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

2008

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

For calendar year 2008, or tax year beginning

7/1/2008, and ending

6/30/2009

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 foundation STEVE & BEDE LEVINSON FOUNDATION, INC. Number and street (or P O box number if mail is not delivered to street address) c/o L. WOLLIN 866 UN PLAZA Room/suite 508 City or town, state, and ZIP code NEW YORK NY 10017	A Employer identification number 13-3251182 B Telephone number (see page 10 of the instructions) 212-785-2610
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,653,274	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)	

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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	17,134	17,134		
4 Dividends and interest from securities	59,113	59,113		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	-36			
b Gross sales price for all assets on line 6a	0			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)		0		
11 Other income (attach schedule)		0	0	0
12 Total. Add lines 1 through 11	76,211	76,247	0	
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	13,920	0	0	0
c Other professional fees (attach schedule)	12,000	12,000	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	3,600	0	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	12,157	0	0	0
24 Total operating and administrative expenses.				
Add lines 13 through 23	41,677	12,000	0	0
25 Contributions, gifts, grants paid	85,660			85,660
26 Total expenses and disbursements. Add lines 24 and 25	127,337	12,000	0	85,660
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-51,126			
b Net investment income (if negative, enter -0-)		64,247		
c Adjusted net income (if negative, enter -0-)				0

B

Assets	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	
	1	Cash—non-interest-bearing		25,060	25,060	
	2	Savings and temporary cash investments	1,011,484	1,066,896	1,066,896	
	3	Accounts receivable ►	0			
		Less allowance for doubtful accounts ►	0	0	0	
	4	Pledges receivable ►	0			
		Less allowance for doubtful accounts ►	0	0	0	
	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) ►	0			
		Less allowance for doubtful accounts ►	0	0	0	
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments—U S and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)	832,201	712,365	1,379,349	
	c	Investments—corporate bonds (attach schedule)	49,542	40,398	0	
	11	Investments—land, buildings, and equipment basis ►	0			
		Less accumulated depreciation (attach schedule) ►	0	0	0	
	12	Investments—mortgage loans	159,588	156,969	156,969	
	13	Investments—other (attach schedule)		0	0	0
	14	Land, buildings, and equipment basis ►	0			
		Less accumulated depreciation (attach schedule) ►	0	0	0	
	15	Other assets (describe ► ISRAEL BONDS)	25,000	25,000	25,000	
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		2,077,815	2,026,688	2,653,274
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ►)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ► <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	2,077,815	2,026,689		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the instructions)	2,077,815	2,026,689		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,077,815	2,026,689		

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	2,077,815
2	Enter amount from Part I, line 27a	2	-51,126
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	2,026,689
5	Decreases not included in line 2 (itemize) ► ROUNDING	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,026,688

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 ATTACHED		P	VARIOUS	VARIOUS
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 137,325	0	137,361	-36	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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	0	0	-36	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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	-36
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	0

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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))
2007	146,216	3,326,341	0.043957
2006	161,380	3,380,905	0.047733
2005	124,613	2,083,628	0.059806
2004	87,920	1,678,217	0.052389
2003	106,490	1,752,641	0.060760

2 Total of line 1, column (d)

2 0.264645

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 0.052929

4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5

4 2,639,579

5 Multiply line 4 by line 3

5 139,710

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 642

7 Add lines 5 and 6

7 140,352

8 Enter qualifying distributions from Part XII, line 4

8 85,660

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)

- 1 a 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 foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b
- c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)
- 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)
- 5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-
- 6 Credits/Payments
- a 2008 estimated tax payments and 2007 overpayment credited to 2008
- b Exempt foreign organizations—tax withheld at source
- c Tax paid with application for extension of time to file (Form 8868)
- d Backup withholding erroneously withheld
- 7 Total credits and payments Add lines 6a through 6d
- 8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached
- 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed
- 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
- 11 Enter the amount of line 10 to be Credited to 2009 estimated tax ► 1,397 Refunded ►

6a	1,682
6b	
6c	1,000
6d	
7	2,682
8	0
9	0
10	1,397
11	0

Part VII-A Statements Regarding Activities

- 1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
- 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)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities
- c Did the foundation file Form 1120-POL for this year?
- d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
 (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____
- e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____
- 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities
- 3 Has the foundation 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*
- 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
 b If "Yes," has it filed a tax return on Form 990-T for this year?
- 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T
- 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?
- 7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*
- 8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► DE
 b If the answer is "Yes" to line 7, has the foundation 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*
- 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*
- 10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	X
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address	► N/A		
14	The books are in care of ► LONNIE WOLLIN	Telephone no ► 212-785-2610	
Located at	►	ZIP+4 ► 07632	
15	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	► 15	N/A

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20_____ , 20_____ , 20_____ , 20_____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(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)? (see page 22 of the instructions)	<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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b N/A
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53 4945–5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, 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		6b X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If you answered "Yes" to 6b, also file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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 22 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
SCHEDULE ATTACHED	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 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	.00	0	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	0	0	0
Total number of other employees paid over \$50,000				► 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see page 23 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
NONE		0
		0
		0
		0
		0
		0
		0
		0

Total number of others receiving over \$50,000 for professional services ► 0

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 23 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		
2		
3		0
Total. Add lines 1 through 3	►	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 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 1,594,929
b	Average of monthly cash balances	1b 1,084,847
c	Fair market value of all other assets (see page 24 of the instructions)	1c
d	Total (add lines 1a, b, and c)	1d 2,679,776
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 2,679,776
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4 40,197
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,639,579
6	Minimum investment return. Enter 5% of line 5	6 131,979

Part XI Distributable Amount (see page 25 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	1 131,979
2a	Tax on investment income for 2008 from Part VI, line 5	2a 1,285
b	Income tax for 2008 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 1,285
3	Distributable amount before adjustments Subtract line 2c from line 1	3 130,694
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 130,694
6	Deduction from distributable amount (see page 25 of the instructions)	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 130,694

Part XII Qualifying Distributions (see page 25 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 85,660
b	Program-related investments—total from Part IX-B	1b 0
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 85,660
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5 0
6	Adjusted qualifying distributions Subtract line 5 from line 4	6 85,660

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 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				130,694
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only				0
b Total for prior years 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2008				
a From 2003	NONE			
b From 2004	NONE			
c From 2005	2,263			
d From 2006	13,273			
e From 2007	NONE			
f Total of lines 3a through e	15,536			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 85,660				
a Applied to 2007, but not more than line 2a				0
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2008 distributable amount	0			85,660
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	15,536			15,536
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
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 27 of the instructions		0		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)		0		
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a		0		
10 Analysis of line 9				
a Excess from 2004	0			
b Excess from 2005	0			
c Excess from 2006	0			
d Excess from 2007	0			
e Excess from 2008	0			

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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
4 Dividends and interest from securities
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
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)**13 Total** Add line 12, columns (b), (d), and (e)

(See worksheet in line 13 instructions on page 28 to verify calculations)

13 _____ 0

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 foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)	Unrelated business income				Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1		0		0	0		
2		0		0	0		
3		0		0	0		
4		0		0	0		
5		0		0	0		
6		0		0	0		
7		0		0	0		
8		0		0	0		
9		0		0	0		
10		0		0	0		
11		0		0	0		
12		0		0	0		
13		0		0	0		

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 foundation to a noncharitable exempt organization of | | |
| (1) | Cash | X | |
| (2) | Other assets | X | |
| b | Other transactions | | |
| (1) | Sales of assets to a noncharitable exempt organization | X | |
| (2) | Purchases of assets from a noncharitable exempt organization | X | |
| (3) | Rental of facilities, equipment, or other assets | X | |
| (4) | Reimbursement arrangements | X | |
| (5) | Loans or loan guarantees | X | |
| (6) | Performance of services or membership or fundraising solicitations | X | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation 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. | | |

- 2a** Is the foundation 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		Date	Title	
 Lonnie Wollin		1/14/10	Secretary	
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed	<input type="checkbox"/>
	 Lonnie Wollin	1/13/2010		Preparer's identifying number (see Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		 LONGIE E WOLLIN, PC 866 UN PLAZA RM 508, NY, NY 10017		EIN ► 13-3368041
				Phone no (212) 785-2610

Line 16b (990-PF) - Accounting Fees

	Name of organization or person providing service	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	0
1	WOLLIN ASSOCIATES	13,920				
2						
3						
4						
5						
6						
7						
8						
9						
10						

Line 16c (990-PF) - Other Fees

	Name of organization or person providing service	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	RIM ASSOCIATES (INVESTMENT ADV)	12,000	12,000	0	0
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		3,600	0	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income	3,600			
3	Income tax				
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

12,157

0

0

0

	Description	Revenue and expenses per books	Net investment income	Adjusted net income	Disbursements for charitable purposes
1	Amortization. See attached statement	0	0	0	0
2	SECRETARIAL SERVICES	12,000			
3	DELAWARE FRANCHISE TAX				
4	DELAWARE REPRESENTATION FEE				
5	BROKER'S FEE				
6	BANK CHARGE	157			
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num shares/ face value	(a) Book value beg. of year	832,201	712,365	1,898,858	1,379,349
1	SCHEDULE ATTACHED			832,201	712,365	1,898,858	1,379,349
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							

Part II, Line 15 (990-PF) - Other Assets

	Description	25,000	25,000	25,000
		(a) Beginning balance	(b) Ending balance	(c) Fair market value
1	ISRAEL BONDS	25,000	25,000	25,000
2				
3				
4				
5				
6				
7				
8				
9				
10				

PART II line 10b		BOOK VALUE	BOOK VALUE	FMV
AS OF 6/30/09	NAME OF STOCK	BEG OF YEAR	END OF YEAR	END OF YEAR
ALTRIA GROUP INC COM		5,855	5,855	4,261
AMERICAN SELECT PORTFOLIO INC		33,362	33,362	27,968
AMGEN INC		13,014	13,014	10,164
AQUA AMER		7,232	7,232	4,672
AT & T		7,662	7,662	75,986
BANK OF NEW YORK CO INC		9,364	9,364	9,526
CITIGROUP		8,362	8,362	621
CONSOLIDAGTED EDISON INC COM		1,121	1,121	6,324
DUKE REALTY		26,623	26,623	
EASTON VANCE CORP		9,106	9,106	12,573
EXXON MOBIL CORP		3,631	3,631	224,831
FAIRPOINT COMMUNICATIONS INC		10	19	8
GENENTECH		3,219		
GENERAL DYNAMICS		12,170	12,170	16,617
GENERAL ELECTRIC CO		43,175	43,175	9,962
GOOGLE INC		6,684	6,684	16,442
IDEARC				1
ISHARES TR DOW JONES US TECHNOLOGY SECTOR		21,908	21,908	19,576
J P MORGAN CHASE & CO		25,671	25,734	1,839
KRAFT		5,594	5,594	4,536
LEHMAN BROTHERS HOLDINGS INC COMMON		17,715	17,715	18
LOWES COS INC		22,303	22,303	13,354
MERRILL LYNCH PFD CAP TR III PFD SECS 7%		16,676	16,676	11,152
MERRILL LYNCH PFD CAP TR IV TR @ 7 12%		33,398	33,398	22,217
NEUBERGER BERMAN REAL EST		125,000		
PHILIP MORRIS INTERNATIONAL		13,341	13,891	11,890
SOUTHERN CO		41,375	41,375	46,553
TECHNITROL		7,722	15,483	182,718
TRAVELERS COS INC		132	132	123
UNITED TECHNOLOGIES CORP DEL COM		4,595	4,595	188,875
VERIZON COMMUNICATIONS COM		2,877	2,877	19,514
VISTEON CORP COM ISIN#US92839u1079		184	184	3
WATSON PHARMA		303,120	303,120	437,027
		832,201	712,365	1,379,349
PART II line 10c				
FIXED INCOME				
BEAR STEARNS MED TERM NTS 7 15%01/10/22		9,144		
GENERAL MOTORS ACCEP CORP SMART NTS @6 750%		28,112	28,112	
IBM CORP DEB 7.0% 10/30/25		12,286	12,286	
TOTAL CORPORATE BONDS		49,542	40,398	
		881,743	752,763	1,379,349

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount							
		Long Term CG Distributions			Short Term CG Distributions				
		(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
1	SCHEDULE ATTACHED			P	VARIOUS	VARIOUS	137,325	0	137,361
2							0	0	0
3							0	0	0
4							0	0	0
5							0	0	0
6							0	0	0
7							0	0	0
8							0	0	0
9							0	0	0
10							0	0	0

Part IV (990-PF) - Capital Gains and Losses for

		Amount					
				(h) Gain or Loss	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
		(a) Kind(s) of property sold	CUSIP #				(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
1	SCHEDULE ATTACHED				-36		
2					0		0
3					0		0
4					0		0
5					0		0
6					0		0
7					0		0
8					0		0
9					0		0
10					0		0

6/30/09

STEVEN and BEDE LEVINSON FDN

11/11/2009

PART VIII line 1a	TITLE	TITLE	COMPENSATION	BENEFITS	EXPENSE ACCT
BEDE LEVINSON RYE, NY	DIRECTOR	PRES P/T	0	0	0
MATTHEW LEVINSON ARMONK, NY	DIRECTOR	VP P/T	0	0	0
ETHAN LEVINSON RYE BROOK, NY	DIRECTOR	VP P/T	0	0	0
RACHEL BALINE MIAMI, FL	DIRECTOR				
LONNIE WOLLIN 866 U N. PLAZA STE #508 NEW YORK, NY 10017		SECY/TREAS P/T	0	0	0

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

	Manager Name	Check "X" if Manager contributed more than 2% of the total contributions received by the foundation	Check "X" if Manager owns 10% or more of the stock of a corporation of which the foundation has a 10% or greater interest
1	BEDE LEVINSON	X	
2			
3			
4			
5			
6			
7			
8			
9			
10			

6/30/09

STEVEN and BEDE LEVINSON FDN

11/11/2009

<u>DONATIONS - PART XV - line 3a</u>		<u>ADDRESS</u>	<u>Recipient is an</u>	<u>Recipient's</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
<u>CHARITY</u>			<u>Individual</u>	<u>Status</u>		
Alzheimer's Association		New York, NY	N/A	Public Charity	Medical	5,000 00
Colel Chabad		Brooklyn, NY 11213	N/A	Public Charity	Religious	50,000 00
Congregation Sulam Yaakov		Rye, NY 10580	N/A	Public Charity	Religious	2,500 00
Gilda's Club Westchester		White Plains, NY 10601	N/A	Public Charity	Charitable	8,500 00
Greater Miami Jewish Federation		Miami, FL 33137	N/A	Public Charity	Religious	4,000 00
Harrison Volunteer Ambulance Corp		Harrison, NY 10528	N/A	Public Charity	Charitable	100 00
Jewish Community Center of Harrison		Harrison, NY 10528	N/A	Public Charity	Religious	2,900.00
Jewish Community Relations Council of NY		New York, NY 10018	N/A	Public Charity	Religious	2,500 00
Jewish Guild for the Blind		New York, NY 10023	N/A	Public Charity	Medical	1,500 00
Juvenile Diabetes Research Fdn		White Plains, NY 10603	N/A	Public Charity	Medical	680 00
Kenya Educational Fund		New York, NY 10023	N/A	Public Charity	Educational	500 00
Metropolitan Museum of Art		New York, NY 100287	N/A	Public Charity	Educational	500.00
Montefiore Medical Center		Bronx, NY 10467	N/A	Public Charity	Medical	500 00
National Palliative Care Research Ctr		1 Gustave PI NY, NY 10029	N/A	Public Charity	Medical	180 00
Noah's Wish		El Dorado, CA 95762	N/A	Public Charity	Charitable	50 00
Ramaz Scholarship Fund		New York, NY 100287	N/A	Public Charity	Educational	800 00
The Friendship Circle		Agoura Hills, CA 913010	N/A	Public Charity	Charitable	100 00
Union County Torah Center		Westfield, NJ 07091	N/A	Public Charity	Religious	5,000 00
Williamstown Theater Festival		Williamstown, MA 01267	N/A	Public Charity	Educational	350 00
						85,660 00

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

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

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

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

Type or print	Name of Exempt Organization STEVE & BEDE LEVINSON FOUNDATION, INC	Employer identification number 13-3251182
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 c/o L. WOLLIN 866 UN PLAZA, Room No 508	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK	NY 10017

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

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

- The books are in the care of ► LONNIE WOLLIN 07632

- Telephone No ► 212-785-2610 FAX No ►
- If the organization does not have an office or place of business in the United States, check this box. ►
 - If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box. ► If it is for part of the group, check this box. ► and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 2/15/2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
- calendar year _____ or
- tax year beginning 7/1/2008, and ending 6/30/2009

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

3 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 2,682
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 1,682
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 1,000

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