



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

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 changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE PETER AND MARY LEVIN FAMILY
FOUNDATION

A Employer identification number

20-3841581

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

Room/suite

2121 ALPINE PLACE, UNIT 1502

B Telephone number

(513) 751-1555

City or town, state, and ZIP code

CINCINNATI, OH 45206

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 ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE 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 ☐I Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

\$ 1,652,094. (Part I, column (d) must be on cash basis.)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify) _____**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)

Revenue

1 Contributions, gifts, grants, etc., received

2 Check ☒ If the foundation is not required to attach Sch. B3 Interest on savings and temporary
cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a 1,062,910.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns
and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total. Add lines 1 through 11

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees STMT 4

c Other professional fees

17 Interest

18 Taxes STMT 5

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses STMT 6

24 Total operating and administrative

expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements.

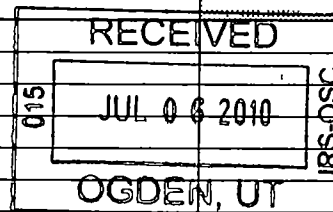
Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)



**THE PETER AND MARY LEVIN FAMILY
FOUNDATION**

20-3841581

Page 2

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		110,911.	2,308.	2,308.
2	Savings and temporary cash investments				
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 7		99,829.	0.	0.
b	Investments - corporate stock STMT 8		1,498,676.	1,313,748.	1,540,982.
c	Investments - corporate bonds STMT 9		147,429.	97,859.	108,804.
11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation				
15	Other assets (describe)				
16	Total assets (to be completed by all filers)		1,856,845.	1,413,915.	1,652,094.

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		1,856,845.	1,413,915.	
30	Total net assets or fund balances		1,856,845.	1,413,915.	
31	Total liabilities and net assets/fund balances		1,856,845.	1,413,915.	

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	1,856,845.
2	Enter amount from Part I, line 27a	2	<442,930.>
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	1,413,915.
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	1,413,915.

**THE PETER AND MARY LEVIN FAMILY
FOUNDATION**

Form 990-PF (2009)

20-3841581 Page 3

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 STATEMENTS			
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 1,062,910.		1,197,336.	<134,426.>

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			<134,426.>

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	<134,426.>
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	119,690.	2,075,347.	.057672
2007	112,554.	2,314,684.	.048626
2006	72,049.	1,528,370.	.047141
2005	0.	963,667.	.000000
2004			

2 Total of line 1, column (d)	2	.153439
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	.038360
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,521,733.
5 Multiply line 4 by line 3	5	58,374.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	226.
7 Add lines 5 and 6	7	58,600.
8 Enter qualifying distributions from Part XII, line 4	8	326,700.

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.

**THE PETER AND MARY LEVIN FAMILY
FOUNDATION**

Form 990-PF (2009)

20-3841581 Page 4

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	226.
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	226.
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	226.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,288.	
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	1,288.	
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	1,062.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ 1,062. Refunded ☐	11	0.	

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?	☐	☒
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.	☐	☒
c Did the foundation file Form 1120-POL for this year?	☐	☒
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 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.	☐	☒
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	☐	☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	☒	☐
b If "Yes," has it filed a tax return on Form 990-T for this year?	☒	☐
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	☐	☒
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	☒	☐
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	☒	☐
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	☒	☐
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	☐	☒
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	☐	☒

Form 990-PF (2009)

**THE PETER AND MARY LEVIN FAMILY
FOUNDATION**

Form 990-PF (2009)

20-3841581

Page 5

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 ► PETER LEVIN Telephone no ► (513) 751-1555 Located at ► 2121 ALPINE PLACE, UNIT 1502, CINCINNATI, OH ZIP+4 ► 45206			
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)? 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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ►		
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	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? ☐	4b	X

Form 990-PF (2009)

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

5b

Organizations relying on a current notice regarding disaster assistance check here

N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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?

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 10		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

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2009)

**THE PETER AND MARY LEVIN FAMILY
FOUNDATION**

Form 990-PF (2009)

20-3841581 Page 8

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	1,493,106.
b	Average of monthly cash balances	1b	51,801.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,544,907.
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	1,544,907.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,174.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,521,733.
6	Minimum investment return. Enter 5% of line 5	6	76,087.

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	76,087.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	226.
b	Income tax for 2009. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	226.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,861.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	75,861.
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	75,861.

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	326,700.
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	326,700.
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	226.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	326,474.

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.

Form **990-PF** (2009)

**THE PETER AND MARY LEVIN FAMILY
FOUNDATION**

Form 990-PF (2009)

20-3841581 Page 9

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				75,861.
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	4,755.			
d From 2007				
e From 2008	16,543.			
f Total of lines 3a through e	21,298.			
4 Qualifying distributions for 2009 from Part XII, line 4. ▶ \$	326,700.			
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				75,861.
e Remaining amount distributed out of corpus	250,839.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	272,137.			
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	272,137.			
10 Analysis of line 9.				
a Excess from 2005				
b Excess from 2006	4,755.			
c Excess from 2007				
d Excess from 2008	16,543.			
e Excess from 2009	250,839.			

**THE PETER AND MARY LEVIN FAMILY
FOUNDATION**

Form 990-PF (2009)

20-3841581 Page 10

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 11

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

NONE

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

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

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

SEE STATEMENT 12

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

- c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BETH ADAM 10001 LOVELAND-MADEIRA ROAD LOVELAND, OH 45140	NONE	501(C)(3)	TO PROVIDE RELIGIOUS AND EDUCATIONAL SERVICES	1,500.
INTERACT FOR CHANGE 3805 EDWARDS ROAD, SUITE 500 CINCINNATI, OH 45209	NONE	501(C)(3)	TO CONTINUE A DONOR-ADVISED FUND	324,200.
GREATER CINCINNATI FOUNDATION 200 W FOURTH STREET CINCINNATI, OH 45202	NONE	501(C)(3)	TO ESTABLISH A DONOR-ADVISED FUND TO SERVE CINCINNATI AREA	500.
JUNIOR ACHIEVEMENT 644 LINN STREET, SUITE 1024 CINCINNATI, OH 45203	NONE	501(C)(3)	TO EDUCATE STUDENTS ABOUT WORKFORCE READINESS	500.
Total			3a	326,700.
b Approved for future payment				
NONE				
Total			3b	0.

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations)

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVII

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

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

Signature of officer or trustee

Date _____

Title

Preparer's signature

KENNETH B. PITCHER, CPA

Date

06/21/10

☐ Check if self-employee

Preparer's identifying number

P00844898

Firm's name (or yours
if self-employed),
address, and ZIP code

PITCHER, ENDERS & DROHAN CPA'S, INC.

10151 CARVER ROAD, SUITE 205

CINCINNATI, OH 45242

EIN ► 27-0945414

Phone no. (513) 554-4600

Form **990-PF** (2009)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
RAYMOND JAMES	8,672.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,672.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
RAYMOND JAMES	34,567.	0.	34,567.
TOTAL TO FM 990-PF, PART I, LN 4	34,567.	0.	34,567.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	62.	62.	
TOTAL TO FORM 990-PF, PART I, LINE 11	62.	62.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,755.	4,378.		0.
TO FORM 990-PF, PG 1, LN 16B	8,755.	4,378.		0.

FORM 990-PF	TAXES	STATEMENT	5
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN INCOME TAXES	1,174.	1,174.		0.
TO FORM 990-PF, PG 1, LN 18	1,174.	1,174.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	15,002.	15,002.		0.
SERVICE CHARGES	55.	55.		0.
TO FORM 990-PF, PG 1, LN 23	15,057.	15,057.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN US GOV OBLIGATIONS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN EQUITIES	1,313,748.	1,540,982.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,313,748.	1,540,982.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN BONDS	97,859.	108,804.
TOTAL TO FORM 990-PF, PART II, LINE 10C	97,859.	108,804.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
-------------	---	-----------	----

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PETER F. LEVIN 2121 ALPINE PLACE UNIT 1502 CINCINNATI, OH 45206	PRESIDENT 2.00	0.	0.	0.
MARY W. LEVIN 2121 ALPINE PLACE UNIT 1502 CINCINNATI, OH 45206	VICE PRESIDENT 2.00	0.	0.	0.
KATHERINE LEVIN SHAPIRO 111 W. 89TH STREET, APT GA NEW YORK, NY 10024	DIRECTOR 0.00	0.	0.	0.
JEAN LEVIN WYMAN 715 UPHAM PLACE NORTHWEST VIENNA, VA 22180	DIRECTOR 0.00	0.	0.	0.
ANNE LEVIN DELYONS 7720 CREEKWOOD LANE CINCINNATI, OH 45237	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGERPETER F. LEVIN
MARY W. LEVIN

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

PETER F. LEVIN
2121 ALPINE PLACE UNIT 1502
CINCINNATI, OH 45206

TELEPHONE NUMBER

(513)751-1555

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION ACCEPTS WRITTEN APPLICATIONS FROM ORGANIZATIONS EXEMPT FROM TAXATION UNDER INTERNAL REVENUE CODE 501(C)(3) AND DESCRIBED IN SECTION 509 (A)(1), (2), OR (3).

ANY SUBMISSION DEADLINES

APPLICATIONS ACCEPTED AT ANY TIME.

RESTRICTIONS AND LIMITATIONS ON AWARDS

IN AWARDING GRANTS, THE FOUNDATION SEEKS TO STRENGTHEN THE WORLD THROUGH SERVICES THAT WORK TO ELIMINATE SOCIAL AND CIVIL INJUSTICE, THEREBY PROVIDING INDIVIDUALS AND FAMILIES WITH DIGNITY, A BETTER QUALITY OF LIFE AND INCREASED ECONOMIC AND SOCIAL OPPORTUNITY. THE FOUNDATION SHALL CONSIDER SUPPORTING ORGANIZATIONS THAT ADVANCE THIS FOCUS AREA BY AFFECTING CHANGE IN PEOPLE'S ATTITUDES AND PUBLIC POLICY; INCREASING THE ABILITY OF PEOPLE TO FREELY EXPRESS THEIR BELIEFS; PROVIDING A SAFETY NET FOR DISADVANTAGED INDIVIDUALS; ACCESS TO EDUCATION AND THE ARTS; ACCESS TO HEALTH SERVICES; SUPPORTING THE JEWISH COMMUNITY; AND SUPPORTING OTHER COMMUNITIES OF INTEREST INCLUDING GREATER CINCINNATI, AND SCHOOLS, COLLEGES AND UNIVERSITIES CONNECTED TO THE LEVIN FAMILY.

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	85 SHS LABORATORY CORPORATION	P	10/04/06	01/14/09
b	4 SHS DEVON ENERGY CORPORATION	P	12/11/08	01/23/09
c	10 SHS BERKSHIRE HATHAWAY INC. CL B	P	05/08/06	01/30/09
d	3 SHS BERKSHIRE HATHAWAY INC. CL B	P	07/25/06	01/30/09
e	4 SHS BERKSHIRE HATHAWAY INC. CL B	P	08/15/06	01/30/09
f	2155 SHS HUGOTON REALTY TR	P	05/21/07	01/30/09
g	2 SHS BERKSHIRE HATHAWAY INC. CL B	P	12/08/06	02/06/09
h	1 SHS BERKSHIRE HATHAWAY INC. CL A	P	12/20/05	02/17/09
i	13 SHS PROCTOR & GAMBLE	P	11/19/05	02/17/09
j	760 SHS HSBC HLDGS PLC SPN ADR	P	05/16/07	03/17/09
k	140 SHS HSBC HLDGS PLC SPN ADR	P	07/18/07	03/17/09
l	1131 SHS VANGUARD GNMA FUND INVESTOR	P	03/02/09	03/18/09
m	4 SHS DEVON ENERGY CORPORATION	P	01/26/09	04/02/09
n	4 SHS DEVON ENERGY CORPORATION	P	01/30/09	04/02/09
o	375 SHS HSBC HLDGS PLC SPN ADR	P	05/16/07	04/15/09

(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 5,142.		5,759.	<617.>
b 1,292.		84.	1,208.
c 28,362.		29,825.	<1,463.>
d 8,509.		9,108.	<599.>
e 11,345.		12,355.	<1,010.>
f 30,576.		53,822.	<23,246.>
g 5,922.		7,136.	<1,214.>
h 88,387.		88,815.	<428.>
i 2,734.		194.	2,540.
j 18,886.		70,634.	<51,748.>
k 3,479.		13,104.	<9,625.>
l 11,980.		11,929.	51.
m 516.		84.	432.
n 636.		84.	552.
o 3,791.			3,791.

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			<617.>
b			1,208.
c			<1,463.>
d			<599.>
e			<1,010.>
f			<23,246.>
g			<1,214.>
h			<428.>
i			2,540.
j			<51,748.>
k			<9,625.>
l			51.
m			432.
n			552.
o			3,791.

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

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

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	1550 SHS AMERICAN EXPRESS COMPANY	P	08/03/06	04/15/09
b	280 SHS VANGUARD GNMA FUND INVESTOR	P	03/02/09	04/17/09
c	1 SH BERKSHIRE HATHAWAY INC. CL B	P	12/08/06	04/27/09
d	100 SHS JOHNSON & JOHNSON	P	08/09/07	04/27/09
e	100 SHS LABORATORY CORPORATION	P	03/09/07	04/27/09
f	100 SHS PROCTOR & GAMBLE	P	03/09/07	04/27/09
g	470 SHS LOOMIS SAYLES BOND FUND (MUTUAL FUND)	P	12/05/08	04/27/09
h	935 SHS VANGUARD GNMA FUND INVESTOR	P	03/02/09	04/28/09
i	500 SHS VANGUARD GNMA FUND INVESTOR	P	03/02/09	05/12/09
j	8 SHS VANGUARD GNMA FUND INVESTOR	P	04/01/09	05/12/09
k	5 SHS VANGUARD GNMA FUND INVESTOR	P	05/01/09	05/12/09
l	350 SHS PROCTOR & GAMBLE	P	03/09/07	05/14/09
m	8 SHS WELLS FARGO CORPORATION	P	03/17/09	05/20/09
n	268 SHS LOOMIS SAYLES BOND FUND (MUTUAL FUND)	P	12/05/08	05/20/09
o	3 SHS ALCON INCORPORATED	P	02/06/09	05/22/09

(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 27,617.		80,791.	<53,174.>
b 2,980.		2,957.	23.
c 2,848.		3,568.	<720.>
d 5,128.		6,233.	<1,105.>
e 6,286.		6,775.	<489.>
f 4,983.		6,242.	<1,259.>
g 4,980.		4,612.	368.
h 9,980.		9,857.	123.
i 5,329.		5,277.	52.
j 85.		85.	0.
k 58.		58.	0.
l 17,679.		21,847.	<4,168.>
m 1,334.		5,747.	<4,413.>
n 2,980.		2,631.	349.
o 1,528.		3,498.	<1,970.>

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			<53,174.>
b			23.
c			<720.>
d			<1,105.>
e			<489.>
f			<1,259.>
g			368.
h			123.
i			52.
j			0.
k			0.
l			<4,168.>
m			<4,413.>
n			349.
o			<1,970.>

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

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

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	1 SH ALCON INCORPORATED	P	02/12/09	05/22/09
b	960 SHS COMCAST CORPORATION	P	01/18/06	05/27/09
c	730 SHS COMCAST CORPORATION	P	07/25/06	05/27/09
d	100 SHS LABORATORY CORPORATION	P	10/04/06	05/27/09
e	100000 SHS FEDERAL HOME LOAN MTG CORPORATION	P	02/27/08	05/27/09
f	50000 SHS COMCAST CORPORATION	P	11/06/08	05/29/09
g	21 SHS MICROSOFT CORPORATION	P	01/26/09	06/09/09
h	4 SHS ALCON INCORPORATED	P	05/22/09	07/01/09
i	345 SHS LABORATORY CORPORATION	P	10/04/06	07/30/09
j	5000 SHS HANG LUNG PPTYS LIMITED	P	11/04/08	08/04/09
k	8 SHS WELLS FARGO CORPORATION	P	04/06/09	08/04/09
l	820 SHS JOHNSON & JOHNSON	P	08/09/07	08/10/09
m	215 SHS JOHNSON & JOHNSON	P	10/24/07	08/10/09
n	7 SHS AMERICAN EXPRESS COMPANY	P	04/28/09	08/28/09
o	8 SHS WELLS FARGO CORPORATION	P	05/20/09	08/28/09

(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 434.		1,166.	<732.>
b 12,878.		17,849.	<4,971.>
c 9,793.		15,892.	<6,099.>
d 6,030.		6,775.	<745.>
e 100,000.		99,935.	65.
f 51,985.		48,883.	3,102.
g 2,500.		4,430.	<1,930.>
h 736.		1,984.	<1,248.>
i 23,479.		23,375.	104.
j 17,953.		11,556.	6,397.
k 1,292.		2,908.	<1,616.>
l 49,605.		51,111.	<1,506.>
m 13,006.		13,835.	<829.>
n 1,137.		2,267.	<1,130.>
o 940.		148.	792.

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			<732.>
b			<4,971.>
c			<6,099.>
d			<745.>
e			65.
f			3,102.
g			<1,930.>
h			<1,248.>
i			104.
j			6,397.
k			<1,616.>
l			<1,506.>
m			<829.>
n			<1,130.>
o			792.

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

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

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	6 SHS XTO ENERGY INCORPORATED	P	01/15/09	09/04/09
b	2 SHS XTO ENERGY INCORPORATED	P	01/30/09	09/04/09
c	1425 SHS KRAFT FOODS INCORPORATED CLASS A	P	05/06/08	09/16/09
d	850 SHS PROCTOR & GAMBLE	P	03/09/07	09/21/09
e	4 SHS COSTO WHOLESALE CORPORATION	P	11/19/08	09/21/09
f	6 SHS COSTO WHOLESALE CORPORATION	P	12/01/08	09/21/09
g	1916 SHS LOOMIS SAYLES BOND FUND (MUTUAL FUND)	P	12/05/08	10/13/09
h	50 SHS AMERICAN EXPRESS COMPANY	P	08/03/06	10/14/09
i	330 SHS AMERICAN EXPRESS COMPANY	P	10/26/06	10/14/09
j	160 SHS ALCON INCORPORATED	P	02/10/09	10/23/09
k	160 SHS ALCON INCORPORATED	P	02/10/09	10/23/09
l	1562 SHS LOOMIS SAYLES BOND FUND (MUTUAL FUND)	P	12/05/08	10/28/09
m	610 SHS HEINEKEN HOLDINGS SHS (NETHERLANDS)	P	08/08/08	11/04/09
n	745 SHS HEINEKEN HOLDINGS SHS (NETHERLANDS)	P	08/15/08	11/04/09
o	85 SHS HEINEKEN HOLDINGS SHS (NETHERLANDS)	P	01/09/09	11/04/09

(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 998.		81.	917.
b 363.		27.	336.
c 37,272.		45,404.	<8,132.>
d 46,933.		53,057.	<6,124.>
e 2,136.		1,038.	1,098.
f 3,934.		1,557.	2,377.
g 24,980.		18,800.	6,180.
h 1,738.		2,606.	<868.>
i 11,473.		19,086.	<7,613.>
j 13,907.		24,635.	<10,728.>
k 23,179.		13,412.	9,767.
l 20,380.		15,329.	5,051.
m 23,810.		27,980.	<4,170.>
n 29,080.		33,083.	<4,003.>
o 3,318.		2,561.	757.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			917.
b			336.
c			<8,132.>
d			<6,124.>
e			1,098.
f			2,377.
g			6,180.
h			<868.>
i			<7,613.>
j			<10,728.>
k			9,767.
l			5,051.
m			<4,170.>
n			<4,003.>
o			757.

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
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

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	260 SHS MITSUBISHI ESTATE LIMITED ADR (JAPAN)	P	11/15/08	11/10/09
b	140 SHS ALCON INCORPORATED	P	02/10/09	12/14/09
c	100 SHS ALCON INCORPORATED	P	02/17/09	12/14/09
d	2 SHS BERKSHIRE HATHAWAY INC. CL B	P	12/08/06	12/14/09
e	315 SHS DEVON ENERGY CORPORATION	P	03/03/06	12/14/09
f	225 SHS GENERAL DYNAMICS CORPORATION	P	04/15/09	12/14/09
g	667 SHS LONGLEAF PARTNERS FUND	P	02/18/09	12/14/09
h	46 SHS LONGLEAF PARTNERS FUND	P	03/18/09	12/14/09
i	405 SHS MICROSOFT CORPORATION	P	01/28/09	12/14/09
j	420 SHS NESTLE S A SPONSORED ADR (SWITZERLAND)	P	02/15/08	12/14/09
k	270 SHS THERMO FISHER SCIENTIFIC INCORPORATED	P	10/29/08	12/14/09
l	415 SHS LOOMIS SAYLES BOND FUND (MUTUAL FUND)	P	12/05/08	12/21/09
m	117 SHS LOOMIS SAYLES BOND FUND (MUTUAL FUND)	P	12/16/08	12/21/09
n	445 SHS LOOMIS SAYLES BOND FUND (MUTUAL FUND)	P	12/19/08	12/21/09
o	761 SHS LONGLEAF PARTNERS FUND	P	03/18/09	12/24/09

(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 38,878.		50,615.	<11,737.>
b 22,676.		11,735.	10,941.
c 16,197.		8,288.	7,909.
d 6,552.		7,136.	<584.>
e 20,134.		19,128.	1,006.
f 15,195.		10,073.	5,122.
g 15,419.		10,045.	5,374.
h 1,061.		664.	397.
i 12,048.		6,999.	5,049.
j 19,983.		18,105.	1,878.
k 12,896.		10,006.	2,890.
l 5,708.		4,071.	1,637.
m 1,556.		1,123.	433.
n 5,717.		4,454.	1,263.
o 18,269.		11,013.	7,256.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<11,737.>
b			10,941.
c			7,909.
d			<584.>
e			1,006.
f			5,122.
g			5,374.
h			397.
i			5,049.
j			1,878.
k			2,890.
l			1,637.
m			433.
n			1,263.
o			7,256.

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	<134,426.>
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