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Form **990-PF**

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

OMB No 1545-0052

2005

Department of the Treasury
Internal Revenue Service

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

For calendar year 2005, or tax year beginning **NOVEMBER 1**, 2005, and ending **OCTOBER 31**, 20 06

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of organization ROBERT M. BEREN FOUNDATION INC.		A Employer identification number 48-0990309
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) 316-265-3311
	City or town, state, and ZIP code WICHITA KS 67208		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 58,605,854	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	2,015,434	SCHEDULE 1		
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	SCH 1 8,605	8,605		
	4 Dividends and interest from securities	SCH 1 1,139,309	1,139,309		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,527,025	SCHEDULE 3		
	b Gross sales price for all assets on line 6a	18,876,022			
	7 Capital gain net income (from Part IV, line 2)		2,527,025.00		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0.00				
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	5,690,373.00	3,674,939.00	0.00		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	SCH 1 2,998			2,993
	c Other professional fees (attach schedule)	SCH 1 398,688	398,688		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	SCH 1 58,798			8,798
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	SCH 1 53,508	53,508		
	24 Total operating and administrative expenses. Add lines 13 through 23	513,987.00	452,196.00	0.00	11,791.00
	25 Contributions, gifts, grants paid	2,718,790			2,718,790
26 Total expenses and disbursements. Add lines 24 and 25	3,232,777.00	452,196.00	0.00	2,730,581.00	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	2,457,596.00				
b Net investment income (if negative, enter -0-)		3,222,743.00			
c Adjusted net income (if negative, enter -0-)			0.00		

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

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

	Beginning of year		End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	(101,854)	332,358	332,358
	2 Savings and temporary cash investments	620,149	302,414	302,414
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	0	0	0
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule) SCH 4	2,469,410	3,997,606	4,051,752
	b Investments—corporate stock (attach schedule) SCH 4	33,291,134	33,823,620	50,029,811
	c Investments—corporate bonds (attach schedule) SCH 4	0	0	0
	11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule) SCHEDULE 5	3,411,796	3,692,545	3,889,519	
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 page 16 of the instructions. Also, see page 1, item I)	39,690,635.00	42,148,543.00	58,605,854.00	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue	4,380	4,692	
	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)	4,380.00	4,692.00		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg., and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds	39,686,255	42,143,851		
30 Total net assets or fund balances (see page 17 of the instructions)	39,686,255.00	42,143,851.00		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	39,690,635.00	42,148,543.00		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	39,686,255.00
2 Enter amount from Part I, line 27a	2	2,457,596.00
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	42,143,851.00
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30.	6	42,143,851.00

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SCHEDULE 3				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0.00	
b			0.00	
c			0.00	
d			0.00	
e			0.00	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a		0.00		0.00
b		0.00		0.00
c		0.00		0.00
d		0.00		0.00
e		0.00		0.00
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }				2 2,527,025
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8				3

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2004	2,680,074	53,242,596	0.0503
2003	2,666,645	52,699,162	0.0506
2002	2,308,895	47,955,076	0.0481
2001	1,804,386	50,696,382	0.0356
2000	2,694,246	44,369,817	0.0607
2 Total of line 1, column (d)			2 0.2453
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.0491
4 Enter the net value of noncharitable-use assets for 2005 from Part X, line 5			4 55,175,985
5 Multiply line 4 by line 3			5 2,709,140.86
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 32,227
7 Add lines 5 and 6			7 2,741,367.86
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 2,745,581

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

Table with 11 rows for excise tax calculations. Includes sub-sections 1a-11 and 6a-6d. Total tax due is 0.00, with 19,620.00 overpaid and refunded.

Part VII-A Statements Regarding Activities

Table with 13 rows for activity statements. Includes questions 1a-13 regarding political activities, assets, and reporting. Includes Yes/No columns and specific answers like 'KANSAS' and 'THE FOUNDATION'.

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

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

- 1a During the year did the organization (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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?
b If any answer is "Yes" to 1a (1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?
c Did the organization 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 2005?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2005, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2005?
b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2005 as a result of (1) any purchase by the organization 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?
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the organization 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 2005?
5a During the year did the organization pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 20 of the instructions)?
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

Table with 3 columns: Question ID, Yes, No. Rows include 1a, 1b, 1c, 2a, 2b, 2c, 3a, 3b, 4a, 4b, 5a, 5b, 5c, 6a, 6b. Markings include 'X' and 'N/A'.

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 21 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT M. BEREN 13840 LEMANS WAY PALM BEACH GARDENS, FL 33410	PRESIDENT <1HR	NONE	NONE	NONE
ROBERT M. BEREN 13840 LEMANS WAY PALM BEACH GARDENS, FL 33410	TREASURER <1HR	NONE	NONE	NONE
CHARLES B. SPRADLIN JR. P.O. BOX 20380 WICHITA, KS 67208	SECRETARY <1HR	NONE	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1—see page 21 of the instructions). If none, enter "NONE."

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

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

3 Five highest-paid independent contractors for professional services—(see page 21 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST MANHATTAN COMPANY 437 MADISON AVENUE, NEW YORK, NY 10022	INVESTMENT ADVICE	398,688

Total number of others receiving over \$50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 22 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments See page 22 of the instructions		
3		
Total. Add lines 1 through 3		0.00

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 22 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	52,038,991
b	Average of monthly cash balances	1b	289,310
c	Fair market value of all other assets (see page 23 of the instructions)	1c	3,687,927
d	Total (add lines 1a, b, and c)	1d	56,016,228.00
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	56,016,228.00
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 23 of the instructions)	4	840,243
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	55,175,985.00
6	Minimum investment return. Enter 5% of line 5	6	2,758,799.25

Part XI Distributable Amount (see page 23 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	2,758,799
2a	Tax on investment income for 2005 from Part VI, line 5	2a	32,227
b	Income tax for 2005. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	32,227.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,726,572.00
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,726,572.00
6	Deduction from distributable amount (see page 24 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,726,572.00

Part XII Qualifying Distributions (see page 24 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	2,730,581
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	15,000
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,745,581.00
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 24 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,745,581.00

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 24 of the instructions)

	(a) Corpus	(b) Years prior to 2004	(c) 2004	(d) 2005
1 Distributable amount for 2005 from Part XI, line 7				2,726,572.00
2 Undistributed income, if any, as of the end of 2004:			0	
a Enter amount for 2004 only			0	
b Total for prior years 20 __, 20 __, 20 __		0		
3 Excess distributions carryover, if any, to 2005:				
a From 2000 148,388				
b From 2001				
c From 2002				
d From 2003 47,620				
e From 2004 43,638				
f Total of lines 3a through e	239,646.00			
4 Qualifying distributions for 2005 from Part XII, line 4: ▶ \$ 2,745,581				
a Applied to 2004, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 25 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 25 of the instructions)				
d Applied to 2005 distributable amount . . .				2,726,572
e Remaining amount distributed out of corpus	19,009			
5 Excess distributions carryover applied to 2005 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	258,655.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 25 of the instructions .		0.00		
e Undistributed income for 2004. Subtract line 4a from line 2a. Taxable amount—see page 25 of the instructions			0.00	
f Undistributed income for 2005. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2006				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions)				
8 Excess distributions carryover from 2000 not applied on line 5 or line 7 (see page 25 of the instructions)	148,388			
9 Excess distributions carryover to 2006. Subtract lines 7 and 8 from line 6a	110,267.00			
10 Analysis of line 9:				
a Excess from 2001				
b Excess from 2002				
c Excess from 2003 47,620				
d Excess from 2004 43,638				
e Excess from 2005 19,009				

Part XIV Private Operating Foundations (see page 26 of the instructions and Part VII-A, question 9)

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2005, enter the date of the ruling ▶
- b** Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2005	(b) 2004	(c) 2003	(d) 2002	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4 for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter ² / ₃ of minimum investment return shown in Part X, line 6 for each year listed					0.00
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 26 of the instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

SEE SCHEDULE 2

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

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see page 26 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number of the person to whom applications should be addressed:

N/A

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

N/A

- c** Any submission deadlines:

N/A

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors. N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE SCHEDULE 6				2,718,790
Total				3a 2,718,790.00
b <i>Approved for future payment</i> SEE SCHEDULE 2				15,000
Total				3b 15,000.00

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Table with 2 columns: Yes, No. Rows include 1a(1) Cash, 1a(2) Other assets, 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans or loan guarantees, 1b(6) Performance of services, and 1c Sharing of facilities.

a Transfers from the reporting organization to a noncharitable exempt organization of:

- (1) Cash
(2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

Schedule table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

Schedule table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Signature of officer or trustee: [Handwritten Signature] Date: 8/27/07 Title: PRESIDENT

Sign Here: Preparer's Use Only. Preparer's signature: [Handwritten Signature] Date: 8/20/07 Check if self-employed: [] Preparer's SSN or PTIN: 512-78-0498 Firm's name: GUTSCHENRITTER & JOHNSON, LLC EIN: 48-0970195 Address: 345 RIVERVIEW, SUITE 610, WICHITA, KS 67203 Phone no: (316) 267-9211

ROBERT M. BEREN FOUNDATION, INC.**48-0990309****Schedule 1****Form 990-PF, 2005****PART I, Line 1: Contributions, gifts, grants, etc., received:**

Robert M Beren - 44,481 Shares Washington Mutual 2,015,434

2,015,434

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

Bank of America 8,605

8,605

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

Div - Ascot Partners L P., Fed ID# 13-3693341 30,011

Div - Banc of America Securities 62,082

Div - First Manhattan Co 796,839

Int - Ascot Partners L P., Fed ID# 13-3693341 1,873

Int - Ascot Partners L P - State Free., Fed ID# 13-3693341 53,961

Int - First Manhattan Company - Liquid Assets 74,378

Int - First Manhattan Company - Bonds 0

Int - First Manhattan Company - T Bills 120,165

Int - State of Israel Bonds 0

1,139,309

PART I, Line 16b: Accounting Fees:

Gutschenrittedr & Johnson 2,993

2,993

PART I, Line 16c: Other Professional Fees:

First Manhattan - Advisory fees 398,688

398,688

PART I, Line 18: Taxes:

Kansas - Secretary of State 60

Foreign Tax WH-First Manhattan 8,738

Federal Income Tax 50,000

58,798

PART I, Line 23: Other Expenses:

Operating Exp - Ascot Partners L.P , Fed ID# 13-3693341 53,508

Miscellaneous 0

53,508

ROBERT M. BEREN FOUNDATION, INC.	48-0990309
Schedule 2	Form 990-PF, 2005

PART XV, QUESTION 1a

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

PART XII, Line 3b

Pledge to Harvard University for Professorship	Due by July 2007	15,000
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ROBERT M. BEREN FOUNDATION, INC.**48-0990309****Schedule 3****Form 990-PF, 2005****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	51,716	0	51,716
SHORT TERM CAPITAL GAIN - PER K-1 ASCOT PARTNERS LP ID# 13-3693341	242,659	0	242,659
LONG TERM CAPITAL GAIN - PER K-1 ASCOT PARTNERS LP ID# 13-3693341	5,441	0	5,441
SHORT TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	8,971,410	8,989,598	(18,188)
LONG TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	9,604,795	7,359,398	2,245,397
	18,876,021	16,348,996	2,527,025

ROBERT M. BEREN FOUNDATION, INC.

48-0990309

Schedule 3A

Form 990-PF, 2005

PART IV, CAPITAL GAINS & LOSSES

	DATE		NO OF SHARES	(e)	(g)	(h)
	BOUGHT	SOLD		GROSS SALES PRICE	COST OR BASIS	GAIN OR (LOSS)
FIRST MANHATTAN COMPANY:						
SHORT-TERM CAPITAL GAIN/(LOSS):						
US TREASURY BILL DUE 12/15/2005	08/11/05	12/15/05	2,500,000	2,500,000 00	2,500,000 00	-
US TREASURY BILL DUE 5/11/2006	12/14/05	04/07/06	1,000,000	996,094 86	996,094 86	-
US TREASURY BILL DUE 5/11/2006	12/14/05	05/11/06	2,000,000	2,000,000 00	2,000,000 00	-
US TREASURY BILL DUE 8/17/2006	05/10/06	08/17/06	2,500,000	2,500,000 00	2,500,000 00	-
US TREASURY BILL DUE 12/7/2006	06/28/06	10/04/06	800,000	793,230 22	793,230 22	-
VIACOM INC CL B COM NEW	12/27/05	06/22/06	5,000	182,084 74	200,272 88	(18,188 14)
TOTAL SHORT-TERM CAPITAL GAIN/(LOSS)				8,971,409 82	8,989,597 96	(18,188 14)
LONG-TERM CAPITAL GAIN/(LOSS):						
ABBOT LABORATORIES	11/15/99	06/21/06	16,000	676,432 91	553,809 56	122,623 35
ABBOT LABORATORIES	08/06/00	06/21/06	4,000	169,108 23	149,843 12	19,265 11
ABBOT LABORATORIES	01/24/01	06/21/06	20,000	845,541 13	810,331 14	35,209 99
ALTRIA GROUP INC	12/21/98	01/11/06	3,000	228,541 63	24,845 81	203,695 82
AMERIPRISE FINANCIAL INC	08/12/88	11/11/05	720	27,761 07	3,734 98	24,026 09
AMERIPRISE FINANCIAL INC	07/31/90	11/11/05	780	30,074 49	4,253 80	25,820 69
AMERIPRISE FINANCIAL INC	12/22/00	11/11/05	4,000	154,228 15	134,279 42	19,948 73
DIEBOLD INC	02/28/01	11/11/05	20,000	743,615 24	560,880 63	182,734 61
CAMDEN PROPERTY TRUST - SBI	08/05/96	11/18/05	832	49,182 13	20,837 81	28,344 32
CAMDEN PROPERTY TRUST - SBI	08/06/96	11/18/05	2,368	139,979 91	59,216 86	80,763 05
CAMDEN PROPERTY TRUST - SBI	08/08/96	11/18/05	640	37,832 41	16,162 95	21,669 46
CAMDEN PROPERTY TRUST - SBI	08/15/96	11/18/05	2,560	151,329 63	64,180 06	87,149 57
CAMDEN PROPERTY TRUST - SBI	09/16/96	11/18/05	1,600	94,581 02	38,890 94	55,690 08
CAMDEN PROPERTY TRUST - SBI	03/18/97	11/18/05	3,200	189,162 05	88,718 37	100,443 68
HOMEFED CORP COM	08/26/98	12/05/05	1,782	102,881 88	3,191 03	99,690 85
KIMBERLY CLARK CORP	04/24/96	04/07/06	4,000	229,551 59	141,286 06	88,265 53
KIMBERLY CLARK CORP	05/01/96	04/07/06	2,000	114,775 79	71,662 15	43,113 64
KIMBERLY CLARK CORP	06/23/97	04/07/06	9,000	516,491 07	441,251 15	75,239 92
KIMBERLY CLARK CORP	10/09/03	04/07/06	5,000	286,939 49	255,882 02	31,057 47
MCCORMICK & CO INC NON VOTING	12/18/01	05/23/06	20,000	694,441 62	415,832 27	278,609 35
MCCORMICK & CO INC NON VOTING	12/18/01	05/24/06	10,000	346,637 79	207,916 14	138,721 65
MCCORMICK & CO INC NON VOTING	01/04/02	05/24/06	10,000	346,637 79	210,866 61	135,771 18
MID-AMERICA APARTMENT COMMUNITIES INC	12/04/96	01/26/06	4,000	201,241 66	102,526 32	98,715 34
MID-AMERICA APARTMENT COMMUNITIES INC	12/06/96	01/26/06	4,000	201,241 66	102,309 29	98,932 37
MID-AMERICA APARTMENT COMMUNITIES INC	05/05/97	01/26/06	3,000	150,931 24	77,676 10	73,255 14
MID-AMERICA APARTMENT COMMUNITIES INC	05/30/97	01/26/06	3,000	150,931 24	79,180 43	71,750 81
MID-AMERICA APARTMENT COMMUNITIES INC	08/06/99	01/26/06	3,000	150,931 24	64,137 09	86,794 15
VIACOM INC CL B COM NEW	12/16/04	06/22/06	15,000	546,254 24	640,261 69	(94,007 45)
WASHINGTON MUTUAL INC	07/20/93	05/31/06	9,730	443,513 70	440,866 30	2,647 40
WASHINGTON MUTUAL INC	07/26/93	05/31/06	19,858	905,169 08	899,765 98	5,403 10
WASHINGTON MUTUAL INC	08/03/93	05/31/06	14,893	678,854 02	674,801 83	4,052 19
TOTAL LONG-TERM CAPITAL GAIN/(LOSS)				9,604,795 10	7,359,397 91	2,245,397 19
TOTAL CAPITAL GAIN/(LOSS)				18,576,204 92	16,348,995 87	2,227,209 05

ROBERT M. BEREN FOUNDATION, INC.	48-0990309
Schedule 3B	Form 990-PF, 2005

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/(LOSS):							
NONE						0	
TOTAL SHORT-TERM CAPITAL GAIN/(LOSS)				0	0	0	0
LONG-TERM CAPITAL GAIN/(LOSS):							
GENERAL AMERICAN INV INC	LTCG DISTRIB		12/27/2005	46,498			46,498
GENERAL AMERICAN INV INC	LTCG DISTRIB		2/13/2006	5,218			5,218
TOTAL LONG-TERM CAPITAL GAIN/(LOSS)				51,716	0	0	51,716
TOTAL CAPITAL GAIN/(LOSS)				51,716	0	0	51,716
							51,716

ROBERT M. BEREN FOUNDATION, INC.	48-0990309
Schedule of Unrealized Gains & Losses	Form 990-PF, 2005

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
LIQUID ASSETS						
	First Manhattan Liquid Assets		302,414	302,414	0	
TOTAL LIQUID ASSETS			302,414	302,414	0	0
U.S. TREASURY BILLS & NOTES						
1,596,000	United States Treasury Bill 12/07/2006 Matunty Date	06/28/06	1,560,026	1,588,052	28,026	
2,500,000	United States Treasury Bill 2/15/2007 Matunty Date	08/17/06	2,437,580	2,463,700	26,120	
TOTAL U.S. TREASURY BILLS & NOTES			3,997,606	4,051,752	54,146	0
TAXABLE BONDS & NON-CV PFD						
	NONE					0
Total Taxable Bonds & Non-CV PFD-FMCO			0	0	0	0
	Bond (Discount) Premium		0	0	0	
TOTAL CORPORATE BONDS			\$ -	\$ -	\$ -	\$ -

ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses
48-0990309
Form 990-PF, 2005

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
EQUITIES						
600	Altna Group Inc Com	12/21/88	4,969	48,798		43,829
2,400	Altna Group Inc Com	02/15/89	21,682	195,192		173,510
20,500	Altna Group Inc Com	05/27/97	914,813	1,667,265		752,452
9,958	Amenca Atlantic Co	12/28/95	88,708	124,674		35,966
3,600	American Express Co	08/12/88	25,871	208,116		182,245
3,900	American Express Co	07/31/90	29,464	225,459		195,995
20,000	American Express Co	12/22/00	930,096	1,156,200		226,104
7,124	BankAmerica Corp	08/15/94	68,026	383,770		315,744
12,876	BankAmerica Corp	12/01/00	256,166	693,630		437,464
35	Berkshire Hathaway Inc	05/27/97	1,519,001	3,691,625		2,172,624
30,000	Brooks Pn Automation Inc Com	11/25/96	1,272,836	426,000		(846,836)
15,000	CBS Corp-CL B Com	12/16/04	420,234	434,100		13,866
5,000	CBS Corp-CL B Com	12/27/05	131,449	144,700	13,251	
20,000	CBS Corp-CL B Com	02/01/06	525,804	578,800	52,996	
20,000	CVS Corp	03/25/96	145,948	627,600		481,652
10,000	CVS Corp	08/08/01	180,279	313,800		133,521
10,000	Colgate-Palmolive Co	07/27/94	131,313	639,700		508,387
15,000	Colgate-Palmolive Co	10/30/03	781,403	959,550		178,147
343	Costco Whsl Corp New Com	12/21/01	13,977	18,309		4,332
7,600	Cullen Frost Bankers Inc	12/27/96	124,925	411,616		286,691
32,400	Cullen Frost Bankers Inc	05/27/97	636,862	1,754,784		1,117,922
10,000	Dime Bancorp Inc New	07/23/93 split		1,100		1,100
2,000	Discovery Hldg Co Com Ser A	05/23/02	28,078	29,680		1,602
2,000	Discovery Hldg Co Com Ser A	06/20/02	24,202	29,680		5,478
160	Discovery Hldg Co Com Ser A	12/02/02	1,881	2,374		493
840	Discovery Hldg Co Com Ser A	05/30/03	11,843	12,466		623
60,000	Discovery Hldg Co Com Ser A	07/26/05	840,935	890,400		49,465
40,000	First Data Corp	12/17/97	299,171	970,000		670,829
20,000	Gannett Co Inc Del	06/12/03	1,534,042	1,182,800		(351,242)
24,000	General Electric Co	12/22/00	1,167,000	842,640		(324,360)

ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses
48-0990309
Form 990-PF, 2005

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
26,000	General Electric Co	04/06/06	894,497	912,860	18,363	
25,000	Glaxosmithkline Plc Adr	04/06/06	1,298,293	1,331,250	32,957	
1,000	Hartford Financial Services	06/24/85	5,755	87,170		81,415
18,000	Hartford Financial Services	12/22/00	1,255,500	1,569,060		313,560
10,000	International Business Machine	12/27/00	853,990	923,300		69,310
6,000	International Business Machine	06/16/05	462,493	553,980		91,487
14,000	Johnson & Johnson	08/04/89	92,398	943,600		851,202
14,000	Kellogg Co	05/23/06	646,950	704,340	57,390	
14,000	Kellogg Co	05/24/06	653,762	704,340	50,578	
60,000	Leucadia National Corp	12/27/96	312,570	1,582,200		1,269,630
5,000	Liberty Media Corp New Com Ser	05/23/02	94,746	110,350		15,604
5,000	Liberty Media Corp New Com Ser	06/20/02	81,668	110,350		28,682
400	Liberty Media Corp New Com Ser	12/02/02	6,346	8,828		2,482
2,100	Liberty Media Corp New Com Ser	05/30/03	39,964	46,347		6,383
12,500	Liberty Media Corp New Com Ser	08/09/05	244,207	275,875		31,668
12,500	Liberty Media Corp New Com Ser	10/27/05	226,367	275,875		49,508
1,000	Liberty Capital Ser A	05/23/02	69,120	89,060		19,940
1,000	Liberty Capital Ser A	06/20/02	59,579	89,060		29,481
80	Liberty Capital Ser A	12/02/02	4,630	7,125		2,495
420	Liberty Capital Ser A	05/30/03	29,155	37,405		8,250
2,500	Liberty Capital Ser A	08/09/05	178,156	222,650		44,494
2,500	Liberty Capital Ser A	10/27/05	165,141	222,650		57,509
50,000	Microsoft Corp	05/23/05	1,300,123	1,435,500		135,377
15,000	Microsoft Corp	06/16/05	377,475	430,650		53,175
14,000	Nestle Sa-Sponsored	05/21/02	841,323	1,200,500		359,177
3,500	Nestle Sa-Sponsored	06/24/02	201,331	300,125		98,794
52,500	North Fork Bancorporation Inc	06/21/04	1,308,687	1,500,450		191,763
20,000	***Novartis AG-Sponsored ADR	04/26/04	892,501	1,214,600		322,099
10,000	***Novartis AG-Sponsored ADR	05/20/05	481,808	607,300		125,492
25,000	E W Scripps Co New-CL A	06/22/06	1,130,841	1,236,500	105,659	

ROBERT M. BEREN FOUNDATION, INC.
Schedule of Unrealized Gains & Losses
48-0990309
Form 990-PF, 2005

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
17,500	3M Co Com	04/20/05	1,337,297	1,379,700		42,403
4,000	3M Co Com	08/04/05	294,442	315,360		20,918
40,000	Reckitt Benckiser Plc Shs	01/26/00	435,152	1,740,996		1,305,844
10,000	Reckitt Benckiser Plc Shs	02/11/00	93,389	435,249		341,860
30,000	Tyco Intl Ltd	06/28/05	902,975	882,900		(20,075)
5,000	Tyco Intl Ltd	09/12/05	144,673	147,150		2,477
20,000	Tyco Intl Ltd	04/07/06	528,506	588,600	60,094	
15,000	U S T Inc	02/28/02	525,022	803,400		278,378
15,000	U S T Inc	06/20/02	550,955	803,400		252,445
18,052	Unitedhealth Group Inc Com	09/23/03	548,307	880,577		332,270
7,376	Unitedhealth Group Inc Com	09/24/03	223,911	359,801		135,890
40,000	Western Un co Com	12/17/97	251,034	882,000		630,966
	Total Equities-FMCO		32,176,017	46,617,261	391,288	14,049,956
	Banc Amerca Securities		1,647,603	3,412,550		1,764,947
	TOTAL EQUITIES		\$ 33,823,620	\$ 50,029,811	\$ 391,288	\$ 15,814,903

ROBERT M. BEREN FOUNDATION, INC.**48-0990309****Schedule of Unrealized Gains & Losses****Form 990-PF, 2005**

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
INVESTMENTS - OTHER						
Hedge Fund	Ascot Partners LP		3,505,561	3,838,000		332,439
Hedge Fund	Gift Certificates com		18,431	18,431		0
Hedge Fund	Gotham Partners International		168,553	33,088		(135,465)
TOTAL INVESTMENTS - OTHER			3,692,545	3,889,519	0	196,974

08/13/07 THE ROBERT M. BEREN FOUNDATION, INC.
 08 47 PM #48-0990309
 NOVEMBER 1, 2005 - OCTOBER 31, 2006

"X" = Written ackn rec'd
 "NN" = Written ackn not
 necessary

CONTRIBUTIONS:

				PURPOSE
09/22/06 #2325	AMERICAN FRIENDS OF BEIT MORASHA C/O MR LEE BOTNICK 15 AMBERSON ST YONKERS, NY 10705	100,000 00	X	GENERAL FUND
08/02/06 #2321	AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE, SUITE 2540 NEW YORK, NY 10110	10,000 00	X	GENERAL FUND
10/23/06 #2332	AMERICAN HEART ASSOCIATION 8630 E 32ND CT NORTH WICHITA, KS 67226	300 00	X	GENERAL FUND
02/22/06 #2315	ANTI-DEFAMATION LEAGUE 823 UNITED NATIONS PLAZA NEW YORK, NY 10017	2,500 00	X	GENERAL FUND
12/07/05	ARTHRITIS FOUNDATION FLORIDA CHAPTER MID EAST REGION 400 HIBISCUS STREET, SUITE 100 WEST PALM BEACH, FL 33401	100 00	NN	GENERAL FUND
09/27/06 #2326	AYN RAND INSTITUTE THE CENTER FOR THE ADVANCEMENT OF OBJECTIVISM 2121 ALTON PARKWAY, SUITE 250 IRVINE, CA 92606	1,000 00	X	GENERAL FUND
12/19/05	BOYS TOWN JERUSALEM FOUNDATION OF AMERICA INC 12 WEST 31ST STREET, SUITE 300 NEW YORK, NY 10001	90,000 00	X	HARRY BEREN SPORTS FIELD
03/20/06 #2319	CAMP RAMAH IN CALIFORNIA 15600 MULHOLLAND DRIVE LOS ANGELES, CA 90077	17,100 00	X	TENNIS COURTS RESURFACE
10/23/06 #2333		5,000 00	X	PLEDGE
12/12/05	THE DALTON SCHOOL 108 EAST 89TH ST NEW YORK, NY 10128	1,000 00	X	SENIOR CLASS GIFT
03/03/06 #2318	FRENCHMEN'S CREEK CHARITIES FOUNDATION INC 13495 TOURNAMENT DRIVE PALM BEACH GARDENS, FL 33410-1299	1,000 00	X	CHARITY WEEKEND 2006
10/23/06 #2334	FRIENDS OF HARVARD TENNIS HARVARD UNIVERSITY, MURR CENTER 65 NORTH HARVARD STREET BOSTON, MA 02163	3,000 00	X	FACULTY OF ARTS & SCIENCES FOR THE FRIENDS OF HARVARD ATHLETICS TENNIS
11/27/06	FRIENDS OF HARVARD JUDAICA COLLECTION WIDENER LIBRARY M HARVERD UNIVERSITY CAMBRIDGE, MA 02138	50 00	X	FACULTY OF ARTS & SCIENCES FOR THE FRIENDS OF HARVARD JUDAICA
12/07/05	HARRY S TRUMAN LIBRARY INSTITUTE 500 WEST US HIGHWAY 24 INDEPENDENCE, MO 64050-1798	120 00	NN	GENERAL FUND
10/03/06 #2328	HARVARD UNIVERSITY 124 MT. AUBURN STREET CAMBRIDGE, MA 02138	1,500,000 00	X	PROFESSORSHIP
11/28/05	HARVARD UNIVERSITY CENTER FOR JEWISH STUDIES 6 DIVINITY AVENUE CAMBRIDGE, MA 02138	100 00	X	FACULTY OF ARTS & SCIENCES
10/06/06 #2329		1,000 00	X	FOR THE FRIENDS OF CENTER FOR JEWISH STUDIES

08 47 PM #48-0990309

NOVEMBER 1, 2005 - OCTOBER 31, 2006

"X" = Written ackn rec'd

"NN" = Written ackn not
necessary

CONTRIBUTIONS:

			PURPOSE
11/15/05	HARVARD-WESTLAKE SCHOOL 700 N FARING RD LOS ANGELES, CA 90077	1,500 00 X	GRANDPARENTS' CAMPAIGN
10/23/06 #2335	HARVARD HILLEL 52 MOUINT AUBURN ST CAMBRIDGE, MA 02138	50,000 00 X	GENERAL FUND
02/03/06 #2314	HEBREW CONGREGATION 1850 NORTH WOODLAWN WICHITA KS 67208	1,000 00 X	2006 PLEDGE
05/19/06 #2029	HILLEL OF UNIVERSITY OF PITTSBURGH 4607 FORBES AVE PITTSBURG, PA 15213	720 00 X	IN HONOR OF MILTON FINE
10/31/06 #2349	HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE SOUTHEAST REGIONAL DEVELOPMENT OFFICE 224 DATURA STREET, SUITE 812-813 WEST PALM BEACH, FL 33410	50,000 00 X	CAMPUS BOARD OF GOVENORS
08/02/06 #2322	ISRAEL CHILDREN'S CENTERS	3,000 00 X	GENERAL FUND
10/23/06 #2343	2151 WEST HILLSBORO BOULEVARD, SUITE 306 DEERFIELD BEACH, FL 33442-1107	5,000 00 X	GENERAL FUND
10/18/06 #2331	JEWISH DISCOVERY CENTER 757 HOPKINS ROAD BUFFALO, NY 14221	1,000 00 X	BUFFALO RELIEF FROM STORM
09/18/06 #2324	JEWISH FEDERATION OF PALM BEACH COUNTY	100,000 00 X	EMERGENCY CAMPAIGN
10/19/06 #2344	4601 COMMUNITY DRIVE	200,000 00 X	2007 ANNUAL CAMPAIGN
10/19/06 #2344	WEST PALM BEACH, FLORIDA 33417-2760	200,000 00 X	ISRAEL FUND
02/01/06 #2313	JEWISH NATIONAL FUND P O BOX 800 ROCKVILLE CENTRE, NY 11571-0800	1,800 00 X	GENERAL FUND
06/22/06 #2340 #2219 #2283	PALM BEACH ORTHODOX SYNAGOGUE P O BOX 3225 PALM BEACH, FL 33480	18,000 00 X	GENERAL FUND
07/05/06 #2320	RAYMOND F KRAVIS CENTER FOR THE PERFORMING ARTS 701 OKEECHOBEE BLVD WEST PALM BEACH, FL 33401	1,000 00 X	GENERAL FUND
10/31/06 #2345	ROBERT M BEREN ACADEMY 11333 CLIFFWOOD DRIVE HOUSTON, TX 77035-6011	100,000 00 X	ANNUAL CAMPAIGN 06-07
11/28/2005 #2307	SINAI AKIBA ACADEMY	1,000.00 X	2005-2006 ANNUAL GIVING CAMPAIGN
10/6/2006 #2330	10400 WILSHIRE BLVD LOS ANGELES, CA 90024	1,000 00 X	2006-2007 ANNUAL GIVING CAMPAIGN
09/27/06 #2327	SOUTHERN INSTITUTE FOR EDUCATION AND RESEARCH TURLANE UNIVERSITY MR BOX 1692 31 MCALISTER DRIVE NEW ORLEANS, LA 70118-5555	500 00 X	GENERAL FUND
10/31/06 #2346	UNITED WAY OF PALM BEACH COUNTY 2600 QUANTUM BLVD BOYNTON BEACH, FL 33426	25,000 00 X	GENERAL FUND
08/23/06 #2323	WICHITA COLLEGIATE SCHOOL 9115 EAST 13TH STREET WICHITA, KS 67206	200,000 00 X	BEREN MIDDLE SCHOOL

08 47 PM #48-0990309

NOVEMBER 1, 2005 - OCTOBER 31, 2006

"X" = Written ackn rec'd

"NN" = Written ackn not
necessary

CONTRIBUTIONS:

			PURPOSE
10/22/06 #2347	WORLD JEWISH CONGRESS P O BOX 90400 WASHINGTON, DC 20090-0400	1,000 00 X	GENERAL FUND
10/23/06 #2348	YESHIVA UNIVERSITY 500 WEST 185TH STREET NEW YORK, NY 10033	25,000 00 X	GENERAL FUNDS

TOTAL CONTRIBUTIONS 2,718,790.00

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

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

Section 501(c) corporations required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c) corporations required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization ROBERT M. BEREN FOUNDATION	Employer identification number 48-0990309
	Number, street, and room or suite no If a P O box, see instructions P.O. BOX 20380	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. WICHITA, KS 67208	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ ROBERT M BEREN FOUNDATION

Telephone No ▶ 316-265-3311 FAX No ▶ 316-265-9661

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

1 I request an automatic 3-month (6 months for a section 501(c) corporation required to file Form 990-T) extension of time until JUNE 15, 2007, to file the exempt organization return for the organization named above The extension is for the organization's return for

- ▶ calendar year _____ or
- ▶ tax year beginning NOVEMBER 1, 2005, and ending OCTOBER 31, 2006

2 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 25,000
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 11,847
c Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$13,153.00

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

• If you are filing for an **Additional (not automatic) 3-Month Extension, complete only Part II** and check this box.

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

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

Part II Additional (not automatic) 3-Month Extension of Time. You must file original and one copy.

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization ROBERT M. BEREN FOUNDATION	Employer identification number 48-0990309
	Number, street, and room or suite no. If a P O box, see instructions P.O. BOX 20380	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions WICHITA, KS 67208	

Check type of return to be filed (File a separate application for each return)

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

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

• The books are in the care of ROBERT M BEREN FOUNDATION

Telephone No 316-265-3311 FAX No 316-265-9661

• If the organization does not have an office or place of business in the United States, check this box.

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until SEPTEMBER 15, 2007.
- 5 For calendar year _____, or other tax year beginning NOVEMBER 1, 2005 and ending OCTOBER 31, 2006.
- 6 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period
- 7 State in detail why you need the extension INFORMATION NEEDED TO GENERATE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	25,000
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	25,000
c	Balance Due. Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	NONE

Signature and Verification

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

Signature B. Allen Title CPA Date 6/5/07

Notice to Applicant. (To Be Completed by the IRS)

- We have approved this application Please attach this form to the organization's return
- We have not approved this application However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions) This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return Please attach this form to the organization's return.
- We have not approved this application After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file We are not granting a 10-day grace period
- We cannot consider this application because it was filed after the extended due date of the return for which an extension was requested
- Other _____

Director _____ By _____ Date _____

Alternate Mailing Address. Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above

Type or print	Name
	Number and street (include suite, room, or apt. no.) or a P.O. box number
	City or town, province or state, and country (including postal or ZIP code)