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Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

Return of Private Foundation

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

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

OMB No. 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	
Name of foundation	LEVINE FAMILY FOUNDATION INC
Number/street (or P.O. box no. if mail is not delivered to street add.) / Room/suite	53 TRENOR DRIVE
City or town, state, and ZIP code	NEW ROCHELLE NY 10804-

A Employer identification number 13-3476578

B Telephone number (see the instructions) 212-879-4774

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 3,024,579.

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), & (d) may not necessarily equal the amounts in column (a) (see instr.).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temp cash investments	636.	636.	636.	
4	Dividends and interest from securities	57,247.	57,247.	57,247.	
5a	Gross rents				
b	(Net rental income or (loss))				
6a	Net gain/(loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less rtns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	57,883.	57,883.	57,883.	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	1,869.	1,869.	1,869.	1,869.
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	682.	682.	682.	682.
24	**Total operating and administrative expenses.** Add lines 13 through 23	2,551.	2,551.	2,551.	2,551.
25	Contributions, gifts, grants paid	150,000.			150,000.
26	Total exp & disbursements Add lines 24 and 25	152,551.	2,551.	2,551.	152,551.
27	Subtract line 26 from line 12.				
a	**Excess of revenue over expenses and disbursements**	(94,668.)			
b	**Net investment income** (if neg, enter -0-)		55,332.		
c	**Adjusted net income** (if neg, enter -0-)			55,332.	

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P 2

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See inst.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	19,961.	20,076.	20,076.
2	Savings and temporary cash investments	73,914.	219,020.	219,020.
3	Accounts receivable ▶			
	Less: allowance for doubtful accts. ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accts. ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U.S. and state govt. obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)	2,572,701.	2,258,167.	2,417,391.
c	Investments - corporate bonds (attach schedule)	435,839.	365,031.	368,092.
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)	3,102,415.	2,862,294.	3,024,579.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
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)			
Net Assets or Fund Balances				
	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, ck. here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see the instructions)	3,102,415.	2,862,294.	
31	**Total liabilities and net assets/fund balances** (see the instructions)	3,102,415.	2,862,294.	

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	3,102,415.
2	Enter amount from Part I, line 27a	2	(94,668.)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,007,747.
5	Decreases not included in line 2 (itemize) ▶ CAPITAL LOSSES	5	145,453.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,862,294.

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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.)
1 a	SEE SCHEDULE ATTACHED			
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				(142,294.)
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				(142,294.)
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	(142,294.)
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 the instructions). If (loss), enter -0- in Part I, line 8	3	(3,159.)

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008			
2007			
2006			
2005			
2004			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ & enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instr.)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	1,106.
3	Add lines 1 and 2			3	1,106.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,106.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	7,985.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	7,985.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	6,879.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 6,879. **Refunded** ▶			11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶ NY			
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	8b	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV in instructions)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 ▶

14 The books are in care of ▶ LINDA R LEVINE Telephone no. ▶ 212-879-4774

Located at ▶ 210 EAST 86TH STREET NY NEW YORK ZIP+4 ▶ 10028-

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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 the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see the instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)	3b		
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 2009?	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 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 the instructions)? **5b**

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

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

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

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

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

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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 comp.	(e) Expense account, other allowances
LINDA R LEVINE 103 EAST 91ST STREET	PRESIDENT	0		
MARVIN LEVINE 103 EAST 91ST STREET	VICE PRES	0		
BERNARD SEGAL 53 TRENOR DRIVE	SECRETARY	0		

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

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

Total number of other employees paid over $50,000 ▶

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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 the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical info such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3	
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 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	2,582,737.
b	Average of monthly cash balances	1b	166,485.
c	Fair market value of all other assets (see the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,749,222.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,749,222.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see the instructions)	4	41,238.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,707,984.
6	**Minimum investment return.** Enter 5% of line 5	6	135,399.

Part XI Distributable Amount (see 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	135,399.
2 a	Tax on investment income for 2009 from Part VI, line 5	2a	1,106.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,106.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	134,293.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	134,293.
6	Deduction from distributable amount (see the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	134,293.

Part XII Qualifying Distributions (see 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	152,551.
b	Program-related investments-total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	152,551.
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 the instructions)	5	553.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	151,998.

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.

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

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Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Total			▶ **3a**	
b Approved for future payment				
Total			▶ **3b**	

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions.)
	(a) Business code	(b) Amount	(c) Excl. 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				636.	
4 Dividends and interest from securities				57,247.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental inc or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				57,883.	

13 **Total.** Add line 12, columns (b), (d), and (e) .. 13 57,883.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Linda K. Levine 9/13/10 PRESIDENT

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature [signature] | Date 9/2/10 | Check if self-employed ▶ ☒ | Preparer's ID number [redacted]

Firm's name (or yours if self-employed), address, and ZIP code ▶ BERNARD SEGAL, ESQ 53 TRENOR DRIVE NEW ROCHELLE NY 10804- | EIN ▶ | Phone no.

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Part XV 13-3476578 2009

Levine Family Foundation, Inc.

Schedule of Grants and Contributions

NYU Medical Center	Harry and Rose Rothman Research Fund	$	50,000
Brandeis University	Harry and Rose Rothman Scholarship Fund		25,000
UJA Federation	General Purposes		25,000
American Jewish World Service	General Purposes		10,000
Save the Children	General Purposes		8,000
St. Jude Children's Research Hospital	General Purposes		8,000
Mazon's Jewish Response to Hunger	General Purposes		8,000
Animal Welfare Institute	General Purposes		8,000
Coalition for the Homeless	General Purposes		8,000
	Total	**$**	**150,000**

2009 Levine Foundation - Vanguard

Short - Term

SHARES	COMPANY	DATE OF PURCHASE	DATE OF SALE	SELLING PRICE	COST	GAIN/(LOSS)
0.65	Bank of America Com	5/16/08	1/2/09	$ 9.33	$ 37.33	$ (28.00)
10.358	Vanguard Strategic Equity Portfolio	12/26/08	2/9/09	$ 118.49	$ 115.59	$ 2.90
9199.632	Vanguard Short-Term Federal Fund A	Various	3/23/09	$ 100,000.00	$ 97,263.11	$ 2,736.89
100	Wellpoint Inc.	5/16/08	3/27/09	$ 3,705.10	$ 5,050.14	$ (1,345.04)
169	Wellpoint Inc.	5/16/08	3/27/09	$ 6,261.62	$ 8,533.05	$ (2,271.43)
131	Wellpoint Inc.	5/16/08	3/27/09	$ 4,853.68	$ 6,614.37	$ (1,760.69)
300	Wellpoint Inc.	5/16/08	3/27/09	$ 11,115.31	$ 15,144.44	$ (4,029.13)
2000	KKR Financial Hldgs	5/2/08	4/21/09	$ 2,120.14	$ 26,868.00	$ (24,747.86)
750	IAC/Interactive Corp.	6/17/08	5/18/09	$ 11,295.82	$ 9,215.18	$ 2,080.64
150	IAC/Interactive Corp.	6/17/08	5/18/09	$ 2,259.17	$ 614.09	$ 1,645.08
100	IAC/Interactive Corp.	6/17/08	5/18/09	$ 1,505.99	$ 409.39	$ 1,096.60
32519.627	Vanguard Short-Term Federal Fund A	Various	6/10/09	$ 350,236.38	$ 343,896.02	$ 6,340.36
5.36	T. Rowe Price Emerging Markets Sto	12/18/08	6/17/09	$ 120.76	$ 16.72	$ 104.04
7.698	T Rowe Price Emerging Europe & Me	12/18/08	6/17/09	$ 91.45	$ 64.74	$ 26.71
9.439	Vanguard Precious Metals & Mining F	Various	8/12/09	$ 161.88	$ 108.27	$ 53.61
34678.481	Vanguard Short-Term Investment-Gr	Various	9/15/09	$ 364,470.84	$ 351,300.99	$ 13,169.85
475.622	Vanguard International Value Fund	12/26/08	9/15/09	$ 14,511.23	$ 10,744.31	$ 3,766.92
				$ 872,837.19	$ 875,995.74	$ (3,158.55)

Long - Term

SHARES	COMPANY	DATE OF PURCHASE	DATE OF SALE		SELLING PRICE		COST		GAIN/(LOSS)
402.091	Vanguard Strategic Equity Portfolio	12/1/06	2/9/09	$	4,599.92	$	10,005.00	$	(5,405.08)
1.695	Vanguard Strategic Equity Portfolio	12/20/06	2/9/09	$	19.39	$	40.21	$	(20.82)
14.917	Vanguard Strategic Equity Portfolio	12/20/06	2/9/09	$	170.65	$	353.84	$	(183.19)
4.407	Vanguard Strategic Equity Portfolio	12/20/06	2/9/09	$	50.42	$	104.54	$	(54.12)
6.138	Vanguard Strategic Equity Portfolio	12/18/07	2/9/09	$	70.22	$	122.70	$	(52.48)
45.296	Vanguard Strategic Equity Portfolio	12/18/07	2/9/09	$	518.19	$	905.46	$	(387.27)
5.08	Vanguard Strategic Equity Portfolio	12/18/07	2/9/09	$	58.11	$	101.55	$	(43.44)
20	Liberty Media Hldg Corp. Cap Com S	7/16/02	1/29/09	$	109.80	$	151.51	$	(41.71)
55	Liberty Media Hldg Corp. Cap Com S	7/16/02	1/29/09	$	301.95	$	417.04	$	(115.09)
175	Liberty Media Hldg Corp. Cap Com S	7/16/02	1/29/09	$	960.74	$	1,328.59	$	(367.85)
10	Liberty Media Hldg Corp. Cap Com S	11/29/02	1/29/09	$	54.90	$	55.96	$	(1.06)
0.34	Time Warner	9/19/02	4/2/09	$	7.24	$	3.24	$	4.00
0.68	Time Warner Cable Inc. Com	9/19/02	4/2/09	$	16.68	$	24.49	$	(7.81)
1839.945	Vanguard International Value Fund	11/10/04	4/6/09	$	39,871.61	$	53,801.34	$	(13,929.73)
109.768	Vanguard International Value Fund	12/17/04	4/6/09	$	2,378.67	$	3,283.17	$	(904.50)
2664.962	Vanguard International Value Fund	9/28/05	4/6/09	$	57,749.72	$	91,678.52	$	(33,928.80)
30.869	T. Rowe Price Emerging Markets Sto	9/20/05	6/17/09	$	695.48	$	760.07	$	(64.59)
35.516	T. Rowe Price Emerging Markets Sto	12/13/05	6/17/09	$	800.18	$	893.58	$	(93.40)
49.238	T. Rowe Price Emerging Markets Sto	12/13/05	6/17/09	$	1,109.32	$	1,238.83	$	(129.51)
14.529	T. Rowe Price Emerging Markets Sto	12/13/05	6/17/09	$	327.34	$	365.56	$	(38.22)
1.248	T. Rowe Price Emerging Markets Sto	12/21/06	6/17/09	$	28.12	$	39.05	$	(10.93)
3.742	T. Rowe Price Emerging Markets Sto	12/21/06	6/17/09	$	84.31	$	117.14	$	(32.83)
0.998	T. Rowe Price Emerging Markets Sto	12/21/06	6/17/09	$	22.48	$	31.24	$	(8.76)
1.592	T. Rowe Price Emerging Markets Sto	12/20/07	6/17/09	$	35.87	$	65.35	$	(29.48)
8.194	T. Rowe Price Emerging Markets Sto	12/20/07	6/17/09	$	184.61	$	336.27	$	(151.66)
0.995	T. Rowe Price Emerging Markets Sto	12/20/07	6/17/09	$	22.42	$	40.84	$	(18.42)
33.569	T Rowe Price Emerging Europe & Me	2/25/05	6/17/09	$	398.80	$	629.21	$	(230.41)
4.915	T Rowe Price Emerging Europe & Me	12/13/05	6/17/09	$	58.39	$	121.34	$	(62.95)
3.686	T Rowe Price Emerging Europe & Me	12/13/05	6/17/09	$	43.79	$	91.01	$	(47.22)
1.423	T Rowe Price Emerging Europe & Me	12/21/06	6/17/09	$	16.90	$	44.70	$	(27.80)
0.564	T Rowe Price Emerging Europe & Me	12/21/06	6/17/09	$	6.70	$	17.71	$	(11.01)
0.802	T Rowe Price Emerging Europe & Me	12/20/07	6/17/09	$	9.53	$	28.70	$	(19.17)
4.083	T Rowe Price Emerging Europe & Me	12/20/07	6/17/09	$	48.51	$	146.16	$	(97.65)

45.156	Vanguard Precious Metals & Mining F	Various	8/12/09	$	774.42	$	1,420.54	$	(646.12)
24.421	Time Warner Cable Inc. Com	9/19/02	8/31/09	$	899.96	$	916.52	$	(16.56)
142.239	Time Warner Cable Inc. Com	9/19/02	8/31/09	$	5,241.75	$	5,329.56	$	(87.81)
167.34	Time Warner Cable Inc. Com	3/21/03	8/31/09	$	6,166.77	$	5,631.91	$	534.86
823.41	Vanguard International Value Fund	9/28/05	9/15/09	$	25,122.24	$	28,326.48	$	(3,204.24)
240.648	Vanguard International Value Fund	12/16/05	9/15/09	$	7,342.17	$	8,350.47	$	(1,008.30)
168.453	Vanguard International Value Fund	12/16/05	9/15/09	$	5,139.50	$	5,845.33	$	(705.83)
90.243	Vanguard International Value Fund	12/16/05	9/15/09	$	2,753.31	$	3,131.43	$	(378.12)
2028.662	Vanguard International Value Fund	11/21/06	9/15/09	$	61,894.48	$	85,483.88	$	(23,589.40)
344.38	Vanguard International Value Fund	11/21/06	9/15/09	$	10,507.03	$	14,521.12	$	(4,014.09)
79.7	Vanguard International Value Fund	12/20/06	9/15/09	$	2,431.65	$	3,186.41	$	(754.76)
104.742	Vanguard International Value Fund	12/20/06	9/15/09	$	3,195.68	$	4,187.59	$	(991.91)
365.412	Vanguard International Value Fund	12/20/06	9/15/09	$	11,148.72	$	14,609.18	$	(3,460.46)
480.226	Vanguard International Value Fund	12/20/06	9/15/09	$	14,651.70	$	19,199.42	$	(4,547.72)
126.6	Vanguard International Value Fund	12/20/06	9/15/09	$	3,862.57	$	5,061.45	$	(1,198.88)
166.377	Vanguard International Value Fund	12/20/06	9/15/09	$	5,076.16	$	6,651.77	$	(1,575.61)
185.125	Vanguard International Value Fund	12/18/07	9/15/09	$	5,648.16	$	7,521.63	$	(1,873.47)
684.675	Vanguard International Value Fund	12/18/07	9/15/09	$	20,889.43	$	27,818.34	$	(6,928.91)
338.556	Vanguard International Value Fund	12/18/07	9/15/09	$	10,329.34	$	13,755.52	$	(3,426.18)
500	Dun & Bradstreet Corp.	4/9/03	9/1/09	$	36,412.06	$	17,345.00	$	19,067.06
937	Conoco Philips	8/21/03	9/2/09	$	41,676.77	$	32,123.05	$	9,553.72
75	American International Group Inc.	2/12/08	9/4/09	$	2,975.42	$	68,333.00	$	(65,357.58)
900	Invesco LTD	4/16/08	9/11/09	$	20,255.68	$	21,121.20	$	(865.52)
100	Invesco LTD	4/16/08	9/11/09	$	2,250.63	$	2,345.80	$	(95.17)
2000	Chicos Fas Inc.	3/5/08	11/16/09	$	26,951.30	$	16,748.00	$	10,203.30
1000	Merck & Co. Inc. New	4/29/08	11/25/09	$	36,523.06	$	37,396.00	$	(872.94)
0.181	AOL Inc. Com	3/21/03	12/9/09	$	4.20	$	3.35	$	0.85
0.1768	DirectTV Com CL A	7/16/02	12/14/09	$	5.73	$	1.63	$	4.10
9.09	AOL Inc. Com	9/19/02	12/23/09	$	211.84	$	187.37	$	24.47
51.485	AOL Inc. Com	9/19/02	12/23/09	$	1,199.82	$	1,061.01	$	138.81
60.425	AOL Inc. Com	3/21/03	12/23/09	$	1,408.15	$	1,118.08	$	290.07
				$	483,780.66	$	626,075.96	$	(142,295.30)