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

OMB No 1545-0052

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 12/01, 2008, and ending 11/30, 2009G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE EUGENE APPLEBAUM FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

39400 WOODWARD AVENUE

City or town, state, and ZIP code

BLOOMFIELD HILLS, MI 48304

Room/suite

100

A Employer identification number

38-2782955

B Telephone number (see page 10 of the instructions)

(248) 593-8840C 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 foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 6,496,706.**
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)
1 Contributions, gifts, grants, etc., received (attach schedule) if the foundation is not required to attach Sch. B.	911,935.			
2 Check ☐ Interest on savings and temporary cash investments				
3 Dividends and interest from securities	97,056.	95,402.	95,402.	STMT 1
4a Gross rents				
b Net rental income or (loss)				
5a Net gain or (loss) from sale of assets not on line 10	-2,342,934.			
b Gross sales price for all assets on line 6a	6,080,229.			
7 Capital gain net income (from Part IV, line 2)				
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)	1,154.	1,154.	1,154.	STMT 2
12 Total. Add lines 1 through 11	-1,332,789.	96,556.	96,556.	
13 Compensation of officers, directors, trustees, etc.	NONE			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	10,700.	5,350.	5,350.	5,350.
c Other professional fees (attach schedule)	47,852.	23,926.	23,926.	23,926.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	20,000.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 6	2,246.	1,123.	1,123.	1,123.
24 Total operating and administrative expenses. Add lines 13 through 23	80,798.	30,399.	30,399.	30,399.
25 Contributions, gifts, grants paid	584,519.			584,519.
26 Total expenses and disbursements. Add lines 24 and 25	665,317.	30,399.	30,399.	614,918.
27 Subtract line 26 from line 12	-1,998,106.			
a Excess of revenue over expenses and disbursements		66,157.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			66,157.	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. **STMT 5

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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		631,956.	1,420,039.	1,420,039.
	2	Savings and temporary cash investments		446,372.	1,490,323.	1,490,323.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) STMT 7.	6,423,068.	NONE	NONE	
	c	Investments - corporate bonds (attach schedule) STMT 8.	969,797.	3,562,723.	3,586,344.	
	Liabilities	11	Investments - land, buildings, and equipment, basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
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 the instructions Also, see page 1, item I)	8,471,193.	6,473,085.	6,496,706.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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)				
		Foundations 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				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. X				
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	8,471,193.	6,473,085.			
30	Total net assets or fund balances (see page 17 of the instructions)	8,471,193.	6,473,085.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,471,193.	6,473,085.			

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	8,471,193.
2	Enter amount from Part I, line 27a	2	-1,998,106.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	6,473,087.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 9	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,473,085.

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 PART IV SCHEDULE					
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					
(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					
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	-2,342,934.	
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 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	3,915,008.	10,931,948.	0.358125
2006	4,467,532.	9,451,503.	0.472680
2005	4,419,149.	9,796,286.	0.451105
2004	3,957,628.	5,197,113.	0.761505
2003	4,248,909.	5,842,916.	0.727190
2 Total of line 1, column (d)			2 2.770605
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 0.554121
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 6,167,121.
5 Multiply line 4 by line 3			5 3,417,331.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 662.
7 Add lines 5 and 6			7 3,417,993.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 614,918.

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 foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1,323.
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	1,323.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	1,323.
6	Credits/Payments:	
a	2008 estimated tax payments and 2007 overpayment credited to 2008	65,071.
b	Exempt foreign organizations-tax withheld at source	NONE
c	Tax paid with application for extension of time to file (Form 8868)	NONE
d	Backup withholding erroneously withheld	
7	Total credits and payments. Add lines 6a through 6d	65,071.
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	63,748.
11	Enter the amount of line 10 to be credited to 2009 estimated tax	63,748. Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a 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?		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)? 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.		X
c Did the foundation 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 foundation \$ NONE (2) On foundation managers \$ NONE		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ NONE		
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		X
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		X
4a Did the foundation 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? If "Yes," attach the statement required by General Instruction T		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 foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) MI		
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	X	
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses SEE STATEMENT 10	X	

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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)(3)? 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 ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>PAMELA A. APPLEBAUM</u> Telephone no ▶ <u>248-593-8840</u>			
	Located at ▶ <u>39400 WOODWARD AVENUE #100, BLOOMFIELD HILLS, MI</u> ZIP + 4 ▶ <u>48304</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			

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? ☐ 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 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) ☐ 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
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? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No		
If "Yes," list the years ▶ _____		
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) ☐	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 ▶ _____		
3a Did the foundation 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 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) ☐	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008? ☐	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here. ☐

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

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

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

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

If you answered "Yes" to 6b, also file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 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
SEE STATEMENT 12		NONE	NONE	NONE

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

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

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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

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 <u>JEWISH FEDERATION OF METRO DETROIT</u> -----	
-----	135,000.
2 <u>CRANBROOK SCHOOLS</u> -----	
-----	100,150.
3 <u>DETROIT SYMPHONY ORCHESTRA</u> -----	
-----	75,000.
4 <u>AMERICAN FRIENDS OF ISRAEL</u> -----	
-----	70,500.

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 <u>NONE</u> -----	

2 -----	

All other program-related investments. See page 24 of the instructions	
3 <u>NONE</u> -----	

Total. Add lines 1 through 3	

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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	2,963,704.
b	Average of monthly cash balances	1b	3,297,333.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	6,261,037.
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	NONE
3	Subtract line 2 from line 1d	3	6,261,037.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	93,916.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,167,121.
6	Minimum investment return. Enter 5% of line 5	6	308,356.

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	308,356.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,323.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,323.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	307,033.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	307,033.
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	307,033.

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	614,918.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	614,918.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	614,918.

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				307,033.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only				
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2008				
a From 2003 3,991,063.				
b From 2004 NONE				
c From 2005 3,938,551.				
d From 2006 4,016,240.				
e From 2007 3,372,941.				
f Total of lines 3a through e	15,318,795.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 614,918.				
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				307,033.
e Remaining amount distributed out of corpus	307,885.			
5 Excess distributions carryover applied to 2008 (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	15,626,680.			
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 27 of the instructions				
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				
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)	3,991,063.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	11,635,617.			
10 Analysis of line 9				
a Excess from 2004 NONE				
b Excess from 2005 3,938,551.				
c Excess from 2006 4,016,240.				
d Excess from 2007 3,372,941.				
e Excess from 2008 307,885.				

Form 990-PF (2008)

4942(1)(5)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHED SCHEDULE				584,519.
Total			▶ 3a	584,519.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		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	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			14	97,056.	
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	-2,342,934.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue: a _____					
b	ROYALTY INCOME					1,154.
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				-2,245,878.	1,154.
13	Total. Add line 12, columns (b), (d), and (e)				13	-2,244,724.

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

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

[illegible]

Schedule of Contributors

OMB No 1545-0047

▶ Attach to Form 990, 990-EZ, and 990-PF.

2008

Name of the organization

THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.)

General Rule

- ☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	EUGENE APPLEBAUM CHARITABLE LEAD TRUST 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 410,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	EUGENE APPLEBAUM CHARITABLE LEAD TRUST 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 258,067.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	EUGENE APPLEBAUM CHARITABLE LEAD TRUST 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 169,768.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 7,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
5	PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
6	PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 8,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
8	LISA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 9,100.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					39,298.	
936,173.		COMERICA PROPERTY TYPE: SECURITIES 1,318,389.				P	VARIOUS	VARIOUS
							-382,216.	
1,365,058.		COMERICA 2,182,626.					VARIOUS	VARIOUS
							-817,568.	
2,273,267.		TELEMUS CAPITAL PARTNERS PROPERTY TYPE: SECURITIES 3,132,917.				P	VARIOUS	VARIOUS
							-859,650.	
1,466,263.		TELEMUS CAPITAL PARTNERS PROPERTY TYPE: SECURITIES 1,789,231.				P	VARIOUS	VARIOUS
							-322,968.	
170.		GOLDMAN SACHS PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							170.	
TOTAL GAIN(LOSS)							----- -2342934. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
-----	-----	-----	-----
COMERICA	2,912.	2,912.	2,912.
SEIZERT CAPITAL - INTEREST	5,091.	5,091.	5,091.
TELEMUS FUND - INTEREST	12,352.	11,732.	11,732.
LEONARD & CO - DIVIDENDS	13.	13.	13.
TELEMUS FUND - DIVIDENDS	40,033.	38,999.	38,999.
SEIZERT CAPITAL - DIVIDENDS	17,996.	17,996.	17,996.
GOLDMAN SACHS - INTEREST	63,888.	63,888.	63,888.
GOLDMAN SACHS - ACCRUED INTEREST PAID	-45,229.	-45,229.	-45,229.
	-----	-----	-----
TOTAL	97,056.	95,402.	95,402.
	=====	=====	=====

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS -----	DATE ---	DIRECT PUBLIC SUPPORT -----
EUGENE APPLEBAUM CHARITABLE LEAD TRUST 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	02/17/2009	410,000.
EUGENE APPLEBAUM CHARITABLE LEAD TRUST 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	05/15/2009	258,067.
EUGENE APPLEBAUM CHARITABLE LEAD TRUST 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	07/31/2009	169,768.
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	VARIOUS	7,000.
PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	04/30/2009	25,000.
PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	07/29/2009	25,000.
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	04/22/2009	8,000.

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
-----	---	-----
LISA A. APPLEBAUM	09/23/2009	9,100.
39400 WOODWARD AVENUE, SUITE 100		
BLOOMFIELD HILLS, MI 48304		

TOTAL CONTRIBUTION AMOUNTS		911,935.
		=====

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
TELEMUS - ROYALTY INCOME	1,154.	1,154.	1,154.
TOTALS	1,154.	1,154.	1,154.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
PRICewaterhouseCOOPERS - PREP	10,700.	5,350.	5,350.	5,350.
TOTALS	10,700.	5,350.	5,350.	5,350.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
SEIZERT CAPITAL	11,272.	5,636.	5,636.	5,636.
TELEMUS	9,700.	4,850.	4,850.	4,850.
ARBOR INVESTMENT GROUP	24,000.	12,000.	12,000.	12,000.
GOLDMAN SACHS	2,880.	1,440.	1,440.	1,440.
TOTALS	47,852.	23,926.	23,926.	23,926.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
ESTIMATED TAXES	20,000.
TOTALS	----- 20,000. =====

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
COMERICA	2,246.	1,123.	1,123.	1,123.
TOTALS	2,246.	1,123.	1,123.	1,123.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
COMERICA/SEIZERT - SEE ATTACHE	2,811,154.	NONE	NONE
TELEMUS - SEE ATTACHED	3,611,914.	NONE	NONE
TOTALS	6,423,068.	NONE	NONE

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TELEMUS - SEE ATTACHED	969,797.	NONE	NONE
GOLDMAN SACHS CORP FIXED INC		3,562,723.	3,586,344.
TOTALS	969,797.	3,562,723.	3,586,344.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

ROUNDING

2.

TOTAL

2.
=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
-----	-----	-----	-----	-----
EUGENE APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	PRESIDENT <i>PART-TIME</i>	NONE	NONE	NONE
MARCIA APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	V. PRESIDENT <i>PART-TIME</i>	NONE	NONE	NONE
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	SECRETARY <i>PART-TIME</i>	NONE	NONE	NONE
PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	TREASURER <i>PART-TIME</i>	NONE	NONE	NONE
GRAND TOTALS		NONE	NONE	NONE

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2008

Name of estate or trust

Employer identification number

THE EUGENE APPLEBAUM FAMILY FOUNDATION

38-2782955

Note: Form 5227 filers need to complete **only** Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-1,241,696.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	-1,241,696.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS			STMT 1		39,298.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-1,140,536.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	-1,101,238.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		-1,241,696.
14	Net long-term gain or (loss):			
a	Total for year	14a		-1,101,238.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		-2,342,934.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16	
a	The loss on line 15, column (3) or b \$3,000		(3,000.)

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,200	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23.	25	
26	Subtract line 25 from line 24.	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31. ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34	

Schedule D (Form 1041) 2008

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2008

► See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

Employer identification number

38-2782955

THE EUGENE APPLEBAUM FAMILY FOUNDATION

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-1,241,696.
---	-------------

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b	-1,140,536.
Schedule D-1 (Form 1041) 2008	

FEDERAL CAPITAL GAIN DIVIDENDS
=====LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

TELEMUS
COMERICA6,048.
33,250.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

39,298.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

39,298.
=====

FEDERAL FOOTNOTES

=====

PAGE 2 BALANCE SHEET COLUMN C

THIS FOUNDATION HOLDS THE REMAINDER INTEREST IN THE EUGENE APPLEBAUM
CHARITABLE REMAINDER TRUST EIN: 38-3228858

National Financial Services LLC

2009 Detail Information

Account No.	Taxpayer ID	Page
TIM-003565	38-2782955	5 of 12

EUGENE APPLEBAUM FAMILY FOUNDATI
39400 WOODWARD AVENUE
SUITE 100
BLOOMFIELD HILLS MI 48304-5151

Customer Service: 248-827-1800

Additional Information

Amount

This detail information is not reported to the IRS. It may assist you in tax return preparation.

Short-Term Realized Gain/Loss.....859,650.14-
Long-Term Realized Gain/Loss.....322,968.49-

Detail Information

Short-Term Realized Gain/Loss

Description / CUSIP	Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss (-)
<i>Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This information is not reported to the IRS. It may assist you in tax return preparation.</i>						
AIRCATTLE LIMITED COM STK USDO.01 /G0129K104						
03/28/08	03/23/09		5,000.000	25,050.95	55,686.04 f	30,635.09-
Wash Sale Disallowed Loss					30,635.09-	30,635.09-
06/26/08	03/23/09		400.000	2,004.08	3,027.01 f	1,022.93-
03/28/08 ^	03/23/09		4,600.000	23,029.77	41,119.63 f	18,089.86-
various	03/26/09		5,000.000	25,783.10	38,383.23 f	12,600.13-
10/08/08	04/01/09		2,000.000	9,759.94	12,857.26 f	3,097.32-
various	04/01/09		3,000.000	14,639.91	21,125.40 f	6,485.49-
10/24/08	04/02/09		15,000.000	76,250.57	91,504.75 f	15,254.18-
			USD Subtotal	176,518.32	233,068.23	
TRANSOCEAN LIMITED COM CHF15 /H8817H100						
various	01/22/09		400.000	19,577.54	42,991.09 f	23,413.55-
EAGLE BULK SHIPPING INC COM USDO.01 /Y2187A101						
various	01/09/09		3,500.000	28,680.73	41,911.95 f	13,231.22-
ALEXANDRIA REAL ESTATE EQUITIES INC PFD /015271406						
10/31/08	01/23/09		2,500.000	45,619.99	45,001.19 f	618.80
10/31/08	02/09/09		2,500.000	46,369.99	45,001.19 f	1,368.80
10/31/08	03/23/09		2,000.000	34,995.05	36,000.95 f	1,005.90-
10/31/08	03/26/09		1,000.000	18,503.14	18,000.47 f	502.67
10/31/08	03/30/09		1,000.000	17,225.90	18,000.48 f	774.58-
10/31/08	04/01/09		1,000.000	18,499.89	18,000.47 f	499.42
			USD Subtotal	181,213.96	180,004.75	
ANTHRACITE CAP INC 8.25% PFD SER D /037023405						
04/18/08	01/23/09		900.000	4,855.22	14,353.46 f	9,498.24-
04/18/08	01/30/09		1,600.000	7,275.20	25,517.25 f	18,242.05-
various	02/09/09		2,500.000	11,245.18	42,577.31 f	31,332.13-
various	03/23/09		2,000.000	2,055.23	28,919.45 f	26,864.22-
various	03/27/09		1,000.000	1,105.24	11,671.31 f	10,566.07-
various	03/30/09		1,000.000	999.99	11,563.95 f	10,563.96-
08/14/08	04/01/09		1,000.000	899.99	11,403.17 f	10,503.18-
			USD Subtotal	28,436.05	146,005.90	

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EUGENE APPLEBAUM FAMILY FOUNDATI
39400 WOODWARD AVENUE
SUITE 100
BLOOMFIELD HILLS MI 48304-5151

Customer Service: 248-827-1800

Detail Information		Short-Term Realized Gain/Loss				
Description / CUSIP						
Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss (-)	
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APARTMENT INV & MGMT CO PFD 9.375% SER G/03748R408						
10/31/08	01/23/09	1,000.000	17,345.15	16,016.92 f	1,328.23	
various	01/26/09	1,500.000	26,095.10	26,329.74 f	234.64	
11/03/08	02/09/09	1,900.000	32,960.06	34,062.51 f	1,102.45	
various	03/23/09	2,600.000	32,703.06	46,722.93 f	14,019.87	
11/12/08	03/27/09	1,000.000	13,732.17	18,001.05 f	4,268.88	
11/12/08	03/30/09	1,000.000	13,134.92	18,001.06 f	4,866.14	
11/12/08	04/01/09	100.000	1,292.99	1,800.11 f	507.12	
11/12/08	04/01/09	900.000	11,519.93	16,200.94 f	4,681.01	
		USD Subtotal	148,783.38	177,135.26		
ARES CAPITAL CORP COM STK USD0.001 /04010L103						
04/16/08	03/23/09	1,500.000	6,116.43	16,951.10 f	10,834.67	
Wash Sale Disallowed Loss					10,834.67	
04/16/08	03/26/09	1,500.000	7,603.68	16,951.10 f	9,347.42	
04/16/08	03/27/09	5,000.000	25,599.10	55,456.53 f	29,857.43	
05/05/08	03/30/09	2,500.000	11,774.93	29,479.75 f	17,704.82	
10/08/08	04/01/09	2,500.000	12,462.93	19,432.76 f	6,969.83	
		USD Subtotal	63,557.07	127,436.57		
BANK OF AMERICA CORP /060505104						
various	01/29/09	1,750.000	12,388.01	44,839.15 f	32,451.14	
BEAR STEARNS COS INC-NT LKD TO /073902835						
02/09/09	03/23/09	2,200.000	51,845.21	53,081.73 f	1,236.52	
CIT GROUP INC-NEW COM **EXPIRED /125581108						
various	01/08/09	6,000.000	27,315.49	38,961.35 f	11,645.86	
CALAMOS STRATEGIC TOTAL RETURN FD COM SH/128125101						
02/10/09	03/23/09	5,000.000	29,506.08	32,282.43 f	2,776.35	
Wash Sale Disallowed Loss					2,776.35	
02/10/09	03/27/09	3,000.000	17,521.55	19,369.46 f	1,847.91	
Wash Sale Disallowed Loss					994.18	
02/10/09	03/27/09	2,000.000	11,681.03	10,699.56 f	981.47	
02/10/09	03/30/09	2,614.000	14,352.86	14,082.30 f	270.56	
02/10/09	04/01/09	2,000.000	11,503.13	10,699.56 f	803.57	
		USD Subtotal	84,564.65	83,362.78		
CAPITAL ONE CAPITAL II PFD 7.50% /14041L204						
10/31/08	01/26/09	2,500.000	38,495.03	40,177.44 f	1,682.41	
10/31/08	02/09/09	1,300.000	19,820.13	20,892.27 f	1,072.14	
10/31/08	02/10/09	1,200.000	18,295.14	19,285.17 f	990.03	
10/31/08	03/23/09	1,700.000	24,476.13	27,320.66 f	2,844.53	
10/31/08	03/24/09	300.000	4,540.22	4,821.29 f	281.07	
10/31/08	03/26/09	1,000.000	14,506.16	16,070.97 f	1,564.81	

National Financial Services LLC

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EUGENE APPLEBAUM FAMILY FOUNDATI
39400 WOODWARD AVENUE
SUITE 100
BLOOMFIELD HILLS MI 48304-5151

Customer Service: 248-827-1800

Detail Information

Short-Term Realized Gain/Loss

Description / CUSIP	Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss (-)
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CAPITAL ONE CAPITAL II PFDS 7.50% /14041L204						
10/31/08	03/30/09		1,000.000	13,400.92	16,070.98 f	2,670.06-
10/31/08	04/01/09		1,000.000	14,759.91	16,070.97 f	1,311.06-
			USD Subtotal	148,293.64	160,709.75	
DTE ENERGY HOLDING CO /233331107						
various	01/08/09		1,200.000	42,442.49	42,199.34 f	243.15
DICKS SPORTING GOODS INC /253393102						
various	01/08/09		1,500.000	21,630.37	31,390.50 f	9,760.13-
FEDL HOME LN MTG CRP SER 2764 CL OE /31394TVB8						
04/02/08	04/02/09		100,000.000	101,250.00	98,879.75 f	2,370.25
FIRST EAGLE OVERSEAS CLASS A /32008F101						
various	03/27/09		366.458	5,646.68	7,885.29 a	2,238.61-
GAMESTOP CORP NEW CL A /36467W109						
various	01/08/09		1,400.000	33,439.52	52,655.99 f	19,216.47-
GENERAL ELECTRIC CO /369604103						
10/10/08	01/08/09		1,500.000	24,015.66	28,474.75 f	4,459.09-
GOOGLE INC CL A /38259P508						
various	01/22/09		100.000	29,843.68	45,006.44 f	15,162.76-
INTL GAME TECHNOLOGY /459902102						
various	01/08/09		2,000.000	27,498.09	47,607.45 f	20,109.36-
ISHARES BARCLAYS TREAS INFLATION /464287176						
01/22/09	03/17/09		500.000	49,210.97	49,099.70 f	111.27
IVY ASSET STRATEGY CL A /466000759						
various	03/17/09		2,281.467	42,069.67	60,144.47 a	18,074.80-
JANUS ADVISER INTL EQUITY CL I /47102S635						
various	03/27/09		153.025	1,006.80	1,754.07 a	747.27-
JPMORGAN HIGH YIELD BOND FUND CLASS A /4812C0779						
various	03/30/09		8,424.306	49,787.65	50,289.51 a	501.86-
LAS VEGAS SANDS CORP /517834107						
various	01/08/09		4,000.000	27,733.49	67,092.07 f	39,358.58-
LEUCADIA NATL CORP /527288104						
various	01/08/09		1,000.000	20,217.13	46,780.40 f	26,563.27-
LOOMIS SAYLES INVST GRADE BOND CL A /543487144						
various	03/30/09		5,120.822	49,262.31	50,232.58 a	970.27-
MACQUARIE INFRASTRUCTURE CO LLC /55608B105						
various	01/29/09		3,000.000	12,988.77	37,798.73 f	24,809.96-
ML CAP TRUST III 7.3750% 09/15/2062 CALL/59025D207						
08/28/08	01/28/09		2,500.000	34,739.05	49,990.70 f	15,251.65-
08/28/08	02/09/09		2,500.000	30,370.07	49,990.69 f	19,620.62-

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39400 WOODWARD AVENUE
SUITE 100
BLOOMFIELD HILLS MI 48304-5151

Detail Information

Short-Term Realized Gain/Loss

Description / CUSIP	Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss (-)
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ML CAP TRUST III 7.3750% 09/15/2062 CALL/59025D207						
various	02/19/09		5,000.000	35,091.05	81,252.06 f	46,161.01
			USD Subtotal	100,200.17	181,233.45	
NEWCASTLE INVESTMENT CORP. PFD SER B /65105M207						
04/18/08	01/23/09		100.000	185.24	1,453.87 f	1,268.63
04/18/08	01/26/09		2,400.000	4,315.22	34,892.90 f	30,577.68
various	02/09/09		2,500.000	5,170.22	37,075.36 f	31,905.14
various	03/23/09		2,000.000	5,095.22	23,440.00 f	18,344.78
various	03/27/09		1,000.000	2,619.23	9,741.19 f	7,121.96
various	03/30/09		1,000.000	2,259.98	11,144.58 f	8,884.60
08/14/08	04/01/09		100.000	219.99	1,134.38 f	914.39
08/14/08	04/01/09		200.000	475.99	2,268.76 f	1,792.77
08/14/08	04/01/09		700.000	1,449.97	7,940.66 f	6,490.69
			USD Subtotal	21,791.06	129,091.70	
NUVEEN FLOATING RATE INCOME OPPORTUNITY /6706EN100						
various	03/23/09		5,000.000	26,145.60	34,654.76 f	8,509.16
various	03/27/09		5,000.000	26,512.60	34,945.77 f	8,433.17
			USD Subtotal	52,658.20	69,600.53	
NUVEEN FLOATING RATE INCOME FUND /67072T108						
01/22/09	03/23/09		5,000.000	29,045.58	32,403.17 f	3,357.59
Wash Sale Disallowed Loss					3,357.59	3,357.59
01/22/09	03/27/09		2,500.000	14,995.54	16,201.58 f	1,206.04
Wash Sale Disallowed Loss					407.64	407.64
01/22/09	03/27/09		2,500.000	14,995.54	15,873.33 f	877.79
01/22/09	03/30/09		2,845.000	16,275.29	17,904.05 f	1,628.76
various	04/01/09		3,000.000	17,791.70	18,486.42 f	694.72
			USD Subtotal	93,103.65	97,103.32	
NUVEEN MULTI STRATEGY INCOME AND GROWTH /67073B106						
01/22/09	03/23/09		5,000.000	17,613.65	22,152.38 f	4,538.73
01/22/09	03/27/09		5,000.000	18,151.14	22,152.37 f	4,001.23
02/18/09	03/30/09		5,000.000	17,055.90	20,048.75 f	2,992.85
			USD Subtotal	52,820.69	64,353.50	
NUVEEN MULTI STRATEGY INCOME AND GROWTH /67073D102						
01/22/09	03/23/09		7,500.000	27,112.09	34,878.56 f	7,766.47
Wash Sale Disallowed Loss					7,766.47	7,766.47
01/22/09	03/27/09		2,500.000	9,529.72	11,626.19 f	2,096.47
Wash Sale Disallowed Loss					998.76	998.76
01/22/09	03/27/09		3,500.000	13,341.60	16,034.47 f	2,692.87
01/22/09	03/30/09		5,191.000	18,607.03	23,546.84 f	4,939.81

National Financial Services LLC

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EUGENE APPLEBAUM FAMILY FOUNDATI
39400 WOODWARD AVENUE
SUITE 100
BLOOMFIELD HILLS MI 48304-5151

Customer Service: 248-827-1800

Detail Information

Short-Term Realized Gain/Loss

Description / CUSIP	Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss (-)
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NUVEEN MULTI STRATEGY INCOME AND GROWTH /67073D102	02/18/09	04/01/09	5,000.000	19,112.89	20,591.75 f	1,478.86-
			USD Subtotal	87,703.33	97,912.58	
OPPENHEIMER SENIOR FLOATING RATE CL A /68381K101	various	04/30/09	8,666.147	53,296.80	50,789.77 a	2,507.03
OPPENHEIMER ROCHESTER NATIONAL MUNI CL A /683940308	various	04/01/09	9,120.767	47,610.40	50,512.64 a	2,902.24-
PROSHARES ULTRASHORT LEHMAN BROS 20+ YR /74347R297	02/18/09	03/17/09	1,250.000	60,908.15	57,216.25 f	3,691.90
PROSHARES TR PROSHARES ULTRASHORT S&P /74347R883	03/04/09	03/27/09	624.000	46,477.99	63,545.17 f	17,067.18-
SCHNITZER STL INDS /806882106	various	01/08/09	1,000.000	39,429.02	43,815.52 f	4,386.50-
SUNCOR ENERGY COM NPV ISIN #CA8672291066/867229106	various	01/08/09	1,200.000	27,112.81	48,801.44 f	21,688.63-
TEREX CORP NEW /880779103	various	01/08/09	1,500.000	26,487.50	45,242.95 f	18,755.45-
ULTRA PETROLEUM CORP COM NPV /903914109	various	01/08/09	650.000	22,999.53	49,917.79 f	26,918.26-
WILLIS LEASE FINANCE CORP /970646105	various	01/08/09	3,200.000	29,605.00	35,179.04 f	5,574.04-
	08/08/08	01/09/09	200.000	1,845.23	1,801.80 f	43.43
			USD Subtotal	31,450.23	36,980.84	

2273266.86

3132917.00

859,650.14-

f - FIFO (First-in, First-out)

^ - Adjusted due to previous wash sale disallowed loss

a - Average Cost-Single Category

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EUGENE APPLEBAUM FAMILY FOUNDATI
39400 WOODWARD AVENUE
SUITE 100
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Customer Service: 248-827-1800

Detail Information

Long-Term Realized Gain/Loss

Description / CUSIP	Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss (-)
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APOLLO INVT CORP COM SH BEN INT /03761U106						
various	01/29/09		3,000.000	21,631.72	48,510.80 f	26,879.08
ARES CAPITAL CORP COM STK USD0.001 /04010C103						
12/18/07	03/23/09		1,750.000	7,135.85	25,204.75 f	18,068.90
Wash Sale Disallowed Loss					18,068.90	18,068.90
01/04/08	03/23/09		1,750.000	7,135.85	24,179.95 f	17,044.10
Wash Sale Disallowed Loss					17,044.10	17,044.10
various	03/26/09		3,500.000	17,741.92	46,973.90 f	29,231.98
USD Subtotal				32,013.62	61,245.60	
BANK OF AMERICA CORP /060505104						
various	01/29/09		750.000	5,309.14	30,678.81 f	25,369.67
CAPITAL ONE F S B FALLS CHURCH 2.09625% /14040VNE0						
12/05/07	03/13/09		97,000.000	97,000.00	96,034.75 f	965.25
Adjusted Cost Basis					97,000.00	0.00
Market Discount Income						965.25
FEDL HOME LN MTG CRP POOL #M30181 /31282CFW2						
unknown	01/15/09		0.000	508.94	508.94	0
unknown	02/15/09		0.000	511.32	511.32	0
unknown	03/15/09		0.000	513.72	513.72	0
12/05/07	04/02/09		2,000,000.000	34,129.94	35,824.49 f	1,694.55
unknown	04/15/09		0.000	516.14	516.14	0
USD Subtotal				36,180.06	87,974.61	1,694.55
FEDL HOME LN MTG CRP POOL #M80845 /31282R5E0						
unknown	01/15/09		0.000	1,636.19	1,636.19	0
unknown	02/15/09		0.000	3,019.12	3,019.12	0
unknown	03/15/09		0.000	3,260.30	3,260.30	0
12/05/07	04/02/09		290,000.000	87,199.83	97,067.31 f	9,867.48
unknown	04/15/09		0.000	3,961.21	3,961.21	0
USD Subtotal				99,076.65	108,944.13	
FEDL HOME LN MTG CRP POOL #E01068 /31294KFH3						
unknown	01/15/09		0.000	1,061.90	1,061.90	0
unknown	02/15/09		0.000	1,037.83	1,037.83	0
unknown	03/15/09		0.000	1,044.03	1,044.03	0
12/07/07	04/02/09		500,000.000	111,632.63	111,539.58 f	93.05
unknown	04/15/09		0.000	1,062.46	1,062.46	0
USD Subtotal				115,838.85	115,745.80	
FEDL HOME LN MTG CRP POOL #E01545 /31294KWE1						
unknown	01/15/09		0.000	1,657.32	1,657.32	0
unknown	02/15/09		0.000	1,650.50	1,650.50	0
unknown	03/15/09		0.000	3,365.21	3,365.21	0

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39400 WOODWARD AVENUE
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Detail Information

Long-Term Realized Gain/Loss

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FEDL HOME LN MTG CRP POOL #E01545 /31294KWE1						
12/10/07	04/02/09		315,000.000	132,015.95	136,983.13 f p	4,967.18-
unknown	04/15/09		0.000	3,210.55	3,210.55	0
			USD Subtotal	141,899.53	146,866.71	
FEDL NATL MTG ASSN POOL #254541 5.00000% /31371KWA5						
unknown	01/25/09		0.000	707.61	707.61	0
unknown	02/25/09		0.000	2,327.86	2,327.86	0
unknown	03/25/09		0.000	2,028.07	2,028.07	0
12/05/07	04/02/09		500,000.000	44,969.26	53,522.67 f p	8,553.41-
unknown	04/25/09		0.000	3,803.09	3,803.09	
			USD Subtotal	53,835.89	62,389.30	
FEDL NATL MTG ASSN SER 2003-086 CL KR /31393EL23						
12/06/07	04/02/09		500,000.000	209,933.43	202,117.38 f	7,816.05
FEDL HOME LN MTG CRP SER 2531 CL HN /31393G4S0						
12/11/07	04/02/09		30,000.000	30,825.00	29,761.00 f	1,064.00
FEDL HOME LN MTG CRP SER 2769 CL EV /31394RZ69						
unknown	01/15/09		0.000	1,030.36	1,030.36	0
unknown	02/15/09		0.000	1,296.89	1,296.89	0
unknown	03/15/09		0.000	2,052.07	2,052.07	0
12/04/07	04/02/09		200,000.000	90,678.15	95,885.89 f	5,207.74-
unknown	04/15/09		0.000	2,950.79	2,950.79	0
			USD Subtotal	98,008.26	103,216.00	
FIRST EAGLE OVERSEAS CLASS A /32008F101						
01/16/08	03/27/09		3,586.291	55,260.43	77,168.36 a	21,907.93-
GOVT NATL MTG ASSN II POOL #3466 /36202DZ79						
unknown	01/20/09		0.000	1,220.50	1,220.50	0
unknown	02/20/09		0.000	698.58	698.58	0
unknown	03/20/09		0.000	1,936.75	1,936.75	0
12/10/07	04/02/09		250,000.000	93,290.07	95,322.82 f p	2,032.75-
unknown	04/20/09		0.000	1,723.13	1,723.13	0
			USD Subtotal	98,869.03	100,901.78	
IVY ASSET STRATEGY CL A /466000759						
various	03/17/09		16,489.338	304,059.22	434,695.10 a	130,635.88-
JANUS ADVISER INTL EQUITY CL I /47102S635						
01/18/08	03/27/09		6,828.522	44,927.03	78,272.76 a	33,345.73-

2009 Detail Information

National Financial Services LLC

Account No	Taxpayer ID	Page
TIM-003565	38-2782955	12 of 12

EUGENE APPLEBAUM FAMILY FOUNDATI
39400 WOODWARD AVENUE
SUITE 100
BLOOMFIELD HILLS MI 48304-5151

Customer Service: 248-827-1800

Detail Information

Long-Term Realized Gain/Loss

Description / CUSIP	Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss (-)
Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This information is not reported to the IRS. It may assist you in tax return preparation.						
TICC CAP CORP COM / 87244T109						
various	01/29/09		6,000,000	21,595.12	53,843.33 f	32,248.21

1466262.98

1789231.77

322,968.49-††

f - FIFO (First-in, First-out)

d - Adjusted cost basis reflects any cumulative original issue discount, premium, or acquisition premium (including any year-to-date amount). It assumes such amounts were amortized or accrued for tax purposes from the acquisition date through the disposition date. Premium amortization was calculated using the yield-to-maturity method. Acquisition premium was calculated using the ratable accrual method. Any market discount accretion for this position was calculated using the straight-line method and, if applicable, recognized upon disposition. Gain/loss displayed for this transaction is calculated using the cost basis adjustments, as described above. The adjusted cost basis used here may not reflect all adjustments necessary for tax reporting purposes (such as wash sale adjustments) and may not apply if you are using an alternative amortization calculation. Refer to IRS Publication 550, *Investment Income and Expenses*, for additional information.

r - Market discount income was calculated using the straight-line method from acquisition date through disposition date. Our calculation assumed the taxpayer elected to defer recognizing the market discount until sale (disposition). Other elections available under tax laws may be more beneficial, depending on your individual tax situation. For federal tax purposes, market discount income from both taxable and tax-exempt bonds is treated as taxable interest income.

p - For fixed income securities subject to paydowns (early repayment of principal), cost basis is adjusted using a method that takes paydowns into account and, in some cases, calculates original issue discount, premium, and acquisition premium using a straight-line method. Note that this method may not produce your adjusted tax basis for federal tax purposes. Refer to IRS Publication 550, *Investment Income and Expenses*, for more information and consult your tax advisor. If gain/loss has not been calculated for this position, it has had return of principal payments greater than its original cost basis.

a - Average Cost-Single Category

†† - All gain/loss information may not be reflected due to incomplete cost basis information.

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers.

APPLEBAUM FAMILY FOUNDATION 1040004724
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
3700. ALTRIA GROUP INC	02/05/2009	03/11/2009	60,605.65	61,527.67	-922.02
850. AMERICAN EXPRESS CO	02/05/2009	03/11/2009	9,953.44	13,153.75	-3,200.31
525. ANADARKO PETROLEUM CORP	02/05/2009	03/11/2009	19,061.91	20,506.51	-1,444.60
275. APACHE CORP	02/05/2009	03/11/2009	15,416.41	20,574.13	-5,157.72
25. BERKSHIRE HATHAWAY INC CL	02/05/2009	03/11/2009	68,873.11	74,476.00	-5,602.89
475. BIOGEN IDEC INC	02/05/2009	03/11/2009	21,636.12	24,792.63	-3,156.51
100. BOEING CO COMMON	08/08/2008	02/05/2009	4,087.48	6,610.32	-2,522.84
950. BOEING CO COMMON	08/08/2008	03/11/2009	31,710.82	62,798.04	-31,087.22
300. BURLINGTON NORTHERN SANTA	02/05/2009	03/11/2009	16,511.90	20,093.25	-3,581.35
325. CIGNA CORP	05/28/2008	02/05/2009	6,459.72	13,259.06	-6,799.34
1575. CIGNA CORP	05/28/2008	03/11/2009	23,908.36	64,255.43	-40,347.07
150. CHESAPEAKE ENERGY CORP	02/05/2009	03/11/2009	2,291.99	2,560.50	-268.51
1025. CHEVRONTXACO CORP	02/05/2009	03/11/2009	63,206.16	73,026.13	-9,819.97
475. COCA-COLA CO DELAWARE					
COMMON STOCK	02/05/2009	03/11/2009	18,824.14	20,004.63	-1,180.49
175. CONOCOPHILLIPS COM	02/05/2009	03/11/2009	6,670.40	7,930.13	-1,259.73
3475. EMC CORP COMMON STOCK	02/06/2008	02/05/2009	39,164.42	54,473.76	-15,309.34
1175. FOREST LABS INC	02/05/2009	03/11/2009	23,112.12	29,551.49	-6,439.37
150. FREEPORT-MCMORAN COPPER &					
GOLD, INC CL B	02/06/2008	02/05/2009	4,045.44	13,198.50	-9,153.06
275. GENERAL DYNAMICS CORP	02/05/2009	03/11/2009	10,244.54	15,074.13	-4,829.59
800. GENERAL ELECTRIC CO	03/13/2008	02/05/2009	8,599.95	27,166.00	-18,566.05
2550. GENERAL ELECTRIC CO	08/08/2008	03/11/2009	21,802.37	81,134.63	-59,332.26
50. GOOGLE INC CL A	02/05/2009	03/11/2009	15,731.91	17,122.50	-1,390.59
1425. HCC INS HLDGS INC	02/05/2009	03/11/2009	30,391.08	33,530.26	-3,139.18
25. J P MORGAN CHASE & CO	08/08/2008	02/05/2009	568.73	1,014.75	-446.02
-625. J P MORGAN CHASE & CO	08/08/2008	03/11/2009	12,631.18	25,368.75	-12,737.57
2050. LIBERTY MEDIA HLDG CORP					
CAP SER A	05/19/2008	02/05/2009	10,323.13	32,326.57	-22,003.44
2425. LIBERTY MEDIA HLDG CORP					
CAP SER A	05/19/2008	03/11/2009	12,225.08	37,110.99	-24,885.91
450. LIBERTY MEDIA HLDG CORP	04/15/2008	02/05/2009	8,776.53	10,943.15	-2,166.62
1250. LIBERTY MEDIA HLDG CORP	04/15/2008	03/11/2009	21,895.75	30,397.62	-8,501.87
575. LILLY ELI & CO	02/05/2009	03/11/2009	16,709.40	21,599.88	-4,890.48
825. LOEWS CORP	02/05/2009	03/11/2009	15,237.66	19,354.51	-4,116.85
Totals					

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Schedule D Detail of Short-term Capital Gains and Losses

Totals	936,172.00	1318389.00	-382,217.00
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1,00
-382216.00

APPLEBAUM FAMILY FOUNDATION 1040004724
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
1325. BANK OF AMERICA CORP	12/08/2005	12/16/2008	18,286.48	58,313.54	-40,027.06
450. BOEING CO COMMON	10/18/2007	03/11/2009	15,020.91	43,234.52	-28,213.61
2200. CHESAPEAKE ENERGY CORP	08/02/2007	03/11/2009	33,615.80	75,625.44	-42,009.64
3000. CISCO SYS INC	12/08/2005	02/05/2009	46,739.73	53,430.00	-6,690.27
2975. CISCO SYS INC	12/08/2005	03/11/2009	44,476.00	52,984.75	-8,508.75
850. COMPUTER SCIENCES CORP	08/02/2007	02/05/2009	32,093.70	47,873.11	-15,779.41
1625. COMPUTER SCIENCES CORP	11/30/2007	03/11/2009	54,124.22	88,214.50	-34,090.28
1375. CONOCOPHILLIPS COM	12/08/2005	03/11/2009	52,410.30	74,585.52	-22,175.22
3550. EMC CORP COMMON STOCK	02/06/2008	03/11/2009	37,381.64	74,167.52	-36,785.88
675. FREEPORT-MCMORAN COPPER & GOLD, INC CL B	02/06/2008	03/11/2009	23,854.36	63,893.21	-40,038.85
525. GENERAL DYNAMICS CORP	11/30/2007	03/11/2009	19,557.77	46,660.37	-27,102.60
1075. HALLIBURTON CO HLDG	11/30/2007	02/05/2009	19,168.96	39,452.50	-20,283.54
1250. HARRIS CORP DEL	11/30/2007	03/11/2009	38,121.28	78,586.25	-40,464.97
700. IBM CORP	11/30/2007	02/05/2009	63,931.06	62,662.08	1,268.98
975. J P MORGAN CHASE & CO	04/21/2006	03/11/2009	19,704.63	41,456.22	-21,751.59
825. JOHNSON & JOHNSON	12/08/2005	02/05/2009	47,335.50	49,986.75	-2,651.25
1500. JOHNSON & JOHNSON	04/21/2006	03/11/2009	71,789.59	87,473.00	-15,683.41
900. JOY GLOBAL INC	11/30/2007	02/05/2009	18,430.81	52,363.80	-33,932.99
175. L-3 COMMUNICATIONS HLDGS	08/02/2007	02/05/2009	13,650.79	17,413.80	-3,763.01
675. L-3 COMMUNICATIONS HLDGS	08/02/2007	03/11/2009	39,814.58	67,167.49	-27,352.91
700. LIBERTY MEDIA HLDG CORP					
CAP SER A	11/30/2007	03/11/2009	3,528.89	12,592.59	-9,063.70
2800. LIBERTY MEDIA HLDG CORP	11/30/2007	03/11/2009	49,046.49	70,731.98	-21,685.49
400. MICROSOFT CORP	04/21/2004	02/05/2009	7,309.95	10,164.00	-2,854.05
2175. MICROSOFT CORP	04/21/2004	03/11/2009	36,496.29	55,266.75	-18,770.46
525. NORTROP GRUMMAN CORP	12/08/2005	02/05/2009	24,956.20	30,477.56	-5,521.36
1300. NORTROP GRUMMAN CORP	12/08/2005	03/11/2009	46,118.80	75,468.25	-29,349.45
1800. NVIDIA CORP	11/30/2007	02/05/2009	15,740.91	59,000.40	-43,259.49
2100. ORACLE CORPORATION	11/30/2007	02/05/2009	35,479.30	44,741.84	-9,262.54
3000. ORACLE CORPORATION	11/30/2007	03/11/2009	44,249.75	60,330.00	-16,080.25
3325. PFIZER INC	12/08/2005	03/11/2009	42,393.51	70,224.00	-27,830.49
Totals					

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APPLEBAUM FAMILY FOUNDATION 1040004724

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
575. RESMED INC	02/06/2008	02/09/2009	23,695.61	25,419.66	-1,724.05
3375. STAPLES INC	11/30/2007	02/05/2009	52,928.47	80,121.15	-27,192.68
700. TIME WARNER INC	12/08/2005	02/05/2009	6,394.46	12,719.00	-6,324.54
6350. TIME WARNER INC	12/08/2005	03/11/2009	50,228.21	115,177.00	-64,948.79
775. TRAVELERS COS INC	09/21/2004	03/11/2009	26,880.88	27,295.11	-414.23
1125. US BANCORP	02/06/2008	03/11/2009	13,882.42	36,527.06	-22,644.64
1200. ZIMMER HOLDINGS INC	06/08/2006	01/29/2009	44,741.98	76,219.32	-31,477.34
550. ACE LTD	12/08/2005	02/05/2009	23,790.11	29,577.02	-5,786.91
1150. ACE LTD	12/08/2005	03/11/2009	38,728.56	50,547.18	-11,818.62
750. CHECK POINT SOFTWARE TECH	04/21/2006	02/05/2009	16,786.03	14,655.00	2,131.03
2550. CHECK POINT SOFTWARE TECH	04/21/2006	03/11/2009	52,172.70	49,827.00	2,345.70
TOTAL 15% RATE CAPITAL GAINS (LOSSES)	.		1365058.00	2182626.00	-817,569.00
Totals			1365058.00	2182626.00	-817,569.00

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Statement Detail
EUGENE APPLEBUAM FAM FDN GS: GOV/CORP FI
Tax Summary

Period Ended November 30, 2009

IRS Circular 230 disclosure: Goldman Sachs does not provide legal, tax, or accounting advice. Any statement contained in this communication (including any attachments) concerning U.S. tax matters was not intended or written to be used, and cannot be used, for the purpose of avoiding penalties under the Internal Revenue Code, and was written to support the promotion or marketing of the transaction(s) or matter(s) addressed. Clients of Goldman Sachs should obtain their own independent tax advice based on their particular circumstances.

REPORTABLE INCOME

	Current Month	Quarter to Date	Year to date
REPORTABLE INTEREST			
Corporate Interest	34,405.99	34,405.99	44,046.96
Interest Earned on Credit Balances	2.56	2.56	2.56
Non-US Interest	0.00	7,968.75	17,656.25
Bank Deposit Interest	46.48	77.07	827.00
TOTAL REPORTABLE INTEREST	34,455.03	42,454.37	62,532.77
TOTAL REPORTABLE INCOME	34,455.03	42,454.37	62,532.77

NON-REPORTABLE ITEMS

ACCRUED INTEREST PAID AT PURCHASE			
Interest Paid on US Treasury Securities	0.00	0.00	(160.50)
Interest Paid on Other Securities	0.00	0.00	(45,068.94)
TOTAL ACCRUED INTEREST PAID AT PURCHASE	0.00	0.00	(45,229.44)
TOTAL NON-REPORTABLE ITEMS	0.00	0.00	(45,229.44)

REALIZED CAPITAL GAINS

SHORT TERM REALIZED GAIN (LOSS)	170.00	170.00	170.00
TOTAL REALIZED CAPITAL GAINS	170.00	170.00	170.00

UNREALIZED GAIN (LOSS)

CURRENT UNREALIZED GAIN (LOSS)	18,920.83		
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Marcia Applebaum Fund

Sisterhood Congregation 27375 Bell Rd.
Southfield, MI 48037 Unrelated Sec 501(c)(3) Education & Research \$ 350.00 \$ 350.00

Pamela A. Applebaum Fund

Hillel Day School	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	29,050.00	
Jewish Federation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	35,000.00	
Hillel Day School	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	15,000.00	
Yad Ezra	2850 W. 11 Mile Berkley, MI 48072	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000.00	
Friendship Circle	6892 West Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	\$	200.00	
Cranbrook Schools	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	150.00	
American Zionist Movement	21550 West Twelve Mile Road Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00	
Sisterhood Congregation	27375 Bell Rd Southfield, MI 48037	Unrelated	Sec 501(c)(3)	Education & Research	\$	236.00	
Kitty Storen Memorial Fund	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00	
University of Michigan Museum of Art	9000 Wolverine Tower Ann Arbor, MI 48109	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00	
Cranbrook Schools	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	100,000.00	
Yeshiva Beth Yehuda	15751 West Lincoln Dr Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	\$	200.00	
Hillel Day School	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	750.00	

MBAA	Max Maxbauer, 1151 Palmer Lane, B East Lansing, MI 48823	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00	\$	187,186.00
<u>Lisa S. Applebaum Fund</u>								
Jewish Community Project	146 Duane Ste A New York, NY 10013	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,500.00		
92nd Street Y	1395 Lexington Manhattan, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00		
Town School	540 E 76th St New York, NY 10021	Unrelated	Sec 501(c)(3)	Education & Research	\$	550.00		
92nd Street Y	1395 Lexington Manhattan, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	100.00		
92nd Street Y	1395 Lexington Manhattan, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	150.00		
Re'uth	545 Madison Ave 6th FL New York, NY 10022	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,500.00		
Town School	540 E 76th St New York, NY 10021	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,890.00		
Diamond in the Rough	112 Street and Park Avenue New York, NY 10025	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00		
University of Michigan Museum of Art	9000 Wolverine Tower Ann Arbor, MI 48109	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00		
92nd Street Y	1395 Lexington Manhattan, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	3,600.00		
The Jewish Museum	1109 5th Avenue New York, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00		
American Friends of the Israel	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,500.00		
JCP	146 Duane Ste A New York, NY 10013	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,500.00		
American Heart Association	122 E 42nd St 18	Unrelated	Sec 501(c)(3)	Education & Research	\$	315.00		

	New York, NY 10168					
American Friends of the Israel	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,500.00
Chrohn's & Colitis Foundation	31313 Northwestern Hwy, #204 Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	850.00
92nd Street Y	1395 Lexington Manhattan, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	294.00
Town School	540 E 76th St New York, NY 10021	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00
A Einstein College	1300 Morris Park Avenue Bronx, NY 10461	Unrelated	Sec 501(c)(3)	Education & Research	\$	350.00
American Friends of the Israel	500 Fifth Ave Ste. 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00
Jewish Community Project	146 Duane Ste A New York, NY 10013	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00
Central Synagogue	652 Lexington Ave New York, NY 10022	Unrelated	Sec 501(c)(3)	Education & Research	\$	4,100.00
Guggenheim Museum	1071 Fifth Ave New York, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	7,500.00
David Horodoker Organization	6953 Candlewood Trail W Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	\$	36.00
The Leukemia & Lymphoma Society	475 Park Avenue South, 8th Floor New York, NY 10016	Unrelated	Sec 501(c)(3)	Education & Research	\$	150.00
92nd Street Y	1395 Lexington Manhattan, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00
The Jewish Museum	1109 5th Avenue New York, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00
Reuth	545 Madison Ave 6th FL New York, NY 10022	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,200.00
Town School	540 E 76th St New York, NY 10021	Unrelated	Sec 501(c)(3)	Education & Research	\$	300.00
					\$	55,435.00

Special Fund

University of Michigan	9000 Wolverine Tower Ann Arbor, MI 48109	Unrelated	Sec 501(c)(3)	Education & Research	\$	50,000.00	\$	50,000 00
<u>Family Foundation</u>								
Children's Hospital of Michigan	CHM Development Office - PDM 3901 Beaubien, Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	\$	50 00		
Karmanos Cancer Institute	110 E Warren Ave. Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	\$	100 00		
Brigham and Women's Hospital	75 Francis Street Boston, MA 02115	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000 00		
Beaumont Foundation	3711 W 13 Mile Rd Royal Oak, MI 48073	Unrelated	Sec 501(c)(3)	Education & Research	\$	250 00		
Cycle for Survival	Memorial Sloan-Kettering Cancer Center 633 Third Ave , 28th Fl, NY, NY 10017	Unrelated	Sec 501(c)(3)	Education & Research	\$	250 00		
Jewish Federation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	100,000 00		
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000 00		
Holocaust Memorial Center	28123 Orchard Lake Rd Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	100 00		
Gleaners Community Food Bank	2131 Beaufait Street Detroit, MI 48207	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00		
National MS Society	21311 Civic Center Dr Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00		
Make A Wish Foundation	Old Hutzel Building, Ground G67 4707 St Antoine St. Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	\$	100.00		
The Palm Beach Police Fund	760 N. Ocean Boulevard Palm Beach, FL 33480	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00		
Cummings Jewish Center Fund	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00		

Nancy Davis Foundation	2121 Ave of the Stars St. 2800 Los Angeles, CA 90067	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,000.00
UJA	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,800.00
Temple B'nai Israel	621 Second Street Rochester, Minnesota 55902	Unrelated	Sec 501(c)(3)	Education & Research	\$	25.00
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000.00
Congregation Shaarey Zedeck	27375 Bell Rd Southfield, MI 48037	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00
University of Michigan Cardiovascular D	9000 Wolverine Tower Ann Arbor, MI 48109	Unrelated	Sec 501(c)(3)	Education & Research	\$	25.00
Hospice of Care Corp	6870 Crooks Road Troy, MI 48007	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00
UJA	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00
Kitty Storen Memorial Fund	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00
Hebrew Free Loan	131 Stuart St, Ste. 425 San Francisco, CA 94105	Unrelated	Sec 501(c)(3)	Education & Research	\$	25.00
Zuroff Family Library	Kollet Institute 15230 W Lincoln, Oak Park, MI 48237	Unrelated	Sec 501(c)(3)	Education & Research	\$	100.00
Massachusetts General Hospital	55 Fruit Street Boston, MA 02114	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000.00
United Jewish Foundation	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00
Jodi Fisher Horowitz Fund	Memorial Sloan Kettering Center 1275 York Avenue, Box 575, NY, NY 10021	Unrelated	Sec. 501(c)(3)	Education & Research	\$	100.00
Holocaust Memorial Center	28123 Orchard Lake Rd Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00
Congregation Shaarey Zedeck	27375 Bell Rd.	Unrelated	Sec 501(c)(3)	Education & Research	\$	100.00

JVS	Southfield, MI 48037	Unrelated	Sec 501(c)(3)	Education & Research	\$	600.00
	29699 Southfield Rd Southfield, MI 48076					
Jewish Community Relations	6735 Telegraph Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	\$	180.00
Detroit Symphony Orchestra	3711 Woodward Ave. Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	\$	25,000.00
Jewish Theological Seminary	6735 Telegraph Ste 310 Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,500.00
Gilda's Club Metro Detroit	49 Hampton Rd Grosse Pointe Shores, MI 48236	Unrelated	Sec 501(c)(3)	Education & Research	\$	50.00
Tamarack Camps	6735 Telegraph Ste. 310 Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00
Karmanos Cancer Institute	110 E. Warren Ave Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000.00
Cornerstone Schools	6861 E. Nevada Detroit, MI 48234	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,500.00
Michigan Jewish Sports Program	30895 Crest Forest Farmington Hills, MI 48331	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00
Jewish Apartments & Senior Housing	15100 W Ten Mile Road Oak Park, MI 48237	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00
Hillel Day School	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	15,000.00
Epilepsy Foundation	20300 Civic Center Drive, Ste 250 Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	\$	300.00
American Jewish Committee	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00
Crohn's & Colitis Foundation	585 Stewart Ave , Ste 414 Garden City, NY 11530	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00
Hillel of Metro Detroit	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	3,000.00

Friends of Camp Mak-A-Wish	31555 Fourteen Mile Rd Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	250 00
ORT America	6735 Telegraph Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	\$	10,000.00
Jewish Community Center	6600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	\$	2,500.00
American Friends of the Israel Museum	500 Fifth Ave. Ste. 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	\$	10,000 00
Yad Ezra	2850 W 11 Mile Berkley, MI 48072	Unrelated	Sec 501(c)(3)	Education & Research	\$	7,000.00
Alzheimer's Association	20300 Civic Center Dr #100 Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000 00
Flagler Museum	1 Whitehall Way Palm Beach, FL 33480	Unrelated	Sec 501(c)(3)	Education & Research	\$	100 00
MS Bike 2009	21311 Civic Center Dr Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	\$	100.00
DIA	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	\$	100.00
Palm Beach Community Fund	760 N Ocean Boulevard Palm Beach, FL 33480	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000 00
Old Newsboy's Goodfellows	PO Box 44444 Detroit, MI 48244	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000.00
American Friends of the Israel Museum	500 Fifth Ave Ste. 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00
Detroit Symphony Orchestra	3711 Woodward Ave. Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	\$	50,000 00
Kadima Center	15999 W. 12 Mile Rd 2nd FL Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000 00
Children's Tumor Foundation	95 Pine St 16th FL New York, NY 10007	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000.00
Congregation Shaarey Zedeck	27375 Bell Road Southfield, MI 48034	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000.00

Yeshiva Beth Yehudah	15751 West Lincoln Dr. Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00
David Horodoker Organization	6953 Candlewood Trail W Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	\$	565.00
Michigan Opera Theatre	1526 Broadway Detroit, MI 48226	Unrelated	Sec 501(c)(3)	Education & Research	\$	300.00
Beaumont Foundation	3711 W 13 Mile Rd Royal Oak, MI 48073	Unrelated	Sec 501(c)(3)	Education & Research	\$	125.00
Jewish Community Center	6600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	\$	360.00
Fiverson Fund for ALS Research	Massachusetts General Hospital-Fitzgerald 165 Cambridge St., Ste 600, Boston, MA 02114	Unrelated	Sec 501(c)(3)	Education & Research	\$	200.00
Jewish Community	146 Duane Street New York, NY 10013	Unrelated	Sec 501(c)(3)	Education & Research	\$	100.00
ZOA Michigan Region	6735 Telegraph Road Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00
Capuchin Soup Kitchen	1820 Mt. Elliott Detroit, MI 48207	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00
Palm Beach Civic Association	760 N Ocean Boulevard Palm Beach, FL 33480	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00
American Friends of the Israel Philharmonic	122 E 42nd St, Ste 4507 New York, NY 10168	Unrelated	Sec 501(c)(3)	Education & Research	\$	500.00
Holocaust Memorial Center	28123 Orchard Lake Rd. Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	\$	150.00
Boys and Girls Clubs of SE Michigan	26777 Halsted Rd, Ste 100 Farmington Hills, MI 48331	Unrelated	Sec 501(c)(3)	Education & Research	\$	250.00
Michigan Friends of the IDF	PO Box 999 Walled Lake, MI 48390	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00
Re'uth	545 Madison Ave 6th FL New York, NY 10022	Unrelated	Sec 501(c)(3)	Education & Research	\$	1,000.00
DIA	5200 Woodward Ave	Unrelated	Sec 501(c)(3)	Education & Research	\$	5,000.00



Statement Detail
EUGENE APPLEBAUM FAMILY FDN - BROKERAGE
Holdings

Period Ended November 30, 2009

CASH, DEPOSITS & MONEY MARKET FUNDS

DEPOSITS & MONEY MARKET FUNDS

DEPOSITS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
GOLDMAN SACHS BANK DEPOSIT (BDA) ⁶	1,490,323.22	1.0000	1,490,323.22	1.0000	1,490,323.22	0.00	0.2216	3,301.91
TOTAL PORTFOLIO			Market Value 1,490,323.22		Adjusted Cost /⁶ Original Cost 1,490,323.22	Unrealized Gain (Loss) 0.00		Estimated Annual Income 3,301.91

⁶ Original Cost is price paid by purchaser adjusted for annual original issue discount payments and/or return of capital adjustments, if applicable. Adjusted Cost reflects adjustments to Original Cost for accretion and/or amortization. Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

¹⁴ This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account. Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit. Not a Deposit. Not FDIC Insured. May Lose Value (Excluding Goldman Sachs Bank Deposit Account, Term Deposits and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co. Bank Deposit Account, Certificate of Deposit Account and Term Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

Portfolio No 020-53760-1

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Statement Detail
EUGENE APPLEBUAM FAM FDN GS: GOV/CORP FI
Holdings

Period Ended November 30, 2009

FIXED INCOME

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS: GOVERNMENT/CORPORATE FIXED INCOME								
U S DOLLAR	2.56	1.0000	2.56		2.56			
GOLDMAN SACHS BANK DEPOSIT (BDA)1*	397,060.54	1.0000	397,060.54	1.0000	397,060.54		0.2163	859.03
FHLB 3 625% 12/17/2010 JD SER 1159 SR LIEN S&P AAA	250,000.00	103.3130	258,282.50 4,103.30	103.0455 103.82	257,613.74 259,550.00	668.76 (1,267.50)	0.6986	9,062.50
U.S. TREASURY NOTE 0.875000% 12/31/2010 JD ON THE RUN SR LIEN S&P AAA	250,000.00	100.6210	251,552.50 916.95	100.1546 100.20	250,386.52 250,507.81	1,165.98 1,044.69	0.7315	2,187.50
TELEFONICA EUROPE BV 7.75% 09/15/2010 USD CALLABLE @ M-W+20 GLOBAL NOTES S&P A-	250,000.00	105.2640	263,160.00 4,036.46	104.6341 106.50	261,585.35 266,250.00	1,574.65 (3,090.00)	1.8117	19,375.00
UNILEVER CAPITAL CORP CPN 7.1250 11/01/2010 CALLABLE AT M-W+20 S&P A+	250,000.00	106.1730	265,432.50 1,434.90	105.2719 107.01	263,179.72 267,512.50	2,252.78 (2,080.00)	1.3381	17,812.50
UNITED TECHNOLOGIES CORP 7.125% 11/15/2010 M-W+15 S&P A	250,000.00	105.9730	264,932.50 742.19	105.4067 107.08	263,516.65 267,687.50	1,415.85 (2,755.00)	1.4054	17,812.50
MORGAN STANLEY 2.9% 12/01/2010 SR LIEN S&P AAA	250,000.00	102.4610	256,152.50 3,604.86	102.1242 102.80	255,310.56 256,992.50	841.94 (840.00)	0.7693	7,250.00
VERIZON GLOBAL FUNDING CORP 7.25% 12/01/2010 USD ISS'D IN EXCHANGE OF 144A S&P A	250,000.00	106.2340	265,585.00 9,012.15	105.1070 106.68	262,767.42 266,700.00	2,817.58 (1,115.00)	2.0772	18,125.00
BANK OF AMERICA CORPORATION 1.7% 12/23/2010 S&P AAA	250,000.00	101.2890	253,222.50 1,853.47	101.1143 101.39	252,785.84 253,462.50	436.66 (240.00)	0.6461	4,250.00
CANADIAN NATIONAL RAILWAY CO 6.375000 10/15/2011 S&P A-	250,000.00	109.3920	273,480.00 1,992.19	107.9992 109.28	269,998.03 273,200.00	3,481.97 280.00	2.0026	15,937.50
KRAFT FOODS, INC CPN 5.6250 11/01/2011 S&P BBB+	250,000.00	106.9410	267,352.50 1,132.81	106.1697 107.22	265,424.29 268,045.00	1,928.21 (692.50)	2.3201	14,082.50

1*This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account. Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit.
Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account, Term Deposits and Certificates of Deposit)
Brokerage and securities services provided by Goldman Sachs & Co. Bank Deposit Account, Certificate of Deposit Account and Term Deposit Account offered by Goldman Sachs Bank USA, Member FDIC



Statement Detail
EUGENE APPLEBUAM FAM FDN GS: GOV/CORP FI
Holdings (Continued)

Period Ended November 30, 2009

FIXED INCOME (Continued)									
	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income	
INVESTMENT GRADE FIXED INCOME									
GS: GOVERNMENT/CORPORATE FIXED INCOME									
AT&T CORP STEP UP 11/15/2011 SER B SR LIEN M- W+40 008P 7.3% 05/15/06-11/15/11 S&P A	250,000.00	111.0280	277,570.00 760.42	111.0830	277,707.50	(137.50)		18,250.00	
CITIGROUP INC 2.875% 12/09/2011 SR LIEN S&P AAA	250,000.00	103.8220	259,555.00 3,414.06	102.8324 103.22	257,081.05 258,045.00	2,473.95 1,510.00	1.4502	7,187.50	
TOTAL GS: GOVERNMENT/CORPORATE FIXED INCOME			3,553,340.60 33,003.76		3,534,419.77 3,562,723.41	18,920.83 (9,382.81)	1.3983	152,171.53	
TOTAL PORTFOLIO									
			Market Value 3,586,344.36		Adjusted Cost / Original Cost 3,534,419.77 3,562,723.41	Unrealized Gain (Loss) 18,920.83 (9,382.81)		Estimated Annual Income 152,171.53	

* Original Cost is price paid by purchaser adjusted for annual original issue discount payments and/or return of capital adjustments, if applicable. Adjusted Cost reflects adjustments to Original Cost for accretion and/or amortization. Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions.

Telemus
PORTFOLIO APPRAISAL
EUGENE APPLEBAUM FAM/CP
TIM003565
November 30, 2008

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
Common Stock - usd							
Energy							
1,200	SUNCOR ENERGY INC COM (old)	40.67	48,801.44	21.44	25,728.00	0.8	0.7
400	FRANSOCEAN LTD REG SHS_delete	107.48	42,991.09	66.88	26,752.00	0.8	0.0
650	ULTRA PETROLEUM CORP COM	76.80	49,917.79	40.63	26,409.50	0.8	?
			141,710.32		78,889.50	2.3	0.2
Industrials							
30,000	AIRCRAFT LTD COM	7.45	223,627.71	5.44	163,200.00	4.8	7.4
3,500	EAGLE BULK SHIPPING INC COM	12.13	42,457.95	4.33	15,155.00	0.4	0.0
1,500	GENERAL ELECTRIC CO COM	18.98	28,474.75	17.17	25,755.00	0.8	2.3
3,000	MACQUARIE INFRASTR CO LLC MEMBERSHIP INT	12.80	38,385.05	4.66	13,980.00	0.4	0.0
1,500	TEREX CORP NEW COM	30.16	45,242.95	14.26	21,390.00	0.6	0.0
3,400	WILLIS LEASE FINANCE CORP COM	10.88	36,980.84	8.96	30,464.00	0.9	?
			415,169.25		269,944.00	7.9	4.7
Consumer Discretionary							
1,500	DICKS SPORTING GOODS INC COM	20.93	31,390.50	12.61	18,915.00	0.6	?
1,400	GAMESTOP CORP NEW CL A	37.61	52,655.99	21.85	30,590.00	0.9	?
2,000	INTERNATIONAL GAME TECHNOLOGY COM	23.80	47,607.45	10.71	21,420.00	0.6	2.2
4,000	LAS VEGAS SANDS CORP COM	16.77	67,092.07	5.17	20,680.00	0.6	?
			198,746.01		91,605.00	2.7	0.5
Financials							
6,500	ANTHRACITE CAP INC COM	6.90	44,863.08	3.02	19,630.00	0.6	0.0
3,000	APOLLO INVT CORP COM	16.17	48,510.80	8.49	25,470.00	0.7	13.2
15,000	ARES CAP CORP COM	11.49	172,325.95	4.98	74,700.00	2.2	28.1
7,500	ASHFORD HOSPITALITY TR INC COM SHS	5.27	39,507.50	1.56	11,700.00	0.3	0.0
2,500	BANK OF AMERICA CORPORATION COM	30.21	75,517.96	16.25	40,625.00	1.2	0.2
6,000	CIT GROUP INC COM	6.64	39,861.35	3.34	20,040.00	0.6	0.0
1,000	LEUCADIA NATL CORP COM	46.78	46,780.40	19.55	19,550.00	0.6	0.0
4,500	NEWCASTLE INVT CORP COM	9.97	44,863.09	1.79	8,055.00	0.2	0.0
1,400	SUN COMMUNITIES INC COM	20.81	29,134.54	10.93	15,330.00	0.4	23.0
6,000	TICC CAPITAL CORP COM	9.06	54,332.90	3.45	20,700.00	0.6	17.4
			595,697.57		255,800.00	7.5	12.3
Information Technology							
100	GOOGLE INC CL A	450.06	45,006.44	292.96	29,296.00	0.9	0.0
			45,006.44		29,296.00	0.9	0.0

Telemus
PORTFOLIO APPRAISAL
EUGENE APPLEBAUM FAM/CP
TIM003565
November 30, 2008

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
Utilities							
1,200	DTE ENERGY CO COM	35.17	42,199.34	37.19	44,628.00	1.3	5.7
			42,199.34		44,628.00	1.3	5.7
Taxable Bond Funds							
10,000	NUVEEN FLTNG RTE INCM OPP FD COM SHS	6.96	69,600.53	5.07	50,700.00	1.5	13.0
			69,600.53		50,700.00	1.5	13.0
Missing Industry Sector							
1,000	SCHNITZER STL INDS CL A	43.82	43,815.52	27.00	27,000.00	0.8	0.3
			43,815.52		27,000.00	0.8	0.3
	Common Stock - usd Total		1,551,944.98		847,862.50	24.8	6.4
Preferred Stock - usd							
Preferred Stocks							
10,000	ALEXANDRIA REAL	18.00	180,004.75	14.65	146,500.00	1.3	?
10,000	ANTHRACITE CAP INC	14.60	146,005.90	4.40	44,000.00	1.3	?
10,000	APARTMENT INV & MGMT	17.71	177,135.26	14.75	147,500.00	4.5	?
10,000	CAPITAL ONE CAPITAL	16.07	160,709.75	13.50	135,000.00	4.0	?
10,000	ML CAP TR III	18.12	181,233.45	17.82	178,240.00	5.2	48.8
10,000	NLWCASTLE INVESTMENT	13.88	138,841.70	3.00	30,000.00	0.9	?
			983,930.81		681,240.00	20.0	12.8
	Preferred Stock - usd Total		983,930.81		681,240.00	20.0	12.8
Mutual Funds - usd							
Domestic Stock Funds							
4,163.775	KEELEY FDS INC MID CAP VALU A	14.41	60,004.75	6.72	27,980.57	0.8	0.0
2,966.050	MUNDER SER TR MIDCAP COR GR A	30.78	91,297.60	16.27	48,257.63	1.4	0.0
			151,302.35		76,238.20	2.2	0.0
Balanced Funds							
16,500.959	IVY FDS INC ASSET STRAT A	27.59	455,235.59	19.62	323,748.82	9.5	0.1
31,439.744	LAZARD FDS INC STRG INST SHS	10.01	314,835.57	7.22	226,994.95	6.7	3.7
			770,071.16		550,743.77	16.1	1.6
International Stock Funds							
3,586.291	FIRST EAGLE FDS INC OVERSEAS FD A	22.03	79,010.75	17.14	61,469.03	1.8	0.1
6,828.522	JANUS ADVISER SER INTL EQTY F'D I(old)	11.57	79,010.75	6.28	42,883.12	1.3	1.3
			158,021.50		104,352.15	3.1	0.6
	Mutual Funds - usd Total		1,079,395.01		731,334.11	21.4	1.3

Telemus
PORTFOLIO APPRAISAL
EUGENE APPLEBAUM FAM/CP
TIM003565
November 30, 2008

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
GNMA - usd							
250,000 0000000	GNMA PASS-TIRU M SINGLE FAMILY 5 000% Due 11-20-18 Accrued Interest	99.82	97,301.03	103.04	100,447.68	2.9	4.9
					406.16	0.0	
			97,301.03		100,853.84	3.0	4.9
FNMA - usd							
Missing Industry Sector							
500,000	FNMA PASS-TIRU BLN SINGLE 7- 5.000% Due 12-01-09	100.01	54,612.85	98.95	54,034.18	1.6	5.1
500,000	FNMA REMIC TRUST 2003-86 4 500% Due 09-25-16 Accrued Interest	97.72	202,117.38	99.33	205,436.01	6.0	4.5
					1,003.15	0.0	
			256,730.23		260,473.34	7.6	4.6
	FNMA - usd Total		256,730.23		260,473.34	7.6	4.6
FHLMC - usd							
Missing Industry Sector							
290,000	FHLMC PC GOLD BLN RST 4 500% Due 09-01-10	99.69	99,153.50	99.24	98,701.13	2.9	4.5
2,000,000	FHLMC PC GOLD RELOC15 5 000% Due 01-01-14	99.94	36,327.96	101.19	36,783.07	1.1	4.9
500,000	FHLMC PC GOLD CASH 15 5 000% Due 10-01-16	99.88	112,688.84	101.54	114,561.72	3.4	4.9
30,000	FHLMC REMIC SERIES 2531 5 000% Due 12-15-17	99.20	29,761.00	100.74	30,223.47	0.9	5.0
315,000	FHLMC PC GOLD CASH 15 5 000% Due 01-01-19	99.50	138,408.52	101.50	141,193.04	4.1	4.9
100,000	FHLMC REMIC SERIES 2764 4.500% Due 03-15-19	98.88	98,879.75	98.08	98,077.56	2.9	4.6
200,000	FHLMC REMIC SERIES 2769 5 000% Due 01-15-23 Accrued Interest	99.75	97,190.35	100.30	97,719.54	2.9	5.0
					2,480.07	0.1	
			612,409.92		619,739.60	18.2	4.8
	FHLMC - usd Total		612,409.92		619,739.60	18.2	4.8
Money Market - usd							
Cash & MMKT Funds							
38,935	DAILY MONEY FD U S TREAS PORT	1.00	38,934.81	1.00	38,934.81	1.1	0.0
			38,934.81		38,934.81	1.1	0.0
	Money Market - usd Total		38,934.81		38,934.81	1.1	0.0
Certificates of Deposit - usd							
Cash & MMKT Funds							
97,000	CAPITAL ONE F S B FALLS CHURCH 0 000% Due 03-13-09	99.00	96,034.75	99.84	96,847.71	2.8	0.0

Teleplus
PORTFOLIO APPRAISAL
EUGENE APPLEBAUM FAM/CP
TIM003565
November 30, 2008

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
	Accrued Interest				0 00	0 0	
			96,034.75		96,847 71	2 8	0 0
	Certificates of Deposits Total		96,034.75		96,847 71	2 8	0 0
Cash and Equivalents - usd							
	Cash & MMKT Funds						
	Cash Account		34,740 94		34,740 94	1 0	0 0
			34,740.94		34,740 94	1 0	0 0
	Cash and Equivalents - Total		34,740.94		34,740.94	1 0	0.0
TOTAL PORTFOLIO			4,751,422.48		3,412,026.85	100.0	5.8

TEMP	INVESTMENT	169711	170 524
	STOCKS	3611914	2260436
	BONDS	969797	981067

Seizert Capital Partners
PORTFOLIO APPRAISAL
Applebaum Family Foundation
Account 1078
November 30, 2008

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
COMMON STOCK							
1,700	ACE LTD SHS	45.60	77,523.37	52.25	88,825.00	4.2	2.2
1,325	BANK OF AMERICA CORP	42.98	56,951.55	16.25	21,531.25	1.0	0.2
1,500	BOEING COMPANY	75.10	112,642.88	42.63	63,945.00	3.0	3.9
3,300	CHECK POINT SOFTWARE ORD	19.54	64,482.00	20.61	68,013.00	3.2	0.0
2,200	CHESAPEAKE ENERGY CORP COM	34.38	75,625.44	17.18	37,796.00	1.8	1.7
1,900	CIGNA CORP COM	40.80	77,514.49	12.11	23,009.00	1.1	0.8
5,975	CISCO SYSTEMS INC COM	17.81	106,414.75	16.54	98,826.50	4.6	0.0
2,475	COMPUTER SCIENCE CRP	54.98	136,087.61	27.86	68,953.50	3.2	0.0
1,375	CONOCOPHILLIPS COM	50.52	69,460.57	52.52	72,215.00	3.4	3.6
7,025	E M C CORP	18.31	128,641.28	10.57	74,254.25	3.5	0.0
825	FREEPORT-MCMORAN COPPER & GOLD	93.44	77,091.71	23.99	19,791.75	0.9	0.0
525	GENERAL DYNAMICS CORP COM	88.88	46,660.37	51.67	27,126.75	1.3	2.7
3,350	GENERAL ELECTRIC	32.33	108,300.63	17.17	57,519.50	2.7	7.2
1,075	HALLIBURTON COMPANY	36.70	39,452.50	17.60	18,920.00	0.9	2.0
1,250	HARRIS CORP DEL COM	62.87	78,586.25	34.88	43,600.00	2.0	2.3
700	INTL. BUSINESS MACH	82.10	57,468.67	81.60	57,120.00	2.7	2.5
1,625	J P MORGAN CHASE	41.75	67,839.72	31.66	51,417.50	2.4	0.6
2,325	JOHNSON & JOHNSON	57.65	134,047.09	58.58	136,198.50	6.4	3.1
900	JOY GLOBAL INC COM	58.18	52,363.80	23.29	20,961.00	1.0	3.0
850	L-3 COMMUNS	99.51	84,581.29	67.17	57,094.50	2.7	2.1
4,500	LIBERTY MEDIA CORP NEW ENT COM SER A	24.91	112,072.75	11.87	53,415.00	2.5	0.0
5,175	LIBERTY MEDIA HLDG CRP CAP COM SER A	15.85	82,030.15	3.31	17,129.25	0.8	0.0
2,575	MICROSOFT CORP	25.71	66,200.44	20.22	52,066.50	2.4	2.6
1,825	NORTHROP GRUMMAN	58.05	105,945.81	40.95	74,733.75	3.5	3.9
1,800	NVIDIA CORPORATION	32.78	59,000.40	7.47	13,446.00	0.6	0.0
5,100	ORACLE CORP	20.60	105,071.84	16.09	82,059.00	3.9	0.0
3,325	PFIZER INC DEL. PV50 05	21.12	70,224.00	16.43	54,629.75	2.6	7.8

Seizert Capital Partners
PORTFOLIO APPRAISAL
Applebaum Family Foundation
Account 1078
November 30, 2008

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
875	PROCTER GAMBLE	65.39	57,212.58	64.35	56,306.25	2.6	2.5
1,650	RESMED INC COM	44.21	72,943.37	36.34	59,961.00	2.8	0.0
5,275	STAPLES INC	23.48	123,839.77	17.36	91,574.00	4.3	1.9
2,150	SYMANTEC CORP	16.95	36,442.50	12.03	25,864.50	1.2	0.0
7,050	TIME WARNER INC	18.00	126,903.19	9.05	63,802.50	3.0	0.0
775	TRAVELERS COMPANIES COM	36.90	28,600.70	43.65	33,828.75	1.6	2.7
1,125	US BANCORP DEL COM NEW	32.47	36,527.06	26.98	30,352.50	1.4	6.3
1,200	ZIMMER HOLDINGS	63.67	76,403.72	37.32	44,784.00	2.1	0.0
			2,811,154.25		1,861,100.75	87.4	2.0

Application for Extension of Time To File an
Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

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

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 File by the due date for filing your return. See instructions	Name of Exempt Organization	Employer identification number
	THE EUGENE APPLEBAUM FAMILY FOUNDATION	38-2782955
	Number, street, and room or suite no. If a P.O. box, see instructions	
	39400 WOODWARD AVENUE, #100	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	BLOOMFIELD HILLS, MI 48304	

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
☒ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ► PAMELA A. APPLEBAUM

Telephone No ► 248 593-8840

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 07/15, 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 12/01, 2008, and ending 11/30, 2009

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 45,071.
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	\$ 45,071.
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	\$ 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. 4-2009)

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

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization THE EUGENE APPLEBAUM FAMILY FOUNDATION	Employer identification number 38-2782955
	Number, street, and room or suite no. If a P.O. box, see instructions. 39400 WOODWARD AVENUE, #100	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BLOOMFIELD HILLS, MI 48304	

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

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

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

- The books are in the care of **PAMELA A. APPLEBAUM**
Telephone No **248 593-8840** FAX No _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until **10/15/2010**
- For calendar year _____, or other tax year beginning **12/01/2008**, and ending **11/30/2009**
- If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS NEEDED IN ORDER 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	8a \$ 45,071.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$ 45,071.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$ NONE

Signature and Verification

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

Signature _____ Title _____ Date _____