, 523 (1, 062, 383) 11, 523 (1, 062, 383) 12, 523 (1, 062, 383) 13, 523 (1, 062, 383) 14, 553, 609 14, 358, 167 15, 524 (1, 062, 383) 15, 525 (1, 062, 383) 16, 523 (1, 062, 383) 17, 624, 383 (1, 062, 383) 18, 523 (1, 062, 383) 19, 523 (1, 062, 383) 10, 523 (1, 062, 383) 1		17	Accounts payable and accrued expenses				A RESEARCH
19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe ► 23 Total liabilities (add lines 17 through 22)  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see page 17 of the instructions)  10 Total liabilities and net assets/fund balances (see page 17 of the instructions)  10 Total net assets or fund balances (see page 17 of the instructions)  10 Total net assets or fund balances (see page 17 of the instructions)  11 Total net assets or fund balances (see page 17 of the instructions)  12 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (iternize) ► 5 Decreases not included in line 2 (iternize) ► 5 Decreases not included in line 2 (iternize) ► 5 Decreases not included in line 2 (iternize) ► 5 Decreases not included in line 2 (iternize) ► 5	Ś	18					
Total liabilities (describe ► ) 10,523 (1,062,383)  Foundations that follow SFAS 117, check here ► □ and complete lines 24 through 26 and lines 30 and 31.  Unrestricted 25 Temporarily restricted 26 Permanently restricted 57 Temporarily restricted 68 Permanently restricted 75 Temporarily restricted 89 Permanently restricted 190 Permanently res	Ë	19			(1,062,	383	人面外的"多"。
Total liabilities (describe ► ) 10,523 (1,062,383)  Foundations that follow SFAS 117, check here ► □ and complete lines 24 through 26 and lines 30 and 31.  Unrestricted 25 Temporarily restricted 26 Permanently restricted 57 Temporarily restricted 68 Permanently restricted 75 Temporarily restricted 89 Permanently restricted 190 Permanently res	Ē	20	Loans from officers, directors, trustees, and other disqualified persons				
Total liabilities (describe ► ) 10,523 (1,062,383)  Foundations that follow SFAS 117, check here ► □ and complete lines 24 through 26 and lines 30 and 31.  Unrestricted 25 Temporarily restricted 26 Permanently restricted 57 Temporarily restricted 68 Permanently restricted 75 Temporarily restricted 89 Permanently restricted 190 Permanently res	ā	21	Mortgages and other notes payable (attach schedule)				· · · · · · · · · · · · · · · · · · ·
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.    Variety of the part III   Analysis of Changes in Net Assets or Fund Balances (see page 17 of the instructions)   Analysis of Changes in Net Assets or Fund Balances	_	22	Other liabilities (describe ▶)				
and complete lines 24 through 26 and lines 30 and 31.  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 30 Retained earnings, accumulated income, endowment, or other funds 31 Total net assets or fund balances (see page 17 of the instructions) 31 Total liabilities and net assets/fund balances (see page 17 of the instructions) 43,553,609 41,358,167  Total net assets or fund balances (see page 17 of the instructions) 43,553,609 41,358,167  Total net assets or fund balances (see page 17 of the instructions) 43,553,609 41,358,167  Total net assets or fund balances (see page 17 of the instructions) 43,564,132 40,295,784  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  3 Add lines 1, 2, and 3		23	Total liabilities (add lines 17 through 22)	10,523	(1,062,	383	To the Control of the
Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Foundations that do not follow SFAS 117, check here ✓ and complete lines 27 through 31.  28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see page 17 of the instructions) 31 Total liabilities and net assets/fund balances (see page 17 of the instructions) 43,553,609 41,358,167  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ✓ 3 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ✓ 5	ces		and complete lines 24 through 26 and lines 30 and 31.				
Foundations that do not follow SFAS 117, check here \ \text{	an	i			·····		
Foundations that do not follow SFAS 117, check here \ \text{	32		· · · · · · · · · · · · · · · · · · ·	····	· · · · · · · · · · · · · · · · · · ·		
27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see page 17 of the instructions)  31 Total liabilities and net assets/fund balances (see page 17 of the instructions)  43,553,609  41,358,167  28 Total liabilities and net assets/fund balances (see page 17 of the instructions)  43,564,132  40,295,784  29 Retained earnings, accumulated income, endowment, or other funds 43,553,609 41,358,167  43,553,609 41,358,167  43,553,609 41,358,167  43,553,609 41,358,167  5 Decreases not included in line 2 (itemize) 5	9	26	•				The state of the state of the
28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see page 17 of the instructions) 31 Total liabilities and net assets/fund balances (see page 17 of the instructions) 43,553,609 41,358,167  31 Total liabilities and net assets/fund balances (see page 17 of the instructions)  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5			and complete lines 27 through 31.	,			
Instructions)  1 Total liabilities and net assets/fund balances (see page 17 of the instructions)  1 Total net assets or fund balances at beginning of year—Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5	ō	27					
Instructions)  1 Total liabilities and net assets/fund balances (see page 17 of the instructions)  1 Total net assets or fund balances at beginning of year—Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5	ş	28	, , , , , , , , , , , , , , , , , , , ,	12 552 600	41 250	1.67	, a
Instructions)  1 Total liabilities and net assets/fund balances (see page 17 of the instructions)  1 Total net assets or fund balances at beginning of year—Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5	SS	29	Retained earnings, accumulated income, endowment, or other funds	43,553,609	41,358,	16/	
instructions)	let A	30	instructions)	43,553,609	41,358,	167	
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)	Z	31	instructions)	43,564 132	40.295	784	, , , , ,
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)	D:	rt III			30,233,	704	<u> </u>
end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize) ▶  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize) ▶  5   1						<u> </u>	
2 Enter amount from Part I, line 27a       2 (2,195,442)         3 Other increases not included in line 2 (itemize) ▶       3         4 Add lines 1, 2, and 3       4 (1,358,167)         5 Decreases not included in line 2 (itemize) ▶       5	1					1	43 553 60
3 Other increases not included in line 2 (itemize) ▶	_					<del></del>	<del></del>
4 Add lines 1, 2, and 3							(2,133,44.
5 Decreases not included in line 2 (itemize) ▶							41 358 16
, , ===================================						_	11,550,10
	6	Total	net assets or fund balances at end of year (line 4 minus line 5	5)—Part II, column (b)	, line 30	-	41,358,16

(a) List and describe the 2-story brick warehou	ne kind(s) of property sold (e.g., real estate use, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquire (mo , day,		(d) Date sold (mo , day, yr.)
1a SCHEDULE 3						<u></u>
b						
C				······		<del></del>
d			-			
<u>e</u>	40.5	4-1 01	45 5		(h) Cau	(1)
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or o plus expens		(€		n or (loss) () minus (g)
а						
b						
<u>c</u>						
d						
Complete only for assets show	ing gain in column (h) and owned by	the foundation	on 12/31/69			
Complete only for assets offer	(I) Adjusted basis	(k) Excess		(I) Ga col. (k),	ins (Col but not	(h) gain minus less than -0-) or
(i) F M V. as of 12/31/69	as of 12/31/69	over col (j				om col (h))
а						
b						
С						
d						
e				-		
2 Capital gain net income or		enter in Par				1 021 260
-	( ir (loss), en	ter -0- in Parl	, ,	2		1,831,369
	or (loss) as defined in sections 1 ne 8, column (c) (see pages 13 and					
If (loss), enter -0- in Part I, II		i i / Oi ule ii s	structions).	3		1,831,369
	der Section 4940(e) for Redu	ced Tax on	Net Investm		<u></u>	
or optional add by domicone p	orivate foundations subject to the	section 4940	)(a) tax on net i	nvestment i	ncome	e.)
f section 4940(d)(2) applies, lea	ave this part blank. ne section 4942 tax on the distrib	utable amour	nt of any year in			
f section 4940(d)(2) applies, leaves Nas the foundation liable for the fundation does not be foundation.	ave this part blank. ne section 4942 tax on the distrib ot qualify under section 4940(e).	utable amour Do not comp	nt of any year in lete this part.	the base p	eriod?	Yes No
f section 4940(d)(2) applies, leavas the foundation liable for the f"Yes," the foundation does not be appropriate amoundation.	ave this part blank. ne section 4942 tax on the distrib	utable amour Do not comp	nt of any year in lete this part.	the base p	eriod? naking	Yes No
f section 4940(d)(2) applies, leavas the foundation liable for the f"Yes," the foundation does not be appropriate amou	ne section 4942 tax on the distributions are this part blank.  ne section 4942 tax on the distributions are the section 4940(e).  nt in each column for each year;  (b)	utable amour Do not comp see page 18	nt of any year in lete this part.	ons before r	eriod? naking	Yes ☐ No any entries.
section 4940(d)(2) applies, leavas the foundation liable for the "Yes," the foundation does not be appropriate amountable (a)  Base period years	ne section 4942 tax on the distributions are this part blank.  ne section 4942 tax on the distributions are the section 4940(e).  nt in each column for each year;  (b)	utable amour Do not composee page 18	nt of any year in lete this part. of the instruction	ons before r	eriod? naking	Yes No g any entries. (d) nbutton ratio livided by col (c))
f section 4940(d)(2) applies, leaves the foundation liable for the fundation does not be section to the first the foundation does not be section to the first the appropriate amoundation and section for the first the foundation does not be section for the first the first the foundation for the first the fi	ne section 4942 tax on the distribution of qualify under section 4940(e).  Int in each column for each year;  (b)  Adjusted qualifying distributions	utable amour Do not comp see page 18  Net value of r	nt of any year in lete this part. of the instruction (c) nonchantable-use a	ons before resets (c	eriod? naking	Yes No  y any entries.  (d)  nbutton ratio divided by col (c))  0.0472 0.0498
r section 4940(d)(2) applies, leavas the foundation liable for the "Yes," the foundation does not be section to the section does not be section to the section of the secti	ave this part blank.  ne section 4942 tax on the distribution of qualify under section 4940(e).  Int in each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,583  2,680,074	utable amour Do not comp see page 18 Net value of r	of the instruction (c) 100, 954, 55, 175, 53, 242,	ons before rossets (c) 782 985 596	eriod? naking	Yes No  g any entries.  (d)  inbutton ratio divided by col (c))  0.0472  0.0498  0.0503
f section 4940(d)(2) applies, leavas the foundation liable for the "Yes," the foundation does not be section 1. Enter the appropriate amou (a)  Base period years Calendar year (or tax year beginning in 2006 2005 2004 2003	ave this part blank.  ne section 4942 tax on the distribution qualify under section 4940(e).  Int in each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,583  2,680,074  2,666,645	utable amour Do not comp see page 18 Net value of r	of the instruction (c) nonchantable-use at 60,954, 55,175, 53,242, 52,699,	ons before rossets (c) 782 985 596 162	eriod? naking	y any entries.  (d)  (d)  (in)  (in)
r section 4940(d)(2) applies, leavas the foundation liable for the "Yes," the foundation does not be section to the section does not be section to the section of the secti	ave this part blank.  ne section 4942 tax on the distribution of qualify under section 4940(e).  Int in each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,583  2,680,074	utable amour Do not comp see page 18 Net value of r	of the instruction (c) 100, 954, 55, 175, 53, 242,	ons before rossets (c) 782 985 596 162	eriod? naking	y any entries.  (d)  (d)  (in)  (in)
f section 4940(d)(2) applies, leavage from the feature of the feat	ave this part blank.  ne section 4942 tax on the distribution of qualify under section 4940(e).  Int in each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,583  2,680,074  2,666,649  2,308,899	utable amour Do not comp see page 18 Net value of r	of the instruction (c) nonchantable-use at 60, 954, 55, 175, 53, 242, 52, 699, 47, 955,	ons before r ssets (c 782 985 596 162 076	eriod? naking	Yes No g any entries.  (d) Inbutton ratio divided by col (c))  0.0472 0.0498 0.0503 0.0506 0.0481
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f section 4940(d)(2) applies, lead Nas the foundation liable for the few section does not be foundation does not be few sections of the few sectio	ave this part blank.  ne section 4942 tax on the distribution of qualify under section 4940(e).  Int in each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,583  2,680,074  2,666,649  2,308,899	utable amour Do not comp see page 18  Net value of r	of the instruction on the instruction of the instruction on the instruction on the instruction of the instru	ons before r ssets (c) 782 985 596 162 076	eriod? naking	y any entries.  (d)  notation ratio
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r section 4940(d)(2) applies, leavas the foundation liable for the "Yes," the foundation does not be seen that the appropriate amous (a)  Base period years Calendar year (or tax year beginning in 2006 2005 2004 2003 2002  2 Total of line 1, column (d) 3 Average distribution ratio for number of years the foundation in the section of th	ave this part blank.  ne section 4942 tax on the distributed qualify under section 4940(e).  Int in each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,583  2,680,074  2,666,649  2,308,899	utable amour Do not comp see page 18  Net value of r	tof any year in lete this part.  of the instruction (c) nonchantable-use and 60, 954, 55, 175, 53, 242, 52, 699, 47, 955,  ne 2 by 5, or by	ons before r ssets (c) 782 985 596 162 076	eriod? naking	Yes No  y any entries. (d) nbutton ratio livided by col (c))  0.0472  0.0498  0.0503  0.0506  0.0481  0.2460  .0492
First section 4940(d)(2) applies, lead vas the foundation liable for the "Yes," the foundation does not be section as the foundation of the foundation applies. The foundation is section as the foundation applies the foundation of the foundation applies the foun	ave this part blank.  The section 4942 tax on the distribution of qualify under section 4940(e).  The each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,586  2,680,074  2,666,645  2,308,899  The 5-year base period—divide thion has been in existence if less	utable amour Do not comp see page 18  Net value of r	tof any year in lete this part.  of the instruction (c) nonchantable-use and 60, 954, 55, 175, 53, 242, 52, 699, 47, 955,  ne 2 by 5, or by	ons before r ssets (c) 782 985 596 162 076 .	eriod? naking	Yes No  y any entries.  (d) Inbutton ratio divided by col (c))  0.0472 0.0498 0.0503 0.0506 0.0481  0.2460 .0492
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risection 4940(d)(2) applies, leaves the foundation liable for the "Yes," the foundation does not be seriously as a period years.  Calendar year (or tax year beginning in 2006 2005 2004 2003 2002  2 Total of line 1, column (d)  3 Average distribution ratio for number of years the foundate.  4 Enter the net value of nonches the foundate of the period years the foundate.  5 Multiply line 4 by line 3  6 Enter 1% of net investment.	ave this part blank.  The section 4942 tax on the distribution of qualify under section 4940(e).  That in each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,586  2,680,074  2,666,649  2,308,899  That the 5-year base period—dividention has been in existence if less than the distribution in the section has been assets for 2007 from	utable amour Do not complesee page 18  Net value of recomplesees page 18  Net value of recomplese page 18	tof any year in lete this part.  of the instruction (c) nonchantable-use and 60, 954, 55, 175, 53, 242, 52, 699, 47, 955,  ne 2 by 5, or by	ons before ressets (c) 782 985 596 162 076	eriod? naking	Yes No  y any entries. (d) nbutton ratio invided by col (c))  0.0472  0.0498  0.0503  0.0506  0.0481  0.2460  .0492  54,374,660  2,675,233
f section 4940(d)(2) applies, lead was the foundation liable for the ferse," the foundation does not be founded in the ferse, and the ferse of the ferse, and the ferse of the	ave this part blank.  The section 4942 tax on the distributed qualify under section 4940(e).  That in each column for each year;  (b)  Adjusted qualifying distributions  2,876,586  2,745,583  2,680,074  2,666,645  2,308,899  That the 5-year base period—dividention has been in existence if less than the second of the second	utable amour Do not complisee page 18  Net value of recomplises  the total on line than 5 years  Part X, line	tof any year in lete this part.  of the instruction (c) nonchantable-use at 60, 954, 55, 175, 53, 242, 52, 699, 47, 955,	the base property of the base	eriod? naking District (b) d	Yes No  y any entries.  (d)  nbutton ratio divided by col (c))  0.0472 0.0498 0.0503 0.0506 0.0481  0.2460 2,675,233  1,790,265

Par	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page	ge 18 of	the in	struct	ions)
1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1.				
	Date of ruling letter: (attach copy of ruling letter if necessary—see instructions)		المجر ياتهم	de	4.4
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check	1		Transition and a	0
	here ▶ □ and enter 1% of Part I, line 27b				
С	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% J of Part I, line 12, col. (b)	3.4	\$ +: 5 +		
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			0
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			0
6	Credits/Payments: AMOUNT NOT REFUNDED			n in the second	941
а	2007 estimated tax payments and 2006 overpayment credited to 2007   6a   19,560				
b	Exempt foreign organizations—tax withheld at source				
С	Tax paid with application for extension of time to file (Form 8868)			7	
d	Backup withholding erroneously withheld		San Sa	art in the	1968
7	Total credits and payments. Add lines of through od	7		19,	560
8	Little any perialty for underpayment of estimated tax. Offect here in Form 2220 is attached in	8			
9	Tax due: If the total of lines of and of simple than time 7, enter amount of our	9			0
10	— — — — — — — — — — — — — — — — — — —	10		19,	560
11		1	1		0
	t VII-A Statements Regarding Activities			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation of participate or intervene in any political campaign?	or did it	1a	res	X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see post the instructions for definition)?	age 19	1b		Χ
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any map published or distributed by the foundation in connection with the activities.	aterials			
С	Did the foundation file Form 1120-POL for this year?		<u>1c</u>		Χ
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		4.	4	
	(1) On the foundation. ▶ \$ (2) On foundation managers. ▶ \$				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax important foundation managers. ▶ \$	sed on	3.		A Comme
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	يصند	X
3	If "Yes," attach a detailed description of the activities.  Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, art	icles of	22		
_	incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		3		Χ
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?		4b	N/	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		X
	If "Yes," attach the statement required by General Instruction T.				7
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:				
	By language in the governing instrument, or		, j		
	• By state legislation that effectively amends the governing instrument so that no mandatory direction	ns 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			A	
	Enter the states to which the foundation reports or with which it is registered (see page 19 c instructions) ► KANSAS				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney (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 49	42(j)(3)			de ave
	or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part	XIV on	_		
	page 27)? If "Yes," complete Part XIV		9		<u> </u>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listin names and addresses		10	[	Х
				A DE	

Par	t VII-A Statements Regarding Activities (continued)			
11a	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 page 20 of the instructions)	11a		X
b	If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest,			
	rents, royalties, and annuities described in the attachment for line 11a?	11b	N/	A
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	<u> </u>
	Website address			
14	The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 316-265	<u>5-33</u>	11	
	Located at ► PO BOX 20380, WICHITA, KS ZIP+4 ► 67208			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here			<b>▶</b> □
Da	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
Pal			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		163	110
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	- 4		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			2,5
	disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?   Yes   No			100
	(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)?	-		
	(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.)			
ь	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	أنسا		
_	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ □			
С	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 2007?	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)):	٠٠.		T
а	At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007?			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2)			
D	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)		7.7	
	to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	2b		Х
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 <u> </u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business	7		
	enterprise at any time during the year?			
h	If "Yes," did it have excess business holdings in 2007 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	21	N1 /1	
	foundation had excess business holdings in 2007.)	3b 4a	N/Z	
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4d		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 2007?	4b		Х
	purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007?			<u> </u>

Pa	nrt VILB Statements Regarding Activities	IOI W	milion i Oim	1 47 20	iviay be	Requi	ica (continued	·/
5a	During the year did the foundation pay or incur  (1) Carry on propaganda, or otherwise attempt to  (2) Influence the outcome of any specific public directly or indirectly, any voter registration do  (3) Provide a grant to an individual for travel, sto  (4) Provide a grant to an organization other than section 509(a)(1), (2), or (3), or section 4940(d)  (5) Provide for any purpose other than reeducational purposes, or for the prevention of t	any amo o influe e electionive? udy, or a charical (2)? (se ligious, on of transacregardir	nount to: nce legislation (see section) other similal table, etc., or e page 22 of charitable, cruelty to or constant to the sail toong disaster as	on (section 4955) or purpoorganizathe instaction scientichildrer qualify	tion 4945(e) 5); or to can be ses? tion descript tructions) tific, litera or animal under the ee (see page	rry on, bed in ry, or als? exceptic	Yes No Yes No Yes No Yes No Yes No Yes No No Yes No No	5b N/A
С	If the answer is "Yes" to question 5a(4), does the because it maintained expenditure responsibility If "Yes," attach the statement required by Regul	ne foun for the	dation claim grant?	exemp	otion from t	he tax	☐ Yes ☐ No	
b	Did the foundation, during the year, receive any to on a personal benefit contract?  Did the foundation, during the year, pay premiums If you answered "Yes" to 6b, also file Form 8870.  At any time during the tax year, was the foundation a	unds, d	directly or inc	directly, · · · y, on a	to pay preduced to pay personal be	 enefit co		6b X
∕a b	If yes, did the foundation receive any proceeds or	have a	ny net incom	e attribu	stable to the	transa	☐ Yes ☒ No action?	7b N/A
Pa	Information About Officers, Direct and Contractors	ectors,	Trustees,	Found	dation Ma	nager	s, Highly Paid	
1	List all officers, directors, trustees, foundation	on mar	nagers and t	their co	ompensatio	on (see	page 23 of the	instructions).
	(a) Name and address	hour	e, and average rs per week ed to position	(c) Cor (If not	npensation paid, enter -0-)	emplo	Contributions to byee benefit plans erred compensation	(e) Expense account, other allowances
	BERT M BEREN 13840 LEMANS WAY LM BEACH GARDENS, FL 33410	<1 H			NONE		NONE	NONE
PA:	BERT M BEREN 13840 LEMANS WAY  LM BEACH GARDENS, FL 33410  ARLES B SPRADLIN, JR.	<1 H	SURER R ETARY		NONE		NONE	NONE
	BOX 20380, WICHITA, KS 67208	<1 H			NONE		NONE	NONE
2	Compensation of five highest-paid employee	es (othe	er than thos	e inclu	ided on lin	e 1—s	ee page 23 of t	he instructions).
	If none, enter "NONE."		<del>,</del>		<del>r " · · ·</del>		т	<del>,</del>
	(a) Name and address of each employee paid more than \$50	,000	(b) Title, and a hours per of devoted to p	week	(c) Compe	nsation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
							1	
NO	NE							
NO.	NE							
NO	NE							

	and Contractors (continued)	- / name 22 of the instructions	) 16 mans amtor
	highest-paid independent contractors for professional service NE."	s (see page 23 of the instructions	). If none, enter
	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST	MANHATTAN COMPANY	INVESTMENT ADVICE	
437 MA	ADISON AVENUE, NEW YORK, NY 10022		374,604
		-	
		-	
Total nu	mber of others receiving over \$50,000 for professional services .	<u> </u>	🕨 1
Part IX	G-A Summary of Direct Charitable Activities		
List the of organ	foundation's four largest direct chantable activities during the tax year. Include relevantizations and other beneficiaries served, conferences convened, research papers produ	t statistical information such as the number iced, etc	Expenses
1 NON	E		
2			
3			
			<del></del>
4			
	G-B Summary of Program-Related Investments (see page		1
Describe	e the two largest program-related investments made by the foundation during the tax y	year on lines 1 and 2.	Amount
1 NON	E	••••	
2			
All other	program-related investments. See page 24 of the instructions		
3			
Total A	dd lines 1 through 3		0

Form **990-PF** (2007)

Par	Minimum Investment Return (All domestic foundations must complete this part. see page 24 of the instructions.)	Forei	gn foundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	Tana,	
а	Average monthly fair market value of securities	1a	54,980,535
	Average of monthly cash balances	1b	207,596
С	Fair market value of all other assets (see page 25 of the instructions)	1c	14,570
d	Total (add lines 1a, b, and c)	1d	55,202,701
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	55,202,701
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	828,041
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	54,374,660
6	Minimum investment return. Enter 5% of line 5	6	2,718,733
Pai	t XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) properties foundations and certain foreign organizations check here ▶ ☐ and do not complete this part		pperating
1	Minimum investment return from Part X, line 6	1	2,718,733
	Tax on investment income for 2007 from Part VI, line 5		
b	Income tax for 2007. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,718,733
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,718,733
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,718,733
Pa	t XII Qualifying Distributions (see page 26 of the instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,790,265
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.,	2	
3	purposes		
_	Suitability test (prior IRS approval required)	3a	
_	Cash distribution test (attach the required schedule)	3b	•
ь 4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,790,265
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.		
9	Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,790,265
J	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating		
	qualifies for the section 4940(e) reduction of tax in those years.	<i></i>	

Form 990-PF (2007)

1	Distributable amount for 2007 from Part XI,	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
'	line 7 ·				2,718,733
2	Undistributed income, if any, as of the end of 2006:				
а	Enter amount for 2006 only		•		
b	Total for prior years: 20,20,20				
3	Excess distributions carryover, if any, to 2007:	•			,
а	From 2002				
b	From 2003			1	-
C	From 2004				
d	From 2005			,	
е	From 2006 83, 454				†
f	Total of lines 3a through e	110,267			,
4	Qualifying distributions for 2007 from Part XII,				1 '
	line 4: ▶\$1,790,265	,	,		
а	Applied to 2006, but not more than line 2a .				
b	Applied to undistributed income of prior years (Election required—see page 27 of the instructions)	-		,	,
_	, , ,				, ,
С	Treated as distributions out of corpus (Election required—see page 27 of the instructions)				· ·
ч	Applied to 2007 distributable amount				1,790,265
e	Remaining amount distributed out of corpus .				
5	Excess distributions carryover applied to 2007.	110,267	, ,		110,267
•	(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:			, '	
а	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0	, , , , , , , ,	1	, , ,
þ	Prior years' undistributed income. Subtract	· ·		, ,	
	line 4b from line 2b		0		
С	Enter the amount of pnor years' undistributed	- , ,		, , , , , , , , , , , , , , , , , , ,	,
	income for which a notice of deficiency has been	£ + 11 (		, , , , ,	
	issued, or on which the section 4942(a) tax has	,			,
	been previously assessed	~			
d	Subtract line 6c from line 6b. Taxable	·	0	•	
	amount—see page 27 of the instructions .	7			
е	Undistributed income for 2006. Subtract line				,
	4a from line 2a. Taxable amount—see page	-,	,	0	
	27 of the instructions	2 -2"	, ,		<del> </del>
f	Undistributed income for 2007. Subtract lines	,	, ,		
	4d and 5 from line 1. This amount must be distributed in 2008			7,	818,201
_					, , , , ,
7	Amounts treated as distributions out of corpus		ا	,	ļ ,
	to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 27 of the		, ,	-	·
	instructions)	İ			
8	Excess distributions carryover from 2002 not		-	-	
Ü	applied on line 5 or line 7 (see page 27 of the			,	
	instructions)			•	-
9	Excess distributions carryover to 2008.				
-	Subtract lines 7 and 8 from line 6a	0	-		~
10	Analysis of line 9:	7 8	-		
а	Excess from 2003			•	-
b	Excess from 2004			-	
C	Excess from 2005				
d	Excess from 2006	41.	اعین بیا		÷ ,
е	Excess from 2007				7 7 7

Par	t XIV Private Operating Found	dations (see pa	ge 27 of the inst	ructions and Pa	rt VII-A, question	າ 9)
1a	If the foundation has received a rulin	g or determination	n letter that it is a	private operating		
	foundation, and the ruling is effective					1 10 10 (1) (5)
	Check box to indicate whether the fou		operating foundati		tion	3) or
2a	Enter the lesser of the adjusted net   income from Part I or the minimum	Tax year	4 > 0000	Prior 3 years	44,0004	(e) Total
	investment return from Part X for	(a) 2007	(b) 2006	(c) 2005	(d) 2004	0
	each year listed	0	0	0	0	
		<u>~</u>				
	Qualifying distributions from Part XII, line 4 for each year listed	<del></del>				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities					0
θ	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:					
а	"Assets" alternative test-enter:					0
	(1) Value of all assets					0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i) "Endowment" alternative test—enter % of					0
Q	minimum investment return shown in Part X, line 6 for each year listed	·				0
С	"Support" alternative test-enter:					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans settion					0
	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)					0
	(3) Largest amount of support from an exempt organization				:	0
	(4) Gross investment income					0
Pai	t XV Supplementary Informat	ion (Complete	this part only if	the foundation	had \$5,000 or	more in assets
1	at any time during the y Information Regarding Foundation		28 of the instru	ictions.)		
	List any managers of the foundation before the close of any tax year (but	who have contrib	outed more than 29 e contributed more	% of the total contri e than \$5,000). (Se	butions received to be section 507(d)(2	by the foundation 2).)
SEE	SCHEDULE 2				· · · · · · · · · · · · · · · · · · ·	
b	List any managers of the foundation ownership of a partnership or other					ge portion of the
N/A						
2	Information Regarding Contribution	on, Grant, Gift, L	.oan, Scholarship	, etc., Programs:		
	Check here ► ☑ If the foundation unsolicited requests for funds. If the organizations under other condition	e foundation mak	es gifts, grants, e	lected charitable of tc. (see page 28 o	rganizations and f the instructions)	does not accept to individuals or
а	The name, address, and telephone	number of the pe	erson to whom app	olications should b	e addressed:	
N/A						
b	The form in which applications sho	uld be submitted	and information a	nd materials they s	should include:	
N/A			<del></del>			
N/A						
d NI/N	Any restrictions or limitations on a factors:	wards, such as t	by geographical ar	reas, charitable fie	lds, kinds of instr	tutions, or other

Part XV Supplementary Information (c 3 Grants and Contributions Paid Dur	continued) ing the Year or Appro	ved for F	uture Payment	
Recipient				
Name and address (home or busines	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE 6				
				1,772,795
		j		
			;	
Total	·	· · · ·	▶ 3	<b>a</b> 1,772,795
<b>b</b> Approved for future payment				
Total	<del></del>	I	<u> </u>	<b>b</b>

	art XVI-A Analysis of Income-Producing /		siness income	Excluded by section	on 512, 513, or 514	(e)
	ter gross amounts unless otherwise indicated.	(a) Business code	(b) Amount	(c) Exclusion code	(d) . Amount	Related or exempt function income (See page 28 of the instructions.)
1	Program service revenue:					are instructions.
	<b>a</b>		-			
	b					
	·					
	d			· · · · · · · · · · · · · · · · · · ·		
	e					
2	g Fees and contracts from government agencies					
	Membership dues and assessments			14	2,377	
	Interest on savings and temporary cash investments Dividends and interest from securities			14	1,415,232	
4						
Э	Net rental income or (loss) from real estate:	TAX TO SERVICE TO SERV	Selection and the angeliance and and and	Tanta Harry Ver.	1000 CONTRACTOR	THE PERSON OF LAND
	a Debt-financed property					
6	b Not debt-financed property					
	Other investment income		=			
8	Gain or (loss) from sales of assets other than inventory	-	<del> </del>	18	(2,436,773)	
_	Net income or (loss) from special events				(2) 100/ 110/	<del></del>
	Gross profit or (loss) from sales of inventory .					
11				14	663	<del></del>
• •						
	С					
	d					
	e					
12	Subtotal. Add columns (b), (d), and (e)		0		(1,018,501)	0
		The second secon		Control of the Contro	(1,010,001)	U
	(-), (-),					
13 (Se	Total. Add line 12, columns (b), (d), and (e) . ee worksheet in line 13 instructions on page 29 to	verify calculati	 ons.)		13	
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for which	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501
13 (Se	Total. Add line 12, columns (b), (d), and (e) ee worksheet in line 13 instructions on page 29 to art XVI-B Relationship of Activities to the line No. Explain below how each activity for whe the accomplishment of the foundation	verify calculati	ons.)	npt Purposes	13	(1,018,501

Pa	rt XV	/II	Informatio Exempt O	n Rega rganizat	rding ions	Transf	ers To	and	Trans	actions	and F	Relatio	nship	s With	Non	char	itable
1	in se orga Tran (1)	ection anizar nsfers Cash		e Code (i porting f	other the	an section on to a r	n 501(c nonchar	itable ex	anizatio kempt o	ns) or in s	ection 5 on of:				1a(1)	Yes	X
	(3)   (2)   (3)   (4)   (5)   (6)   Sha	er tra Sales Purcl Renta Reim Loan Perfo ring	r assets ansactions: of assets to nases of asse al of facilities bursement a s or loan gua rmance of se of facilities, e swer to any of	o a nonchets from a equipment of the above	naritable a nonch ent, or ents r memb nt, maili ove is "	e exempt naritable other as   pership o ng lists, (	exempt sets   or fundra other as	zation t organiz aising so	zation	ons employees	  S Column	(b) shou	ıld alv	ways show	1b(1) 1b(2) 1b(3) 1b(4) 1b(5) 1b(6) 1c	fair m	X X X X X X X X
	valu valu	e of i	the goods, o	ther asse on or sha	ts, or se ring arra	ervices g angemer	iven by 1t, show	the repo in colui	orting fo mn ( <mark>d)</mark> t	oundation he value o	i. If the foot of the go	oundations ods, oth	n rec er as	eived less sets, or se	than rvices	fair m rece	arket ived.
	a Is t	he fo	nundation direction	ectly or i	ndirectl	y affiliate	ed with,	, or rela	ted to,	one or m	nore tax-	exempt		nizations	☐ Ye		
	b If "\	Yes,"	(a) Name of or		ng sche	dule.	(b) Ty	pe of orga	anization			(c) De	escnpti	on of relation	ship		
	belie	ef, it is	alties of perjury, true, correct, and	I declare the decomplete	nat I have Declarati	examined ton of prepa	this return arer (other	, including than taxp	accomp ayer or fic	duciary) is ba	dules and ased on all	informatio	n of wh	o the best of nich preparer PRESIDE	has any	owledg y know	e and ledge
Sign Here	Paid Preparer's	A P S F S	reparer's gnature irm's name (or y elf-employed), and ZIP code	Br ours it		LUW- CHENRI' IVERVIE		& JOHN	Date  9(0  ISON 1 0, WI	•	Check self-em	ployed ▶	▶ 48	Preparer's (See Signate Instruction P007448 - 097019 316-267	ure on ons) 71	page 3	

ROBERT M. BEREN FOUNDATION, INC. Schedule 1 - AMENDED	48-0990309 Form 990-PF, 2007
PART I, Line 1: Contributions, gifts, grants, etc., received:	
	0
PART I, Line 3: Interest on savings and temporary cash inve	estments:
Bank of America	2,376
Internal Revenue Service	1
	2,377
PART I, Line 4: Dividends and interest from securities:	
Div - Ascot Partners L.P., Fed ID# 13-3693341	35,308
Div - Banc of America Securities Div - First Manhattan Co	77,938 1,023,160
Div - Gift Certificates.com ID# 13-4175350	176
Int - Ascot Partners L P., Fed ID# 13-3693341	2,481
Int - Ascot Partners L P - State Free , Fed ID# 13-3693	
Int - First Manhattan Company - Liquid Assets Int - First Manhattan Company - T Bills	19,428 138,734
int - i iist Maimattan Company - i biiis	130,734
PART I, Line 11: Other Income:	1,415,899
·	202
Miscellaneous Income - Litigation Settlements Other Income - Ascot Partners L P , Fed ID# 13-36933	663 341 (3,175,865)
PART I, Line 16b: Accounting Fees:	(3,175,202)
TACT I, Line 100. Accounting 1 ccs.	
Gutschenrittedr & Johnson	2,518
	2,518
PART I. Line 16c: Other Professional Fees:	
First Manhattan - Advisory fees	374,604
Ascot- Portfolio Deductions	1,250
Gift Cert- Portfolio Deductions	105
PART I, Line 18: Taxes:	375,959
FAILT I, LINE 10. Takes.	
Kansas - Secretary of State	40
Foreign Tax WH-First Manhattan	17,430
Federal Income Tax	35,154
PART I, Line 23: Other Expenses:	52,624
•	241 65 220
Operating Exp - Ascot Partners L P , Fed ID# 13-3693  Non Ded Exp - Ascot Partners L P , Fed ID# 13-36933	
Miscellaneous	229
	65,989

## ROBERT M. BEREN FOUNDATION, INC. 48-0990309 Schedule 2 - AMENDED Form 990-PF, 2007

PART XV, QUESTION 1a

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

ROBERT M. BEREN FOUNDATION, INC.	48-0990309
Schedule 3 - AMENDED	Form 990-PF, 2007

PART IV CAPITAL GAINS & LOSSES	(e) GROSS SALES PRICE	(g) COST OR BASIS	(h) GAIN OR (LOSS)
SHORT TERM CAPITAL GAIN - STOCKS BANC AMERICA INV & MISC - SCHEDULE 3B ATTACHED	0	0	0
LONG TERM CAPITAL GAIN - STOCKS BANC AMERICA INV & MISC - SCHEDULE 3B ATTACHED	217,864	0	217,864
SHORT TERM CAPITAL GAIN - PER K-1 ASCOT PARTNERS LP ID# 13-3693341	236,333	0	236,333
LONG TERM CAPITAL GAIN - PER K-1 ASCOT PARTNERS LP ID# 13-3693341	37,597	0	37,597
LONG TERM CAPITAL LOSS - HEDGE FUND GOTHAM INTERNATIONAL - SCHEDULE 3C ATTACHED	91,698	24,631	67,067
SHORT TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	1,597,601	2,351,760	(754,159)
LONG TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	6,570,457	4,543,790	2,026,667
	8,751,550	6,920,181	1,831,369

ROBERT M. BEREN FOUNDATION Schedule 3A - AMENDED	, IIVC.					48-0990309 90-PF, 2007
PART IV, CAPITAL GAINS & LOSSES	DA	TE		(e)	(g)	(h)
	воиднт	SOLD	NO OF SHARES	GROSS SALES PRICE	COST OR BASIS	GAIN OR (LOSS)
FIRST MANHATTAN COMPANY.						
SHORT-TERM CAPITAL GAIN/(LOSS)						
CINRAM INTL INCOME FUND	12/22/06	12/18/07	11,000	56,611 61	219,635 81	(163,024 20)
CINRAM INTL INCOME FUND	12/27/06	12/18/07	14,000	72,051 13	277,971 13	(205,920 00)
CINRAM INTL INCOME FUND	12/29/06	12/18/07	10,000	51,465 10	198,379 84	(146,914 74)
CINRAM INTL INCOME FUND	03/05/07	12/18/07	10,000	51,465 09	196,689 63	(145,224 54)
SCHERLING-PLOUGH CORP	03/27/08	09/19/08	75,000	1,366,007 61	1,459,083 96	(93,076 35)
TOTAL SHORT-TERM CAPITAL GAIN/(LOSS)				1,597,600 54	2,351,760 37	(754,159 83)
LONG-TERM CAPITAL GAIN/(LOSS):						
COLGATE-PALMOLIVE CO	10/30/03	03/17/08	10,000	758,904 29	520,935 20	237,969 09
NOVARTIS AG SPONSORED ADR	04/26/04	04/24/08	5,000	249,598 93	223,125 32	26,473 61
LIBERTY CAPITAL SER A	05/23/02	05/01/08	1,000	15,303 31	10,445 87	4,857 44
LIBERTY CAPITAL SER A	06/20/02	05/01/08	1,000	15,303 31	9,003 98	6,299 33
LIBERTY CAPITAL SER A	12/02/02	05/01/08	80	1,224 27	699 71	524 56
LIBERTY CAPITAL SER A	05/30/03	05/01/08	420	6,427 39	4,406 12	2,021 27
LIBERTY CAPITAL SER A	08/09/05	05/01/08	2,500	38,258 28	26,924 26	11,334 02
LIBERTY CAPITAL SER A	10/27/05	05/01/08	2,500	38,258 28	24,957 33	13,300 95
CULLEN FROST BANKERS INC	12/27/06	05/27/08	7,600	421,606 88	124,925 01	296,681 87
CULLEN FROST BANKERS INC	05/27/97	05/27/08	32,400	1,797,376 70	636,862 50	1,160,514 20
NOVARTIS AG SPONSORED ADR	04/26/04	06/05/08	15,000	784,717 35	669,375 96	115,341 39
NOVARTIS AG SPONSORED ADR	05/20/05	06/05/08	10,000	523,144 90	481,807 86	41,337 04
LIBERTY MEDIA CORP NEW ENTMT	05/23/02	07/24/08	4,000	95,870 87	58,673 88	37,196 99
LIBERTY MEDIA CORP NEW ENTMT	06/20/02	07/24/08	4,000	95,870 87	50,574 89	45,295 98
IBERTY MEDIA CORP NEW ENTMT	12/02/02	07/24/08	320	7,669 67	3,930 21	3,739 46
JIBERTY MEDIA CORP NEW ENTMT	05/30/03	07/24/08	1,680	40,265 76	24,748 92	15,516 84
IBERTY MEDIA CORP NEW ENTMT	08/09/05	07/24/08	10,000	239,677 17	151,232 20	88,444 97
BERTY MEDIA CORP NEW ENTMT	10/27/05	07/24/08	10,000	239,677 16	140,184 07	99,493 09
CAPITAL ONE FINANCIAL	06/21/04	09/19/08	19,383	1,126,598 65	1,308,687 03	(182,088 38
ASCENT MEDIA COM SER A	05/23/02	10/06/08	100	2,298 56	2,237 98	60 58
ASCENT MEDIA COM SER A	06/20/02	10/06/08	100	2,298 55	1,929 06	369 49
ASCENT MEDIA COM SER A	12/02/02	10/06/08	8	183 88	149 90	33 98
ASCENT MEDIA COM SER A	05/30/03	10/06/08	42	965 39	943 99	21 40
ASCENT MEDIA COM SER A	07/26/05	10/06/08	3,000	68,956 66	67,028 40	1,928 26
TOTAL LONG-TERM CAPITAL GAIN/(LOSS)				6,570,457 08	4,543,789 65	2,026,667 43
TOTAL CAPITAL GAIN/(LOSS)			1	8,168,057 62	6,895,550 02	1,272,507 60

ROBERT M. BEREN FOL	ROBERT M. BEREN FOUNDATION, INC. 48-0990309							
Schedule 3B - AMENDE	D					Form 990	-PF, 2007	
BANC AMERICA INVESMENTS & MISC	NUMBER OF SHARES	DATE ACQUIRED	DATE SOLD	GROSS PROCEEDS	BASIS AND EXP OF SALE	CAPITAL ST GAIN/ (LOSS)	CAPITAL LT GAIN/ (LOSS)	
SHORT-TERM CAPITAL GAIN/(LO	SS):							
NONE						0		
TOTAL SHORT-TERM CAPITAL G	AIN/(LOSS)			्	0	0	0	
LONG-TERM CAPITAL GAIN/(LOS	SS):							
GENERAL AMERICAN INV INC GENERAL AMERICAN INV INC	LTCG DISTRIB LTCG DISTRIB		12/21/2007 10/31/2008	207,899 9,965			207,899 9,965	
TOTAL LONG TERM CARITAL CA	INWI 000)			217,864	0	- 01	217,864	
TOTAL LONG-TERM CAPITAL GA	unv(LUSS)			217,004			217,004	
TOTAL CAPITAL GAIN/(LOSS)				217,864	0	0	217,864	
						I	217,864	

ROBERT M. BEREN FOUNDATI Schedule 3C - AMENDED	ON, INC.					8-0990309 0-PF, 2007
HEDGE FUNDS	NUMBER OF DATE SHARES ACQUIR		GROSS PROCEEDS	BASIS AND EXP OF SALE	CAPITAL ST GAIN/ (LOSS)	CAPITAL LT GAIN/ (LOSS)
SHORT-TERM CAPITAL GAIN/(LOSS):						
NONE					0	
TOTAL SHORT-TERM CAPITAL GAIN/(LOSS	<b>3</b> )		0	0	0	0
LONG-TERM CAPITAL GAIN/(LOSS):						
Gotham Partners International SERIES B/2 Gotham Partners International SERIES B/7 Gift Certificates com (Liquidation)	8 421 0 885	10/31/2008 10/31/2008 12/31/2007	91,698	7,704 809 16,118		83,994 (809) (16,118)
TOTAL LONG-TERM CAPITAL GAIN/(LOSS)			91,698	24,631	0	67,067
TOTAL CAPITAL GAIN/(LOSS)			91,698	24,631	0	67,067
					ſ	67,067

	ROBERT M. BEREN FOUNDATION, INC. Schedule of Unrealized Gains & Losses - AMENDED							
No of		Date Bought	Cost	Market	Unrealized	Gain/Loss		
Shares	Description	or Sold	Basis	Value	Short Term	Long Term		
LIQUID AS	SETS							
	First Manhattan Liquid Assets		36,111	36,111	0			
	TOTAL LIQUID ASSETS		36,111	36,111	0	0		
U.S. TREA	SURY BILLS & NOTES							
400,000	United States Treasury Bill 01/15/2009 Maturity Date	10/09/08	3,992,118	3,997,040	4,922			
	TOTAL U.S. TREASURY BILLS & NOTES		3,992,118	3,997,040	4,922	0		
TAXABLE	BONDS & NON-CV PFD							
6,846								
	Total Taxable Bonds & Non-CV PFD-FMC	ю	0	0	0	0		
	Bond (Discount) Premium		0	0	0			
	TOTAL CORPORATE BONDS	\$	- \$	- [	-	5 -		

ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses - AMENDED

48-0990309 Form 990-PF, 2007

No. of		Date	C4	BB - nls - A	Unrealized (	Gain/Loss
No of Shares	Description	Bought or Sold	Cost Basis	Market Value	Short Term	Long Term
EQUITIES						
45,000	ABB LTD Sponsored ADR	09/26/08	905,928	591,750	(314,178)	
600	Altria Group Inc Com	12/21/88	1,131	11,514		10,383
2,400	Altna Group Inc Com	02/15/89	4,933	46,056		41,123
20,500	Altria Group Inc Com	05/27/97	208,149	393,395		185,246
23,500	Altria Group Inc Com	04/30/08	478,355	450,965	(27,390)	
9,958	America Atlantic Co	12/28/95	88,708	129,454		40,746
3,600	American Express Co	08/12/88	25,871	99,000		73,129
3,900	American Express Co	07/31/90	29,464	107,250		77,786
20,000	American Express Co	12/22/00	930,096	550,000		(380,096)
7,124	BankAmerica Corp	08/15/94	68,026	172,187		104,161
12,876	BankAmerica Corp	12/01/00	256,166	311,213		55,047
35	Berkshire Hathaway Inc	05/27/97	1,518,996	4,042,150		2,523,154
15,000	Brooks Automation Inc New Com	11/25/96	636,418	102,750		(533,668)
15,000	CBS Corp-CL B Com	12/16/04	420,234	145,650		(274,584)
5,000	CBS Corp-CL B Com	12/27/05	131,449	48,550		(82,899)
20,000	CBS Corp-CL B Com	02/01/06	525,804	194,200		(331,604)
10,000	CBS Corp-CL B Com	06/04/08	221,330	97,100	(124,230)	
10,000	CBS Corp-CL B Com	08/12/08	174,906	97,100	(77,806)	
20,000	CVS Corp	03/25/96	145,948	613,000		467,052
10,000	CVS Corp	08/08/01	180,279	306,500		126,221
13,694	CVS Corp	11/16/06	400,379	419,721		19,342
10,000	Colgate - Palmolive Co	07/27/94	131,313	627,600		496,287
5,000	Colgate - Palmolive Co	10/30/03	260,468	313,800		53,332
343	Costco Whsl Corp New Com	12/21/01	13,977	19,554		5,577
10,000	Dime Bancorp Inc New	07/23/93 split		900		900
1,000	Discovery Communications Inc	05/23/02	12,530	13,640		1,110
1,000	Discovery Communications Inc	06/20/02	10,800	13,640		2,840
80	Discovery Communications Inc	12/02/02	839	1,091		252
420	Discovery Communications Inc	05/30/03	5,285	5,729		444

ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses - AMENDED

48-0990309 Form 990-PF, 2007

No of		Date Bought	Cost	Market	Unrealized	Gain/Loss
Shares	Description	or Sold	Basis	Value	Short Term	Long Term
30,000	Discovery Communications Inc	07/26/05	375,272	409,200		33,928
1,000	Discovery Communications Inc	05/23/02	13,310	13,320		10
1,000	Discovery Communications Inc	06/20/02	11,473	13,320		1,847
80	Discovery Communications Inc	12/02/02	892	1,066		174
420	Discovery Communications Inc	05/30/03	5,614	5,594		(20)
30,000	Discovery Communications Inc	07/26/05	398,635	399,600		965
24,000	General Electric Co	12/22/00	1,167,000	468,240		(698,760)
26,000	General Electric Co	04/06/06	894,497	507,260		(387,237)
25,000	Glaxosmithkline Plc Adr	04/06/06	1,298,293	967,500		(330,793)
1,000	Hartford Financial Services	06/24/85	5,755	10,320		4,565
18,000	Hartford Financial Services	12/22/00	1,255,500	185,760		(1,069,740)
10,000	International Business Machine	12/27/00	853,991	929,700		75,709
6,000	International Business Machine	06/16/05	462,494	557,820		95,326
14,000	Johnson & Johnson	08/04/89	92,398	858,760		766,362
14,000	Kellogg Co	05/23/06	646,950	705,880		58,930
14,000	Kellogg Co	05/24/06	653,762	705,880		52,118
35,000	Leucadia National Corp	12/27/96	182,333	939,400		757,067
37,000	Microsoft Corp	05/23/05	962,091	826,210		(135,881)
15,000	Microsoft Corp	06/16/05	377,475	334,950		(42,525)
5,000	Microsoft Corp	03/30/07	139,534	111,650		(27,884)
35,000	Nestle Sa-Sponsored	05/21/02	841,323	1,348,410		507,087
8,750	Nestle Sa-Sponsored	06/24/02	201,331	337,103		135,772
30,000	Procter & Gamble Co	05/03/07	1,870,933	1,936,200		65,267
600	Philip Morns Intl Inc Com	12/21/88	2,598	26,082		23,484
2,400	Philip Morns Intl Inc Com	02/15/89	11,334	104,328		92,994
20,500	Philip Morns Intl Inc Com	05/27/97	478,196	891,135		412,939
30,000	Reed Elsevier P L C Spon ADR	08/13/08	1,353,780	1,060,800	(292,980)	
60,000	Spirit Aerosystems HLDGS Inc	10/03/08	875,138	967,800	92,662	
13,000	3M Co Com	04/20/05	993,421	835,900		(157,521)
4,000	3M Co Com	08/04/05	294,442	257,200		(37,242)

ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses - AMENDED

48-0990309 Form 990-PF, 2007

		Date	0 1	Manda A	Unrealized (	Gain/Loss
No of Shares	Description	Bought or Sold	Cost Basis	Market Value	Short Term	Long Term
40,000	Reckitt Benckiser Plc Shs	01/26/00	435,152	1,748,000		1,312,848
10,000	Reckitt Benckiser Plc Shs	02/11/00	93,389	437,000		343,611
7,500	Tyco Inti Ltd	06/28/05	354,461	189,600		(164,861)
1,250	Tyco Intl Ltd	09/12/05	56,791	31,600		(25,191)
5,000	Tyco Intl Ltd	04/07/06	207,464	126,400		(81,064)
13,750	Tyco Intl Ltd	11/26/07	543,498	347,600	(195,898)	
26,200	Seaspan Corp Com	06/08/07	775,645	302,872		(472,773)
15,000	U S T Inc	02/28/02	525,022	1,013,850		488,828
15,000	U S T Inc	06/20/02	550,955	1,013,850		462,895
16,000	United Parcel SVC INC CL B	11/06/06	1,196,660	844,480		(352,180)
4,000	United Parcel SVC INC CL B	12/19/06	305,048	211,120		(93,928)
15,000	United Technologies Corp	06/06/08	1,016,112	824,400	(191,712)	
34,000	Wyeth	09/19/08	1,304,045	1,094,120	(209,925)	
500,000	Wrigley WM JR CO SR NT	10/28/08	313,375	319,580	6,205	
15,000	Zımmer Hidgs inc	11/15/07	1,004,657	696,450	(308,207)	
5,000	Zımmer Hidgs Inc	01/22/08	332,327	232,150	(100,177)	
	Total Equities-FMCO		33,522,148	36,074,919	(1,743,637)	4,296,407
	Banc America Securities		1,996,231	2,830,414		834,183
	TOTAL EQUITIES	\$	35,518,379   \$ (0 44)	38,905,333	\$ (1,743,637)	5,130,590
			(0 44)	•		

ROBERT M. BEREN FOUNDATION, INC.	48-0990309
Schedule of Unrealized Gains & Losses - AMENDED	Form 990-PF, 2007

		Date			Unrealized Gain/Loss		
No of Shares	Description	Bought or Sold	Cost Basis	Market Value	Short Term	Long Term	
INVEST	MENTS - OTHER						
Hedge Fund	Ascot Partners LP		28,876	0		(28,876)	
Hedge Fund	Gift Certificates com		2,384	1,949		(435)	
Hedge Fund	Gotham Partners International		141,452	7,596		(133,856)	
	TOTAL INVESTMENTS - OTHER	Ε	172,712	9,545	0	(163,167)	

OBERT M. BEREN	FOUNDATION, INC.			48-0990309
chedule of Contribu	utions - AMENDED			Form 990-PF, 2007
		"X" = Written ack "NN" = Written a necessary		
10/27/08 #2430	ALBERT EINSTEIN COLLEGE OF MEDICINE P O BOX 220627 WEST PALM BEACH, FL 33422	90,000 00	x	2007 PLEDGE
11/23/07 #2406	AMERICAN CANCER SOCIETY FLORIDA DIVISION P O BOX 13300 TAMPA, FL 33681-3300	50 00	NN	2007 PLEDGE
08/14/08 #2428	AMERICAN FRIENDS OF BEIT MORASHA C/O MR LEE BOTNICK 15 AMBERSON ST YONKERS, NY 10705	100,000 00	x	GENERAL FUND
10/27/08 #2431	AMERICAN FRIENDS OF GAN YAVNE YOUTH VILLAGE 305 SEVENTH AVENUE, SUITE 1200 NEW YORK, NY 10001	1,800 00		GENERAL FUND
10/27/08 #2432	AMERICAN FRIENDS OF MAGEN DAVID ADOM 3175 COMMERCIAL AVENUE, SUITE 101 NORTHBROOK, IL 60062	500 00	x	GENERAL FUND
09/19/08 #2429	AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE, SUITE 2540 NEW YORK, NY 10110	10,000 00	x	GENERAL FUND
03/19/08 #2415	AMERICAN ISRAEL EDUCATION FUND 251 H STREET, NW WASHINGTON, DC 20001	75,000 00	x	GENERAL FUND
10/29/08 #2467	AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET, ROOM 600 NEW YORK, NY 10126	1,800 00	x	GENERAL FUND
10/29/08 #2468	ANTI-DEFAMATION LEAGUE 823 UNITED NATIONS PLAZA NEW YORK, NY 10017	1,800 00	x	GENERAL FUND
10/27/08 #2433	AYN RAND INSTITUTE THE CENTER FOR THE ADVANCEMENT OF OBJECTIVISM 2121 ALTON PARKWAY, SUITE 250 IRVINE, CA 92606	1,000 00	x	GENERAL FUND
01/30/08 #2411	BRADLY UROLOGICAL CENTER OF JOHN HOPKINS UNIVERSIT 12 WEST 31ST STREET, SUITE 300 NEW YORK, NY 10001	500 00		HARRY BEREN SPORTS FIELD
10/27/08 #2434	CAMP RAMAH IN CALIFORNIA 15600 MULHOLLAND DRIVE LOS ANGELES, CA 90077	5,000 00	X	CELEBRATION DINNER HONORING JULIE & MARC

5,000 00

10/29/08 #2472

CHABAD HOUSE LUBAVITCH OF PALM BEACH

ROBERT M. BEREN FOUNDATION, INC.		u	48-0990309
Schedule of Contrib			Form 990-PF, 2007
		"X" = Written ackn rec'd "NN" = Written ackn not necessary	·
5/19/2008 #2420	FLIGHT 93 NATIONAL MEMORIAL FUND P O BOX 96149 WASHINGTON, DC 20090-6149	250 00 X	GENERAL FUND
10/29/2008 #2470	FOUNDATION FOR JEWISH CAMPING, INC 6 East 39th Street Tenth Floor New York, Ny 10016	100,000 00 X	GENERAL FUND
12/10/07 #2408	FRIENDS OF HARVARD JUDAICA COLLECTION WIDENER LIBRARY M HARVERD UNIVERSITY CAMBRIDGE, MA 02138	50 00 X	GENERAL FUND
10/29/2008 #2469	FRIENDS OF THE JEWISH CHAPEL 326 FIRST ST, SUITE 11 ANAPOLIS, MD 21403	500 00 X	GENERAL FUND
10/27/08 #2435	FRIENDS OF HARVARD TENNIS HARVARD UNIVERSITY, MURR CENTER 65 NORTH HARVARD STREET BOSTON, MA 02163	3,000 00 X	GENERAL FUND
08/20/08 #2450	GIRL SCOUTS OF THE GOLDEN PLAINS COUNCIL ATTN Ms SHELLY CHENOWETH 360 LEXINGTON ROAD WICHITA, KS 67218	1,000 00 X	GENERAL FUND
01/30/08 #2410	HARRY S TRUMAN LIBRARY INSTITUTE 500 WEST US HIGHWAY 24 INDEPENDENCE, MO 64050-1798	20,000 00 X	GENERAL FUND
10/29/2008 #2473	HARVARD BUSINESS SCHOOL SOLDIER'S FIELD BOSTEN MA, 02163	2,500 00 X	HBS DEANS FUND
03/26/08 #2417	HARVARD UNIVERSITY 124 MT AUBURN STREET CAMBRIDGE, MA 02138	2,500 00 X	PROFESSORSHIP Charles D "Chuck" Thomoson Memor
10/29/08 #2471	HARVARD UNIVERSITY CENTER FOR JEWISH STUDIES 6 DIVINITY AVENUE CAMBRIDGE, MA 02138	1,000 00 X	GENERAL FUND
10/27/08 #2436	HARVARD HILLEL 52 MOUINT AUBURN ST CAMBRIDGE, MA 02138	25,000 00	GENERAL FUND
10/27/08 #2437	HARVARD-WESTLAKE SCHOOL 700 N FARING RD LOS ANGELES, CA 90077	1,500 00 X	GENERAL FUND

ROBERT M. BEREN FOUNDATION, INC. 48-0990309 Form 990-PF, 2007 Schedule of Contributions - AMENDED 'X" = Written ackn rec'd "NN" = Written ackn not necessary **HEBREW CONGREGATION** 10,000 00 X 11/23/07 #2407 **PLEDGE** 1850 NORTH WOODLAWN 02/13/08 #2413 1,000 00 X **GENERAL FUND** WICHITA KS 67208 10/27/08 #2456 HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE 50.000 00 X INTERNATIONAL BOARD OF GOVENORS ARTHUR AND ROCHELLE BELFER BUILDING 800 EIGHTH STREET, NW WASHINGTON, DC 20001-3724 04/18/08 #2419 HILLEL AT THE UNIVERSITY OF FLORIDA 120 00 X INTERNATIONAL BOARD OF GOVENORS 2020 WEST UNIVERITY AVE GAINSVILLE, FL 32603 03/10/08 #2414 ISRAEL CHILDREN'S CENTERS 5,000 00 X FRIEND FOR LIFE SOCIETY 2151 WEST HILLSBORO BOULEVARD, SUITE 306 DEERFIELD BEACH, FL 33442-1107 JEWISH FEDERATION OF PALM BEACH COUNTY WOMAN'S DIVISION GENERAL FUND 10/27/08 #2457 425,000 00 X 4601 COMMUNITY DRIVE THE ETHEL AND ADOLPH BEREN EDUCATORS INSITUTE WEST PALM BEACH, FLORIDA 33417-2760 GENERAL FUND 10/27/08 #2458 JEWISH NATIONAL FUND 1,800 00 X **GENERAL FUND** P O BOX 800 **ROCKVILLE CENTRE, NY 11571-0800** 03/26/08 #2416 JUPITER MEDICAL CENTER FOUNDATION 1.000 00 X GENERAL FUND 1210 S OLD DIXIE HWY JUPITER, FL 33458-7205 GENERAL FUND 10/27/08 #2466 **OHR TORAH STONE** 250,000 00 PALM BEACH ORTHODOX SYNAGOGUE 02/04/08 #2412 8,000 00 X **GENERAL FUND** 18,000 00 07/21/08 #2424 P O BOX 3225 GENERAL FUND 10/27/08 #2459 PALM BEACH, FL 33480 200,000 00 X Beren Sanctuary & Library PALM BEACH PET RESCUE, INC 01/18/08 #2409 100 00 NN GENERAL FUND 378 NORTHLAKE BLVD PMB #129 NORTH PALM BEACH, FL 33408 PARTNERS IN HEALTH 500 00 GENERAL FUND 10/27/08 #2462

925 00 X

100,000 00 X

100,000 00 X

GENERAL FUND

2007 PLEDGE

2007 PLEDGE

RAYMOND F KRAVIS CENTER FOR THE PERFORMING ARTS

701 OKEECHOBEE BLVD WEST PALM BEACH, FL 33401

ROBERT M BEREN ACADEMY

11333 CLIFFWOOD DRIVE

7/21/2008 #2423

10/27/08 #2460

10/27/08 #2461

ROBERT M. BEREN	FOUNDATION, INC.			48-0990309
Schedule of Contribu	utions - AMENDED			Form 990-PF, 2007
		"X" = Written ackr "NN" = Written ac necessary		
	HOUSTON, TX 77035-6011			
6/9/2008 #2421	SOUTHERN INSTITUTE FOR EDUCATION AND RESEARCH TURLANE UNIVERSITY MR BOX 1692 31 MCALISTER DRIVE NEW ORLEANS, LA 70118-5555	500 00	x	GENERAL FUND
10/27/08 #2463	UNITED WAY OF PALM BEACH COUNTY 2600 QUANTUM BLVD BOYNTON BEACH, FL 33426	25,000 00	x	GENERAL FUND
07/25/08 #2425	USO P O Box 96860 Washington, DC 20077-7677	100 00	x	GENERAL FUND
10/27/08 #2464	WICHITA COLLEGIATE SCHOOL 9115 EAST 13TH STREET WICHITA, KS 67206	100,000 00	x	BEREN MIDDLE SCHOOL
10/27/08 #2465	WORLD JEWISH CONGRESS P O BOX 90400 WASHINGTON, DC 20090-0400	1,000 00	x	GENERAL FUND
8/8/2008 #2427	YESHIVA UNIVERSITY 500 WEST 185TH STREET NEW YORK, NY 10033	25,000 00	x	GENERAL FUND

ROBERT M. BERE	N FOUNDATION, INC.			48-0990309
Schedule of Contr	ibutions - AMENDED			Form 990-PF, 2007
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10/27/08 #2430	ALBERT EINSTEIN COLLEGE OF MEDICINE P O BOX 220627 WEST PALM BEACH, FL 33422	90,000 00	x	2007 PLEDGE
11/23/07 #2406	AMERICAN CANCER SOCIETY FLORIDA DIVISION P O BOX 13300 TAMPA, FL 33681-3300	50 00	NN	2007 PLEDGE
08/14/08 #2428	AMERICAN FRIENDS OF BEIT MORASHA C/O MR LEE BOTNICK 15 AMBERSON ST YONKERS, NY 10705	100,000 00	x	GENERAL FUND
10/27/08 #2431	AMERICAN FRIENDS OF GAN YAVNE YOUTH VILLAGE 305 SEVENTH AVENUE, SUITE 1200 NEW YORK, NY 10001	1,800 00		GENERAL FUND
10/27/08 #2432	AMERICAN FRIENDS OF MAGEN DAVID ADOM 3175 COMMERCIAL AVENUE, SUITE 101 NORTHBROOK, IL 60062	500 00	x	GENERAL FUND
09/19/08 #2429	AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE, SUITE 2540 NEW YORK, NY 10110	10,000 00	x	GENERAL FUND
03/19/08 #2415	AMERICAN ISRAEL EDUCATION FUND 251 H STREET, NW WASHINGTON, DC 20001	75,000 00	x	GENERAL FUND
10/29/08 #2467	AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET, ROOM 600 NEW YORK, NY 10126	1,800 00	x	GENERAL FUND
10/29/08 #2468	ANTI-DEFAMATION LEAGUE 823 UNITED NATIONS PLAZA NEW YORK, NY 10017	1,800 00	x	GENERAL FUND
10/27/08 #2433	AYN RAND INSTITUTE THE CENTER FOR THE ADVANCEMENT OF OBJECTIVISM 2121 ALTON PARKWAY, SUITE 250 IRVINE, CA 92606	1,000 00	X	GENERAL FUND
01/30/08 #2411	BRADLY UROLOGICAL CENTER OF JOHN HOPKINS UNIVERSI 12 WEST 31ST STREET, SUITE 300 NEW YORK, NY 10001	T 500 00		HARRY BEREN SPORTS FIELD
10/27/08 #2434	CAMP RAMAH IN CALIFORNIA 15600 MULHOLLAND DRIVE LOS ANGELES, CA 90077	5,000 00	x	CELEBRATION DINNER HONORING JULIE & MARC PLATT
10/29/08 #2472	CHABAD HOUSE LUBAVITCH OF PALM BEACH	5,000 00	x	GENERAL FUND

ROBERT M. BEREN	FOUNDATION, INC.		48-0990309
Schedule of Contributions - AMENDED			Form 990-PF, 2007
		"X" = Written ackn rec'd "NN" = Written ackn not necessary	<del></del>
5/19/2008 #2420	FLIGHT 93 NATIONAL MEMORIAL FUND P O BOX 96149 WASHINGTON, DC 20090-6149	250 00 X	GENERAL FUND
10/29/2008 #2470	FOUNDATION FOR JEWISH CAMPING, INC 6 East 39th Street Tenth Floor New York, Ny 10016	100,000 00 X	GENERAL FUND
12/10/07 #2408	FRIENDS OF HARVARD JUDAICA COLLECTION WIDENER LIBRARY M HARVERD UNIVERSITY CAMBRIDGE, MA 02138	50 00 X	GENERAL FUND
10/29/2008 #2469	FRIENDS OF THE JEWISH CHAPEL 326 FIRST ST, SUITE 11 ANAPOLIS, MD 21403	500 00 X	GENERAL FUND
10/27/08 #2435	FRIENDS OF HARVARD TENNIS HARVARD UNIVERSITY, MURR CENTER 65 NORTH HARVARD STREET BOSTON, MA 02163	3,000 00 X	GENERAL FUND
08/20/08 #2450	GIRL SCOUTS OF THE GOLDEN PLAINS COUNCIL ATTN Ms SHELLY CHENOWETH 360 LEXINGTON ROAD WICHITA, KS 67218	1,000 00 X	GENERAL FUND
01/30/08 #2410	HARRY S TRUMAN LIBRARY INSTITUTE 500 WEST US HIGHWAY 24 INDEPENDENCE, MO 64050-1798	20,000 00 X	GENERAL FUND
10/29/2008 #2473	HARVARD BUSINESS SCHOOL SOLDIER'S FIELD BOSTEN MA, 02163	2,500 00 X	HBS DEANS FUND
03/26/08 #2417	HARVARD UNIVERSITY 124 MT AUBURN STREET CAMBRIDGE, MA 02138	2,500 00 X	PROFESSORSHIP Charles D "Chuck" Thomoson Memonal
10/29/08 #2471	HARVARD UNIVERSITY CENTER FOR JEWISH STUDIES 6 DIVINITY AVENUE CAMBRIDGE, MA 02138	1,000 00 X	GENERAL FUND
10/27/08 #2436	HARVARD HILLEL 52 MOUINT AUBURN ST CAMBRIDGE, MA 02138	25,000 00	GENERAL FUND
10/27/08 #2437	HARVARD-WESTLAKE SCHOOL 700 N FARING RD LOS ANGELES CA 90077	1,500 00 X	GENERAL FUND

LOS ANGELES, CA 90077

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ROBERT M. BEREN	FOUNDATION INC		48-0990309
			Form 990-PF, 2007
Schedule of Contrib	utions - AMENUEU	"X" = Written ackn rec'd "NN" = Written ackn not necessary	
11/23/07 #2407 02/13/08 #2413	HEBREW CONGREGATION 1850 NORTH WOODLAWN WICHITA KS 67208	10,000 00 X 1,000 00 X	PLEDGE GENERAL FUND
10/27/08 #2456	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 GOVENORS
04/18/08 #2419	HILLEL AT THE UNIVERSITY OF FLORIDA 2020 WEST UNIVERITY AVE GAINSVILLE, FL 32603	120 00 X	INTERNATIONAL BOARD OF GOVENORS
03/10/08 #2414	ISRAEL CHILDREN'S CENTERS 2151 WEST HILLSBORO BOULEVARD, SUITE 306 DEERFIELD BEACH, FL 33442-1107	5,000 00 X	FRIEND FOR LIFE SOCIETY
10/27/08 #2457	JEWISH FEDERATION OF PALM BEACH COUNTY 4601 COMMUNITY DRIVE WEST PALM BEACH, FLORIDA 33417-2760	425,000 00 X	WOMAN'S DIVISION GENERAL FUND THE ETHEL AND ADOLPH BEREN EDUCATORS INSITUTE GENERAL FUND
10/27/08 #2458	JEWISH NATIONAL FUND P O BOX 800 ROCKVILLE CENTRE, NY 11571-0800	1,800 00 X	GENERAL FUND
03/26/08 #2416	JUPITER MEDICAL CENTER FOUNDATION 1210 S OLD DIXIE HWY JUPITER, FL 33458-7205	1,000 00 X	GENERAL FUND
10/27/08 #2466	OHR TORAH STONE	250,000 00	GENERAL FUND
02/04/08 #2412 07/21/08 #2424 10/27/08 #2459	PALM BEACH ORTHODOX SYNAGOGUE P O BOX 3225 PALM BEACH, FL 33480	8,000 00 X 18,000 00 200,000 00 X	GENERAL FUND GENERAL FUND Beren Sanctuary & Library
01/18/08 #2409	PALM BEACH PET RESCUE, INC 378 NORTHLAKE BLVD PMB #129 NORTH PALM BEACH, FL 33408	100 00 <b>NN</b>	GENERAL FUND
10/27/08 #2462	PARTNERS IN HEALTH	500 00	GENERAL FUND
7/21/2008 #2423	RAYMOND F KRAVIS CENTER FOR THE PERFORMING ARTS 701 OKEECHOBEE BLVD WEST PALM BEACH, FL 33401	925 00 X	GENERAL FUND
10/27/08 #2460 10/27/08 #2461	ROBERT M BEREN ACADEMY 11333 CLIFFWOOD DRIVE	100,000 00 X 100,000 00 X	2007 PLEDGE 2007 PLEDGE

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ROBERT M. BEREN F	OUNDATION, INC.			48-0990309
Schedule of Contribut	Form 990-PF, 2007			
		"X" = Written ackn "NN" = Written ack necessary		
	HOUSTON, TX 77035-6011			
6/9/2008 #2421	SOUTHERN INSTITUTE FOR EDUCATION AND RESEARCH TURLANE UNIVERSITY MR BOX 1692 31 MCALISTER DRIVE NEW ORLEANS, LA 70118-5555	500 00 X		GENERAL FUND
10/27/08 #2463	UNITED WAY OF PALM BEACH COUNTY 2600 QUANTUM BLVD BOYNTON BEACH, FL 33426	25,000 00 X		GENERAL FUND
07/25/08 #2425	USO P O Box 96860 Washington, DC 20077-7677	100 00 X		GENERAL FUND
10/27/08 #2464	WICHITA COLLEGIATE SCHOOL 9115 EAST 13TH STREET WICHITA, KS 67206	100,000 00 X		BEREN MIDDLE SCHOOL
10/27/08 #2465	WORLD JEWISH CONGRESS P O BOX 90400 WASHINGTON, DC 20090-0400	1,000 00 X	;	GENERAL FUND
8/8/2008 #2427	YESHIVA UNIVERSITY 500 WEST 185TH STREET NEW YORK, NY 10033	25,000 00 X		GENERAL FUND

TOTAL CONTRIBUTIONS 1,772,795 00