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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

Department of the Treasury  
Internal Revenue Service

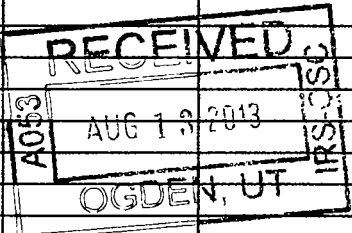
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

**2011**

For calendar year 2011 or tax year beginning **NOVEMBER 1**, 2011, and ending **OCTOBER 31**, 2012

Name of foundation <b>THE ROBERT M. BEREN FOUNDATION INC.</b>		A Employer identification number <b>48-0990309</b>
Number and street (or P O box number if mail is not delivered to street address) <b>2020 N. BRAMBLEWOOD</b>	Room/suite	B Telephone number (see instructions) <b>316-265-3311</b>
City or town, state, and ZIP code <b>WICHITA KS 67206</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 56,863,201</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B	SCH 1			
	3 Interest on savings and temporary cash investments	2,336	2,336		
	4 Dividends and interest from securities SCH 1	1,324,217	1,324,217		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,543,925	SCH3		
	b Gross sales price for all assets on line 6a 10,515,212				
	7 Capital gain net income (from Part IV, line 2)		1,543,925		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule) SCH	185	185			
12 Total. Add lines 1 through 11	2,870,663	2,870,663	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) SCH 1	1,330			1,330
	c Other professional fees (attach schedule) SCH 1	414,194	414,194		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) SCH 1	46,218			26,219
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SCH 1	16			16
	24 Total operating and administrative expenses. Add lines 13 through 23	461,758	414,194	0	27,565
	25 Contributions, gifts, grants paid	2,424,020			2,424,020
26 Total expenses and disbursements. Add lines 24 and 25	2,885,778	414,194	0	2,451,585	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(15,115)				
b Net investment income (if negative, enter -0-)		2,456,469			
c Adjusted net income (if negative, enter -0-)			0		



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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	737,574	147,599	147,599
	2	Savings and temporary cash investments	479,757	3,277,187	3,277,187
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) SCH 4	33,101,675	32,355,674	50,537,944
	c	Investments—corporate bonds (attach schedule) SCH 4	3,857,985	2,382,295	2,892,875
	11	Investments—land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	168,890	168,013	7,596	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	38,345,881	38,330,768	56,863,201	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue	(1,062,383)	(1,062,383)	
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ )			
23	<b>Total liabilities</b> (add lines 17 through 22)	(1,062,383)	(1,062,383)		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	39,408,264	39,393,151	
30	<b>Total net assets or fund balances</b> (see instructions)	39,408,264	39,393,151		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	38,345,881	38,330,768		

**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	39,408,264
2	Enter amount from Part I, line 27a	2	(15,115)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	39,393,149
5	Decreases not included in line 2 (itemize) ▶ <b>ROUNDING</b>	5	(2)
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	39,393,151

**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)
<b>1a</b>	<b>SCHEDULE 3</b>		<b>VARIOUS</b>	<b>2011-2012</b>
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>			<b>0</b>	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	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 }		<b>2</b>	<b>1,543,925</b>
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		<b>3</b>	

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

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

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

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

**1** Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	2,325,380	51,847,065	0.0449
2009	2,158,664	48,328,129	0.0447
2008	1,971,573	41,214,858	0.0478
2007	1,790,265	54,374,660	0.0329
2006	2,876,580	60,954,782	0.0472
<b>2</b>	<b>Total of line 1, column (d)</b>		<b>0.2175</b>
<b>3</b>	<b>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</b>		<b>.0435</b>
<b>4</b>	<b>Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>		<b>54,775,739</b>
<b>5</b>	<b>Multiply line 4 by line 3</b>		<b>2,382,745</b>
<b>6</b>	<b>Enter 1% of net investment income (1% of Part I, line 27b)</b>		<b>24,565</b>
<b>7</b>	<b>Add lines 5 and 6</b>		<b>2,407,310</b>
<b>8</b>	<b>Enter qualifying distributions from Part XII, line 4</b>		<b>2,451,585</b>

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	24,565
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	24,565
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	24,565
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	34,906
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	34,906
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,341
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax 10,341 Refunded	11	0

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
b		X
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
b	X	
9		X
10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	13	X	
14	The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 316-265-3311 Located at ▶ 2020 N. BRAMBLEWOOD, WICHITA, KS ZIP+4 ▶ 67206			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No **6b** X

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

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

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

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST MANHATTAN COMPANY 399 PARK AVENUE, 28TH FLOOR, NEW YORK, NY 10022-4871	INVESTMENT ADVICE	413,317
.....		
.....		
.....		
.....		
.....		

Total number of others receiving over \$50,000 for professional services . . . . . ▶

**Part IX-A Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 .....	
2 .....	
All other program-related investments. See instructions.	
3 .....	

Total. Add lines 1 through 3 . . . . . ▶ 0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	52,715,385
<b>b</b>	Average of monthly cash balances	<b>1b</b>	2,886,906
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	7,596
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	55,609,887
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	55,609,887
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	<b>4</b>	834,148
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	54,775,739
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	2,738,787

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	2,738,787
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	24,565
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	24,565
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	2,714,222
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	2,714,222
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	2,714,222

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	2,451,585
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,451,585
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	24,565
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	2,427,020

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				2,714,222
<b>2</b> Undistributed income, if any, as of the end of 2011:				
<b>a</b> Enter amount for 2010 only			1,343,575	
<b>b</b> Total for prior years: 20__ , 20__ , 20__				
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>2,451,585</u>				
<b>a</b> Applied to 2010, but not more than line 2a			1,343,575	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2011 distributable amount				1,108,010
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions		0		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				1,606,212
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
<b>b</b> 85% of line 2a	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

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

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

SEE SCHEDULE 2

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

N/A

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

N/A

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

N/A

- c** Any submission deadlines

N/A

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

N/A

**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><b>a</b> <i>Paid during the year</i></p> <p>SCHEDULE 6</p>	NONE	X	SEE SCHEDULE	2,424,020
<b>Total</b> . . . . . ▶				<b>3a</b> 2,424,020
<p><b>b</b> <i>Approved for future payment</i></p>				
<b>Total</b> . . . . . ▶				<b>3b</b> 0





**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule 1****Form 990-PF, 2011****PART I, Line 3: Interest on savings and temporary cash investments:**

Bank of America/ US Trust Cking &amp; Savings 2,336

2,336

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

Int Income - FMC Liquid Assets 935

Int Income - Federal Tax Free 195,254

Taxable Dividends 1,128,028

1,324,217

**PART I, Line 11: Other Income:**

NT Distributions 185

185

**PART I, Line 16b: Accounting Fees:**

Gutschenritter &amp; Johnson 1,330

1,330

**PART I, Line 16c: Other Professional Fees:**

First Manhattan/US Trust - Advisory fees 413,317

Ascot- Portfolio Deductions 877

414,194

**PART I, Line 18: Taxes:**

Kansas - Secretary of State 40

Foreign Tax WH-First Manhattan 26,178

Federal Income Tax 20,000

46,218

**PART I, Line 23: Other Expenses:**

Postage &amp; Freight 16

Miscellaneous 0

16

<b>ROBERT M. BEREN FOUNDATION, INC.</b>	<b>48-0990309</b>
<b>Schedule 2</b>	<b>Form 990-PF, 2011</b>

**PART XV, QUESTION 1a**

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



**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule 3****Form 990-PF, 2011****PART IV CAPITAL GAINS & LOSSES**

	(e) GROSS SALES PRICE	(g) COST OR BASIS	(h) GAIN OR (LOSS)
SHORT TERM CAPITAL GAIN - STOCKS US TRUST INVESTMENTS - SCHEDULE 3B ATTACHED	0	0	0
LONG TERM CAPITAL GAIN - STOCKS US TRUST/LIT STTLMNTS - SCHEDULE 3B ATTACHED	36,179	20	36,159
SHORT TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	991,512	1,181,636	(190,124)
LONG TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	9,487,431	7,789,541	1,697,890
	<b>10,515,122</b>	<b>8,971,197</b>	<b>1,543,925</b>

**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule 3A****Form 990-PF, 2011****PART IV, CAPITAL GAINS & LOSSES**

	DATE		NO OF SHARES	(e)	(g)	(h)
	BOUGHT	SOLD		GROSS SALES PRICE	COST OR BASIS	GAIN OR (LOSS)
<b>FIRST MANHATTAN COMPANY:</b>						
<b>CAPITAL GAIN/(LOSS)-SHORT-TERM:</b>						
INGERSOLL RAND PLC	07/12/11	11/08/11	20,000	635,492 79	902,903 00	(267,410 21)
ROUSE PPTYS INC	01/24/12	03/14/12	5,000	71,611 71	54,893 56	16,718 15
SUNTRUST BANKS INC	12/30/11	03/20/12	3,200	78,693 58	56,654 36	22,039 22
SLM CORP	12/15/11	03/13/12	12,500	205,713 79	167,185 00	38,528 79
<b>TOTAL CAPITAL GAIN/(LOSS) - SHORT-TERM</b>				<b>991,511 87</b>	<b>1,181,635 92</b>	<b>(190,124 05)</b>
<b>CAPITAL GAIN/(LOSS)-LONG-TERM:</b>						
COMCAST CORP NEW NT	03/18/09	12/16/11	500,000	571,475 00	480,225 00	91,250 00
L-3 COMMUNICATIONS CORP SR SUB NT 6 375%	06/24/10	12/22/11	199,000	203,228 75	198,514 94	4,713 81
KELLOGG CO	05/23/06	12/30/11	14,000	709,024 89	646,950 34	62,074 55
KELLOGG CO	05/24/06	12/30/11	14,000	709,024 88	653,761 78	55,263 10
JOHNSON & JOHNSON	08/04/89	01/25/12	4,000	260,220 00	26,399 54	233,820 46
CBS CORPORATION	12/16/04	02/13/12	5,000	150,936 60	140,078 08	10,858 52
CBS CORPORATION	12/27/05	02/13/12	5,000	150,936 60	131,448 63	19,487 97
GILEAD SCIENCES INC	09/29/10	02/21/12	23,500	1,062,853 81	842,013 55	220,840 26
ALTRIA GROUP INC	12/21/88	03/22/12	600	18,066 01	1,130 65	16,935 36
ALTRIA GROUP INC	02/15/89	03/22/12	2,400	72,264 06	4,933 39	67,330 67
ALTRIA GROUP INC	05/27/97	03/22/12	20,500	617,255 54	208,149 35	409,106 19
ALTRIA GROUP INC	04/30/08	03/22/12	23,500	707,585 61	478,355 35	229,230 26
ARCH CAPITAL GROUP	01/28/11	05/02/12	15,000	375,000 00	381,008 50	(6,008 50)
ARCH CAPITAL GROUP	01/28/11	05/02/12	500	12,500 00	12,705 95	(205 95)
ARCH CAPITAL GROUP	01/28/11	05/02/12	4,400	110,000 00	111,458 96	(1,458 96)
ARCH CAPITAL GROUP	01/28/11	05/02/12	1,600	40,000 00	40,551 24	(551 24)
ARCH CAPITAL GROUP	01/28/11	05/02/12	1,500	37,500 00	38,020 60	(520 60)
ARCH CAPITAL GROUP	01/28/11	05/02/12	500	12,500 00	12,695 00	(195 00)
CVS CAREMARK CORP	11/16/06	05/03/12	5,694	262,091 84	166,478 61	95,613 23
PFIZER INC	10/16/09	05/16/12	33,490	756,008 21	591,433 40	164,574 81
HESS CORPORATION	12/06/10	06/26/12	12,000	480,713 03	889,057 00	(408,343 97)
CBS CORPORATION	02/01/06	06/27/12	4,000	128,044 93	105,160 77	22,884 16
L-3 COMMUNICATIONS C 6 375 OCT 15 15	06/24/10	07/26/12	100,000	102,125 00	99,756 25	2,368 75
BECTON DICKINSON	05/07/09	09/20/12	14,000	1,106,918 59	861,824 60	245,093 99
BECTON DICKINSON	04/29/10	09/20/12	2,500	197,664 03	192,023 00	5,641 03
L-3 COMMUNICATIONS C 6 375 OCT 15 15	06/24/10	10/15/12	101,000	102,073 63	100,753 81	1,319 82
ADT CORP	06/28/05	10/18/12	3,750	144,932 68	114,264 30	30,668 38
ADT CORP	09/12/05	10/18/12	625	24,155 45	18,307 18	5,848 27
ADT CORP	04/07/06	10/18/12	2,500	96,621 79	66,878 15	29,743 64
ADT CORP	11/26/07	10/18/12	6,875	265,709 92	175,202 47	90,507 45
<b>TOTAL CAPITAL GAIN/(LOSS) - LONG-TERM</b>				<b>9,487,430 85</b>	<b>7,789,540 39</b>	<b>1,697,890 46</b>
<b>TOTAL CAPITAL GAIN/(LOSS)</b>				<b>10,478,942 72</b>	<b>8,971,176 31</b>	<b>1,507,766 41</b>

<b>ROBERT M. BEREN FOUNDATION, INC.</b>	<b>48-0990309</b>
<b>Schedule 3B</b>	<b>Form 990-PF, 2011</b>

	DATE ACQUIRED	DATE SOLD	NUMBER OF SHARES	GROSS PROCEEDS	BASIS AND EXP OF SALE	CAPITAL ST GAIN/ (LOSS)	CAPITAL LT GAIN/ (LOSS)
US TRUST INVESTMENTS LITIGATION SETTLEMENTS							
<b>SHORT-TERM CAPITAL GAIN/(LOSS):</b>							
NONE						0	
<b>TOTAL SHORT-TERM CAPITAL GAIN/(LOSS)</b>				-	-	-	-
<b>LONG-TERM CAPITAL GAIN/(LOSS):</b>							
GENERAL AMERICAN INVS INC	VARIOUS	01/03/12	0 70	17 38	20 27		(2 89)
MARSH & MCLENNA COMPANIES SEC LIT	VARIOUS	12/30/11		36,120 14			36,120 14
QUEST VICTIMS REMISSION FUND LIT STTLMNT	VARIOUS	05/08/12		41 79			41 79
<b>TOTAL LONG-TERM CAPITAL GAIN/(LOSS)</b>				36,179 31	20 27	-	36,159 04
<b>TOTAL CAPITAL GAIN/(LOSS)</b>				36,179 31	20 27	-	36,159 04
							36,159 04

**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule of Unrealized Gains & Losses****Form 990-PF, 2011**

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss	
					Short Term	Long Term
<b>INVESTMENTS - OTHER</b>						
Hedge Fund	Ascot Partners LP		26,561	0		(26,561)
Hedge Fund	Gotham Partners International		141,452	7,596		(133,856)
<b>TOTAL INVESTMENTS - OTHER</b>			<b>168,013</b>	<b>7,596</b>	<b>0</b>	<b>(160,417)</b>

**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule of Contributions****Form 990-PF, 2011**

"X" = Written ackn rec'd

"NN" = Written ackn not necessary

07/18/12 #1472	AMERICAN CANCER SOCIETY	50 00	X	GENERAL FUND
10/11/12 #1514	FLORIDA DIVISION P O BOX 13300 TAMPA, FL 33681-3300	200 00	NN	GENERAL FUND
10/29/12 #1528	AMERICAN FRIENDS OF BEIT MORASHA	300,000 00	X	2012-2013 PLEDGE
10/29/12 #1529	25 WEST 45TH ST SUITE 1405 NEW YORK, NY 10036	300,000 00	X	2013-2014 PLEDGE
10/30/12 #1535	AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE SUITE 2540 NEW YORK, NY 10110	10,000 00	X	GENERAL FUND
10/30/12 #1533	AMERICAN FRIENDS OF THE ISRAEL PHILHARMONIC ORCHESTRA 122 EAST 42ND STREET SUITE 4507 NEW YORK, NY 10168	5,000 00	X	GENERAL FUND
04/25/12 #1503	AMERICAN ISRAEL EDUCATION FOUNDATION 251 H STREET, NW WASHINGTON, DC 20001	75,000 00	X	GENERAL FUND
11/21/11 #1482	ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158-3560	2,500 00	X	GENERAL FUND
11/21/11 #1483	ARTHRITIS FOUNDATION 400 HIBISCUS STREET, SUITE 100 WEST PALM BEACH, FL 33401	50 00	NN	GENERAL FUND
03/21/12 #1498	ARTHUR I MEYER JEWISH ACADEMY 3261 NORTH MILITARY TRAIL WEST PALM BEACH, FL 33409	2,000 00	X	STUDENT ISRAEL TRIP FUND
10/08/12 #1508	AYN RAND INSTITUTE THE CENTER FOR THE ADVANCEMENT OF OBJECTIVISM 2121 ALTON PARKWAY, SUITE 250 IRVINE, CA 92606	1,000 00	X	GENERAL FUND
01/16/12 #1491	BOYS TOWN JERUSALEM FOUNDATION OF AMERICA 1 PENN PLAZA SUITE 6250 NEW YORK, NY 10119	125,000 00	X	HARRY H BEREN SYNAGOGUE
10/11/12 #1516	CAMP RAMAH IN CALIFORNIA 17525 VENTURA BOULEVARD, SUITE 201 ENCINO, CA 91316	2,500 00	X	GENERAL FUND
02/17/12 #1496	DANA - FARBER CANCER INSTITUTE 450 BROOKLIN AVENUE BOSTON, MA 02215	250 00	NN	MARATHON CHALLENGES

**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule of Contributions****Form 990-PF, 2011**

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10/29/12 #1530	THE EISENHOWER FOUNDATION P O BOX 295 ABILENE, KS 67410	10,000 00	X	WWII REMEMBERED LEADERS, BATTLES, HEROES
10/11/12 #1525	EMORY UNIVERSITY 1762 CLIFTON ROAD, SUITE 1400 ATLANTA, GA 30306	500 00	X	INSTITUTE FOR THE STUDY OF MODERN ISRAEL
10/11/12 #1517	FOUNDATION FOR JEWISH CAMP, INC 253 WEST 35TH STREET, 4TH FLOOR NEW YORK, NY 10016	100,000.00	X	GENERAL FUND
11/17/11 #1481	FRIENDS OF HARVARD JUDAICA COLLECTION WIDENER LIBRARY M HARVARD UNIVERSITY CAMBRIDGE, MA 02138	50 00	NN	GENERAL FUND
10/08/12 #1509	FRIENDS OF THE JEWISH CHAPEL 326 FIRST ST, SUITE 22 ANAPOLIS, MD 21403	500 00	X	GENERAL FUND
10/30/12 #1534	GEORGE BUSH FOUNDATION P O BOX 600610 DALLAS, TX 75360	5,000 00	X	GEORGE W BUSH PRESIDENTIAL CENTER
02/10/12 #1492	HARRY S TRUMAN LIBRARY INSTITUTE 500 WEST US HIGHWAY 24 INDEPENDENCE, MISSOURI 64050	500 00	X	GENERAL FUND
10/08/12 #1513	HARVARD UNIVERSITY HARVARD ALUMNI AFFAIRS, DEVELOPED 124 MT AUBURN ST CAMBRIDGE, MA 02138	3,000 00	X	FACULTY OF ARTS & SCIENCES FOR THE FRIENDS OF HARVARD ATHLETICS TENNIS
10/08/12 #1512	HARVARD UNIVERSITY CENTER FOR JEWISH STUDIES 124 MT AUBURN ST CAMBRIDGE, MA 02138	1,000 00	X	HARVARD UNIVERSITY CENTER FOR JEWISH STUDIES
08/03/12 #1473	HARVARD HILLEL	50,000 00	X	INTERNATIONAL BOARDS OF GOVERNORS
10/11/12 #1518	52 MOUINT AUBURN ST CAMBRIDGE, MA 02138	25,000 00	X	ACTIVITIES OF THE HARVARD HILLEL
10/08/12 #1510	HARVARD-WESTLAKE SCHOOL 700 N FARING RD LOS ANGELES, CA 90077	1,500 00	X	GENERAL FUND
02/13/12 #1495	HEBREW CONGREGATION 1850 NORTH WOODLAWN WICHITA KS 67208	1,000 00	X	GENERAL FUND

**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule of Contributions****Form 990-PF, 2011**

"X" = Written ackn rec'd

"NN" = Written ackn not necessary

Date	Contribution #	Organization Name	Amount	Written Ackn	Recipient
04/16/12	#1502	HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE	50,000 00	X	GALA DINNER FOR RANDALL & KATHY
10/08/12	#1511	ARTHUR AND ROCHELLE BELFER BUILDING 800 EIGHTH STREET, NW WASHINGTON, DC 20001-3724	50,000 00	X	GENERAL FUND
04/05/12	#1499	HILLELOF BROWARD AND PALM BEACH 777 GLADES ROAD, BLDG LY-3A BOCA RATON, FL 33431	2,500 00	X	GENERAL FUND
02/10/12	#1493	ISRAEL CHILDREN'S CENTERS 2151 WEST HILLSBORO BOULEVARD, SUITE 306 DEERFIELD BEACH, FL 33442-1107	5,000 00	X	ISRAEL TENNIS CENTERS
02/10/12	#1494	JAMES MADISON INSTITUTE 100 NORTH DUVAL STREET TALLAHASSEE, FL 32301	100 00	NN	GENERAL FUND
12/28/11	#1485	JEWISH EDUCATORS ASSEMBLY BROADWAY AND LOCUST AVE P O BOX 413 CEDARHURST, NY 11516	1,800 00	X	GENERAL FUND
09/24/12	#1506	JEWISH FEDERATION OF PALM BEACH COUNTY 4601 COMMUNITY DRIVE WEST PALM BEACH, FLORIDA 33417-2760	322,000 00	X	GENERAL FUND
		ALPERT JEWISH FAMILY & CHILDREN'S SERVICE P.O BOX 220627 WEST PALM BEACH, FLORIDA 33422	18,000 00	X	AKIFUR I METER JEWISH ACADEMY
			10,000 00	X	ALPERT JEWISH FAMILY & CHILDREN'S SERVICE
			150,000 00	X	ETHEL & ADOLPH BEREN EDUCATORS INSTITUTE
10/11/12	#1523	THE JEWISH FOUNDATION FOR THE RIGHTEOUS 305 SEVENTH AVENUE 19TH FLOOR NEW YORK, NY 10001	2,000 00	x	GENERAL FUND/LISTING IN THE TRIBUTE BOOK
01/11/12	#1490	JEWISH NATIONAL FUND P O. BOX 389 PALM BEACH, FL 33480	1,800 00	X	GENERAL FUND
12/28/11	#1486	JTA 330 SEVENTH AVE 17 FLOOR NEW YORK, NY 10001	100 00	X	GENERAL FUND
10/30/12	#1543	JUDAISM AND DEMOCRACY ACTION ALLIANCES 309 W 99TH ST #6B NEW YORK, NY 10025	25,000 00	X	PROGRAMS TO PROMOTE JEWISH AND DEMOCRATIC NATURES OF THE STATE OF ISRAEL
04/16/12	#1501	JUPITER MEDICAL CENTER FOUNDATION 1210 S. OLD DIXIE HWY JUPITER, FL 33458-7205	1,000.00	X	GENERAL FUND

**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule of Contributions****Form 990-PF, 2011**

"X" = Written ackn rec'd

"NN" = Written ackn not necessary

07/06/12 #1469	KRAVIS CENTER FOR THE PERFORMING ARTS 701 OKEECHOBEE BLVD WEST PALM BEACH, FL 33401	1,000 00	X	GENERAL FUND
10/30/12 #1536	MEOR MAIMONIDIES OF GREATER PHILADELPHIA STEINHARDT HALL 215 SOUTH 39TH ST PHILADELPHIA, PA 19104	5,000 00	X	JEWISH EDUCATION AND LEADERSHIP
10/30/12 #1532	MENACHEM BEGIN HERITAGE FOUNDATION US FRIENDS OF MENACHEM BEGIN FND 3901 WEST 86TH STREET, SUITE 470 INDIANAPOLIS, IN 46268	10,000 00	X	GENERAL FUND
01/09/12 #1488	NATIONAL JEWISH OUTREACH PROGRAM 989 SIXTH AVE, 10TH FL NEW YORK, NY 10018	1,000 00	X	GENERAL FUND
10/08/12 #1507	OHR TORAH STONE 49 WEST 45TH STREET, SUITE 701 NEW YORK, NY 10036	250,000 00	X	RABBINIC STUDIES
10/11/12 #1519	PALM BEACH ORTHODOX SYNAGOGUE 120 NORTH COUNTY ROAD PALM BEACH, FL 33480	18,000 00 3,600 00	X X	CHAI SOCIETY KOL NIDRE APPEAL
01/09/12 #1489	PALM BEACH PET RESCUE, INC 378 NORTH LAKE BLVD, PMB#129 NORTH PALM BEACH, FL 33408	75 00	NN	GENERAL FUND
10/29/12 #1531	PARDES INSTITUTE OF JEWISH STUDIES NORTH AMERICA I 5 WEST 37TH STREET SUITE 802 NEW YORK, NY 10018	25,000 00	X	GENERAL FUND
05/25/12 #1504	PAUL ROSS CHARITABLE FOUNDATION 115 S RUPTON APT 6A WICHITA, KS 67218	1,000 00	X	IN MEMORY OF LORRAINE (LARRY) ROSS THIESSEN
10/11/12 #1522	ROBERT M BEREN ACADEMY 11333 CLIFFWOOD DRIVE HOUSTON, TX 77035-6011	200,000 00	X	GENERAL FUND
03/21/12 #1497	SINAI AKIBA ACADEMY 10400 WILSHIRE BLVD LOS ANGELES, CA 90024	1,000 00	X	GENERAL FUND
10/11/12 #1520	SOUTHERN INSTITUTE FOR EDUCATION AND RESEARCH TULANE UNIVERSITY MR BOX 1692 31 MCALISTER DRIVE NEW ORLEANS, LA 70118-5555	500 00	X	GENERAL FUND



**ROBERT M. BEREN FOUNDATION, INC.****48-0990309****Schedule of Contributions****Form 990-PF, 2011**

"X" = Written ackn rec'd

"NN" = Written ackn not necessary

12/21/11 #1484	TEMPLE BETH DAVID 4657 HOOD ROAD PALM BEACH GARDENS, FL 33418-8914	1,800 00	X	TORAH PROJECT
04/15/12 #1500	TORAH FAX 13000 SW 29TH COURT DAVIE, FL 33330	120 00	NN	PASSOVER
10/11/12 #1521	UNITED WAY OF PALM BEACH COUNTY 2600 QUANTUM BLVD BOYNTON BEACH, FL 33426	25,000 00	X	GENERAL FUND
08/17/12 #1474	WISCONSIN INSTITUTE FOR TORAH STUDY 3288 N LAKE DRIVE MILWAUKEE, WI 53211	25 00	NN	GENERAL FUND
08/20/12 #1505	WORLD JEWISH CONGRESS FOUNDATION 2125 BISCAYNE BOULEVARD SUITE 310 MIAMI, FL 33137	1,000 00	X	GENERAL FUND
10/11/12 #1524	YESHIVA UNIVERSITY 500 WEST 185TH STREET, BH 704 NEW YORK, NY 10033-3201	25,000 00	X	STERN COLLEGE
01/03/12 #1487	YESHIVAT CHOVEVEI TORAH RABBINICAL SCHOOL	97,000 00	X	HARRY H BEREN YCT CHAPLAINCY TRAINING PROGRAM
10/11/12 #1527	3700 HENRY HUDSON PARKWAY, 2ND FLOOR RIVERDALE, NY 10463	97,000 00	X	

TOTAL CONTRIBUTIONS **2,424,020.00**

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

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

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

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

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

Enter filer's identifying number, see instructions

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	ROBERT M. BEREN FOUNDATION	48-0990309
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	P.O. BOX 20380	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	WICHITA, KS 67208	

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

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

- The books are in the care of ► THE FOUNDATION

Telephone No ► 316-265-3311 FAX No ►

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

- I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until JUNE 15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
  - calendar year 20 \_\_\_\_ or
  - tax year beginning NOVEMBER 1, 20 12, and ending OCTOBER 31, 20 12
- If the tax year entered in line 1 is for less than 12 months, check reason.  Initial return  Final return  Change in accounting period

<b>3a</b> 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.	<b>3a</b>	\$ 44,906.00
<b>b</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.	<b>3b</b>	\$ 44,906.00
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$ NONE

**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.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

<b>Type or print</b>  File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	ROBERT M. BEREN FOUNDATION	48-0990309
	Number, street, and room or suite no If a P.O. box, see instructions	Social security number (SSN)
	P.O. BOX 20380	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	WICHITA, KS 67208	

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

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

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

- The books are in the care of  THE FOUNDATION  
 Telephone No  316-265-3311 FAX No
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box  If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until SEPTEMBER 15, 20 13

5 For calendar year \_\_\_\_\_, or other tax year beginning NOVEMBER 1, 20 11, and ending OCTOBER 31, 20 12

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

7 State in detail why you need the extension INFORMATION NEEDED TO COMPLETE AN ACCURATE RETURN IS NOT YET AVAILABLE

<b>8a</b> 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	<b>8a</b> \$	44,906.00
<b>b</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	<b>8b</b> \$	44,906.00
<b>c</b> <b>Balance Due.</b> Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	<b>8c</b> \$	NONE

**Signature and Verification must be completed for Part II only.**

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

Signature  Title  Date