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EXTENSION ATTACHED

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2004

For calendar year 2004, or tax year beginning NOVEMBER 1 **, 2004, and ending** OCTOBER 31 **, 20** 05

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.

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 20380 — Room/suite:

City or town, state, and ZIP code: WICHITA KS 67208

A Employer identification number: 48-0990309

B Telephone number (see page 10 of the instructions): 316-265-3311

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 52,175,729

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments SCH 1	2,360	2,360		
	4 Dividends and interest from securities SCH 1	1,101,787	1,101,787		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	623,476	SCHEDULE 3.		
	b Gross sales price for all assets on line 6a 24,529,517				
	7 Capital gain net income (from Part IV, line 2)		623,476.00		
	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	1,727,623.00	1,727,623.00	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)				
	c Other professional fees (attach schedule) SCH 1	393,586	393,586		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) SCH 1	19,051			7,051
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SCH 1	49,336	49,336		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	461,973.00	442,922.00	0.00	7,051.00
	25 Contributions, gifts, grants paid SCH 6	2,685,870			2,685,870
	26 **Total expenses and disbursements.** Add lines 24 and 25	3,147,843.00	442,922.00	0.00	2,692,921.00
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	(1,420,220.00)			
	b **Net investment income** (if negative, enter -0-)		1,284,701.00		
	c **Adjusted net income** (if negative, enter -0-)			0.00	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing	336,532	(101,854)	(101,854)
	2 Savings and temporary cash investments	139,131	620,149	620,149
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	30	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	6,849,020	2,469,410	2,489,050
	b Investments—corporate stock (attach schedule) SCH 4	30,306,619	33,291,134	45,670,508
	c Investments—corporate bonds (attach schedule) SCH 4	311,680	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	3,167,843	3,411,796	3,497,876
	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)	41,110,855.00	39,690,635.00	52,175,729.00
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue	4,380	4,380	
	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	4,380.00	
Net Assets or Fund Balances	**Organizations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here ▶ ☐ 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	41,106,475	39,686,255	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	41,106,475.00	39,686,255.00	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	41,110,855.00	39,690,635.00	

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	41,106,475.00
2 Enter amount from Part I, line 27a	2	(1,420,220.00)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	39,686,255.00
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	39,686,255.00

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			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** 623,476

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))
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
1999	2,211,937	43,243,113	0.0512

2	**Total** of line 1, column (d)	2	0.2462
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	.0492
4	Enter the net value of noncharitable-use assets for 2004 from Part X, line 5	4	53,242,596
5	Multiply line 4 by line 3	5	2,619,535.72
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	12,847
7	Add lines 5 and 6	7	2,632,382.72
8	Enter qualifying distributions from Part XII, line 4	8	2,692,921

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling letter ______ (attach copy of ruling letter if necessary–see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	12,847
c	All other domestic organizations 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	12,847 00
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	12,847.00
6	Credits/Payments		
a	2004 estimated tax payments and 2003 overpayment credited to 2004 — 6a — 14,694		
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	14,694.00
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0.00
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,847 00
11	Enter the amount of line 10 to be **Credited to 2005 estimated tax** ▶ 1,847 **Refunded** ▶	11	0.00

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities.			
c	Did the organization file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the organization ▶ $ ______ **(2)** On organization managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers ▶ $ ______			
2	Has the organization engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the organization have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the organization have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ KANSAS			
b	If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	X	
9	Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2004 or the taxable year beginning in 2004 (see instructions for Part XIV on page 25)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X
11	Did the organization comply with the public inspection requirements for its annual returns and exemption application?	11	X	

Web site address ▶

12 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 316-265-3311

Located at ▶ P.O. BOX 20380 WICHITA, KS ZIP+4 ▶ 67208

13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ | 13 |

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 organization (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	N/A	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2004?	1c		X
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 2004, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2004? ☐ Yes ☒ No			
If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
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? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		X
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 organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2004 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? *(Use Schedule C, Form 4720, to determine if the organization had excess business holdings in 2004)*	3b	N/A	
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
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 2004?	4b		X
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))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	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 organization 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 organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If you answered "Yes" to 6b, also file Form 8870			

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 20 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 LE MANS WAY PALM BEACH GARDENS, FL 33410	PRESIDENT < 1 HR	NONE	NONE	NONE
ROBERT M. BEREN 13840 LE MANS WAY PALM BEACH GARDENS, FL 33410	TREASURER < 1 HR	NONE	NONE	NONE
CHARLES B. SPRADLIN, JR P O. BOX 20380 WICHITA, KS 67208	SECRETARY < 1 HR	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 ▶

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	393,586

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	50,596,413
b	Average of monthly cash balances		1b	111,819
c	Fair market value of all other assets (see page 22 of the instructions)		1c	3,345,165
d	**Total** (add lines 1a, b, and c)		1d	54,053,397.00
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	54,053,397.00
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see page 23 of the instructions)		4	810,801
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	53,242,596.00
6	**Minimum investment return.** Enter 5% of line 5		6	2,662,129.80

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	2,662,130
2a	Tax on investment income for 2004 from Part VI, line 5	2a	12,847		
b	Income tax for 2004 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	12,847.00
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,649,283.00
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,649,283.00
6	Deduction from distributable amount (see page 23 of the instructions).			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,649,283.00

Part XII Qualifying Distributions (see page 23 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	2,692,921
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,692,921.00
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	12,847
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,680,074.00

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 2003	(c) 2003	(d) 2004
1	Distributable amount for 2004 from Part XI, line 7				2,649,283.00
2	Undistributed income, if any, as of the end of 2003				
a	Enter amount for 2003 only			0	
b	Total for prior years 20____,20____,20____		0		
3	Excess distributions carryover, if any, to 2004				
a	From 1999 — 0				
b	From 2000 — 148,388				
c	From 2001 — 0				
d	From 2002 — 0				
e	From 2003 — 47,620				
f	**Total** of lines 3a through e	196,008 00			
4	Qualifying distributions for 2004 from Part XII, line 4 ▶ $ 2,692,921				
a	Applied to 2003, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 24 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 24 of the instructions)	0			
d	Applied to 2004 distributable amount				2,649,283
e	Remaining amount distributed out of corpus	43,638			
5	Excess distributions carryover applied to 2004 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	239,646.00			
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 2003. Subtract line 4a from line 2a. Taxable amount—see page 25 of the instructions			0.00	
f	Undistributed income for 2004. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2005				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 1999 not applied on line 5 or line 7 (see page 25 of the instructions)				
9	**Excess distributions carryover to 2005.** Subtract lines 7 and 8 from line 6a	239,646.00			
10	Analysis of line 9:				
a	Excess from 2000 — 148,388				
b	Excess from 2001 —				
c	Excess from 2002 —				
d	Excess from 2003 — 47,620				
e	Excess from 2004 — 43,638				

Part XIV Private Operating Foundations (see page 25 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 2004, 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	Prior 3 years			
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
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 *Paid during the year*				
SEE SCHEDULE 6				2,685,870
Total ▶ 3a				2,685,870.00
b *Approved for future payment*				
Total ▶ 3b				0.00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 26 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,360	
4 Dividends and interest from securities			14	1,101,787	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	623,476	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.00		1,727,623.00	0.00

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,727,623.00

(See worksheet in line 13 instructions on page 26 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 27 of the instructions)

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting 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

(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.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee: [signature] Date: 7/26/06 Title: PRESIDENT

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's SSN or PTIN (See Signature on page 28 of the instructions)
[signature]	7/24/06		512-78-0498
Firm's name (or yours if self-employed), address, and ZIP code	Gutschenritter & Johnson, LLC	EIN ▶ 48-0970195	
	345 Riverview, Suite 610 Wichita, KS 67203	Phone no (316) 267-9211	

ROBERT M. BEREN FOUNDATION, INC.	48-0990309
Schedule 1	Form 990-PF, 2004

PART I, Line 1: Contributions, gifts, grants, etc., received:

None	0
	0

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

Bank of America	2,360
	2,360

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

Div - Ascot Partners L P , Fed ID# 13-3693341	22,656
Div - Banc of America Securities	46,214
Div - First Manhattan Co	819,240
Int - Ascot Partners L P , Fed ID# 13-3693341	679
Int - Ascot Partners L P - State Free , Fed ID# 13-3693341	27,265
Int - First Manhattan Company - Liquid Assets	18,805
Int - First Manhattan Company - Bonds	8,070
Int - First Manhattan Company - T Bills	157,270
Int - State of Israel Bonds	1,588
	1,101,787

PART I, Line 16c: Other Professional Fees:

First Manhattan - Advisory fees	393,586
	393,586

PART I, Line 18: Taxes:

Kansas - Secretary of State	55
Foreign Tax WH-First Manhattan	6,996
Federal Income Tax	12,000
	19,051

PART I, Line 23: Other Expenses:

Operating Exp - Ascot Partners L P , Fed ID# 13-3693341	49,306
Miscellaneous	30
	49,336

ROBERT M. BEREN FOUNDATION, INC. **48-0990309**

Schedule 2 **Form 990-PF, 2004**

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, 2004**

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	34,354	0	34,354
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	0	0	0
SHORT TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	18,637,287	18,637,287	0
LONG TERM CAPITAL GAIN - STOCKS & BONDS FIRST MANHATTAN COMPANY - SCHEDULE 3A ATTACHED	5,615,217	5,268,754	346,463
	24,529,517	23,906,041	623,476

ROBERT M. BEREN FOUNDATION, INC. **48-0990309**

Schedule 3A **Form 990-PF, 2004**

PART IV, CAPITAL GAINS & LOSSES	DATE			(e)	(g)	(h)
	BOUGHT	SOLD	NO OF SHARES	GROSS SALES PRICE	COST OR BASIS	GAIN OR (LOSS)
FIRST MANHATTAN COMPANY:						
SHORT-TERM CAPITAL GAIN/(LOSS):						
US TREASURY BILL DUE 12/2/2004	06/03/04	12/02/04	4,900,000	4,865,213 39	4,865,213 39	-
US TREASURY BILL DUE 3/3/2005	09/30/04	12/17/04	550,000	545,547 06	545,547 06	-
US TREASURY BILL DUE 3/3/2005	09/30/04	03/03/05	1,450,000	1,438,260 44	1,438,260 44	-
US TREASURY BILL DUE 4/7/2005	12/02/04	04/07/05	4,900,000	4,862,098 50	4,862,098 50	-
US TREASURY BILL DUE 8/11/2005	03/02/05	04/21/05	600,000	592,352 50	592,352 50	-
US TREASURY BILL DUE 8/11/2005	03/02/05	05/23/05	400,000	394,901 66	394,901 66	-
US TREASURY BILL DUE 8/11/2005	03/02/05	05/24/05	500,000	493,627 09	493,627 09	-
US TREASURY BILL DUE 8/11/2005	04/08/05	05/24/05	750,000	742,539 06	742,539 06	-
US TREASURY BILL DUE 8/11/2005	04/08/05	07/27/05	500,000	495,026 04	495,026 04	-
US TREASURY BILL DUE 8/11/2005	04/08/05	08/11/05	4,250,000	4,207,721 36	4,207,721 36	-
TOTAL SHORT-TERM CAPITAL GAIN/(LOSS)				18,637,287 10	18,637,287 10	-
LONG-TERM CAPITAL GAIN/(LOSS):						
AMERICAN INTERNATIONAL CORP	02/04/02	03/16/05	3,000	184,667 65	216,976 67	(32,309 02)
AMERICAN INTERNATIONAL CORP	12/02/03	03/16/05	9,000	554,002 95	527,332 54	26,670 41
ARBITRON INC	02/22/02	06/01/05	20,000	819,793 13	593,744 43	226,048 70
CARDINAL HEALTH INC	12/23/03	06/21/05	15,000	897,938 17	930,460 05	(32,521 88)
FIVONA GROUP INC SR SECD NT 7 5% DUE 11/15/2	07/18/01	11/15/04	3,600	3,600 00	3,600 00	-
FIVONA GROUP INC SR SECD NT 7 5% DUE 11/15/2	07/18/01	01/19/05	5,400	5,400 00	5,400 00	-
FIVONA GROUP INC SR SECD NT 7 5% DUE 11/15/2	07/18/01	03/17/05	1,800	1,800 00	1,800 00	-
FIVONA GROUP INC SR SECD NT 7 5% DUE 11/15/2	07/18/01	03/23/05	1,800	1,800 00	1,800 00	-
FIVONA GROUP INC SR SECD NT 7 5% DUE 11/15/2	07/18/01	05/16/05	1,800	1,800 00	1,800 00	-
FIVONA GROUP INC SR SECD NT 7 5% DUE 11/15/2	07/18/01	05/16/05	44,325	23,014 13	44,325 00	(21,310 87)
LEUCADIA NATIONAL CORP	12/27/96	02/23/05	3,750	123,061 44	39,071 25	83,990 19
MARSH & MCLENNAN CO INC	05/03/02	03/01/05	13,000	428,746 29	642,185 67	(213,439 38)
MARSH & MCLENNAN CO INC	05/03/02	08/04/05	3,000	82,298 12	148,196 70	(65,898 58)
MARSH & MCLENNAN CO INC	05/30/02	08/04/05	4,000	109,730 83	203,522 22	(93,791 39)
MARSH & MCLENNAN CO INC	12/02/03	08/04/05	10,000	274,327 08	450,460 98	(176,133 90)
NEENAH PAPER INC - CASH-IN-LIEU	VARIOUS	12/06/05	C-I-L	1 92	-	1 92
NEENAH PAPER INC	04/24/96	12/07/04	121	3,662 90	2,300 83	1,362 07
NEENAH PAPER INC	05/01/96	12/07/04	60	1,816 31	1,167 01	649 30
NEENAH PAPER INC	06/23/97	12/07/04	273	8,264 23	7,185 75	1,078 48
NEENAH PAPER INC	10/09/03	12/07/04	152	4,601 33	4,167 02	434 31
PFIZER INC	05/01/92	08/09/05	12,000	315,941 29	71,581 65	244,359 64
PFIZER INC	09/25/92	08/09/05	3,600	94,782 39	22,401 95	72,380 44
PFIZER INC	01/12/93	08/09/05	6,000	157,970 64	34,550 52	123,420 12
PRIME GROUP REALTY TRUST-9%	02/22/99	07/21/05	2,100	49,540 10	40,598 51	8,941 59
PRIME GROUP REALTY TRUST-9%	02/22/99	07/22/05	1,000	23,516 45	19,332 63	4,183 82
PRIME GROUP REALTY TRUST-9%	02/22/99	07/25/05	900	21,051 51	17,399 37	3,652 14
SEQUA CORP SR NT 9 0% DUE 8/1/2009	04/09/01	12/02/04	100,000	111,750 00	100,625 00	11,125 00
SNAP - ON INC	02/28/97	08/04/05	600	21,762 98	23,531 51	(1,768 53)
SNAP - ON INC	06/18/97	08/04/05	1,400	50,780 30	56,228 68	(5,448 38)
SNAP - ON INC	06/18/97	08/09/05	3,600	129,324 52	144,588 05	(15,263 53)
SNAP - ON INC.	07/27/00	08/09/05	5,000	179,617 38	146,134 34	33,483 04
SNAP - ON INC	09/11/00	08/09/05	2,000	71,846 95	61,974 03	9,872 92
SNAP - ON INC	09/11/00	08/10/05	500	18,024 80	15,493 51	2,531 29
SNAP - ON INC	09/12/00	08/10/05	7,500	270,372 06	229,156 67	41,215.39
UNUMPROVIDENT CORP COM	05/27/97	12/16/04	10,000	170,086 69	391,562 51	(221,475 82)
WASHINGTON MUTUAL INC	07/23/93	06/16/05	9,929	398,522 52	68,099 85	330,422 67
TOTAL LONG-TERM CAPITAL GAIN/(LOSS)				5,615,217 06	5,268,754 90	346,462 16
TOTAL CAPITAL GAIN/(LOSS)				24,252,504 16	23,906,042 00	346,462 16

ROBERT M. BEREN FOUNDATION, INC. **48-0990309**
Schedule 3B **Form 990-PF, 2004**

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			12/23/2004	24,587			24,587
GENERAL AMERICAN INV INC LTCG DISTRIB			3/10/2005	9,767			9,767
TOTAL LONG-TERM CAPITAL GAIN/(LOSS)				34,354	0	0	34,354
TOTAL CAPITAL GAIN/(LOSS)				34,354	0	0	34,354
							34,354

ROBERT M. BEREN FOUNDATION, INC. 48-0990309
Schedule of Unrealized Gains & Losses Form 990-PF, 2004

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss Short Term	Unrealized Gain/Loss Long Term
	LIQUID ASSETS					
	First Manhattan Liquid Assets		620,149	620,149	0	
	TOTAL LIQUID ASSETS		**620,149**	**620,149**	**0**	**0**
	U.S. TREASURY BILLS & NOTES					
2,500,000	United States Treasury Bill 12/15/2005 Maturity Date	08/11/05	2,469,410	2,489,050	19,640	
	TOTAL U.S. TREASURY BILLS & NOTES		**2,469,410**	**2,489,050**	**19,640**	**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. **48-0990309**
Schedule of Unrealized Gains & Losses **Form 990-PF, 2004**

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss Short Term	Unrealized Gain/Loss Long Term
EQUITIES						
16,000	Abbott Laboratories	11/15/99	553,810	688,800		134,990
4,000	Abbott Laboratories	08/09/00	149,843	172,200		22,357
20,000	Abbott Laboratories	01/24/01	810,331	861,000		50,669
3,600	Altria Group Inc Com	12/21/88	29,815	270,180		240,365
2,400	Altria Group Inc Com	02/15/89	21,682	180,120		158,438
20,500	Altria Group Inc Com	05/27/97	914,813	1,538,525		623,712
9,958	America Atlantic Co	12/28/95	88,708	129,454		40,746
3,600	American Express Co	08/12/88	25,871	179,172		153,301
3,900	American Express Co	07/31/90	29,464	194,103		164,639
20,000	American Express Co	12/22/00	930,096	995,400		65,304
720	Ameriprise Financial Inc	08/12/88	3,735	26,798		23,063
780	Ameriprise Financial Inc	07/31/90	4,254	29,032		24,778
4,000	Ameriprise Financial Inc	12/22/00	134,279	148,880		14,601
7,124	BankAmerica Corp	08/15/94	68,026	311,604		243,578
12,876	BankAmerica Corp	12/01/00	256,166	563,196		307,030
35	Berkshire Hathaway Inc	05/27/97	1,519,001	3,006,500		1,487,499
30,000	Brooks Pri Automation Inc Com	11/25/96	1,272,837	351,300		(921,537)
20,000	CVS Corp	03/25/96	145,948	488,200		342,252
10,000	CVS Corp	08/08/01	180,279	244,100		63,821
832	Camden Property Trust-SBI	08/05/96	20,838	46,883		26,045
2,368	Camden Property Trust-SBI	08/05/96	59,217	133,437		74,220
640	Camden Property Trust-SBI	08/08/96	16,163	36,064		19,901
2,560	Camden Property Trust-SBI	08/15/96	64,180	144,256		80,076
1,600	Camden Property Trust-SBI	09/15/96	38,891	90,160		51,269
3,200	Camden Property Trust-SBI	03/18/97	88,718	180,320		91,602
10,000	Colgate-Palmolive Co	07/27/94	131,313	529,600		398,287
15,000	Colgate-Palmolive Co	10/30/03	781,403	794,400		12,997
343	Costco Whsl Corp New Com		13,977	16,591		2,614

ROBERT M. BEREN FOUNDATION, INC.	48-0990309
Schedule of Unrealized Gains & Losses	Form 990-PF, 2004

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss Short Term	Unrealized Gain/Loss Long Term
7,600	Cullen Frost Bankers Inc	12/27/96	124,925	401,432		276,507
32,400	Cullen Frost Bankers Inc	05/27/97	636,862	1,711,368		1,074,506
20,000	Diebold Inc	02/28/01	560,881	722,800		161,919
10,000	Dime Bancorp Inc New	07/23/93 split		1,300		1,300
2,000	Discovery Hldg Co Com Ser A	05/23/02	28,078	28,180		102
2,000	Discovery Hldg Co Com Ser A	06/20/02	24,202	28,180		3,978
160	Discovery Hldg Co Com Ser A	12/02/02	1,881	2,254		373
840	Discovery Hldg Co Com Ser A	05/30/03	11,843	11,836		(7)
60,000	Discovery Hldg Co Com Ser A	07/26/05	840,935	845,400	4,465	
40,000	First Data Corp	12/17/97	550,205	1,618,000		1,067,795
20,000	Gannett Co Inc Del	06/12/03	1,534,042	1,253,200		(280,842)
24,000	General Electric Co	12/22/00	1,167,000	813,840		(353,160)
1,000	Hartford Financial Services	06/24/85	5,755	79,750		73,995
18,000	Hartford Financial Services	12/22/00	1,255,500	1,435,500		180,000
1,782	Homefed Corp Com	08/26/98	3,191	99,792		96,601
10,000	International Business Machine	12/27/00	853,990	818,800		(35,190)
600	International Business Machine	06/16/05	462,493	491,280	28,787	
14,000	Johnson & Johnson	08/04/89	92,398	876,680		784,282
4,000	Kimberly Clark Corp	04/24/96	141,286	227,360		86,074
2,000	Kimberly Clark Corp	05/01/96	71,662	113,680		42,018
9,000	Kimberly Clark Corp	06/23/97	441,251	511,560		70,309
5,000	Kimberly Clark Corp	10/09/03	255,882	284,200		28,318
20,000	Leucadia National Corp	12/27/96	312,570	1,288,800		976,230
20,000	Liberty Media Corp New Com Ser	05/23/02	163,865	159,400		(4,465)
20,000	Liberty Media Corp New Com Ser	06/20/02	141,246	159,400		18,154
1,600	Liberty Media Corp New Com Ser	12/02/02	10,976	12,752		1,776
8,400	Liberty Media Corp New Com Ser	05/30/03	69,119	66,948		(2,171)
50,000	Liberty Media Corp New Com Ser	08/09/05	422,364	398,500	(23,864)	

ROBERT M. BEREN FOUNDATION, INC. **48-0990309**
Schedule of Unrealized Gains & Losses **Form 990-PF, 2004**

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss Short Term	Unrealized Gain/Loss Long Term
50,000	Liberty Media Corp New Com Ser	10/27/05	391,508	398,500	6,992	
30,000	McCormick & Co Inc Non Voting	12/18/01	623,748	908,700		284,952
10,000	McCormick & Co Inc Non Voting	01/04/02	210,867	302,900		92,033
50,000	Microsoft Corp	05/23/05	1,300,123	1,285,000	(15,123)	
15,000	Microsoft Corp	06/16/05	377,475	385,500	8,025	
4,000	Mid America Apartment Communities	12/04/96	102,526	186,600		84,074
4,000	Mid America Apartment Communities	12/04/96	102,309	186,600		84,291
3,000	Mid America Apartment Communities	05/05/97	77,676	139,950		62,274
3,000	Mid America Apartment Communities	05/30/97	79,181	139,950		60,769
3,000	Mid America Apartment Communities	08/06/99	64,137	139,950		75,813
14,000	Nestle Sa-Sponsored	05/21/02	841,323	1,043,000		201,677
3,500	Nestle Sa-Sponsored	06/24/02	201,331	260,750		59,419
52,500	North Fork Bancorporation Inc	06/21/04	1,308,687	1,330,350		21,663
20,000	***Novartis AG-Sponsored ADR	04/26/04	892,501	1,076,400		183,899
10,000	***Novartis AG-Sponsored ADR	05/20/05	481,808	538,200	56,392	
17,500	3M Co Com	04/20/05	1,337,297	1,329,650	(7,647)	
4,000	3M Co Com	08/04/05	294,442	303,920	9,478	
40,000	Reckitt Benckiser Plc Shs	01/26/00	435,152	1,207,600		772,448
10,000	Reckitt Benckiser Plc Shs	02/11/00	93,389	301,900		208,511
30,000	Tyco Intl Ltd	06/28/05	902,975	791,700	(111,275)	
5,000	Tyco Intl Ltd	09/12/05	144,673	131,950	(12,723)	
15,000	U S T Inc	02/28/02	525,022	620,850		95,828
15,000	U S T Inc	06/20/02	550,955	620,850		69,895
18,052	Unitedhealth Group Inc Com	09/23/03	548,307	1,045,030		496,723
7,376	Unitedhealth Group Inc. Com	09/24/03	223,911	426,997		203,086
30,000	Viacom Inc-CL B Non Vtg	12/16/04	1,060,496	929,100	(131,396)	
	Total Equities-FMCO		**31,709,879**	**42,844,364**	**(187,889)**	**11,322,374**
	Banc America Securities		1,581,255	2,826,144		1,244,889
	TOTAL EQUITIES		**$ 33,291,134**	**$ 45,670,508**	**$ (187,889)**	**$ 12,567,263**

ROBERT M. BEREN FOUNDATION, INC. **48-0990309**

Schedule of Unrealized Gains & Losses **Form 990-PF, 2004**

No of Shares	Description	Date Bought or Sold	Cost Basis	Market Value	Unrealized Gain/Loss Short Term	Unrealized Gain/Loss Long Term
	INVESTMENTS - OTHER					
Hedge Fund	Ascot Partners LP		3,224,812	3,452,825		228,013
Hedge Fund	Gift Certificates com		18,431	18,431		0
Hedge Fund	Gotham Partners International		168,553	26,620		(141,933)
	TOTAL INVESTMENTS - OTHER		3,411,796	3,497,876	0	86,080

07/19/06 THE ROBERT M. BEREN FOUNDATION, INC.
07 04 PM #48-0990309
NOVEMBER 1, 2004 - OCTOBER 31, 2005

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

CONTRIBUTIONS:

				PURPOSE
10/19/05 #2300	AMERICAN FRIENDS OF BEIT MORASHA C/O MR LEE BOTNICK 15 AMBERSON ST YONKERS, NY 10705	100,000 00	X	GENERAL FUND
03/08/05 #2270	AMERICAN FRIENDS OF LIVNOT U'LEHIBANOT 333 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10001	1,800 00	X	SCHOLARSHIPS
08/31/05 #2279	AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE, SUITE 2540 NEW YORK, NY 10110	10,000 00	X	GENERAL FUND
01/14/05 #2260	AMERICAN HEART ASSOCIATION 8630 E 32ND CT NORTH WICHITA, KS 67226	300 00	X	GENERAL FUND
01/14/05 #2263	ANIMAL RESCUE FORCE INC P O BOX 32785 PALM BEACH GARDENS, FL 33420	200 00	X	GENERAL FUND
01/14/05 #2261	ANTI-DEFAMATION LEAGUE 823 UNITED NATIONS PLAZA NEW YORK, NY 10017	700 00	X	GENERAL FUND
01/14/05 #2264	ARTHRITIS FOUNDATION FLORIDA CHAPTER MID EAST REGION 400 HIBISCUS STREET, SUITE 100 WEST PALM BEACH, FL 33401	100 00	X	GENERAL FUND
10/19/05 #2301	AYN RAND INSTITUTE THE CENTER FOR THE ADVANCEMENT OF OBJECTIVISM 2121 ALTON PARKWAY, SUITE 250 IRVINE, CA 92606	1,000 00	X	GENERAL FUND
02/03/05 #2266	BETH JACOB CONGREGATION 9030 W OLYMPIC BLVD BEVERLY HILLS, CA 90211	2,500 00	X	TRIBUTE FUND
12/29/04 #2259	BOY TOWN JERUSALEM FOUNDATION OF AMERICA INC 12 WEST 31ST STREET, SUITE 300 NEW YORK, NY 10001	90,000 00	X	COMPUTER LABORATORY
10/19/05 #2293	CAMP RAMAH IN CALIFORNIA 15600 MULHOLLAND DRIVE LOS ANGELES, CA 90077	5,000 00	X	GENERAL FUND
08/01/05 #2276	CHABAD LUBAVITCH OF NORTH BROWARD 1500 N STATE ROAD 7 MARGATE, FL 33063	17,400 00	X	HUMANITARIAN AID PROGRAMS
03/22/05 #2273	FRENCHMEN'S CREEK CHARITIES FOUNDATION INC. 13495 TOURNAMENT DRIVE PALM BEACH GARDENS, FL 33410-1299	900 00 100 to be refunded	X	GENERAL FUND

07 04 PM #48-0990309
NOVEMBER 1, 2004 - OCTOBER 31, 2005

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

CONTRIBUTIONS:

Date / Check	Organization	Amount	Ackn	Purpose
10/19/05 #2296	FRIENDS OF HARVARD TENNIS HARVARD UNIVERSITY, MURR CENTER 65 NORTH HARVARD STREET BOSTON, MA 02163	3,000 00	X	GENERAL FUND GENERAL FUND
02/23/05 #2267	HARRY S TRUMAN LIBRARY INSTITUTE 500 WEST US HIGHWAY 24 INDEPENDENCE, MO 64050-1798	120 00	NN	GENERAL FUND
10/14/05 #2292	HARVARD UNIVERSITY 124 MT AUBURN STREET CAMBRIDGE, MA 02138	1,500,000 00	X	PLEDGE
10/19/05 #2299	HARVARD HILLEL 52 MOUINT AUBURN ST CAMBRIDGE, MA 02138	50,000 00	X	GENERAL FUND
02/28/05 #2268	HEBREW CONGREGATION 1850 NORTH WOODLAWN WICHITA KS 67208	1,000 00	X	GENERAL FUND GENERAL FUND
03/10/05 #2271	HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE SOUTHEAST REGIONAL DEVELOPMENT OFFICE 224 DATURA STREET, SUITE 812-813 WEST PALM BEACH, FL 33410	1,800 00	X	GENERAL FUND GENERAL FUND
09/30/05 #2289	ISRAEL CHILDREN'S CENTERS 2151 WEST HILLSBORO BOULEVARD, SUITE 306 DEERFIELD BEACH, FL 33442-1107	5,000 00	X	PLEDGE
01/14/05 #2265	JDC SOUTH ASIA TSUNAMI RELIEF BOX 321, 847A SECOND AVE NEW YORK, NY 10017	5,000 00	X	TSUNAMI RELIEF
09/23/05 #2282 10/19/05 #2298	JEWISH FEDERATION OF PALM BEACH COUNTY 4601 COMMUNITY DRIVE WEST PALM BEACH, FLORIDA 33417-2760	10,000 00 400,000 00	X X	HURRICANE RELIEF FUND ANNUAL CAMPAIGN & ISRAEL PROGRAMS
01/14/05 #2262	JEWISH NATIONAL FUND P O BOX 800 ROCKVILLE CENTRE, NY 11571-0800	1,800 00	X	GENERAL FUND
10/19/05 #2302	JUPITER MEDICAL CENTER FOUNDATION 1210 SOUTH OLD DIXIEHIGHWAY JUPITER, FL 33458-7205	1,000 00	X	ANNUAL FUND
09/28/05 #2288	MASSACHUSETTS EYE & EAR INFIRMARY C/O RALPH B METSON, M D F A C S ZERO EMERSON PLACE BOSTON, MA 02114	10,000 00	X	FELLOWSHIP IN RHINOLOGY & SINUS SURGERY
10/19/05 #2304	MID-KANSAS JEWISH FEDERATION 400 N WOODLAWN, SUITE 8 WICHITA, KS 67208	20,000 00	X	COMMUNITY SCHOOL

07 04 PM **#48-0990309**
NOVEMBER 1, 2004 - OCTOBER 31, 2005

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

CONTRIBUTIONS:

				PURPOSE
12/29/04 #2028	PALM BEACH ORTHODOX SYNAGOGUE	225,000 00	X	BUILDING PLEDGE
05/16/05 #2219	P O BOX 3225	500 00	X	GENERAL FUND
09/23/05 #2283	PALM BEACH, FL 33480	18,000 00	X	GENERAL FUND
08/01/05 #2277	RAYMOND F KRAVIS CENTER FOR THE PERFORMING A 701 OKEECHOBEE BLVD WEST PALM BEACH, FL 33401	1,000 00	X	GENERAL FUND
10/19/05 #2297	ROBERT M BEREN ACADEMY 11333 CLIFFWOOD DRIVE HOUSTON, TX 77035-6011	50,000 00	X	GENERAL FUND
05/20/05 #2275	SINAI AKIBA ACADEMY 10400 WILSHIRE BLVD LOS ANGELES, CA 90024	1,000 00	X	GRANDPARENTS ASSOCIATION
08/04/05 #2278	SOUTHERN INSTITUTE FOR EDUCATION AND RESEARC TURLANE UNIVERSITY MR BOX 1692 31 MCALISTER DRIVE NEW ORLEANS, LA 70118-5555	500 00	X	GENERAL FUND
03/14/05 #2272	THE SIDS NETWORK OF KANSAS 1148 S HILLSIDE WICHITA, KS 67211	250 00	X	GENERAL FUND
10/19/05 #2295	UNITED WAY OF PALM BEACH COUNTY 2600 QUANTUM BLVD BOYNTON BEACH, FL 33426	25,000 00	X	GENERAL FUND
10/19/05 #2294	WICHITA COLLEGIATE SCHOOL 9115 EAST 13TH STREET WICHITA, KS 67206	100,000 00	X	COLLEGIATE SCHOOL FUND
10/19/05 #2303	WORLD JEWISH CONGRESS P O BOX 90400 WASHINGTON, DC 20090-0400	1,000 00	X	GENERAL FUND
10/03/05 #2290	YESHIVA UNIVERSITY 500 WEST 185TH STREET NEW YORK, NY 10033	25,000 00	X	TRUSTEE ANNUAL GIVING

TOTAL CONTRIBUTIONS $\boxed{\textbf{2,685,870.00}}$

Form **8868**
(Rev December 2004)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No 1545-1709

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

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

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

Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only. . . . . ▶ [ ]

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns Partnerships, REMICs, and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for corporate Form 990-T filers) However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www irs gov/efile*

Type or print	Name of Exempt Organization	**Employer identification number**
	THE ROBERT M. BEREN FOUNDATION	48-0990309
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions	
	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)

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T(sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ THE 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 **Form 990-T corporation)** extension of time until JUNE 15 , 2006 , to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [ ] calendar year ______ or
▶ [X] tax year beginning NOVEMBER 1 , 2004 , and ending OCTOBER 31 , 2005

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	$ 12,806
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	$ 14,694
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	$ 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. Form **8868** (Rev 12-2004)

JSA
5F8054 1 000

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

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

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

Part II **Additional (not automatic) 3-Month Extension of Time - Must File Original and One Copy.**

Type or print	Name of Exempt Organization	Employer identification number
File by the extended due date for filing the return See instructions	ROBERT M. BEREN FOUNDATION	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)

- [ ] Form 990
- [ ] Form 990-BL
- [ ] Form 990-EZ
- [X] Form 990-PF
- [ ] Form 990-T(sec 401(a) or 408(a) trust)
- [ ] Form 990-T (trust other than above)
- [ ] Form 1041-A
- [ ] Form 4720
- [ ] Form 5227
- [ ] Form 6069
- [ ] Form 8870

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, 2006~~

5 For calendar year ______, or other tax year beginning NOVEMBER 1, 2004 and ending OCTOBER 31, 2005

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

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 . . . . . $ 12,806

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 . . . . . $ 14,694

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 . . . . . $ NONE

JUN 15 2006

ENVELOPE POSTMARK DATE

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 ▶ Title ▶ CPA Date ▶ 6/15/06

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.
- [X] Other

DENIED- YOU DID NOT STATE WHY YOU NEED AN EXTENSION. PLEASE FILE YOUR RETURN IMMEDIATELY.

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.

EXTENSION DENIED

JUL 03 2006

FIELD DIRECTOR, SUBMISSION PROCESSING, OGDEN

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)

JUN 2 2006

OGDEN, UT

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

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

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

Part II Additional (not automatic) 3-Month Extension of Time - 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)

[ ] Form 990	[ ] Form 990-T(sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-BL	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-EZ	[ ] Form 1041-A	[ ] Form 8870
[X] Form 990-PF	[ ] Form 4720	

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 BAREN 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, 2006

5 For calendar year ______, or other tax year beginning NOVEMBER 1, 2004 and ending OCTOBER 31, 2005

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 ______

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 . . . . $ 12,806

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 . . . . $ 14,694

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 . . . . $ 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 ▶ [signature] Title ▶ CPA Date ▶ 6/15/06

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 ______

______ By ______ ______

Director 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)

- 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 - Must File Original and One Copy.

Type or print	Name of Exempt Organization	Employer identification number
File by the extended due date for filing the return See instructions	ROBERT M. BEREN FOUNDATION	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)

☐ Form 990	☐ Form 990-T(sec. 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-BL	☐ Form 990-T (trust other than above)	☐ Form 6069
☐ Form 990-EZ	☐ Form 1041-A	☐ Form 8870
X Form 990-PF	☐ Form 4720	

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. BAREN 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, 2006

5 For calendar year ____ , or other tax year beginning NOVEMBER 1, 2004 and ending OCTOBER 31, 2005

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 TAXPAYER REQUIRES ADDITIONAL TIME TO GATHER THIRD PARTY INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

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 . . . $ 12,806

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 . . . $ 14,694

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 . . . $ 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 ▶ Title ▶ CPA Date ▶ 6/15/06

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)