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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

2009

Department of the Treasury
Internal Revenue Service

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

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

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 HYMAN LEVINE FAMILY FOUNDATION		A Employer identification number 20-1917833
	L'DOR V'DOR		B Telephone number 310-274-5291
	Number and street (or P O box number if mail is not delivered to street address) 9460 WILSHIRE BLVD, SUITE 300		
	Room/suite BEVERLY HILLS, CA 90212		
City or town, state, and ZIP code			
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			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 ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,772,598. (Part I, column (d) must be on cash basis)			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	317,803.		N/A	
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	183,521.	183,521.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<58,646.>			
b	Gross sales price for all assets on line 6a	1,674,141.			
7	Capital gain net income (from Part IV, line 2)		0.		
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)				
11	Other income	12,418.	12,265.		STATEMENT 2
12	Total Add lines 1 through 11	455,096.	195,786.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 3	664.	0.		664.
b	Accounting fees STMT 4	1,000.	500.		500.
c	Other professional fees STMT 5	20,139.	17,207.		2,932.
17	Interest				
18	Taxes STMT 6	3,377.	147.		20.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses Add lines 13 through 23	25,180.	17,854.		4,116.
25	Contributions, gifts, grants paid	252,704.			252,704.
26	Total expenses and disbursements. Add lines 24 and 25	277,884.	17,854.		256,820.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	177,212.			
b	Net investment income (if negative, enter -0-)		177,932.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,405,277.	1,288,427.	1,288,427.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 8		2,209,471.	2,609,776.	2,561,640.
	b	Investments - corporate stock STMT 9		1,569,445.	1,581,188.	1,868,226.
	c	Investments - corporate bonds STMT 10		137,839.	27,175.	29,305.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		25,000.	25,000.	25,000.	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		5,347,032.	5,531,566.	5,772,598.	
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				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		5,347,032.	5,531,566.		
30	Total net assets or fund balances		5,347,032.	5,531,566.		
31	Total liabilities and net assets/fund balances		5,347,032.	5,531,566.		

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	5,347,032.
2	Enter amount from Part I, line 27a	2	177,212.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	7,322.
4	Add lines 1, 2, and 3	4	5,531,566.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,531,566.

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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.)
1a			
b SEE ATTACHED STATEMENT			
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 1,674,141.		1,732,787.	<58,646.>

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			<58,646.>

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	<58,646.>
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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))
2008	3,800.	414,833.	.009160
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	.009160
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	.009160
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,229,266.
5 Multiply line 4 by line 3	5	47,900.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,779.
7 Add lines 5 and 6	7	49,679.
8 Enter qualifying distributions from Part XII, line 4	8	256,820.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of 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	1,779.
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	0.
3 Add lines 1 and 2		3	1,779.
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	1,779.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,198.	
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	3,198.	
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	1,419.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax	11	1,419.	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 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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.	2	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	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? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the 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 instructions) <u>CA</u>		
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)? 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

N/A

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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)(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? Website address ► N/A	13	X	
14	The books are in care of ► DENA SCHECHTER Telephone no. ► 310-274-5291 Located at ► 9460 WILSHIRE BLVD, SUITE 300, BEVERLY HILLS, CA ZIP+4 ► 90212			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
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? If "Yes," list the years ► _____ , _____ , _____ , _____	☐ Yes ☒ No	
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 instructions.)	N/A	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. ► _____ , _____ , _____ , _____		
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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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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)?

☐ 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 instructions)?

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?

N/A

☐ 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?

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

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

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

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.

(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		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	4,047,624.
b	Average of monthly cash balances	1b	1,261,276.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,308,900.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,308,900.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79,634.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,229,266.
6	Minimum investment return. Enter 5% of line 5	6	261,463.

Part XI Distributable Amount (see 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	261,463.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,779.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,779.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	259,684.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	259,684.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	259,684.

Part XII Qualifying Distributions (see 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	256,820.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	256,820.
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	5	1,779.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	255,041.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				259,684.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006	780,024.			
d From 2007	5,091.			
e From 2008	338,033.			
f Total of lines 3a through e	1,123,148.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 256,820.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				256,820.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	2,864.			2,864.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,120,284.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	1,120,284.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006	777,160.			
c Excess from 2007	5,091.			
d Excess from 2008	338,033.			
e Excess from 2009				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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

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.		

[illegible]

- 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
N/A		

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.

Sign Here

X Steve Schroeder X 8/6/10 President
Signature of officer or trustee Date Title

Preparer's signature	Date	Check if self- employed	Preparer's identifying number
 CPA	6/4/10	☐	

Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code	EIN
	NSBN LLP 9454 WILSHIRE BLVD., 4TH FLOOR BEVERLY HILLS, CA 90212-2907	Phone no. (310) 273-2501

Phone no. (310) 273-2501

Form **990-PF** (2009)

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

HYMAN LEVINE FAMILY FOUNDATION
L 'DOR V 'DOR

Employer identification number

20-1917833

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 an organization 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 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 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 (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions 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 990-EZ that received from any one contributor, during the year, 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. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization
 HYMAN LEVINE FAMILY FOUNDATION
 L'DOR V'DOR

Employer identification number

20-1917833

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MAX A. LEVINE TRUST 9460 WILSHIRE BLVD, SUITE 300 BEVERLY HILLS, CA 90212	\$ 67,534.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	MEL LEVINE 9460 WILSHIRE BLVD, SUITE 300 BEVERLY HILLS, CA 90212	\$ 30,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	NANCY CLAVIN 9460 WILSHIRE BLVD, SUITE 300 BEVERLY HILLS, CA 90212	\$ 3,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	ROBERT LEVINE 9460 WILSHIRE BLVD, SUITE 300 BEVERLY HILLS, CA 90212	\$ 7,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	SID B. LEVINE TRUST 9460 WILSHIRE BLVD, SUITE 300 BEVERLY HILLS, CA 90212	\$ 155,449.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	NOAH SCHECHTER 9460 WILSHIRE BLVD, SUITE 300 BEVERLY HILLS, CA 90212	\$ 500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization
HYMAN LEVINE FAMILY FOUNDATION
L'DOR V'DOR

Employer identification number

20-1917833**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	ASHER SCHECHTER 9460 WILSHIRE BLVD, SUITE 300 BEVERLY HILLS, CA 90212	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
8	DENA & IRV SCHECHTER 9460 WILSHIRE BLVD, SUITE 300 BEVERLY HILLS, CA 90212	\$ 49,320.	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.)

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 SALE OF FOREIGN STOCK - SEE ATTACHED STATEMENT		P	VARIOUS	VARIOUS
b SALE OF STOCK - SEE ATTACHED STATEMENT		P	VARIOUS	VARIOUS
c SALE OF STOCK - SEE ATTACHED STATEMENT		P	VARIOUS	VARIOUS
d SALE OF BONDS - SEE ATTACHED STATEMENT		P	VARIOUS	VARIOUS
e SALE OF BONDS - SEE ATTACHED STATEMENT		P	VARIOUS	VARIOUS
f POWERSHARES K-1		P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 245,166.		230,000.	15,166.
b 577,687.		533,214.	44,473.
c 375,759.		489,250.	<113,491.>
d 410,159.		409,698.	461.
e 65,370.		70,615.	<5,245.>
f		10.	<10.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			15,166.
b			44,473.
c			<113,491.>
d			461.
e			<5,245.>
f			<10.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<58,646.>
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	167,034.	0.	167,034.
CHARLES SCHWAB - ACCRUED INT PAID	<12,317.>	0.	<12,317.>
MORGAN STANLEY #2297	4,018.	0.	4,018.
MORGAN STANLEY #2297 - ACCRUED INT PAID	<238.>	0.	<238.>
MORGAN STANLEY #2298	3,050.	0.	3,050.
MORGAN STANLEY #A0F6N	16,749.	0.	16,749.
MORGAN STANLEY #A0F6P	3,783.	0.	3,783.
POWERSHARES K-1	142.	0.	142.
STATE OF ISRAEL	1,300.	0.	1,300.
TOTAL TO FM 990-PF, PART I, LN 4	183,521.	0.	183,521.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
POWERSHARES K-1	12,265.	12,265.	
FEDERAL REFUND	153.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,418.	12,265.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	664.	0.		664.
TO FM 990-PF, PG 1, LN 16A	664.	0.		664.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,000.	500.		500.
TO FORM 990-PF, PG 1, LN 16B	1,000.	500.		500.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SET UP EXPENSES	2,932.	0.		2,932.
INVESTMENT FEES	16,519.	16,519.		0.
POWERSHARES K-1	688.	688.		0.
TO FORM 990-PF, PG 1, LN 16C	20,139.	17,207.		2,932.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE	20.	0.		20.
FOREIGN TAX	147.	147.		0.
FEDERAL EXCISE TAX	3,210.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,377.	147.		20.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
IRC 507(B)(2) ASSET TRANSFER FROM HYMAN LEVINE FAMILY FOUNDATION	7,242.
PRIOR YEAR ADJUSTMENT	80.
TOTAL TO FORM 990-PF, PART III, LINE 3	7,322.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT		X	2,609,776.	2,561,640.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			2,609,776.	2,561,640.
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,609,776.	2,561,640.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	1,581,188.	1,868,226.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,581,188.	1,868,226.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	27,175.	29,305.
TOTAL TO FORM 990-PF, PART II, LINE 10C	27,175.	29,305.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISRAEL BOND	COST	25,000.	25,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		25,000.	25,000.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DENA SCHECHTER 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	PRESIDENT 0.00	0.	0.	0.
MELDON LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	TREASURER 0.00	0.	0.	0.
NANCY CLAVIN 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	SECRETARY 0.00	0.	0.	0.
ROBERT LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	VICE-PRESIDENT 0.00	0.	0.	0.
ADAM PAUL LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
ANDREW CLAVIN 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
ASHER LEV SCHECHTER 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
CARA E. LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.

DANIEL CLAVIN	DIRECTOR			
9460 WILSHIRE BLVD, STE 300	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				
ELIZABETH COHN	DIRECTOR			
9460 WILSHIRE BLVD, STE 300	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				
JACOB C. LEVINE	DIRECTOR			
9460 WILSHIRE BLVD, STE 300	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				
JOSHUA SCHECHTER	DIRECTOR			
9460 WILSHIRE BLVD, STE 300	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				
MIEKE NEUMANN	DIRECTOR			
9460 WILSHIRE BLVD, STE 300	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				
NOAH BLUM SCHECHTER	DIRECTOR			
9460 WILSHIRE BLVD, STE 300	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0.	0.	0.
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FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

DENA SCHECHTER
MELDON LEVINE

**HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR
DONATIONS
JANUARY THROUGH DECEMBER 2009**

American Jewish University	15600 Mulholland Drive	Bel Air	CA	90077	28,050.00
Beverly Hills Firemen's Association	Post Office Box 1720	Beverly Hills	CA	90213-1720	1,000.00
Beverly Hills Police Officers Association	464 N. Rexford Drive	Beverly Hills	CA	90210	1,000.00
BGU Negev Emergency Fund	1430 Broadway, 8th Floor	New York	NY	10018	500.00
BHEF	255 South Lasky Drive	Beverly Hills	CA	90212	1,000.00
Boys and Girls Country	18806 Roberts Road	Hockley	TX	77447	2,100.00
California Heart Center	8536 Wilshire Blvd. 3rd Floor	Beverly Hills	CA	90211	5,000.00
California Philharmonic	1120 Huntington Drive	San Marino	CA	91108	1,000.00
Camp Max Straus	6505 Wilshire Boulevard, Suite 600	Los Angeles	CA	90048	500.00
Camp Ramah	17525 Ventura Blvd., Suite 201	Encino	CA	91316	500.00
Cardozo School of Law	55 Fifth Avenue	New York	NY	10003	5,000.00
Church in Ocean Park	235 Hill Street	Santa Monica	CA	90405-4198	250.00
College Match	1000 North Alameda Street, Suite 240	Los Angeles	CA	90012	1,000.00
Council on Foreign Relations	58 East 68th Street	New York	NY	10065	1,000.00
Friends of Sheba Medical Center	9911 West Pico Blvd., Suite 1220	Los Angeles	CA	90035	1,000.00
Global Volunteers	375 East Little Canada Road	St. Paul	MN	55117-1628	500.00
Harvard Law School Fund	124 Mount Auburn Street	Cambridge	MA	02138-5795	2,000.00
Hebrew Union College	3077 University Avenue	Los Angeles	CA	90007-3798	5,000.00
Inner-City Arts	720 Kohler Street	Los Angeles	CA	90021-1518	2,500.00
IPCRI	P.O. Box 9321	Jerusalem	Israel	91092	1,000.00
Jewish Family Service	3580 Wilshire Blvd. #700	Los Angeles	CA	90010	29,636.00
Jewish Life Foundation	16501 Ventura Blvd., Suite 504	Encino	CA	91436	1,000.00
JFLA	6505 Wilshire Blvd., Suite 715	Los Angeles	CA	90048	1,000.00
JFS/Save-A-Family	3580 Wilshire Blvd. #700	Los Angeles	CA	90010	11,000.00
Junior Blind of America	5300 Angeles Vista Blvd.	Los Angeles	CA	90043	15,000.00
JVS	6505 Wilshire Blvd, Suite 200	Los Angeles	CA	90048	1,000.00
K I T	2820 Roosevelt Road, Suite 202	San Diego	CA	92106	500.00
KCRW	1900 Pico Boulevard	Santa Monica	CA	90405	2,100.00
LACMA	5905 Wilshire Boulevard	Los Angeles	CA	90036-4597	2,000.00
Los Angeles Leadership Academy	668 South Catalina Street	Los Angeles	CA	90005	1,000.00
Los Angeles Philharmonic Association	151 South Grand Avenue	Los Angeles	CA	90012-3034	10,000.00
Los Angeles Police Foundation	515 South Flower Street, Suite 1680	Los Angeles	CA	90071	1,250.00
Lupus LA	5670 Wilshire Blvd. #1590	Los Angeles	CA	90036	3,000.00
Music Center	135 North Grand Avenue	Los Angeles	CA	90012	800.00
National Conference on Soviet Jewry	2020 K Street, NW, Suite 7800	Washington	DC	20006	1,000.00
National MS Society	8111 N. Stadium Drive, Suite 100	Houston	TX	77054	500.00
Pacific Council on Int'l Policy	801 S. Figueroa Street, Suite 1130	Los Angeles	CA	90017	10,000.00
Religious Action Center of Reform Judaism	2027 Massachusetts Avenue, NW	Washington	DC	20036	2,000.00
S.T.A.R.	6634 Valjean Avenue	Van Nuys	CA	91406	2,500.00
Stanford Jewish Center	679 Stanford Ave.	Palo Alto	CA	94306	13,600.00
Temple Isaiah	10345 West Pico Boulevard	Los Angeles	CA	90064	3,000.00
The Caring Institute	320 A Street, N.E.	Washington	DC	20002	5,000.00
The Constitution Project	1200 18th Street, NW, Suite 1000	Washington	DC	20036	500.00
The Maple Counseling Center	9107 Wilshire Boulevard, Lower Level	Beverly Hills	CA	90210	350.00
The UCLA Foundation	10920 Wilshire Blvd., Suite 1400	Los Angeles	CA	90024-6516	1,600.00
The Wonder of Reading	457 North Canon Drive, Suite C	Beverly Hills	CA	90210	5,000.00
Today & Tomorrow's Children Fund (UCLA)	10920 Wilshire Blvd., Suite 1400	Los Angeles	CA	90024-6516	5,000.00
UC Berkeley Foundation	2080 Addison Street 4200	Berkeley	CA	94720-4200	43,068.00
UC Regents	195 Haas Pavilion	Berkeley	CA	94720-4422	2,400.00
UCLA - William J. Martin Foundation	PO Box 24044	Los Angeles	CA	90024	500.00
UCLA Foundation	10920 Wilshire Blvd., Suite 1400	Los Angeles	CA	90024-6516	10,000.00
United Jewish Fund	6505 Wilshire Blvd., Ste. 1000	Los Angeles	CA	90048-4994	5,000.00
Wally Marks Leadership Inst. for Change	2121 Cloverfield Blvd., Suite 113	Santa Monica	CA	90404	1,000.00
Women Against Gun Violence	8800 Venice Blvd., Suite 304	Los Angeles	CA	90034	500.00
Woodrow Wilson School - Princeton Univ.	Princeton University	Princeton	NJ	08544-1013	1,000.00
					<u>252,704.00</u>

HYMAN LEVINE FAMILY FOUNDATION: L'DOR V'DOR
STOCK GAIN/LOSS REPORT
AS OF DECEMBER 31, 2009

Short-Term Gain/(Loss) on Stock

	Acquired	Sold	Proceeds	Cost	L/T	S/T
Kinross Gold Corp., 6 shares	07/23/08	01/02/09	113.89	124.19	-	(10.30)
Kinross Gold Corp., 8 shares	07/30/08	01/02/09	151.86	142.82	-	9.04
Delta Pete Corp., 24 shares	08/04/08	01/06/09	129.01	439.59	-	(310.58)
Mattson Technology Inc., 114 shares	06/26/08	01/08/09	149.82	548.43	-	(398.61)
Mattson Technology Inc., 133 shares	06/26/08	01/09/09	188.37	639.84	-	(451.47)
Shaw Group Inc., 28 shares	10/02/08	01/12/09	739.30	678.06	-	61.24
TDK Electronics LTD, 10 shares	07/02/08	01/15/09	380.06	607.71	-	(227.65)
Novagold Resources Inc., 36 shares	02/07/08	01/20/09	65.08	396.60	-	(331.52)
Novagold Resources Inc., 38 shares	03/07/08	01/20/09	68.69	380.58	-	(311.89)
Tomkins PLC, 155 shares	01/23/08	01/20/09	1,039.00	1,991.95	-	(952.95)
Tesoro Corp., 15 shares	06/11/08	01/21/09	228.63	337.31	-	(108.68)
Tesoro Corp., 42 shares	06/27/08	01/21/09	640.17	791.92	-	(151.75)
Tesoro Corp., 50 shares	08/04/08	01/21/09	762.11	744.22	-	17.89
Lihir Gold LTD, 28 shares	07/24/08	01/23/09	551.11	755.22	-	(204.11)
Ericsson Tel Co., 114 shares	03/20/08	01/30/09	905.22	1,017.87	-	(112.65)
Petro-Canada, 27 shares	02/12/08	01/30/09	584.97	1,195.69	-	(610.72)
Gold Fields LTD, 137 shares	05/13/08	02/04/09	1,426.67	1,890.73	-	(464.06)
Humana Inc., 32 shares	07/01/08	02/04/09	1,354.83	1,276.82	-	78.01
Humana Inc., 4 shares	06/24/08	02/04/09	169.35	165.83	-	3.52
Tesoro Corp., 62 shares	08/04/08	02/04/09	1,097.65	922.84	-	174.81
Gammon Gold Inc., 67 shares	11/06/08	02/06/09	457.14	264.51	-	192.63
Silver Standard Resources Inc., 36 shares	08/06/08	02/11/09	738.34	1,010.24	-	(271.90)
Kinross Gold Corp., 21 shares	07/30/08	02/18/09	406.14	374.89	-	31.25
Kinross Gold Corp., 22 shares	08/01/08	02/23/09	407.77	393.93	-	13.84
Kinross Gold Corp., 24 shares	07/30/08	02/23/09	444.84	428.44	-	16.40
Health Net Inc., 13 shares	04/28/08	02/26/09	174.86	378.07	-	(203.21)
Orezone / lamgold Intl. African Mining - Exc	04/16/08	02/26/09	483.58	1,027.71	-	(544.13)
Orezone / lamgold Intl. African Mining - Exc	08/13/08	02/26/09	1,125.25	1,602.16	-	(476.91)
Orezone / lamgold Intl. African Mining - Exc Cash in Lieu		02/26/09	6.86	0.00	-	6.86
Alumina LTD, 12 shares	07/22/08	03/02/09	34.58	204.84	-	(170.26)
Alumina LTD, 120 shares	02/20/09	03/02/09	345.77	368.41	-	(22.64)

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	Acquired	Sold	Proceeds	Cost	L/T	S/T
Alumina LTD, 145 shares	02/06/09	03/02/09	417.80	427.29	-	(9.49)
Gold Fields LTD, 38 shares	04/07/08	03/02/09	353.52	526.43	-	(172.91)
Portland General Electric, 29 shares	02/18/09	03/06/09	449.02	505.97	-	(56.95)
Portland General Electric, 40 shares	02/17/09	03/06/09	619.34	706.90	-	(87.56)
Whole Foods Market Inc., 153 shares	08/06/08	03/10/09	1,870.81	2,910.36	-	(1,039.55)
Whole Foods Market Inc., 6 shares	07/10/08	03/10/09	73.37	131.33	-	(57.96)
Hachijuni Bank LTD, 9 shares	05/29/08	03/18/09	515.15	599.21	-	(84.06)
Schering Plough Corp., 2,000 shares	04/01/08	03/18/09	46,072.22	29,571.87	-	16,500.35
Schering Plough Corp., 4,000 shares	03/18/08	03/18/09	92,144.44	79,521.43	-	12,623.01
Freeport McMoran Copper & Gold, 5 shares	02/25/09	03/19/09	202.91	148.21	-	54.70
Freeport McMoran Copper & Gold, 53 shares	11/10/08	03/19/09	2,150.86	1,489.84	-	661.02
Whole Foods Market Inc., 17 shares	08/26/08	03/24/09	288.23	300.88	-	(12.65)
Whole Foods Market Inc., 24 shares	08/06/08	03/24/09	406.92	456.53	-	(49.61)
Freeport McMoran Copper & Gold, 21 shares	02/25/09	03/26/09	901.75	622.46	-	279.29
Mosaic Co., 17 shares	10/02/08	03/26/09	810.12	734.96	-	75.16
Delta Pete Corp., 7 shares	08/04/08	03/31/09	8.45	128.22	-	(119.77)
Delta Pete Corp., 73 shares	10/27/08	03/31/09	88.09	519.15	-	(431.06)
Lonmin PLC, 17 shares	08/04/08	04/02/09	375.46	760.30	-	(384.84)
Lonmin PLC, 18 shares	09/24/08	04/02/09	397.54	876.40	-	(478.86)
Vivo Participacoes SA	Distribution	04/03/09	1.16	0.00	-	1.16
Orezone Gold Corp., 499 shares	02/26/09	04/08/09	120.75	199.60	-	(78.85)
Tata Motors LTD, 71 shares	07/11/08	04/16/09	539.86	660.79	-	(120.93)
Nokia Corp., 46 shares	01/30/09	04/23/09	686.82	562.80	-	124.02
Tata Motors LTD, 55 shares	07/11/08	04/24/09	414.67	511.88	-	(97.21)
Tata Motors LTD, 91 shares	07/31/08	04/24/09	686.08	847.32	-	(161.24)
Icici Bank LTD, 27 shares	09/15/08	04/27/09	509.08	709.34	-	(200.26)
Carneco Corp., 22 shares	05/01/08	04/30/09	498.91	755.70	-	(256.79)
Office Depot Inc., 138 shares	07/10/08	05/06/09	389.41	1,030.11	-	(640.70)
Office Depot Inc., 34 shares	07/03/08	05/06/09	95.94	366.98	-	(271.04)
Office Depot Inc., 411 shares	02/05/09	05/06/09	1,159.77	743.38	-	416.39
Office Depot Inc., 77 shares	07/07/08	05/06/09	217.28	829.37	-	(612.09)
Pioneer Natural Resources Inc., 28 shares	11/06/08	05/07/09	767.24	653.78	-	113.46
Promise Co LTD, 25 shares	08/15/08	05/07/09	164.81	289.57	-	(124.76)
Tim Participacoes SA	Cash in Lieu	05/14/09	0.17	0.00	-	0.17

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Icici Bank LTD, 14 shares	09/15/08	05/18/09	411.02	367.80	-	43.22
Icici Bank LTD, 57 shares	09/29/08	05/18/09	1,673.44	1,234.44	-	439.00
Tata Motors LTD, 140 shares	08/01/08	05/20/09	1,321.65	1,306.26	-	15.39
Tata Motors LTD, 19 shares	07/31/08	05/20/09	179.37	176.91	-	2.46
Vivo Participacoes SA, 57 shares	02/09/09	05/20/09	1,113.36	833.61	-	279.75
Promise Co LTD, 120 shares	08/15/08	05/27/09	836.09	1,389.94	-	(553.85)
Freeport McMoran Copper & Gold, 23 shares	02/25/09	06/01/09	1,334.42	681.74	-	652.68
Consol Energy Inc., 17 shares	10/02/08	08/02/09	717.12	654.00	-	63.12
Viacom CL, 15 shares	10/07/08	06/03/09	339.89	346.65	-	(6.76)
Viacom CL, 23 shares	10/06/08	06/03/09	521.17	520.63	-	0.54
Alcoa Inc., 58 shares	02/25/09	06/10/09	661.78	378.84	-	282.94
Arch Coal Inc., 1 share	09/03/08	06/10/09	18.96	43.07	-	(24.11)
Arch Coal Inc., 31 shares	07/24/08	06/10/09	587.69	1,583.65	-	(995.96)
Canadian Pacific Railway, 16 shares	03/27/09	06/10/09	669.03	515.62	-	153.41
Domtar Corp.	Cash in Lieu	06/10/09	12.11	0.00	-	12.11
Gammon Gold Inc., 116 shares	11/12/08	08/11/09	955.02	420.78	-	534.24
Gammon Gold Inc., 5 shares	11/06/08	06/11/09	41.16	19.74	-	21.42
Advantest Corp., 16 shares	05/20/09	06/12/09	302.08	276.17	-	25.91
Advantest Corp., 41 shares	05/19/09	06/12/09	774.07	709.32	-	64.75
Rohm Co LTD, 12 shares	01/16/09	07/01/09	427.44	298.27	-	129.17
Suncor Energy Inc., 15 shares	07/23/08	07/01/09	447.63	807.33	-	(359.70)
EBay Inc., 106 shares	03/02/09	07/23/09	2,243.22	1,097.79	-	1,145.43
Ebay Inc., 3000 shares	06/17/09	07/23/09	64,260.91	51,918.30	-	12,342.61
Whole Foods Market, 11 shares	11/06/08	07/23/09	264.06	114.95	-	149.11
Whole Foods Market, 52 shares	08/26/08	07/23/09	1,248.27	920.34	-	327.93
Technip, 15 shares	07/28/08	07/24/09	894.73	1,189.13	-	(294.40)
Technip, 8 shares	11/20/08	07/24/09	477.19	191.50	-	285.69
Health Net Inc., 25 shares	03/31/09	07/28/09	348.62	362.14	-	(13.52)
Viacom CL, 39 shares	10/07/08	07/28/09	933.68	901.30	-	32.38
Viacom CL, 8 shares	11/10/08	07/28/09	191.53	147.86	-	43.67
TDK Electronics LTD, 5 shares	10/22/08	07/31/09	260.41	173.71	-	86.70
Freeport McMoran Copper & Gold Com., 3:	02/25/09	08/03/09	2,262.77	1,037.44	-	1,225.33
Magna International Inc., 13 shares	10/03/08	08/05/09	639.84	532.29	-	107.55
Whole Foods Market Inc., 17 shares	11/06/08	08/05/09	1,042.74	376.21	-	666.53

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Whole Foods Market Inc., 17 shares	11/11/08	08/05/09	492.40	162.11	-	330.29
Whole Foods Market Inc., 40 shares	11/11/08	08/06/09	1,117.68	381.44	-	736.24
Viacom, 30 shares	11/10/08	08/12/09	743.83	554.46	-	189.37
Viacom, 36 shares	02/04/09	08/12/09	892.59	560.17	-	332.42
Aegon N.V. ADR, 195 shares	02/23/09	08/17/09	1,375.21	813.40	-	561.81
Aegon N.V. ADR, 56 shares	10/24/08	08/17/09	394.93	270.32	-	124.61
Cameco Corp., 45 shares	09/16/08	08/17/09	1,242.86	1,065.56	-	177.30
Centrais Electricas Brasileiras SA, 59 shares	10/23/08	08/17/09	754.59	508.70	-	245.89
Diawa House Industries, 6 shares	09/02/08	08/17/09	623.98	563.64	-	60.34
Impala Platinum, 20 shares	03/12/09	08/17/09	485.99	270.58	-	215.41
Impala Platinum, 35 shares	08/26/08	08/17/09	850.48	944.88	-	(94.40)
Impala Platinum, 39 shares	09/04/08	08/17/09	947.67	990.96	-	(43.29)
KAO Corp., 13 shares	04/20/09	08/17/09	2,885.53	2,720.58	-	164.95
KAO Corp., 5 shares	05/20/09	08/17/09	1,109.82	1,064.57	-	45.25
Newcrest Mining LTD, 35 shares	07/31/09	08/17/09	839.98	870.88	-	(30.90)
Newmont Mining Corp., 17 shares	03/18/09	08/17/09	661.99	610.09	-	51.90
Nexen Inc., 53 shares	01/28/09	08/17/09	1,059.55	789.77	-	269.78
Nintendo LTD, 25 shares	08/03/09	08/17/09	807.22	848.74	-	(41.52)
Nippon Telegraph & Telephone, 41 shares	04/13/09	08/17/09	863.54	770.67	-	92.87
Nokia Corp., 105 shares	01/30/09	08/17/09	1,313.93	1,284.64	-	29.29
Nokia Corp., 41 shares	07/20/09	08/17/09	513.06	537.45	-	(24.39)
Nokia Corp., 44 shares	02/19/09	08/17/09	550.60	468.80	-	81.80
Novartis AG, 23 shares	05/08/09	08/17/09	1,021.69	878.01	-	143.68
Novartis AG, 33 shares	04/14/09	08/17/09	1,465.90	1,217.44	-	248.46
Novartis AG, 67 shares	02/17/09	08/17/09	2,976.23	2,823.55	-	152.68
Rohm Co LTD, 17 shares	01/16/09	08/17/09	555.04	422.54	-	132.50
Rohm Co LTD, 29 shares	01/23/09	08/17/09	946.82	720.82	-	226.00
Sanofi-Aventis, 31 shares	07/01/09	08/17/09	983.98	934.35	-	49.63
Sega Sammy, 126 shares	09/17/08	08/17/09	394.37	279.42	-	114.95
Seven & I Holdings, 10 shares	04/13/09	08/17/09	449.99	427.81	-	22.18
Seven & I Holdings, 14 shares	01/07/09	08/17/09	629.98	826.25	-	(196.27)
Seven & I Holdings, 16 shares	02/18/09	08/17/09	719.98	805.87	-	(85.89)
Seven & I Holdings, 22 shares	01/08/09	08/17/09	989.97	1,301.72	-	(311.75)
Seven & I Holdings, 22 shares	06/04/09	08/17/09	989.98	1,042.58	-	(52.60)

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Seven & I Holdings, 5 shares	12/24/08	08/17/09	224.99	315.21	-	(90.22)
Shiseido LTD, 41 shares	03/31/09	08/17/09	659.67	606.24	-	53.43
Shiseido LTD, 55 shares	12/17/08	08/17/09	884.93	1,128.82	-	(243.89)
Siemens AG, 11 shares	10/24/08	08/17/09	868.21	556.24	-	311.97
Siemens AG, 29 shares	09/29/08	08/17/09	2,288.91	2,696.09	-	(407.18)
Siemens AG, 8 shares	11/06/08	08/17/09	631.42	442.96	-	188.46
SK Telecom Co LTD, 118 shares	05/19/09	08/17/09	1,790.30	1,885.71	-	(95.41)
SK Telecom Co LTD, 81 shares	04/09/09	08/17/09	1,228.94	1,280.42	-	(51.48)
Societe Generale Paris ADR, 85 shares	10/20/08	08/17/09	1,238.42	962.37	-	276.05
Societe Generale Paris ADR, 85 shares	01/16/09	08/17/09	1,238.41	719.13	-	519.28
Suncor Energy Inc., 53 shares	01/29/09	08/17/09	1,632.35	1,067.34	-	565.01
TDK Electronics LTD, 23 shares	10/22/08	08/17/09	1,245.88	799.08	-	446.80
TDK Electronics LTD, 26 shares	12/17/08	08/17/09	1,408.38	897.57	-	510.81
Technip ADR, 28 shares	11/20/08	08/17/09	1,609.11	670.27	-	938.84
United Utilities PLC, 162 shares	12/10/08	08/17/09	2,284.14	2,847.62	-	(563.48)
Vodafone GP PLC, 42 shares	09/24/08	08/17/09	877.04	939.24	-	(62.20)
Vodafone GP PLC, 65 shares	11/10/08	08/17/09	1,357.33	1,094.07	-	263.26
Wolters Kluwer NV, 29 shares	06/11/09	08/17/09	546.64	514.14	-	32.50
Wolters Kluwer NV, 42 shares	02/24/09	08/17/09	791.68	682.87	-	108.81
Wolters Kluwer NV, 48 shares	04/29/09	08/17/09	904.77	797.61	-	107.16
Wolters Kluwer NV, 69 shares	05/12/09	08/17/09	1,300.61	1,309.39	-	(8.78)
Barrick Gold Corp., 13 shares	02/27/09	08/18/09	435.40	401.03	-	34.37
Barrick Gold Corp., 25 shares	04/09/09	08/18/09	837.32	720.40	-	116.92
Barrick Gold Corp., 31 shares	09/16/08	08/18/09	1,038.27	858.11	-	180.16
Kinross Gold Corp., 86 shares	07/06/09	08/18/09	1,581.64	1,558.30	-	23.34
Kinross Gold Corp., 98 shares	08/17/09	08/18/09	1,802.34	1,787.31	-	15.03
Anglogold Ashanti Limited, 18 shares	07/08/09	09/04/09	765.70	604.21	-	161.49
Anglogold Ashanti Limited, 39 shares	07/10/09	09/04/09	1,659.03	1,331.56	-	327.47
Zimmer Holdings, 19 shares	01/27/09	09/04/09	932.33	790.08	-	142.25
Iamgold International African Mining, 154 shares	02/27/09	09/08/09	2,145.01	1,187.34	-	957.67
Domtar Corp., 20 shares	09/15/08	09/14/09	727.73	1,257.34	-	(529.61)
Domtar Corp., 23 shares	12/16/08	09/14/09	836.89	485.78	-	351.11
Iamgold International African Mining, 45 shares	02/27/09	09/15/09	678.36	346.95	-	331.41
Arch Coal Inc., 148 shares	11/19/08	09/22/09	3,431.81	2,067.65	-	1,364.16

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Tata Motors LTD, 102 shares	11/14/08	09/22/09	1,359.52	415.74	-	943.78
Powershares DB Agriculture Fund	03/25/09	09/25/09	173,547.29	180,752.31	-	(7,205.02)
Iamgold Intl African Mining, 120 shares	02/27/09	10/06/09	1,742.10	925.20	-	816.90
Pioneer Natural Resources Inc., 22 shares	11/06/08	10/06/09	824.87	513.69	-	311.18
Lihir Gold LTD, 23 shares	10/27/08	10/14/09	683.88	235.26	-	448.62
Lihir Gold LTD, 57 shares	10/27/08	10/15/09	1,697.89	583.04	-	1,114.85
Arch Coal Inc., 24 shares	02/25/09	10/21/09	597.68	342.92	-	254.76
Arch Coal Inc., 43 shares	11/19/08	10/21/09	1,070.84	600.73	-	470.11
Domtar Corp., 19 shares	12/16/08	11/09/09	962.43	401.29	-	561.14
Korea Electric Power Co., 27 shares	08/14/09	11/23/09	381.36	349.63	-	31.73
Brocade Communications, 6500 shares	08/24/09	12/07/09	47,371.42	51,805.00	-	(4,433.58)
Microsoft Corp., 500 shares	05/26/09	12/08/09	14,731.11	10,220.60	-	4,510.51
Short-Term Gain/(Loss) on Stock			577,687.05	533,214.14	0.00	44,472.91

Long-Term Gain/(Loss) on Stock

Gold Fields LTD, 4 shares	05/16/07	01/02/09	39.10	68.66	(29.56)	-
Gold Fields LTD, 54 shares	05/17/07	01/02/09	527.79	919.53	(391.74)	-
Lihir Gold LTD, 41 shares	04/24/07	01/06/09	820.63	1,016.14	(195.51)	-
Apex Silver Mines LTD, 147 shares	04/24/07	01/07/09	106.51	2,133.93	(2,027.42)	-
El Paso Corp., 2,800 shares	02/23/04	01/09/09	23,258.34	20,176.17	3,082.17	-
El Paso Corp., 3,200 shares	05/10/04	01/09/09	26,580.97	21,992.01	4,588.96	-
Novagold Resources Inc., 15 shares	03/05/07	01/20/09	27.11	241.71	(214.60)	-
Novagold Resources Inc., 17 shares	01/04/07	01/20/09	30.73	271.55	(240.82)	-
Tomkins PLC, 27 shares	09/07/06	01/20/09	180.99	491.12	(310.13)	-
Tomkins PLC, 6 shares	09/26/07	01/20/09	40.22	107.35	(67.13)	-
Tomkins PLC, 64 shares	04/05/06	01/20/09	429.01	1,540.92	(1,111.91)	-
Sanofi-Aventis, 14 shares	10/02/07	01/21/09	433.45	594.29	(160.84)	-
Sanofi-Aventis, 20 shares	09/17/07	01/21/09	619.21	832.72	(213.51)	-
Newcrest Mining LTD, 25 shares	07/12/06	01/27/09	548.58	389.89	158.69	-
Sekisui House LTD, 49 shares	04/05/06	01/29/09	418.35	765.74	(347.39)	-
Ericsson Tel Co., 28 shares	11/21/07	01/30/09	222.33	332.71	(110.38)	-

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Ericsson Tel Co., 90 shares	01/22/08	01/30/09	714.65	986.40	(271.75)	-
Gold Fields LTD, 13 shares	03/02/07	01/30/09	139.42	219.95	(80.53)	-
Gold Fields LTD, 17 shares	05/08/07	01/30/09	182.31	302.19	(119.88)	-
Gold Fields LTD, 31 shares	05/16/07	01/30/09	332.46	532.09	(199.63)	-
Gold Fields LTD, 6 shares	01/31/07	01/30/09	64.35	99.96	(35.61)	-
Petro-Canada, 11 shares	01/27/08	01/30/09	238.32	530.86	(292.54)	-
Petro-Canada, 20 shares	01/22/08	01/30/09	433.31	917.40	(484.09)	-
Daiwa House Ind., 4 shares	11/19/07	02/03/09	373.14	482.59	(109.45)	-
Daiwa House Ind., 5 shares	10/18/07	02/03/09	466.42	611.93	(145.51)	-
Apex Silver Mines LTD, 242 shares	04/24/07	02/04/09	11.24	3,513.00	(3,501.76)	-
Newmont Mining Corp., 15 shares	05/24/07	02/05/09	615.74	592.04	23.70	-
Technip, 5 shares	10/17/06	02/09/09	187.55	280.72	(93.17)	-
Technip, 7 shares	01/30/08	02/09/09	262.57	455.43	(192.86)	-
Anglogold Ashanti LTD, 27 shares	01/22/08	02/17/09	848.39	1,189.29	(340.90)	-
Barrick Gold Corp., 21 shares	01/22/08	02/17/09	819.83	1,011.36	(191.53)	-
Lihir Gold LTD, 76 shares	04/24/07	02/18/09	1,727.17	1,883.57	(156.40)	-
Gold Fields LTD, 31 shares	05/17/07	02/20/09	350.93	527.88	(176.95)	-
Lihir Gold LTD, 23 shares	04/06/06	02/23/09	532.46	470.83	61.63	-
Lihir Gold LTD, 32 shares	04/24/07	02/23/09	740.82	793.09	(52.27)	-
Barrick Gold Corp., 164 shares	04/24/07	02/26/09	4,981.06	4,657.94	323.12	-
Currency Shares Euro Trust, 17 shares	01/22/08	02/26/09	2,168.47	2,492.03	(323.56)	-
Orezone / Iamgold Intl. African Mining - Exc	05/21/07	02/26/09	250.10	636.91	(386.81)	-
Orezone / Iamgold Intl. African Mining - Exc	11/20/07	02/26/09	183.62	347.20	(163.58)	-
Orezone / Iamgold Intl. African Mining - Exc	11/21/07	02/26/09	558.57	1,022.87	(464.30)	-
Orezone / Iamgold Intl. African Mining - Exc	11/23/07	02/26/09	57.97	104.26	(46.29)	-
Newmont Mining Corp., 13 shares	05/24/07	02/27/09	548.13	513.11	35.02	-
Alumina LTD, 32 shares	12/20/07	03/02/09	92.20	679.80	(587.60)	-
Alumina LTD, 60 shares	12/19/07	03/02/09	172.88	1,270.65	(1,097.77)	-
Gold Fields LTD, 52 shares	05/17/07	03/02/09	483.77	885.48	(401.71)	-
Promise Co LTD, 1 share	09/14/06	03/04/09	6.49	21.85	(15.36)	-
Promise Co LTD, 27 shares	04/05/06	03/04/09	175.18	873.28	(698.10)	-
Promise Co LTD, 30 shares	07/07/06	03/04/09	194.64	770.72	(576.08)	-
Gold Fields LTD, 19 shares	11/07/07	03/06/09	211.12	345.66	(134.54)	-
Gold Fields LTD, 5 shares	05/16/07	03/06/09	55.56	85.82	(30.26)	-

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	Acquired	Sold	Proceeds	Cost	LT	ST
Gold Fields LTD, 9 shares	01/22/08	03/06/09	100.01	144.99	(44.98)	-
Anglogold Ashanti LTD, 20 shares	01/22/08	03/11/09	633.75	880.96	(247.21)	-
Lonmin PLC, 20 shares	01/30/08	03/11/09	353.17	1,142.30	(789.13)	-
Suncor Energy Inc., 23 shares	01/22/08	03/11/09	552.57	1,001.19	(448.62)	-
Suncor Energy Inc., 4 shares	01/17/08	03/11/09	96.10	182.28	(86.18)	-
Suncor Energy Inc., 6 shares	03/31/06	03/11/09	144.15	228.87	(84.72)	-
Gold Fields LTD, 70 shares	01/22/08	03/12/09	859.74	1,127.70	(267.96)	-
KT Corp., 50 shares	03/31/06	03/12/09	643.18	1,064.10	(420.92)	-
Anglogold Ashanti LTD, 11 shares	02/12/08	03/13/09	375.68	382.80	(7.12)	-
Anglogold Ashanti LTD, 9 shares	01/22/08	03/13/09	307.37	396.43	(89.06)	-
Gold Fields LTD, 31 shares	01/22/08	03/18/09	380.38	499.41	(119.03)	-
Gold Fields LTD, 4 shares	01/28/08	03/18/09	49.08	58.84	(9.76)	-
Newmont Mining Corp., 1 share	05/24/07	03/20/09	44.02	39.47	4.55	-
Newmont Mining Corp., 10 shares	05/29/07	03/20/09	440.24	391.62	48.62	-
USEC Inc., 60 shares	01/08/08	03/25/09	299.99	494.05	(194.06)	-
Shaw Group Inc., 17 shares	01/02/08	03/26/09	508.47	411.68	96.79	-
USEC Inc., 55 shares	01/08/08	03/26/09	274.99	452.88	(177.89)	-
Ivanhoe Mines Limited, 77 shares	04/24/07	03/27/09	448.35	942.70	(494.35)	-
Kirin Holdings Company LTD, 8 shares	11/08/06	03/31/09	86.68	106.29	(19.61)	-
Kirin Holdings Company LTD, 82 shares	04/05/06	03/31/09	888.49	1,151.69	(263.20)	-
Scholastic Corp., 37 shares	04/24/07	04/01/09	568.89	1,166.71	(597.82)	-
Cameco Corp., 38 shares	02/07/08	04/02/09	684.93	1,214.58	(529.65)	-
Lonmin PLC, 1 shares	01/30/08	04/02/09	22.09	57.11	(35.02)	-
Tech Data Corp., 22 shares	04/24/07	04/06/09	506.92	797.53	(290.61)	-
KT Corp., 69 shares	03/31/06	04/09/09	992.12	1,468.46	(476.34)	-
Sekisui House LTD, 1 share	10/10/07	04/09/09	8.31	12.16	(3.85)	-
Sekisui House LTD, 14 share	09/05/07	04/09/09	116.30	170.84	(54.54)	-
Sekisui House LTD, 29 share	09/11/07	04/09/09	240.90	348.62	(107.72)	-
KT Corp., 13 shares	03/31/06	04/13/09	188.90	276.67	(87.77)	-
KT Corp., 3 shares	01/17/08	04/13/09	43.59	71.80	(28.21)	-
Kirin Holdings Company LTD, 180 shares	01/23/08	04/20/09	1,984.90	2,754.00	(769.10)	-
Kirin Holdings Company LTD, 42 shares	11/08/06	04/20/09	463.14	558.01	(94.87)	-
Centrais Eletricas Brasileiras SA, 26 shares	01/23/08	04/22/09	331.76	305.50	26.26	-
Centrais Eletricas Brasileiras SA, 9 shares	07/30/07	04/22/09	114.84	119.51	(4.67)	-

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USEC Inc., 41 shares	01/08/08	04/27/09	267.98	337.61	(69.63)	-
Cameco Corp., 2 shares	02/07/08	04/30/09	45.36	63.93	(18.57)	-
Scholastic Corp., 12 shares	04/04/08	05/04/09	236.54	357.39	(120.85)	-
Smithfield Foods Inc., 40 shares	05/23/07	05/06/09	467.78	1,269.09	(801.31)	-
Tyson Foods Inc., 60 shares	09/27/07	05/06/09	733.76	1,079.38	(345.62)	-
Tyson Foods Inc., 7 shares	04/24/07	05/06/09	85.60	147.70	(62.10)	-
Promise Co LTD, 16 shares	09/14/06	05/07/09	105.48	349.52	(244.04)	-
Promise Co LTD, 31 shares	11/01/06	05/07/09	204.36	579.08	(374.72)	-
Axcelis Technologies, 126 shares	11/15/07	05/12/09	52.12	546.16	(494.04)	-
Axcelis Technologies, 18 shares	08/10/07	05/12/09	7.45	85.14	(77.69)	-
Axcelis Technologies, 225 shares	11/07/07	05/12/09	93.08	925.29	(832.21)	-
Technip, 7 shares	01/30/08	05/12/09	316.88	455.43	(138.55)	-
Sekisui House LTD, 48 shares	10/10/07	05/15/09	450.77	583.69	(132.92)	-
KT Corp., 22 shares	01/17/08	05/19/09	321.25	526.50	(205.25)	-
KT Corp., 79 shares	01/22/08	05/19/09	1,153.60	1,920.83	(767.23)	-
Lihir Gold LTD, 18 shares	05/15/08	05/20/09	413.67	489.86	(76.19)	-
Lihir Gold LTD, 7 shares	12/20/07	05/20/09	160.87	191.68	(30.81)	-
Lihir Gold LTD, 34 shares	05/15/08	05/29/09	875.84	925.29	(49.45)	-
Tech Data Corp., 31 shares	04/24/07	06/01/09	1,012.29	1,123.79	(111.50)	-
Nexen Inc., 13 shares	01/22/08	06/02/09	330.32	349.57	(19.25)	-
Nexen Inc., 19 shares	10/04/07	06/02/09	482.77	577.57	(94.80)	-
Nexen Inc., 2 shares	09/28/07	06/02/09	50.82	60.96	(10.14)	-
BJ Services Co., 11 shares	08/01/07	06/09/09	170.38	280.96	(110.58)	-
BJ Services Co., 76 shares	12/05/07	06/09/09	1,177.21	1,837.51	(660.30)	-
Arch Coal Inc., 28 shares	08/30/07	06/10/09	530.81	821.79	(290.98)	-
Peabody Energy Corp., 20 shares	07/26/07	06/10/09	705.43	778.84	(73.41)	-
Daiwa House Industries, 1 share	11/19/07	06/15/09	100.83	120.65	(19.82)	-
Daiwa House Industries, 4 shares	01/23/08	06/15/09	403.30	491.00	(87.70)	-
Suncor Energy Inc., 7 shares	01/22/08	07/01/09	208.89	304.71	(95.82)	-
Newmont Mining Corp., 18 shares	05/29/07	07/06/09	707.01	704.93	2.08	-
Ivanhoe Mines LTD, 48 shares	04/24/07	07/10/09	390.46	587.66	(197.20)	-
Magna International Inc., 1 share	07/14/08	07/15/09	44.03	55.39	(11.36)	-
Magna International Inc., 10 shares	06/04/08	07/15/09	440.31	700.70	(260.39)	-
Magna International Inc., 10 shares	06/23/08	07/15/09	440.30	653.71	(213.41)	-

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Magna International Inc., 14 shares	07/11/08	07/15/09	616.43	750.00	(133.57)	-
Magna International Inc., 17 shares	03/10/08	07/15/09	748.52	1,224.79	(476.27)	-
Fuji Photo Film Co LTD, 14 shares	03/31/06	07/20/09	429.59	468.20	(38.61)	-
Technip, 4 shares	01/30/08	07/24/09	238.59	260.25	(21.66)	-
Health Net Inc., 13 shares	06/20/08	07/28/09	181.28	343.92	(162.64)	-
Health Net Inc., 31 shares	04/28/08	07/28/09	432.30	901.54	(469.24)	-
Health Net Inc., 34 shares	06/30/08	07/28/09	474.13	824.66	(350.53)	-
Health Net Inc., 37 shares	06/19/08	07/28/09	515.97	973.50	(457.53)	-
Health Net Inc., 42 shares	07/03/08	07/28/09	585.69	951.27	(365.58)	-
Health Net Inc., 47 shares	06/24/08	07/28/09	655.42	1,230.02	(574.60)	-
TDK Electronics LTD, 15 shares	07/25/08	07/31/09	781.24	928.63	(147.39)	-
TDK Electronics LTD, 7 shares	07/02/08	07/31/09	364.58	425.40	(60.82)	-
Magna International Inc., 13 shares	07/14/08	08/05/09	639.85	720.08	(80.23)	-
Stora Enso ADR, 176 shares	04/05/06	08/05/09	1,134.53	2,696.41	(1,561.88)	-
Stora Enso ADR, 95 shares	01/23/08	08/05/09	612.39	1,183.70	(571.31)	-
Currency Shares Euro Trust, 15 shares	01/22/08	08/06/09	2,150.70	2,198.85	(48.15)	-
Telus Corporation, 1 share	04/24/08	08/12/09	29.72	43.53	(13.81)	-
Telus Corporation, 15 shares	04/23/08	08/12/09	445.81	644.20	(198.39)	-
Telus Corporation, 5 shares	04/10/08	08/12/09	148.60	217.54	(68.94)	-
Telus Corporation, 14 shares	04/24/08	08/13/09	418.48	609.42	(190.94)	-
Telus Corporation, 21 shares	07/23/08	08/13/09	627.72	773.80	(146.08)	-
Aegon N.V. ADR, 15 shares	07/24/08	08/17/09	105.78	190.05	(84.27)	-
Aegon N.V. ADR, 62 shares	06/14/06	08/17/09	437.24	978.12	(540.88)	-
Alcatel-Lucent, 137 shares	07/20/07	08/17/09	444.13	1,881.96	(1,437.83)	-
Alcatel-Lucent, 34 shares	05/02/07	08/17/09	110.22	454.21	(343.99)	-
Alcatel-Lucent, 44 shares	04/16/07	08/17/09	142.64	551.29	(408.65)	-
Alcatel-Lucent, 46 shares	03/27/07	08/17/09	149.12	544.00	(394.88)	-
Alcatel-Lucent, 50 shares	09/13/07	08/17/09	162.09	455.08	(292.99)	-
Alcatel-Lucent, 545 shares	01/22/08	08/17/09	1,766.79	3,264.02	(1,497.23)	-
Alcatel-Lucent, 71 shares	09/24/07	08/17/09	230.17	640.25	(410.08)	-
Alumina LTD, 150 shares	01/23/08	08/17/09	815.99	2,615.96	(1,799.97)	-
Alumina LTD, 23 shares	11/15/07	08/17/09	125.12	567.67	(442.55)	-
Alumina LTD, 79 shares	04/05/06	08/17/09	429.76	1,729.06	(1,299.30)	-
Alumina LTD, 8 shares	08/03/06	08/17/09	43.52	157.05	(113.53)	-

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Anglogold Ashanti LTD, 21 shares	07/24/08	08/17/09	751.70	692.57	59.13	-
Anglogold Ashanti LTD, 26 shares	02/12/08	08/17/09	930.67	904.80	25.87	-
Anglogold Ashanti LTD, 34 shares	03/17/08	08/17/09	1,217.03	1,157.65	59.38	-
Anglogold Ashanti LTD, 38 shares	02/29/08	08/17/09	1,360.21	1,376.34	(16.13)	-
BP PLC, 16 shares	02/26/07	08/17/09	785.30	1,029.53	(244.23)	-
BP PLC, 16 shares	06/04/07	08/17/09	785.30	1,090.45	(305.15)	-
BP PLC, 18 shares	02/23/07	08/17/09	883.46	1,133.25	(249.79)	-
BP PLC, 50 shares	01/22/08	08/17/09	2,454.06	3,102.00	(647.94)	-
Cameco Corp., 30 shares	08/08/08	08/17/09	828.58	969.98	(141.40)	-
Centrais Electricas Brasileiras SA, 100 shai	01/23/08	08/17/09	1,278.97	1,185.00	93.97	-
Centrais Electricas Brasileiras SA, 17 share	12/19/07	08/17/09	217.43	217.30	0.13	-
Centrais Electricas Brasileiras SA, 19 share	03/13/07	08/17/09	243.01	195.15	47.86	-
Centrais Electricas Brasileiras SA, 54 share	01/23/08	08/17/09	773.26	634.50	138.76	-
DAI Nippon Printing Co LTD, 150 shares	01/23/08	08/17/09	2,077.44	2,056.92	20.52	-
Diawa House Industries, 1 shares	01/23/08	08/17/09	104.00	122.75	(18.75)	-
Diawa House Industries, 9 shares	02/13/08	08/17/09	935.97	944.58	(8.61)	-
Diawa House Industries, 9 shares	03/10/08	08/17/09	935.98	855.15	80.83	-
Fuji Photo Film, 13 shares	03/04/08	08/17/09	366.59	476.38	(109.79)	-
Fuji Photo Film, 63 shares	03/31/06	08/17/09	1,776.55	2,106.91	(330.36)	-
Fuji Photo Film, 85 shares	01/22/08	08/17/09	2,396.94	3,352.15	(955.21)	-
Gold Fields LTD, 108 shares	02/05/08	08/17/09	1,249.64	1,467.00	(217.36)	-
Gold Fields LTD, 35 shares	05/12/08	08/17/09	404.97	490.50	(85.53)	-
Gold Fields LTD, 36 shares	04/07/08	08/17/09	416.55	498.73	(82.18)	-
Gold Fields LTD, 47 shares	01/28/08	08/17/09	543.83	691.34	(147.51)	-
Gold Fields LTD, 50 shares	05/13/08	08/17/09	578.54	690.05	(111.51)	-
Hachijuni Bank LTD, 15 shares	08/08/08	08/17/09	831.12	900.26	(69.14)	-
Hachijuni Bank LTD, 8 shares	05/29/08	08/17/09	443.27	532.63	(89.36)	-
Ivanhoe Mines LTD, 125 shares	01/22/08	08/17/09	1,096.22	1,110.00	(13.78)	-
Ivanhoe Mines LTD, 18 shares	03/31/06	08/17/09	157.86	168.12	(10.26)	-
Ivanhoe Mines LTD, 18 shares	01/14/08	08/17/09	157.85	190.25	(32.40)	-
Ivanhoe Mines LTD, 74 shares	05/23/06	08/17/09	648.96	520.21	128.75	-
Korea Electric Power Co., 110 shares	01/22/08	08/17/09	1,326.62	2,278.10	(951.48)	-
Korea Electric Power Co., 25 shares	09/21/06	08/17/09	301.50	496.41	(194.91)	-
Korea Electric Power Co., 38 shares	03/17/08	08/17/09	458.29	532.05	(73.76)	-

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Korea Electric Power Co., 76 shares	03/31/06	08/17/09	916.57	1,635.52	(718.95)	-
KT Corp., 49 shares	05/13/08	08/17/09	729.79	1,064.82	(335.03)	-
KT Corp., 51 shares	01/22/08	08/17/09	759.57	1,240.03	(480.46)	-
Magna International Inc., 15 shares	07/11/08	08/17/09	694.78	803.57	(108.79)	-
Magna International Inc., 59 shares	03/11/08	08/17/09	2,732.81	4,240.20	(1,507.39)	-
Mitsui Sumitomo Insurance Group, 30 shares	11/06/07	08/17/09	377.99	552.97	(174.98)	-
Mitsui Sumitomo Insurance Group, 30 shares	11/26/07	08/17/09	377.99	528.67	(150.68)	-
Mitsui Sumitomo Insurance Group, 36 shares	12/03/07	08/17/09	453.59	654.19	(200.60)	-
Mitsui Sumitomo Insurance Group, 90 shares	01/23/08	08/17/09	1,133.96	1,365.00	(231.04)	-
Newcrest Mining LTD, 20 shares	01/23/08	08/17/09	479.99	606.00	(126.01)	-
Newcrest Mining LTD, 39 shares	08/13/08	08/17/09	935.97	824.12	111.85	-
Newcrest Mining LTD, 8 shares	07/12/06	08/17/09	191.99	124.76	67.23	-
Newmont Mining Corp., 14 shares	01/22/08	08/17/09	544.30	741.72	(197.42)	-
Newmont Mining Corp., 21 shares	05/29/07	08/17/09	38.88	39.16	(0.28)	-
Newmont Mining Corp., 21 shares	01/22/08	08/17/09	817.75	1,112.58	(294.83)	-
Newmont Mining Corp., 28 shares	06/19/07	08/17/09	1,088.61	1,135.71	(47.10)	-
Nexen Inc., 20 shares	08/07/08	08/17/09	399.83	603.39	(203.56)	-
Nexen Inc., 42 shares	01/22/08	08/17/09	839.64	1,129.38	(289.74)	-
Nippon Telegraph & Telephone, 180 shares	01/22/08	08/17/09	3,791.15	4,244.40	(453.25)	-
Nippon Telegraph & Telephone, 31 shares	09/26/07	08/17/09	652.92	693.78	(40.86)	-
Nippon Telegraph & Telephone, 7 shares	06/12/07	08/17/09	147.43	158.10	(10.67)	-
Panasonic Corp., 29 shares	08/16/07	08/17/09	435.20	501.94	(66.74)	-
Panasonic Corp., 31 shares	07/30/07	08/17/09	465.21	566.51	(101.30)	-
Panasonic Corp., 36 shares	09/10/07	08/17/09	540.25	619.58	(79.33)	-
Panasonic Corp., 65 shares	01/22/08	08/17/09	975.45	1,249.30	(273.85)	-
Royal Dutch Shell PLC, 42 shares	03/31/06	08/17/09	2,126.40	2,739.66	(613.26)	-
Royal Dutch Shell PLC, 45 shares	01/22/08	08/17/09	2,278.29	3,167.55	(889.26)	-
Sanofi-Aventis, 19 shares	08/01/08	08/17/09	603.08	673.15	(70.07)	-
Sanofi-Aventis, 26 shares	04/08/08	08/17/09	825.27	998.91	(173.64)	-
Sanofi-Aventis, 30 shares	01/22/08	08/17/09	952.24	1,288.20	(335.96)	-
Sanofi-Aventis, 31 shares	04/14/08	08/17/09	444.38	533.79	(89.41)	-
Sanofi-Aventis, 40 shares	05/16/08	08/17/09	1,269.64	1,487.32	(217.68)	-
Sanofi-Aventis, 8 shares	10/02/07	08/17/09	253.93	339.60	(85.67)	-
Sega Sammy, 145 shares	12/07/07	08/17/09	453.84	459.58	(5.74)	-

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Sega Sammy, 242 shares	06/06/08	08/17/09	757.44	642.73	114.71	-
Sega Sammy, 47 shares	02/27/08	08/17/09	147.11	116.17	30.94	-
Sega Sammy, 72 shares	05/15/07	08/17/09	225.35	345.59	(120.24)	-
Sega Sammy, 79 shares	01/11/07	08/17/09	247.26	521.16	(273.90)	-
Sega Sammy, 82 shares	12/15/06	08/17/09	256.65	541.57	(284.92)	-
Sekisui House LTD, 115 shares	03/06/08	08/17/09	1,043.02	1,057.92	(14.90)	-
Sekisui House LTD, 140 shares	01/23/08	08/17/09	1,269.76	1,449.41	(179.65)	-
Sekisui House LTD, 4 shares	10/10/07	08/17/09	36.28	48.64	(12.36)	-
Shiseido LTD, 50 shares	01/23/08	08/17/09	804.48	1,137.50	(333.02)	-
Shiseido LTD, 82 shares	04/05/06	08/17/09	1,319.34	1,642.40	(323.06)	-
SK Telecom Co LTD, 27 shares	06/10/08	08/17/09	409.65	572.81	(163.16)	-
SK Telecom Co LTD, 28 shares	04/24/08	08/17/09	424.82	618.86	(194.04)	-
SK Telecom Co LTD, 46 shares	02/13/08	08/17/09	697.92	1,037.92	(340.00)	-
Stora Enso ADR, 141 shares	06/19/08	08/17/09	910.84	1,346.80	(435.96)	-
Stora Enso ADR, 40 shares	01/23/08	08/17/09	258.39	343.98	(85.59)	-
Stora Enso ADR, 95 shares	04/24/08	08/17/09	613.68	1,142.49	(528.81)	-
Sumitomo Trust & Bank, 238 shares	03/05/08	08/17/09	1,297.06	1,524.60	(227.54)	-
Sumitomo Trust & Bank, 91 shares	01/16/08	08/17/09	495.94	582.09	(86.15)	-
Suncor Energy Inc., 1 share	07/23/08	08/17/09	30.80	53.82	(23.02)	-
Swisscom AG, 47 shares	04/05/06	08/17/09	1,515.71	1,555.87	(40.16)	-
Swisscom AG, 80 shares	01/23/08	08/17/09	2,579.93	2,960.00	(380.07)	-
Telecom Italia, 105 shares	01/23/08	08/17/09	1,080.95	2,302.06	(1,221.11)	-
Telecom Italia, 117 shares	04/29/08	08/17/09	1,204.48	1,897.74	(693.26)	-
Telecom Italia, 148 shares	04/05/06	08/17/09	1,523.62	4,006.35	(2,482.73)	-
Telecom Italia, 19 shares	05/09/06	08/17/09	195.60	509.28	(313.68)	-
Toppan Printing LTD, 17 shares	11/30/06	08/17/09	786.23	903.29	(117.06)	-
Toppan Printing LTD, 43 shares	04/05/06	08/17/09	1,988.69	3,007.00	(1,018.31)	-
UBS AG, 14.5 shares	01/17/08	08/17/09	221.59	578.08	(356.49)	-
UBS AG, 28 shares	06/10/08	08/17/09	427.90	617.40	(189.50)	-
UBS AG, 31.5 shares	02/29/08	08/17/09	481.38	982.23	(500.85)	-
UBS AG, 42 shares	01/22/08	08/17/09	641.85	1,617.20	(975.35)	-
Vodafone GP PLC, 18 shares	08/03/06	08/17/09	375.88	392.54	(16.66)	-
Vodafone GP PLC, 38.5 shares	05/24/06	08/17/09	803.95	938.68	(134.73)	-
Vodafone GP PLC, 54 shares	07/22/08	08/17/09	1,127.62	1,383.60	(255.98)	-

HYMAN LEVINE FAMILY FOUNDATION: L'DOR V'DOR
STOCK GAIN/LOSS REPORT
AS OF DECEMBER 31, 2009

	Acquired	Sold	Proceeds	Cost	L/T	S/T
Vodafone GP PLC, 7.5 shares	03/31/06	08/17/09	156.61	180.34	(23.73)	-
Wacoal Holdings Corp., 15 shares	04/03/06	08/17/09	923.98	1,016.94	(92.96)	-
Wacoal Holdings Corp., 20 shares	01/23/08	08/17/09	1,231.97	1,200.17	31.80	-
Wacoal Holdings Corp., 3 shares	05/07/07	08/17/09	184.79	190.25	(5.46)	-
Wacoal Holdings Corp., 5 shares	08/01/07	08/17/09	307.99	308.35	(0.36)	-
Wacoal Holdings Corp., 6 shares	10/17/07	08/17/09	369.59	355.34	14.25	-
Barrick Gold Corp., 15 shares	01/22/08	08/18/09	502.39	722.40	(220.01)	-
Barrick Gold Corp., 27 shares	03/20/08	08/18/09	904.30	1,162.57	(258.27)	-
Barrick Gold Corp., 38 shares	04/29/08	08/18/09	1,272.72	1,427.79	(155.07)	-
City National Corp., 1025 shares	12/26/02	08/25/09	40,082.41	44,833.50	(4,751.09)	-
City National Corp., 1265 shares	12/24/01	08/25/09	49,467.53	59,050.20	(9,582.67)	-
PNM Res Inc., 101 shares	05/30/07	09/11/09	1,230.08	2,936.67	(1,706.59)	-
PNM Res Inc., 151 shares	08/06/07	09/11/09	1,839.03	3,391.04	(1,552.01)	-
PNM Res Inc., 20 shares	07/27/07	09/11/09	243.58	513.91	(270.33)	-
PNM Res Inc., 35 shares	07/30/07	09/11/09	426.26	892.10	(465.84)	-
PNM Res Inc., 55 shares	04/24/07	09/11/09	669.84	1,850.30	(1,180.46)	-
Domtar Corp., 10 shares	04/24/07	09/14/09	363.86	1,165.80	(801.94)	-
Domtar Corp., 13 shares	04/23/08	09/14/09	473.02	989.30	(516.28)	-
Domtar Corp., 15 shares	03/11/08	09/14/09	545.80	1,151.27	(605.47)	-
Domtar Corp., 6 shares	04/11/08	09/14/09	218.32	497.42	(279.10)	-
Arch Coal Inc., 20 shares	09/03/08	09/22/09	463.76	861.37	(397.61)	-
Tata Motors LTD, 3 shares	08/01/08	09/22/09	39.99	27.99	12.00	-
Tata Motors LTD, 9 shares	08/04/08	09/22/09	119.96	83.72	36.24	-
Smithfield Foods Inc., 89 shares	05/23/07	10/01/09	1,139.01	2,823.74	(1,684.73)	-
Smithfield Foods Inc., 9 shares	04/15/08	10/01/09	115.18	240.21	(125.03)	-
Smithfield Foods Inc., 115 shares	06/30/08	10/02/09	1,463.58	2,277.86	(814.28)	-
Smithfield Foods Inc., 68 shares	04/15/08	10/02/09	865.42	1,814.90	(949.48)	-
Gold Fields LTD, 21 shares	05/12/08	10/06/09	312.14	294.30	17.84	-
Gold Fields LTD, 54 shares	04/07/08	10/06/09	802.64	748.09	54.55	-
Kinross Gold Corp., 19 shares	08/07/08	10/06/09	425.63	318.58	107.05	-
Kinross Gold Corp., 23 shares	08/04/08	10/06/09	515.24	411.61	103.63	-
Kinross Gold Corp., 34 shares	08/01/08	10/06/09	761.65	608.79	152.86	-
Lihir Gold LTD, 20 shares	07/24/08	10/14/09	594.67	539.44	55.23	-
Lihir Gold LTD, 21 shares	04/24/07	10/14/09	624.41	520.46	103.95	-

HYMAN LEVINE FAMILY FOUNDATION: L'DOR V'DOR
STOCK GAIN/LOSS REPORT
AS OF DECEMBER 31, 2009

	Acquired	Sold	Proceeds	Cost	LTR	SLT
Deposit	10/04/07	10/16/09	22.25	106.75	(84.50)	-
Gold Reserve Inc., 123 shares	05/15/07	10/16/09	109.46	719.45	(609.99)	-
Gold Reserve Inc., 88 shares	05/07/07	10/16/09	78.32	626.01	(547.69)	-
Consol Energy Inc., 12 shares	10/02/08	10/20/09	613.77	461.65	152.12	-
Republic Services Inc., 23 shares	10/30/07	10/23/09	621.63	635.61	(13.98)	-
Republic Services Inc., 27 shares	01/29/07	10/23/09	729.74	746.94	(17.20)	-
Republic Services Inc., 46 shares	12/19/07	10/23/09	1,243.27	1,074.46	168.81	-
Republic Services Inc., 66 shares	04/24/07	10/23/09	1,783.82	1,868.37	(84.55)	-
Cresud SA, 13 shares	07/15/08	11/05/09	176.99	175.51	1.48	-
Cresud SA, 18 shares	07/15/08	11/09/09	250.60	243.01	7.59	-
Cresud SA, 19 shares	07/23/08	11/09/09	264.53	266.97	(2.44)	-
DTE Energy Co., 1 share	04/24/07	11/09/09	39.04	50.09	(11.05)	-
DTE Energy Co., 13 shares	12/28/07	11/09/09	507.52	581.61	(74.09)	-
Korea Electric Power Co., 121 shares	04/24/07	11/20/09	1,703.85	2,503.49	(799.64)	-
Korea Electric Power Co., 42 shares	03/11/08	11/20/09	591.42	647.46	(56.04)	-
Ivanhoe Mines LTD, 12 shares	04/24/07	11/23/09	153.23	146.91	6.32	-
Ivanhoe Mines LTD, 27 shares	01/11/08	11/23/09	344.78	285.38	59.40	-
Korea Electric Power Co., 1 share	03/11/08	11/23/09	14.12	15.42	(1.30)	-
Korea Electric Power Co., 115 shares	10/29/08	11/23/09	1,624.32	939.00	685.32	-
Ivanhoe Mines LTD, 47 shares	01/11/08	11/25/09	598.71	496.78	101.93	-
Cresud SA	Cash in Lieu	12/02/09	11.56	0.00	11.56	-
Warren Resources Inc., 42 shares	07/24/07	12/07/09	105.44	465.32	(359.88)	-
Scholastic Corp., 17 shares	07/24/08	12/14/09	478.09	442.02	36.07	-
Scholastic Corp., 39 shares	07/28/08	12/14/09	1,096.79	980.09	116.70	-
City National Corp., 290 shares	10/14/08	12/17/09	11,787.45	17,400.00	(5,612.55)	-
City National Corp., 910 shares	12/27/07	12/17/09	36,988.22	54,990.67	(18,002.45)	-
Alamo Group Inc., 25 shares	08/03/07	12/24/09	401.56	635.21	(233.65)	-
Alamo Group Inc., 32 shares	02/08/08	12/24/09	513.99	583.02	(69.03)	-
<i>Long-Term Gain/(Loss) on Stock</i>						0.00
Net Gain/(Loss) on Stock						-69,017.88

HYMAN LEVINE FAMILY FOUNDATION: L'DOR V'DOR
BOND GAIN/LOSS REPORT FOR 2009

Security	Face Value	Acquired	Sold	Proceeds	Cost	L/T	Gain/Loss	S/T
NCNB Corp., 9.375%, 9/15/09	100,000	10/21/08	01/20/09	102,750.00	102,439.49	-	-	310.51
Nabors Inds. Inc., 0.94%, 5/15/11	2,000	11/11/08	03/02/09	1,730.00	1,650.00	-	-	80.00
Albany Intl. Corp., due 3/15/26	2,000	07/02/08	04/06/09	1,138.75	1,797.54	-	-	(658.79)
Coeur D Alene Mines Corp., 1.25%, 1/15/24	1,000	07/22/08	07/14/09	910.62	805.64	-	-	104.98
Chula Vista Cal, due 8/1/11 @ 8.125%	30,000	01/21/09	08/01/09	30,000.00	30,450.00	-	-	(450.00)
Los Angeles CA Convention Cent., due 8/15/13 @ 6.75%	40,000	10/27/08	08/15/09	40,000.00	39,593.20	-	-	406.80
Brea Calif Pub, due 9/1/13 @ 7.25%	50,000	10/23/08	09/01/09	50,000.00	50,000.00	-	-	-
Long Beach Calif, due 9/2/09 @ 5.4%	45,000	01/22/09	09/02/09	45,000.00	44,608.05	-	-	391.95
Trinity Industries, due 6/1/2036 @ 3.875%	2,000	11/11/08	10/02/09	1,460.00	1,028.22	-	-	431.78
Trinity Industries, due 6/1/2036 @ 3.875%	1,000	11/11/08	10/05/09	730.00	514.11	-	-	215.89
Alabama Incentiv, due 10/1/19 @ 7.75%	130,000	08/12/09	10/26/09	132,600.00	133,263.00	-	-	(663.00)
Gen Cable Corp. Conv., due 10/15/12 @ 1%	3,000	09/24/09	10/28/09	2,839.14	2,559.90	-	-	279.24
Sepracor Inc. Ser B1 Conv., due 12/15/10 @ 0%	1,000	09/17/09	12/02/09	1,000.00	988.75	-	-	11.25
Short-Term Gain/(Loss) on Bonds				410,158.51	409,697.90	0.00		460.61
Allied Waste Industries Inc., due 4/15/34 @ 4.25%	1,000	07/26/07	01/02/09	895.00	959.00	(64.00)	-	-
Allied Waste Industries Inc., due 4/15/34 @ 4.25%	4,000	07/26/07	03/03/09	3,692.50	4,034.63	(342.13)	-	-
Albany Intl. Corp., due 3/15/26	4,000	10/19/07	04/06/09	2,277.50	4,000.00	(1,722.50)	-	-
Omnicare Inc., due 12/15/35 @ 3.25%	2,000	07/27/07	04/14/09	1,355.00	1,667.07	(312.07)	-	-
Omnicare Inc., due 12/15/35 @ 3.25%	2,000	08/29/07	04/17/09	1,403.75	1,629.88	(226.13)	-	-
Omnicare Inc., due 12/15/35 @ 3.25%	1,000	07/27/07	04/17/09	701.88	833.53	(131.65)	-	-
Coeur D Alene Mines Corp., 1.25%, 1/15/24	1,000	04/17/08	07/14/09	910.63	869.84	40.79	-	-
Coeur D Alene Mines Corp., 1.25%, 1/15/24	1,000	07/22/08	07/28/09	910.00	805.64	104.36	-	-
San Marcos Calif, due 8/1/19 @ 7.125%	50,000	06/25/08	08/01/09	51,000.00	52,085.50	(1,085.50)	-	-
Credence Systems Corp., 3.5%, 5/15/10	Taxable Exch.	07/31/07	05/26/09	798.75	3,730.00	(2,931.25)	-	-
LTX - Credence Exch Senior, 5/15/10 @ 3.5%	Taxable Exch.		05/26/09	1,281.15	0.00	1,281.15	-	-
Settlement from Credence Bonds (paid to Morgan Stanley)	Taxable Exch.		06/26/09	71.88		71.88	-	-
Settlement from Credence Bonds (paid via Check)	Taxable Exch.		07/01/09	71.88		71.88	-	-
Long-Term Gain/(Loss) on Bonds				65,369.92	70,615.09	-5,245.17		0.00
Net Gain/(Loss) on Bonds				475,528.43	480,312.99			(4,784.56)

**HYMAN LEVINE FAMILY FOUNDATION: L'DOR V'DOR
FOREIGN CURRENCY GAIN/LOSS REPORT FOR 2009**

<u>Foreign Currency</u>	<u>Acquired Date</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Total Cost</u>	<u>Gain/Loss L/T</u>
Short Term Gain/(Loss)					
Norwegian Krone	06/17/09	12/15/09	123,167.20	115,000.00	8,167.20
Canadian Dollars	06/23/09	12/15/09	121,998.70	115,000.00	6,998.70
Total S/T Gain/(Loss)			<u>245,165.90</u>	<u>230,000.00</u>	<u>15,165.90</u>

HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR
COST BASIS OF CORPORATE OBLIGATIONS
AS OF DECEMBER 31, 2009

	Face Value	Acquired Date	2009 Cost	2009 FMV
CHARLES SCHWAB				
Anaheim Calif Un, due 9/1/10 @ 4.4%	250,000	06/23/08	244,177.50 -	249,190.00
Beaumont Calif Fl, due 9/1/12 @ 5.2%	50,000	01/13/09	44,795.00	50,513.50
Brea Calif Pub, due 9/1/13 @ 7.25%	150,000	10/23/08	150,000.00	151,978.50
California State, due 6/1/11 @ 5.09%	100,000	10/19/09	100,132.00	101,559.00
Chula Vista Cal, due 8/1/11 @ 8.125%	70,000	01/21/09	71,050.00	73,342.50
Coyote Canyon Rev Bab, due 9/1/39 @ 9.375%	100,000	12/10/09	99,527.00	97,557.00
Festival Ranch Cmmt, due 7/15/18 @ 8%	125,000	12/17/09	125,000.00	133,590.00
Fresno CA, due 4/1/12 @ 4.911%	165,000	08/08/08	165,025.00 -	173,882.30
Indio CA Redev Agy Tax, due 8/15/18 @ 6.75%	200,000	04/18/08	198,136.00	191,192.00
Los Angeles CA Convention Cent., due 8/15/13 @ 6.75%	160,000	10/27/08	158,372.80	160,259.20
Los Angeles CA, due 9/1/18 @ 6.95%	130,000	06/19/08	130,025.00 -	108,224.30
Los Angeles CA, due 9/1/38 @ 7.75%	100,000	06/19/08	97,509.00 -	91,771.00
Los Angeles Calif Cmnty Redev, due 9/1/37 @ 6.49%	400,000	12/20/07	379,000.00	322,268.00
Peralta Calif, due 11/1/13 @ 5.773%	100,000	04/01/09	101,480.00	106,150.00
San Bernardino, due 8/1/11 @ 5.15%	200,000	11/05/08	196,748.00	207,016.00
San Diego Calif, due 9/1/16 @ 5.89%	200,000	05/22/08	200,025.00	200,450.00
Yuba CA Levee, due 9/1/20 @ 6.25%	150,000	09/04/08	148,774.00.-	144,897.00
Total Municipal Bonds			2,609,776.30	2,561,640.30 /

HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR
SECURITIES LISTING
AS OF DECEMBER 31, 2009

	Shares	Acquired	2009 Cost	2009 FMV
<u>COMMON STOCKS</u>				
<u>MORGAN STANLEY</u>				
CYN Account				
City National Corp.	520	12/24/01	24,273.60	23,712.00
City National Corp.	2,190	12/26/02	95,790.60	99,864.00
City National Corp.	1,090	12/27/07	65,867.95	49,704.00
City National Corp.	1,200	12/15/09	49,320.00	54,720.00
Brokerage Account				
Abbott Labs	1,200	07/17/09	53,827.40	64,788.00
Bristol Myers Squibb Co.	2,500	07/17/09	50,293.97	63,125.00
Cloud Peak Energy Inc.	4,000	11/19/09	60,000.00	58,240.00
Eli Lilly & Co.	1,500	08/24/09	50,694.51	53,565.00
Goldcorp Inc.	500	04/23/09	14,343.10	19,670.00
Goldcorp Inc.	2,000	01/12/09	50,250.00	78,680.00
Ishares Silver Trust	3,500	06/23/09	48,049.05	57,886.50
Market Vectors Gold Miners	1,000	04/23/09	33,393.14	46,210.00
Market Vectors Gold Miners	3,000	11/19/08	58,834.11	138,630.00
Microsoft Corp.	2,000	05/26/09	40,882.39	60,960.00
Newmont Mining Corp.	400	04/23/09	15,787.63	18,924.00
Newmont Mining Corp.	1,400	01/12/09	50,220.33	66,234.00
Penn West Energy Trust	2,300	08/01/07	70,449.35	40,480.00
Penn West Energy Trust	700	08/22/07	20,025.46	12,320.00
Penn West Energy Trust	1,000	10/17/07	32,093.50	17,600.00
Penn West Energy Trust	1,000	12/05/07	26,449.42	17,600.00
SPDR Gold Trust	1,300	11/03/05	60,145.49	139,503.00
SPDR Gold Trust	1,200	06/12/06	72,524.15	128,772.00
SPDR Gold Trust	1,000	10/17/07	75,358.75	107,310.00
SPDR Gold Trust	1,500	12/05/07	118,579.78	160,965.00
Verizon Communications	2,500	06/15/09	74,621.25	82,825.00
Tradewinds				
AETNA Inc.	215	07/27/09	5,417.70	6,815.50
AGCO Corp.	61	06/17/09	1,661.76	1,972.74
AGCO Corp.	15	02/26/09	260.44	485.10
AGCO Corp.	37	02/04/09	846.18	1,196.58
AGCO Corp.	17	04/24/07	690.21	549.78
AGCO Corp.	23	06/26/08	1,174.55	743.82
AGCO Corp.	35	10/02/08	1,264.54	1,131.90
Alamo Group Inc.	11	02/08/08	200.41	188.65
Alamo Group Inc.	29	11/07/08	342.58	497.35
ALCOA Inc.	183	02/25/09	1,195.32	2,949.96
Ameren Corp.	40	10/06/09	998.70	1,118.00
Ameren Corp.	26	10/05/09	637.41	726.70
Ameren Corp.	35	10/02/09	859.67	978.25

HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR
SECURITIES LISTING
AS OF DECEMBER 31, 2009

	Shares	Acquired	2009 Cost	2009 FMV
<u>COMMON STOCKS</u>				
Ameren Corp.	115	09/11/09	2,921.35	3,214.25
Ameren Corp.	72	08/05/09	1,850.25	2,012.40
Ameren Corp.	18	05/13/09	440.62	503.10
Ameren Corp.	23	03/06/09	481.02	642.85
Ameren Corp.	61	02/18/09	1,615.38	1,704.95
AON Corp.	53	07/08/09	1,947.77	2,032.02
Arch Coal Inc.	121	07/08/09	1,640.23	2,692.25
Arch Coal Inc.	66	03/31/09	897.63	1,468.50
Arch Coal Inc.	52	02/25/09	742.98	1,157.00
Arch Coal Inc.	15	07/09/09	213.83	333.75
Axis Capital Hldgs	83	10/28/09	2,438.65	2,358.03
Banro Corp.	15	05/25/07	149.70	29.25
Banro Corp.	48	06/25/07	476.37	93.60
Banro Corp.	69	02/20/08	680.38	134.55
Banro Corp.	56	03/10/08	557.41	109.20
Banro Corp.	125	04/28/08	979.68	243.75
Banro Corp.	91	07/24/08	356.30	177.45
BJ Services Co.	54	02/04/09	608.15	1,004.40
BJ Services Co.	1	12/05/07	24.18	18.60
BJ Services Co.	84	01/17/08	1,867.06	1,562.40
BJ Services Co.	70	11/05/08	882.81	1,302.00
BJ Services Co.	71	11/06/08	869.21	1,320.60
BJ Services Co.	51	03/31/09	518.24	948.60
BJ's Wholesale Club Inc.	15	12/04/09	506.19	490.65
BJ's Wholesale Club Inc.	64	12/03/09	2,132.40	2,093.44
Cameco Corp.	3	05/01/08	103.05	96.51
Cameco Corp.	19	09/02/08	536.24	611.23
Cameco Corp.	44	09/05/08	1,158.91	1,415.48
Cameco Corp.	95	02/19/09	1,353.47	3,056.15
Centrais Electricas Brasileiras	154	04/24/07	1,794.10	2,879.80
Chesapeake Energy Corp.	114	12/04/09	2,557.18	2,950.32
CDN Pac Railway	37	03/27/09	1,192.38	1,998.00
CNA Finl Corp.	45	09/17/08	1,166.25	1,080.00
CNA Finl Corp.	35	09/18/08	895.46	840.00
Consol Energy Inc.	9	10/02/08	346.23	448.20
Consol Energy Inc.	15	04/20/09	370.94	747.00
Cresud SA	31	07/23/08	421.53	446.71
Cresud SA	64	10/06/08	599.43	922.24
Crystallex International Corp.	332	04/24/07	1,231.72	126.16
Crystallex International Corp.	138	05/01/07	554.79	52.44
Crystallex International Corp.	171	10/02/07	497.58	64.98
Crystallex International Corp.	419	01/18/08	1,013.06	159.22
Crystallex International Corp.	858	01/29/08	1,740.62	326.04
Crystallex International Corp.	565	05/09/08	335.33	214.70
Crystallex International Corp.	783	05/16/08	615.28	297.54

HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR
SECURITIES LISTING
AS OF DECEMBER 31, 2009

	Shares	Acquired	2009 Cost	2009 FMV
<u>COMMON STOCKS</u>				
Daiwa Securities Group Inc.	27	11/24/09	1,352.93	1,348.62
Daiwa Securities Group Inc.	21	11/20/09	1,053.24	1,048.93
Domtar Corporation	47	12/16/08	992.67	2,604.27
Geovic Mining Corp.	600	09/03/08	553.50	360.00
Gold Fields LTD	114	05/12/08	1,597.63	1,494.54
Gold Fields LTD	46	05/13/08	634.85	603.06
Gold Fields LTD	61	07/24/08	735.50	799.71
Gold Fields LTD	264	08/05/08	2,609.72	3,461.04
Humana Inc.	45	02/26/09	1,069.87	1,975.05
Humana Inc.	1	07/01/08	39.90	43.89
Humana Inc.	17	07/07/08	663.42	746.13
Humana Inc.	7	06/10/09	206.53	307.23
Idacorp Inc.	25	03/10/08	753.87	798.75
Idacorp Inc.	55	07/26/07	1,690.31	1,757.25
Ingram Micro Inc.	53	02/23/09	616.34	924.85
Ingram Micro Inc.	13	04/08/08	215.02	226.85
Ingram Micro Inc.	79	04/15/08	1,256.31	1,378.55
Ingram Micro Inc.	21	11/10/08	279.99	366.45
Ivanhoe Mines LTD	23	01/11/08	243.10	336.03
Ivanhoe Mines LTD	127	04/02/08	1,271.07	1,855.47
Kinross Gold Corp.	126	04/16/09	1,769.91	2,318.40
Kinross Gold Corp.	107	10/30/09	1,954.23	1,968.80
Kinross Gold Corp.	75	08/07/08	1,257.55	1,380.00
Kinross Gold Corp.	131	09/10/08	1,642.09	2,410.40
Kinross Gold Corp.	92	09/11/08	1,125.33	1,692.80
Kansas City Southern Conv	3	05/21/09	2,163.38	3,633.75
Kansas City Southern Conv	2	04/29/09	1,280.79	2,422.50
KAO Corp.	10	11/10/09	229.51	233.63
KAO Corp.	20	05/21/09	434.87	467.26
KAO Corp.	50	03/03/09	949.23	1,168.15
KT Corp.	6	04/24/07	132.54	100.92
KT Corp.	79	01/17/08	1,890.64	1,328.78
Kroger Co.	103	08/06/09	2,210.93	2,114.59
Kroger Co.	254	09/17/09	5,282.72	5,214.62
Lihir Gold LTD	56	08/10/09	1,239.94	1,635.76
Lihir Gold LTD	50	07/13/09	1,104.11	1,460.50
Lihir Gold LTD	116	10/27/08	1,186.53	3,388.36
Lihir Gold LTD	55	10/31/08	729.93	1,606.55
Lihir Gold LTD	57	08/11/09	1,249.46	1,664.97
Marsh & McLennan Cos Inc.	106	07/09/09	2,004.70	2,340.48
Magna International Inc.	19	02/04/09	554.24	961.02
Magna International Inc.	46	10/03/08	1,883.49	2,326.68
Mosaic Co.	19	07/08/09	766.70	1,134.87
Mosaic Co.	17	10/02/08	734.95	1,015.41
Nexen Inc.	10	04/24/07	302.30	239.30

HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR

SECURITIES LISTING

AS OF DECEMBER 31, 2009

	Shares	Acquired	2009 Cost	2009 FMV
<u>COMMON STOCKS</u>				
Nexen Inc.	43	04/04/08	1,337.35	1,028.99
Novagold Resources Inc.	396	04/30/09	1,072.33	2,427.48
Novagold Resources Inc.	139	02/25/09	390.30	852.07
Novagold Resources Inc.	80	11/28/07	799.38	490.40
Novagold Resources Inc.	51	11/29/07	510.89	312.63
Omnicare Inc	93	08/04/09	2,206.97	2,248.74
Pain Therapeutic	121	12/09/09	617.49	648.56
Petrobras Energia Participaci	75	12/03/09	1,299.11	1,172.25
Peabody Energy Corp.	95	03/30/09	2,377.35	4,294.95
Peabody Energy Corp.	21	07/26/07	817.78	949.41
Pioneer Natural Resources Inc.	14	11/06/08	326.89	674.38
Pioneer Natural Resources Inc.	36	12/29/08	522.24	1,734.12
Scholastic Corp.	39	04/04/08	1,101.94	1,103.71
Sekisui House LTD	156	11/20/09	1,350.98	1,405.87
Sekisui House LTD	54	09/09/09	494.66	486.65
Sekisui House LTD	70	07/08/09	670.39	630.84
Sekisui House LTD	62	11/21/07	712.95	558.74
Sekisui House LTD	123	01/04/08	1,322.83	1,108.48
Sekisui House LTD	64	03/13/08	572.03	576.77
SK Telecom Co LTD	138	06/03/09	2,178.79	2,243.88
Shaw Group Inc.	25	07/13/09	593.85	718.75
Shaw Group Inc.	39	10/02/08	944.43	1,121.25
Shaw Group Inc.	17	12/03/08	282.60	488.75
Silver Standard Resources Inc.	10	11/09/09	197.13	218.70
Silver Standard Resources Inc.	53	09/08/08	1,038.21	1,159.11
Smithfield Foods Inc.	145	08/18/09	1,710.06	2,202.55
Smithfield Foods Inc.	9	06/30/08	178.27	136.71
Smithfield Foods Inc.	34	08/19/09	397.95	516.46
Sumitomo Trust & Bank	247	06/25/08	1,752.17	1,201.90
Sumitomo Trust & Bank	79	09/16/08	458.46	384.41
Sumitomo Trust & Bank	324	11/20/09	1,661.44	1,576.58
Sumitomo Trust & Bank	130	11/10/09	714.12	632.58
Tata Motors LTD	96	11/14/08	391.29	1,618.56
Tech Data Corp.	19	02/04/09	353.19	886.54
Tech Data Corp.	27	04/24/07	978.79	1,259.82
Tech Data Corp.	34	04/09/08	1,140.28	1,586.44
Telus Corp.	34	01/06/09	968.32	1,059.10
Telus Corp.	22	07/23/08	810.65	685.30
Telus Corp.	37	07/29/08	1,288.64	1,152.55
Telus Corp.	24	08/13/08	852.44	747.60
Telus Corp.	70	05/05/09	1,686.03	2,180.50
Tesoro Corp.	84	12/02/08	694.56	1,138.20
Tesoro Corp.	31	12/03/08	261.26	420.05
Tesoro Corp.	310	08/12/09	3,928.57	4,200.50
Time Warner Cable	62	10/19/09	2,567.81	2,566.18

HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR

SECURITIES LISTING

AS OF DECEMBER 31, 2009

	Shares	Acquired	2009 Cost	2009 FMV
<u>COMMON STOCKS</u>				
Tim Participacoes SA	106	09/15/08	2,163.17	3,149.26
Tyson Food Inc.	121	08/14/09	1,361.23	1,484.67
Tyson Food Inc.	41	09/27/07	737.57	503.07
Tyson Food Inc.	47	10/19/07	811.61	576.69
Tyson Food Inc.	70	11/12/07	1,001.01	858.90
Tyson Food Inc.	184	11/13/07	2,759.39	2,257.68
Tyson Food Inc.	138	06/18/08	1,901.25	1,693.26
Warren Resources Inc.	18	07/24/07	199.42	44.10
Warren Resources Inc.	60	07/26/07	649.43	147.00
Warren Resources Inc.	55	05/01/08	672.03	134.75
Whole Foods Market	38	11/11/08	362.36	1,043.10
Zimmer Hldgs Inc.	44	01/29/09	1,663.50	2,600.84
Zimmer Hldgs Inc.	12	01/29/09	443.94	709.32
Zimmer Hldgs Inc.	14	01/27/09	582.17	827.54
TOTAL MORGAN STANLEY			1,485,662.83	1,865,525.50
<u>CHARLES SCHWAB</u>				
Federal National Mtg O PFD	2,000	06/24/08	95,525.00	2,700.00
TOTAL SCHWAB			95,525.00	2,700.00
MORGAN STANLEY			1,485,662.83	1,865,525.50
CHARLES SCHWAB			95,525.00	2,700.00
TOTAL STOCK			1,581,187.83	1,868,225.50

HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR
COST BASIS OF CORPORATE OBLIGATIONS
AS OF DECEMBER 31, 2009

	Face Value	Acquired Date	2009 Cost	2009 FMV
<u>MORGAN STANLEY (Tradewinds)</u>				
Alcatel-Lucent Ser AS R, due 6/15/23 @ 0%	5,000	09/11/09	4,925.00	4,943.75
LTX - Credence Exch Senior, 3.5%, 5/15/11	3,000	05/27/09	1,281.15	1,486.50
Cubist Pharm, due 6/15/13 @ 2.25%	2,000	09/10/09	1,917.50	1,885.00
Delta Petroleum, due 5/1/37 @ 3.75%	5,000	03/31/09	1,262.50	3,518.75
Expressjet Holdings, Inc., 4.25%, due 8/1/23	4,000	07/13/07	3,888.00	3,830.00
Gold Reserves Inc., 5.5%, 6/15/22	1,000	12/20/07	942.50	681.25
Goodrich Petrole Ser B, due 12/1/26 @ 3.25%	3,000	10/30/09	2,778.75	2,801.25
Omnicare Inc., 3.25%, 12/15/35	1,000	09/13/07	775.00	825.00
Omnicare Inc., 3.25%, 12/15/35	OID	12/31/07	29.94	
Omnicare Inc., 3.25%, 12/15/35	3,000	04/11/08	2,047.95	2,475.00
Omnicare Inc., 3.25%, 12/15/35	OID	12/31/08	41.29	
Smithfield Foods Conv., due 6/30/13 @ 4%	3,000	09/14/09	2,725.50	2,950.80
USEC Inc., 3%, 10/1/14	1,000	11/29/07	934.99	651.25
USEC Inc., 3%, 10/1/14	1,000	01/07/08	920.00	651.25
USEC Inc., 3%, 10/1/14	2,000	02/29/08	1,575.00	1,302.50
USEC Inc., 3%, 10/1/14	2,000	03/26/09	1,130.00	1,302.50
Total Morgan Stanley Bonds			27,175.07	29,304.80

Form **8868**

(Rev. April 2009)

Department of the Treasury
Internal Revenue Service**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	Name of Exempt Organization HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR	Employer identification number 20-1917833
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions 9460 WILSHIRE BLVD, SUITE 300	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BEVERLY HILLS, CA 90212	

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 |

DENA SCHECHTER

- The books are in the care of ►
- 9460 WILSHIRE BLVD, SUITE 300 - BEVERLY HILLS, CA 90212**

Telephone No. ► **310-274-5291**

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 **AUGUST 15, 2010** to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2009** or
- ☐ tax year beginning _____, and ending _____.

- 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	\$	1,662.
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	\$	3,198.
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	\$	0.

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.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)