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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

2001

Department of the Treasury
Internal Revenue Service

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

For calendar year 2001, or tax year beginning , 2001, and ending , 20

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 ISRAEL HENRY BEREN CHARITABLE TRUST		A Employer identification number 48-6337836
	Number and street (or PO box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (316) 265-3311
	City or town, state, and ZIP code WICHITA KS 67208		C If exemption application is pending check here <input type="checkbox"/>

H Check type of organization 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) ▶ \$ **54,558,626**

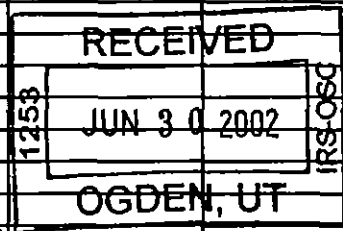
J Accounting method Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

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

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 10 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)
1	Contributions, gifts, grants, etc., received (attach schedule) Check <input type="checkbox"/> if the foundation is not required to attach Sch B	178,967	SEE SCHEDULE 1		
2	Distributions from split-interest trusts				
3	Interest on savings and temporary cash investments	305,578	305,578		
4	Dividends and interest from securities	268,714	268,714		
5a	Gross rents				
b	(Net rental income or (loss) _____)				
6a	Net gain or (loss) from sale of assets not on line 10	978,421			
b	Gross sales price for all assets on line 6a _____				
7	Capital gain net income (from Part IV, line 2)		978,421		
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)				
11	Other income (attach schedule) SCHEDULE 1	(79,977)	(79,977)		
12	Total. Add lines 1 through 11	1,651,703	1,472,736		
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) SCHEDULE 1	693			693
c	Other professional fees (attach schedule)				
17	Interest	5,330	5,330		
18	Taxes (attach schedule) (see page 14 of the instructions) SCH 1	192,775	460		192,315
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) SCHEDULE 1	1,958	1,586		372
24	Total operating and administrative expenses. Add lines 13 through 23	200,756	7,376		193,380
25	Contributions, gifts, grants paid SCHEDULE 4	2,625,000			2,625,000
26	Total expenses and disbursements. Add lines 24 and 25	2,825,756	7,376		2,818,380
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	(1,174,053)			
b	Net investment income (if negative, enter -0-)		1,465,360		
c	Adjusted net income (if negative, enter -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				
	2	Savings and temporary cash investments		24,649,174	1,446,824	1,446,824
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶		27,847	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)				
	b	Investments — corporate stock (attach schedule) SCHEDULE 2		5,470,090	5,500,040	10,155,957
	c	Investments — corporate bonds (attach schedule) SCHEDULE 2		50,000	50,000	50,000
	11	Investments — land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments — mortgage loans					
13	Investments — other (attach schedule) SCHEDULE 3		18,151,528	40,097,722	42,905,845	
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)		48,348,639	47,094,586	54,558,626	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable SEE SCHEDULE 5		280,000	200,000	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		280,000	200,000		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Organizations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		48,068,639	46,894,586	
30	Total net assets or fund balances (see page 17 of the instructions)		48,068,639	46,894,586		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		48,348,639	47,094,586		

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	48,068,639
2	Enter amount from Part I, line 27a	2	(1,174,053)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	46,894,586
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	46,894,586

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 SEE SCHEDULE 3 ATTACHED		D, P	VARIOUS	2001
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k) but not less than -0-) or Losses (from col. (h))	
(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		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	978,421
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))
2000	2,991,478	58,021,646	0.05155796511
1999	2,829,304	54,914,334	0.05152213992
1998	2,506,567	48,992,644	0.05116210915
1997	1,900,580	40,790,495	0.04659369787
1996	1,684,324	34,238,178	0.04919432337

2 Total of line 1, column (d)	2	0.25003023542
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.05000604708
4 Enter the net value of noncharitable-use assets for 2001 from Part X, line 5	4	55,655,701
5 Multiply line 4 by line 3	5	2,783,122
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,654
7 Add lines 5 and 6	7	2,797,776
8 Enter qualifying distributions from Part XII, line 4	8	2,818,380

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 14,654
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 14,654
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 14,654
6 Credits/Payments	
a 2001 estimated tax payments and 2000 overpayment credited to 2001	6a 27,750
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 27,750
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 13,096
11 Enter the amount of line 10 to be Credited to 2002 estimated tax	11 13,096 Refunded 0

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?		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)? <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 organization in connection with the activities</i>		X
c Did the organization file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the organization $\$$ <u>N/A</u> (2) On organization managers $\$$ <u>N/A</u>		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers $\$$ <u>N/A</u>		
2 Has the organization engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the organization have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) \blacktriangleright <u>OHIO</u>		
b <i>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</i>	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 2001 or the taxable year beginning in 2001 (see instructions for Part XIV on page 25)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	X	
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address \blacktriangleright _____	X	
12 The books are in care of \blacktriangleright <u>ISRAEL HENRY BEREN CHARITABLE TRUST</u> Telephone no \blacktriangleright <u>316-265-3311</u> Located at \blacktriangleright <u>WICHITA, KS</u> ZIP+4 \blacktriangleright <u>67208</u>		
13 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 \blacktriangleright <u>13</u>		

SCHEDULE 2

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? <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 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) <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 page 19 of the instructions)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2001?	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 2001, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/> 20 _____, 19 _____, 19 _____, 19 _____		
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 19 of the 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 <input type="checkbox"/> 20 _____, 19 _____, 19 _____, 19 _____		
3a Did the organization 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 2001 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 2001)	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 2001?	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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>		
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? <input type="checkbox"/> Yes <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 LEMANS WAY PALMBEACH GARDENS, FL 33410	TRUSTEE 2	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

Total number of other employees paid over \$50,000 ▶ NONE

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

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 -----	
2 -----	
3 -----	
4 -----	

Part IX-B Summary of Program-Related Investments (see page 21 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		

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	11,964,390
b	Average of monthly cash balances	1b	3,039,900
c	Fair market value of all other assets (see page 22 of the instructions)	1c	41,498,960
d	Total (add lines 1a, b, and c)	1d	56,503,250
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	56,503,250
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)	4	847,549
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	55,655,701
6	Minimum investment return. Enter 5% of line 5	6	2,782,785

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	2,782,785
2a	Tax on investment income for 2001 from Part VI, line 5	2a	14,654
b	Income tax for 2001 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,654
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,768,131
4a	Recoveries of amounts treated as qualifying distributions	4a	
b	Income distributions from section 4947(a)(2) trusts	4b	
c	Add lines 4a and 4b	4c	
5	Add lines 3 and 4c	5	2,768,131
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	2,768,131

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	2,818,380
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	2,818,380
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	14,654
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	2,803,726

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 2000	(c) 2000	(d) 2001
1 Distributable amount for 2001 from Part XI, line 7				2,768,131
2 Undistributed income, if any, as of the end of 2000				
a Enter amount for 2000 only				
b Total for prior years 19____, 19____, 19____				
3 Excess distributions carryover, if any, to 2001				
a From 1996				
b From 1997		14,524		
c From 1998		73,287		
d From 1999		145,445		
e From 2000		492,526		
f Total of lines 3a through e		725,782		
4 Qualifying distributions for 2001 from Part XII, line 4 ▶ \$ <u>2,818,380</u>				
a Applied to 2000, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see page 24 of the instructions)				
c Treated as distributions out of corpus (Election required — see page 24 of the instructions)				
d Applied to 2001 distributable amount				2,768,131
e Remaining amount distributed out of corpus	50,249			
5 Excess distributions carryover applied to 2001 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	776,031			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2000 Subtract line 4a from line 2a Taxable amount — see page 25 of the instructions				
f Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				0
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 1996 not applied on line 5 or line 7 (see page 25 of the instructions)				
9 Excess distributions carryover to 2002. Subtract lines 7 and 8 from line 6a	776,031			
10 Analysis of line 9				
a Excess from 1997		14,524		
b Excess from 1998		73,287		
c Excess from 1999		145,445		
d Excess from 2000		492,526		
e Excess from 2001		50,249		

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 2001, enter the date of the ruling ▶ NOT APPLICABLE
 b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2001	(b) 2000	(c) 1999	(d) 1998	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test — enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test — Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
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)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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))

NONE

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

NONE

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	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year SEE SCHEDULE 4 ATTACHED</p>		PUBLIC	CAPITAL EXPENDITURES	2,625,000
Total				▶ 3a 2,625,000
b Approved for future payment				
Total				▶ 3b

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

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- | | | Yes | No |
|--|-------|-----|----|
| 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.

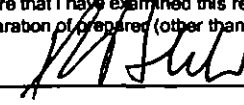

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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: <u></u> Date: <u>6-27-02</u>	Title: <u>TRUSTEE</u>	
Preparer's signature: <u></u> Firm's name (or yours if self-employed) address, and ZIP code: <u>KPMG, LLP</u> <u>345 RIVERVIEW, SUITE 100, WICHITA, KS 67203</u>	Date: <u>6/25/02</u> Check if self-employed: <input type="checkbox"/>	Preparer's SSN or PTIN (See Signature on page 28 of the instructions): <u>512-78-0498</u> EIN: <u>13-5565207</u> Phone no: <u>316-267-8341</u>

ISRAEL HENRY BEREN CHARITABLE TRUST**48-6337836****Schedule 1****Form 990-PF, 2001****PART I, Line 1: Contributions, gifts, grants, etc., received:**

Israel Henry Beren Estate	178,967
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178,967

PART I, Line 11: Other Income:

Ascot Partner, L P - #13-3693341	
Ordinary Loss	(79,513)

Pequot Endowment Fund, L P - #06-1388800	
Ordinary Loss	(464)

(79,977)

PART I, Line 16b: Accounting Expense:

KPMG Peat Marwick	693
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693

PART I, Line 18: Taxes:

Ohio Franchise Tax	0
Federal Income Tax	192,315
Foreign Tax Paid	460

192,775

PART I, Line 21: Travel, Conferences, and Meetings:

Travel	0
--------	---

0

PART I, Line 23: Other Expenses:

Freight & Postage	372
Office Supplies	0
AT&T Dividend on 2 1099's-doubled on line 4	1,586

1,958

ISRAEL HENRY BEREN CHARITABLE TRUST	48-6337836
Schedule 2	Form 990-PF, 2001

BEGINNING OF YEAR	END OF YR BOOK VALUE	END OF YR MKT VALUE
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PART II, Line 10b Investments - corporate stock

Stocks	# Shares			
Exxon/Mobil	60,000	911,796	911,796	2,358,000
Peoples Bancorp Inc	19,000	203,322	203,322	383,478
Peoples Bancorp Inc	1,898	20,446	20,446	incl above
Chevron/Texaco Inc	30,285	1,197,102	1,197,102	2,713,839
A T & T Corp	52 270	1,005,070	780 538	948,178
Spun part off to AT&T Wireless - Sold 2001				
American Home Products Cor	3,000	0	178,214	184,080
Bell South Corporation	15,000	195,000	195,000	572,250
Berkshire Hathaway	5	0	340,548	378,000
Diebold Inc	5,000	0	195,972	202,200
Hartford Financial Services Gr	2,500	0	147,857	157,075
Kimberly Clark Corp	2,500	0	144,451	149,500
Lockheed Martin Corp	268	5,762	5,762	12,507
Lucent Technologies (AT&T)	36,540	373,082	sold 12/2001	
McCormick & Co Inc Non Voti	5 000	0	207,348	209,850
NCR (AT&T)	1,781	45,788	sold 12/2001	
SBC Communication Inc	30,000	607,739	607,739	1,175,100
Qwest	11,894	144,216	sold 12/2001	
Verizon	15,000	580,845	363,945	711,900
Sold 8,676 Shares 12/01				
Vodafone Airtouch ADS	16,740	179,922	sold 12/2001	
		5,470,090	5,500,040	10,155,957

PART II, Line 10c. Investments - corporate bonds

State of Israel Bonds	50,000	50,000	50,000
	50,000	50,000	50,000

PART II, Line 13 Investments - other

Anel Fund Limited	2,000,000	2,000,000	2 836,326
Ascot Partners, L P	6,698,956	7,520,920	7,520,920
Ascot Partners, L P - Unrealized Gain	2,597	3,393	-
Caduceus Capital, Ltd	0	3,000,000	3,013,743
Centuron Overseas Fund Ltd	4 500,000	4,500,000	7,796,876
Chilton International, Ltd	0	2,000,000	2,069,789
Chilton New Era International, Ltd	0	2,000,000	2,220,377
CLSP Overseas, Ltd	0	2,000,000	1,607,480
Gift Certificates com	0	18,431	18,431
Gotham Partners International	1,000,000	180,801	197,633
Lancer Offshore Inc	0	5,000,000	5,447,559
Moore Technology Venture	950,000	950,000	362,474
Pequot Endowment, LLC	0	2,901,717	2,901,717
Pequot Endowment, LLC - Unrealized Loss	0	22,485	-
Pequot Healthcare Offshore Fund, Inc	0	2,000,000	1,832,518
Pequot Technology Offshore Fund, Inc	0	2,000,000	2,182,000
Rudman International Fund, Ltd	0	1,000,000	859,560
Zweig-Dimenna International Limited	2,999,975	2,999,975	2,038,442
	18,151,528	40,097,722	42,905,845

PART VII, QUESTION 10

Substantial Contributors

Estate of Israel Henry Beren
P O Box 20380
Wichita, Kansas 67208

ISRAEL HENRY BEREN CHARITABLE TRUST
GAIN/(LOSS) ON SALE OF ASSETS - SCHEDULE 3
December 31, 2001

DESCRIPTION	NUMBER OF UNITS	DATE ACQUIREC	DATE SOLD	SALES PROCEEDS	COST & EXPENSES OF SALE	20%		
						SHORT-TERM GAIN/ (LOSS)	LONG-TERM GAIN/ (LOSS)	
AT&T CORP - CASH-IN-LIEU		7/1/1995	7/12/2001	7 99	-		7 99	
CHEVRON CORP - CASH-IN-LIEU		7/1/1995	10/18/2001	56 58			56 58	
PEOPLES BANCORP - CASH-IN-LIEU		VARIOUS	9/17/2001	17 98	-		17 98	
GOTHAM PARTNERS INTERNATIOI	819 199	1/2/1998	1/1/2001	800,960 86	819,199 00		(18,238 14)	
VINIK OVERSEAS FUND	UNKNOWI	11/1/1996	1/1/2001	17,013 81	-		17,013 81	
FIRST MANHATTAN COMPANY -SEE ATTACHED SCHEDULE 3A	LTCG	VARIOUS	2001	1,545,322 67	1,184,440 23		360,882 44	
ASCOT PARTNERS, L P STCG ID# 13-3693341	K-1		2001			534,407 00		
ASCOT PARTNERS, L P LTCG ID# 13-3693341	K-1		2001				154,190 00	
PEQUOT ENDOWMENT FUND, L P STCG ID# 06-1388800	K-1		2001			35,827 00		
PEQUOT ENDOWMENT FUND, L P LTCG ID# 06-1388800	K-1		2001				(105,744 00)	
					2,363,379 89	2,003,639 23	570,234 00	408,186 66
							978,420 66	

**ISRAEL HENRY BEREN CHARITABLE TRUST
GAIN/(LOSS) ON SALE OF ASSETS - SCHEDULE 3A
December 31, 2001**

DESCRIPTION	NUMBER OF UNITS	DATE ACQUIRED	DATE SOLD	SALES PROCEEDS	COST & EXPENSES OF SALE	SHORT-TERM	LONG-TERM
						GAIN/ (LOSS)	GAIN/ (LOSS)
AT&T WIRELESS SERVICES	16,820	7/1/1995	12/13/2001	219,029 87	224,532 69		(5,502 82)
LUCENT TECHNOLOGIES	36,540	7/1/1995	12/10/2001	288,371 29	373,081 93		(84,710 64)
NCR CORP	1,761	7/1/1995	12/10/2001	66,531 49	45,788 52		20,742 97
QWEST COMMUNICATIONS	11,894	7/1/1995	12/13/2001	139,436 33	144,215 58		(4,779 25)
VERIZON	8,676	7/1/1995	12/13/2001	409,785 91	216,899 99		192,885 92
VODAFONE FROUP PLC	16,740	7/1/1995	12/13/2001	422,167 78	179,921 52		242,246 26
				1,545,322 67	1,184,440 23	-	360,882 44

06/17/02 ISRAEL HENRY BEREN CHARITABLE TRUST
 08 05 PM #48-6337836
 JANUARY 1, 2001 - DECEMBER 31, 2001

CONTRIBUTIONS:			PURPOSE
12/17/2001 #1152	AISH HATORAH 28 PARK AVENUE AIRMONT, NY 10952	150,000 00 X	BUILDING PROJECT
10/24/2001 #1146	NER ISRAEL RABBINICAL COLLEGE 400 MT WILSON LANE BALTIMORE, MD 21208	250,000 00 X	BUILDING PROJECT
12/17/2001 #1153	ROBERT M BEREN ACADEMY 11333 CLIFFWOOD DR HOUSTON, TX 77035	100,000 00 X	BUILDING PROJECT
8/15/2001 #1143	UNITED HEBREW CEMETERY ASSOCIATIC C/O DR PHILIP MEHLER 101 GRAPE STREET DENVER, CO 80220	5,000 00 X	BEAUTIFICATION PROJECT
3/5/2001 #1134	UNITED LUBAVITCHER YESHIVOTH	100,000 00 X	BUILDING PROJECT
3/16/2001 #1135	433 CROWN STREET	120,000 00 X	BUILDING PROJECT
3/16/2001 #1136	BROOKLYN, NY 11225	50,000 00 X	BUILDING PROJECT
7/25/2001 #1141		150,000 00 X	BUILDING PROJECT
10/26/2001 #1147		100,000 00 X	BUILDING PROJECT
	GRANTS PAYABLE - SEE SCHEDULE 5	100,000 00	BUILDING PROJECT
	GRANTS PAYABLE - SEE SCHEDULE 5	100,000 00	BUILDING PROJECT
12/17/2001 #1151	YESHIVA UNIVERSITY ISRAEL HENRY BEREN CHARITABLE TRUST ENDOWMENTS 500 WEST 185TH STREET NEW YORK, NY 10033-3299	1,400,000 00 X	ENDOWMENT FUND
TO PAY 1% TAX:			
TOTAL CONTRIBUTIONS		2,625,000 00	

ISRAEL HENRY BEREN CHARITABLE TRUST	48-6337836
Schedule 5	Form 990-PF, 2001

PART I, Line 18: Grants Payable

United Lubavitcher - Paid 5/15/200 NOTE A	100,000
United Lubavitcher - Paid 5/15/200 NOTE A	100,000
	200,000

Distributable amount could not be determined until after the end of the year We did not receive the K-1 from Ascot and Pequot until 2002

NOTE A Pledge Committed to the completion of the Israel Henry Beren Residence Hall Payable in 2002

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return

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

Note 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)

Note 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

Type or print	Name or Exempt Organization	Employer identification number
	ISRAEL HENRY BEREN CHARITABLE TRUST	48-6337836
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)

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

- 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-month, for 990-T corporation) extension of time until AUGUST 15, 2001, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ calendar year 2000 or

▶ tax year beginning _____, 20____, and ending _____, 20____

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 \$ 36,500

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 \$ 36,500

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

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 ▶ 5/14/01

For Paperwork Reduction Act Notice, see Instruction