Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 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: LEVIN FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 7812 MCEWEN ROAD — Room/suite: 100

City or town, state, and ZIP code: DAYTON, OH 45459

A Employer identification number: 31-1327847

B Telephone number: 937-223-1669

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 20,301,128.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	8,100.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	6,110.	6,110.		STATEMENT 1
	4 Dividends and interest from securities	514,468.	509,674.		STATEMENT 2
	5a Gross rents	3,500.	3,500.		STATEMENT 3
	b Net rental income or (loss) 3,500.				
	6a Net gain or (loss) from sale of assets not on line 10	66,236.			
	b Gross sales price for all assets on line 6a 6,323,499.				
	7 Capital gain net income (from Part IV, line 2)		66,236.		
	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	<33,961.>	<33,961.>		STATEMENT 4
	12 Total. Add lines 1 through 11	564,453.	551,559.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	134,000.	0.		100,500.
	14 Other employee salaries and wages	56,589.	0.		56,589.
	15 Pension plans, employee benefits	6,000.	0.		4,945.
	16a Legal fees STMT 5	37,965.	0.		18,983.
	b Accounting fees STMT 6	2,858.	0.		1,429.
	c Other professional fees STMT 7	110,419.	43,533.		150.
	17 Interest	3,216.	0.		0.
	18 Taxes STMT 8	14,167.	6,792.		3,788.
	19 Depreciation and depletion	28,799.	0.		
	20 Occupancy	95,259.	0.		0.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 9	204,049.	14,269.		130,530.
	24 Total operating and administrative expenses. Add lines 13 through 23	693,321.	64,594.		316,914.
	25 Contributions, gifts, grants paid	448,436.			448,436.
	26 Total expenses and disbursements. Add lines 24 and 25	1,141,757.	64,594.		765,350.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<577,304.>			
	b Net investment income (if negative, enter -0-)		486,965.		
	c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED OCT 28 2010

923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions. Form 990-PF (2009)

12521001 786342 LEVINFAMILY 2009.04010 LEVIN FAMILY FOUNDATION LEVINFA1

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	480,540.	106,024.	106,024.
2 Savings and temporary cash investments	15,793.	1,492,946.	1,492,946.
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 10	10,436,450.	633,891.	633,891.
b Investments - corporate stock STMT 11	840,131.	7,491,220.	9,951,410.
c Investments - corporate bonds STMT 12	2,150,650.	3,886,558.	4,150,437.
11 Investments - land, buildings, and equipment basis ▶ 830,820.			
Less accumulated depreciation STMT 13 ▶	500.	830,820.	830,820.
12 Investments - mortgage loans STMT 14	702,706.	0.	0.
13 Investments - other STMT 15	1,879,132.	2,223,512.	2,134,754.
14 Land, buildings, and equipment basis ▶ 1,061,990.			
Less accumulated depreciation STMT 16 ▶ 85,359.	163,028.	976,631.	976,631.
15 Other assets (describe ▶ ARTWORK)	0.	24,215.	24,215.
16 **Total assets** (to be completed by all filers)	16,668,930.	17,665,817.	20,301,128.
Liabilities			
17 Accounts payable and accrued expenses	0.	0.	
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable STMT 17	0.	1,295,257.	
22 Other liabilities (describe ▶ STATEMENT 18)	0.	14,995.	
23 **Total liabilities** (add lines 17 through 22)	0.	1,310,252.	
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 ▶ [X] and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	16,668,930.	16,355,565.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 **Total net assets or fund balances**	16,668,930.	16,355,565.	
31 **Total liabilities and net assets/fund balances**	16,668,930.	17,665,817.	

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	16,668,930.
2 Enter amount from Part I, line 27a	2	<577,304.>
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	263,939.
4 Add lines 1, 2, and 3	4	16,355,565.
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	16,355,565.

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	6,323,499.	31,104.	6,228,373.	66,236.

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				66,236.

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** 66,236.

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	1,359,111.	19,754,338.	.068801
2007	1,800,734.	24,228,136.	.074324
2006	1,455,462.	23,653,732.	.061532
2005	1,379,167.	23,163,006.	.059542
2004	1,249,908.	22,970,402.	.054414

2	Total of line 1, column (d)	2	.318613
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	.063723
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	16,946,355.
5	Multiply line 4 by line 3	5	1,079,873.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,870.
7	Add lines 5 and 6	7	1,084,743.
8	Enter qualifying distributions from Part XII, line 4	8	765,350.

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.

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	9,739.
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	9,739.
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	9,739.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 8,987.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 10,000.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	18,987.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	9,248.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 9,248. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 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?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year?	7	X	
	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*	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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.LEVINFAMILYFOUNDATION.ORG

14 The books are in care of ▶ KAREN LEVIN Telephone no ▶937-223-1669

Located at ▶7812 MCEWEN ROAD, DAYTON, OH ZIP+4 ▶45459

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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
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

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 ▶ ☐

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 19		199,000.	4,200.	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
DEBRA S FOX - 7812 MCEWEN ROAD, STE 100, DAYTON, OH 45459	GRANT MANAGER 40.00	53,077.	1,800.	0.

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. 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 CELEBRATING LIFE & HEALTH EVENT HELD IN THE SPRING PROVIDED SEVERAL THOUSAND POOR AND MEDICALLY UNDERSERVED WITH A FREE TURKEY DINNER AND HEALTH SCREENINGS AND EDUCATION	90,060.
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.

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	16,187,526.
b	Average of monthly cash balances	1b	1,047,652.
c	Fair market value of all other assets	1c	1,264,500.
d	**Total** (add lines 1a, b, and c)	1d	18,499,678.
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	1,295,257.
3	Subtract line 2 from line 1d	3	17,204,421.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	258,066.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,946,355.
6	**Minimum investment return.** Enter 5% of line 5	6	847,318.

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	847,318.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 9,739.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	9,739.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	837,579.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	837,579.
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	837,579.

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	765,350.
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	765,350.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	765,350.

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)

923571
02-02-10

12521001 786342 LEVINFAMILY 2009.04010 LEVIN FAMILY FOUNDATION LEVINFA1

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				837,579.
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 232,960.				
c From 2006 324,837.				
d From 2007 637,859.				
e From 2008 383,026.				
f Total of lines 3a through e	1,578,682.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 765,350.				
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				765,350.
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).)	72,229.			72,229.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,506,453.			
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	1,506,453.			
10 Analysis of line 9:				
a Excess from 2005 160,731.				
b Excess from 2006 324,837.				
c Excess from 2007 637,859.				
d Excess from 2008 383,026.				
e Excess from 2009				

Form 990-PF (2009)

923581
02-02-10

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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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))

NONE

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 20

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				
SEE STATEMENT 21				
Total			▶ 3a	448,436.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6,110.	
4 Dividends and interest from securities			14	514,468.	
5 Net rental income or (loss) from real estate					
a Debt-financed property			16		
b Not debt-financed property			16	3,500.	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	<33,961.>	
8 Gain or (loss) from sales of assets other than inventory			18	66,236.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		556,353.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 556,353.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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		

Sign Here

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

Karen A. Levin 10/8/10 Executive Director Trustee

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature [signature] Date 10/5/10 Check if self-employed ☐ Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: BURRIS & COMPANY CPAS, INC.
4380 TONAWANDA TRAIL
DAYTON, OH 45430

EIN ▶ 31-1304859

Phone no. 937-427-1000

Form **990-PF** (2009)

923822
02-02-10

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	COMPUTER	P	06/17/99	11/30/09
b	COMPUTER	P	06/30/01	11/30/09
c	COMPUTER	P	09/14/01	11/30/09
d	COMPUTER	P	06/22/01	11/30/09
e	VACCUUM	P	09/15/01	11/30/09
f	REFRIGERATOR	P	09/20/01	11/30/09
g	COUCH	P	09/21/01	11/30/09
h	TELEPHONE	P	11/17/01	11/30/09
i	COMPUTER	P	07/28/03	11/30/09
j	BATHROOM	P	11/10/03	11/30/09
k	COMPUTER	P	07/10/03	11/30/09
l	APPLIANCES	P	11/12/04	11/30/09
m	LEASEHOLD IMPROVEMENTS	P	07/01/04	11/30/09
n	LEASEHOLD IMPROVEMENTS	P	12/22/05	11/30/09
o	LEASEHOLD IMPROVEMENTS	P	01/06/05	11/30/09

	(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	0.	3,299.	3,299.	0.
b	0.	970.	970.	0.
c	0.	2,352.	2,352.	0.
d	0.	375.	375.	0.
e	0.	230.	230.	0.
f	0.	140.	140.	0.
g	0.	292.	292.	0.
h	0.	266.	266.	0.
i	0.	2,154.	2,154.	0.
j	0.	2,239.	2,579.	<340.>
k	0.	4,183.	4,183.	0.
l	0.	4,750.	4,750.	0.
m	0.	5,802.	41,777.	<35,975.>
n	0.	1,387.	13,809.	<12,422.>
o	0.	167.	1,319.	<1,152.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				0.
b				0.
c				0.
d				0.
e				0.
f				0.
g				0.
h				0.
i				0.
j				<340.>
k				0.
l				0.
m				<35,975.>
n				<12,422.>
o				<1,152.>

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	

923591
04-24-09

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	LEASEHOLD IMPROVEMENTS	P	05/16/06	11/30/09
b	LEASEHOLD IMPROVEMENTS	P	07/05/06	11/30/09
c	LEASEHOLD IMPROVEMENTS	P	08/09/06	11/30/09
d	LEASEHOLD IMPROVEMENTS	P	11/21/06	11/30/09
e	LEASEHOLD IMPROVEMENTS	P	03/02/07	11/30/09
f	SCHWAB-SEE STMT # 22	P		
g	SCHWAB-SEE STMT # 22	P		
h	JP MORGAN-SEE STMT # 23	P		
i	LONG TERM CAPITAL GAIN FROM K-1			
j	HARD DRIVE	P	12/13/05	11/30/09
k	CAPITAL GAINS DIVIDENDS			
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	0.	795.	8,862.	<8,067.>
b	0.	479.	5,473.	<4,994.>
c	0.	527.	6,152.	<5,625.>
d	0.	249.	3,229.	<2,980.>
e	0.	60.	841.	<781.>
f	1,726,685.		1,713,283.	13,402.
g	4,301,714.		4,131,009.	170,705.
h	282,347.		280,543.	1,804.
i				<59,994.>
j	0.	388.	486.	<98.>
k	12,753.			12,753.
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				<8,067.>
b				<4,994.>
c				<5,625.>
d				<2,980.>
e				<781.>
f				13,402.
g				170,705.
h				1,804.
i				<59,994.>
j				<98.>
k				12,753.
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	66,236.
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

923591
04-24-09

2009 DEPRECIATION AND AMORTIZATION REPORT

OFFICE CONDO RENT 1

Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
65	BUILDING STE 300			.000	HY	16	270,426.				270,426.			0.	
66	LAND-BUILDING STE 300		L		HY		127,745.				127,745.			0.	
67	BUILDING STE 400			.000	HY	16	291,848.				291,848.			0.	
68	LAND-BUILDING STE 400		L		HY		140,301.				140,301.			0.	
71	LAND-GERMANTOWN ROAD		L		HY		500.				500.			0.	
	* 990-PF RENTAL TOTAL OTHER						830,820.				830,820.	0.		0.	0.

928111
04-24-09

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2009 DEPRECIATION AND AMORTIZATION REPORT

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Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	BUILDINGS														
24	(D)LEASEHOLD IMPROVEMENTS	07/01/04	SL	39.00	MM	16	41,777.				41,777.	4,820.		982.	
30	(D)LEASEHOLD IMPROVEMENTS	12/22/05	SL	39.00	MM	16	13,809.				13,809.	1,062.		325.	
34	(D)LEASEHOLD IMPROVEMENTS	01/05/05	SL	39.00	MM	16	1,319.				1,319.	136.		31.	
37	(D)LEASEHOLD IMPROVEMENTS	05/16/06	SL	39.00	MM	16	8,862.				8,862.	587.		208.	
38	(D)LEASEHOLD IMPROVEMENTS	07/05/06	SL	39.00	MM	16	5,473.				5,473.	550.		129.	
39	(D)LEASEHOLD IMPROVEMENTS	08/09/06	SL	39.00	MM	16	6,152.				6,152.	382.		145.	
40	(D)LEASEHOLD IMPROVEMENTS	11/21/06	SL	39.00	MM	16	3,229.				3,229.	173.		76.	
48	(D)LEASEHOLD IMPROVEMENTS	03/02/07	SL	39.00	MM	16	841.				841.	40.		20.	
	* 990-PF PG 1 TOTAL BUILDINGS						81,462.				81,462.	7,550.		1,916.	0.
	FURNITURE & FIXTURES														
4	TABLE	05/08/01	SL	7.00	HY	16	234.				234.	231.		0.	231.
6	AIR PURIFIER	08/23/01	SL	7.00	HY	16	100.				100.	100.		0.	100.
7	(D)VACUUM	09/15/01	SL	7.00	HY	16	230.				230.	230.		0.	
8	(D)REFRIGERATOR	09/20/01	SL	7.00	HY	16	140.				140.	140.		0.	
9	(D)COUCH	09/21/01	SL	7.00	HY	16	292.				292.	292.		0.	
10	(D)TELEPHONE	11/17/01	SL	7.00	HY	16	266.				266.	266.		0.	
12	ABI	10/03/03	SL	7.00	HY	16	2,500.				2,500.	1,874.		357.	2,231.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2009 DEPRECIATION AND AMORTIZATION REPORT

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Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
13	OFFICE FURNITURE	09/09/03	SL	7.00	HY	16	5,600.				5,600.	4,267.		800.	5,067.
14	(D)BATHROOM	11/10/03	SL	7.00	HY	16	2,579.				2,579.	1,931.		338.	
16	CAMERA	06/28/03	SL	5.00	HY	16	1,396.				1,396.	1,396.		0.	1,396.
17	(D)APPLIANCES	08/28/03	SL	7.00	HY	16	3,235.				3,235.	2,464.		424.	
18	(D)COPIER	11/12/04	SL	5.00	HY	16	4,750.				4,750.	3,958.		792.	
19	(D)APPLIANCES	03/25/04	SL	7.00	HY	16	2,587.				2,587.	1,757.		338.	
20	APPLIANCES	05/16/04	SL	7.00	HY	16	1,200.				1,200.	784.		171.	955.
21	(D)APPLIANCES	07/28/04	SL	7.00	HY	16	1,024.				1,024.	645.		134.	
22	OFFICE FURNITURE	07/01/04	SL	7.00	HY	16	49,775.				49,775.	31,999.		7,111.	39,110.
23	(D)TELEPHONE	04/15/04	SL	7.00	HY	16	6,765.				6,766.	4,512.		886.	
32	OFFICE FURNITURE	07/01/05	SL	7.00	HY	16	5,219.				5,219.	2,611.		746.	3,357.
33	OFFICE FURNITURE	01/06/05	SL	7.00	HY	16	1,823.				1,823.	1,040.		260.	1,300.
36	CAMERA	03/01/06	SL	5.00	HY	16	2,275.				2,275.	1,289.		455.	1,744.
41	OFFICE FURNITURE	07/06/06	SL	7.00	HY	16	3,828.				3,829.	1,368.		547.	1,915.
42	OFFICE FURNITURE	08/21/06	SL	7.00	HY	16	9,765.				9,765.	3,255.		1,395.	4,650.
43	OFFICE FURNITURE	10/17/06	SL	7.00	HY	16	5,145.				5,145.	1,593.		735.	2,328.
44	OFFICE FURNITURE	12/21/06	SL	7.00	HY	16	8,765.				8,765.	2,504.		1,252.	3,756.
49	EQUIPMENT	02/23/07	SL	5.00	HY	16	857.				857.	214.		171.	485.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2009 DEPRECIATION AND AMORTIZATION REPORT

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Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
50	FURNITURE	02/23/07	SL	7.00	HY	16	1,000.				1,000.	262.		143.	405.
52	EQUIPMENT	06/01/08	SL	5.00	HY	16	7,268.				7,269.	848.		1,454.	2,302.
63	XEROX COPIER	01/06/09	SL	7.00	HY	16	4,299.				4,299.			614.	614.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						132,920.				132,920.	71,900.		18,124.	71,945.
	MACHINERY & EQUIPMENT														
1	(D)COMPUTER	06/17/99	SL	5.00	HY	16	3,289.				3,289.	3,289.		0.	
2	(D)COMPUTER	06/30/01	SL	5.00	HY	16	970.				970.	970.		0.	
7	(D)COMPUTER	09/14/01	SL	5.00	HY	16	2,352.				2,352.	2,352.		0.	
5	(D)COMPUTER	06/22/01	SL	5.00	HY	16	375.				375.	375.		0.	
11	(D)COMPUTER	07/28/03	SL	5.00	HY	16	2,154.				2,154.	2,154.		0.	
15	(D)COMPUTER	07/10/03	SL	3.00	HY	16	4,183.				4,183.	4,183.		0.	
26	(D)HARD DRIVE	12/13/05	SL	5.00	HY	16	486.				486.	389.		89.	
29	COMPUTER	01/28/05	SL	5.00	HY	16	3,557.				3,557.	2,785.		711.	3,496.
45	COMPUTER EQUIPMENT	02/08/07	SL	5.00	HY	16	3,882.				3,882.	1,488.		776.	2,264.
46	COMPUTER EQUIPMENT	07/31/07	SL	5.00	HY	16	3,627.				3,627.	1,027.		725.	1,752.
47	COMPUTER EQUIPMENT	10/01/07	SL	5.00	HY	16	1,170.				1,170.	293.		234.	527.
53	COMPUTER EQUIPMENT	07/01/08	SL	5.00	HY	16	1,500.				1,500.	150.		300.	450.
54	COMPUTERS	01/20/09	SL	5.00	HY	16	7,405.				7,405.			1,358.	1,358.

928111
04-24-09

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	* 990-PF PG 1 TOTAL MACHINERY & EQUIPMENT						34,960.				34,960.	19,375.		4,193.	9,847.
	* 990-PF PG 1 TOTAL						249,342.				249,342.	88,625.		25,233.	81,793.
	BUILDINGS														
54	BUILDING-STE 100/500	11/16/09	SL	39.00	HY	16	662,191.				662,191.			1,415.	1,415.
62	COMMON AREA IMPROVEMENTS	11/16/09	SL	39.00	HY	16	23,483.				23,483.			50.	50.
	* 990-PF PG 1 TOTAL BUILDINGS						685,674.				685,674.	0.		1,465.	1,465.
	FURNITURE & FIXTURES														
55	CABINETS	11/16/09	SL	7.00	HY	16	18,835.				18,835.			224.	224.
56	GRANITE TOPS/FIREPLACE	11/06/09	SL	7.00	HY	16	6,173.				6,173.			147.	147.
57	CEILING	11/06/09	SL	7.00	HY	16	12,050.				12,050.			287.	287.
58	FLOORING	11/06/09	SL	7.00	HY	16	38,005.				38,005.			905.	905.
59	APPLIANCES:RANGE, REFRIGERATOR,DISHWASHER, ICE	11/06/09	SL	7.00	HY	16	10,606.				10,606.			253.	253.
60	TELEPHONE SYSTEM	11/06/09	SL	7.00	HY	16	6,291.				6,291.			150.	150.
61	SECURITY SYSTEM	11/16/09	SL	7.00	HY	16	11,317.				11,317.			135.	135.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						103,277.				103,277.	0.		2,101.	2,101.
	OTHER														
70	LAND-STE 100/500	11/16/09	L		HY		140,847.				140,847.			0.	
	* 990-PF PG 1 TOTAL OTHER						140,847.				140,847.	0.		0.	0.

928111
04-24-09

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	* 990-PF PG 1 TOTAL -						929,798.				929,798.	0.		3,566.	3,566.
	* GRAND TOTAL 990-PF PG 1 DEPR						1,179,140.				1,179,140.	56,625.		28,798.	85,398.
	LESS: DISPOSALS						(117,150)								
							1061990								

928111
04-24-09

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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

SOURCE	AMOUNT
SCHWAB-US SAVINGS BONDS AND TREASURY OBLIGATIONS	6,110.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6,110.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BRISTOL MYES SQUIBB	236.	0.	236.
DIVIDEND INCOME-FROM PASS THRU K-1	3,449.	0.	3,449.
INTEREST INCOME-FROM PASSTHRU K-1	425.	0.	425.
ISRAEL BONDS	72,763.	0.	72,763.
JP MORGAN DIVIDEND INCOME	23,308.	0.	23,308.
JP MORGAN INTEREST INCOME	35,272.	0.	35,272.
JP MORGAN-TAX EXEMPT	2,360.	0.	2,360.
JP MORGAN-US GOVT	19,050.	0.	19,050.
MISC INTEREST INCOME	3.	0.	3.
SCHWA-US SAVINGS BONDS AND TREASURY OBLIGATIONS	67,366.	0.	67,366.
SCHWAB-ORDINARY DIVIDENDS	300,081.	12,753.	287,328.
SCHWAB-TAX EXEMPT-MUNICIPAL	2,434.	0.	2,434.
WORLDCOM	474.	0.	474.
TOTAL TO FM 990-PF, PART I, LN 4	527,221.	12,753.	514,468.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
OFFICE CONDO	1	0.
LAND RENTAL	2	3,500.
TOTAL TO FORM 990-PF, PART I, LINE 5A		3,500.

FORM 990-PF | OTHER INCOME | STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME FROM K-1	<34,950.>	<34,950.>	
ORDINARY INCOME FROM PASSTHRU	<259.>	<259.>	
MISCELLANEOUS	1,248.	1,248.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<33,961.>	<33,961.>	

FORM 990-PF | LEGAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	37,965.	0.		18,983.
TO FM 990-PF, PG 1, LN 16A	37,965.	0.		18,983.

FORM 990-PF | ACCOUNTING FEES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	2,858.	0.		1,429.
TO FORM 990-PF, PG 1, LN 16B	2,858.	0.		1,429.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL SERVICE FEES	300.	0.		150.
ASSET MANAGEMENT FEES	43,533.	43,533.		0.
CONTRACT SERVICES	1,586.	0.		0.
TRUSTEE FEES	65,000.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	110,419.	43,533.		150.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID-PER K-1	605.	605.		0.
PAYROLL TAXES	7,175.	0.		3,588.
PROPERTY TAXES	6,187.	6,187.		0.
STATE ANNUAL FILING FEE	200.	0.		200.
TO FORM 990-PF, PG 1, LN 18	14,167.	6,792.		3,788.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PASS THRU-PORTFOLIO EXPS	9,441.	9,441.		0.
PASS THRU-INVESTMENT EXPS	161.	161.		0.
PASS THRU-DEDUCTIONS	4,042.	4,042.		0.
CONTRACT LABOR-OFFICE HELP	585.	0.		293.
CELEBRATING LIFE AND HEALTH	90,060.	0.		90,060.
COPIER SUPPLIES	588.	0.		0.
DUES AND SUBSCRIPTIONS	1,465.	0.		1,465.
BANK SERVICE CHARGES	252.	0.		0.
CLEANING SERVICE	6,800.	0.		0.
COMPUTER MAINTENANCE	7,593.	0.		3,797.
COMPUTER SUPPLIES	882.	0.		441.
EMPLOYEE DEVELOPMENT	11,956.	0.		11,956.
OFFICE SUPPLIES	13,307.	0.		0.
INSURANCE	18,481.	0.		9,241.
MISCELLANEOUS	17,381.	0.		8,691.
PARKING	200.	0.		0.
POSTAGE AND DELIVERY	969.	0.		0.
BUILDING REPAIRS	2,173.	0.		0.
SAFETY DEPOSIT BOX	625.	625.		0.
SECURITY	374.	0.		0.
TELEPHONE	9,171.	0.		4,586.
TRAVEL AND ENTERTAINMNET	6,981.	0.		0.
FACILITIES AND EQUIPMENT	562.	0.		0.
TO FORM 990-PF, PG 1, LN 23	204,049.	14,269.		130,530.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTES AND BONDS STMT #24	X		592,037.	592,037.
MUNICIPAL BONDS STMT #24		X	41,854.	41,854.
TOTAL U.S. GOVERNMENT OBLIGATIONS			592,037.	592,037.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			41,854.	41,854.
TOTAL TO FORM 990-PF, PART II, LINE 10A			633,891.	633,891.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS STMT #24	1,028,903.	1,028,903.
SCHWAB EQUITY FUNDS STMT #25	6,462,317.	8,922,507.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,491,220.	9,951,410.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS STMT #24	283,986.	283,986.
SCHWAB MUTUAL BOND FUNDS STMT #25	3,602,572.	3,866,451.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,886,558.	4,150,437.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING STE 300	270,426.	0.	270,426.
LAND BUILDING STE 300	127,745.	0.	127,745.
BUILDING STE 400	291,848.	0.	291,848.
LAND BUILDING STE 400	140,301.	0.	140,301.
LAND-GERMANTOWN ROAD	500.	0.	500.
TOTAL TO FM 990-PF, PART II, LN 11	830,820.	0.	830,820.

FORM 990-PF MORTGAGE LOANS STATEMENT 14

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE POOLS	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 12	0.	0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 15

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISRAEL BONDS	COST	1,225,000.	1,225,000.
LIMITED PARTNERSHIP	COST	367,409.	215,566.
MUTUAL FUNDS STMT #24	COST	131,103.	131,103.
FEG-ABSOLUTE ACCESS FUND	COST	500,000.	563,085.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,223,512.	2,134,754.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 16

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
TABLE	234.	231.	3.
AIR PURIFIER	100.	100.	0.
AED	2,500.	2,231.	269.
OFFICE FURNITURE	5,600.	5,067.	533.
CAMERA	1,396.	1,396.	0.
APPLIANCES	1,200.	955.	245.
OFFICE FURNITURE	49,775.	39,110.	10,665.
COMPUTER	3,557.	3,496.	61.
OFFICE FURNITURE	5,219.	3,357.	1,862.
OFFICE FURNITURE	1,823.	1,300.	523.
CAMERA	2,275.	1,744.	531.
OFFICE FURNITURE	3,829.	1,915.	1,914.
OFFICE FURNITURE	9,765.	4,650.	5,115.
OFFICE FURNITURE	5,145.	2,328.	2,817.
OFFICE FURNITURE	8,765.	3,756.	5,009.
COMPUTER EQUIPMENT	3,882.	2,264.	1,618.
COMPUTER EQUIPMENT	3,627.	1,752.	1,875.
COMPUTER EQUIPMENT	1,170.	527.	643.
EQUIPMENT	857.	485.	372.
FURNITURE	1,000.	405.	595.
EQUIPMENT	7,269.	2,302.	4,967.
COMPUTER EQUIPMENT	1,500.	450.	1,050.
BUILDING-STE 100/500	662,191.	1,415.	660,776.
CABINETS	18,835.	224.	18,611.
GRANITE TOPS/FIREPLACE	6,173.	147.	6,026.
CEILING	12,050.	287.	11,763.
FLOORING	38,005.	905.	37,100.
APPLIANCES:RANGE, REFRIGERATOR,DISHWASHER, ICE MACHINE	10,606.	253.	10,353.
TELEPHONE SYSTEM	6,291.	150.	6,141.
SECURITY SYSTEM	11,317.	135.	11,182.
COMMON AREA IMPROVEMENTS	23,483.	50.	23,433.
XEROX COPIER	4,299.	614.	3,685.
COMPUTERS	7,405.	1,358.	6,047.
LAND-STE 100/500	140,847.	0.	140,847.
TOTAL TO FM 990-PF, PART II, LN 14	1,061,990.	85,359.	976,631.

FORM 990-PF	MORTGAGES PAYABLE	STATEMENT 17

DESCRIPTION	BALANCE DUE
LCNB	1,295,257.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B	1,295,257.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 18

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAX WITHHOLDINGS	0.	14,995.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	14,995.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 19

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACOB A MYERS 18 WEST FIRST STREET SUITE 200 DAYTON, OH 45402	TRUSTEE 1.00	15,000.	0.	0.
ALLEN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	PRESIDENT 1.00	10,000.	0.	0.
LOUIS LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	VICE PRESIDENT/TREASURER 1.00	10,000.	0.	0.
RYAN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
PETER WELLS 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.

KAREN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	EXECUTIVE DIRECTOR/SECRETARY 40.00	134,000.	4,200.	0.
HOWARD MICHAELS 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		199,000.	4,200.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 20
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KAREN LEVIN
7812 MCEWEN ROAD, STE 100
DAYTON, OH 45459

TELEPHONE NUMBER

937-223-1669

FORM AND CONTENT OF APPLICATIONS

OBTAIN A GRANT APPLICATION. SUBMIT WITH NARRATIVE DESCRIPTION OF HOW THE FUNDS WILL BE USED AND ATTACH FINANCIAL INFORMATION (AUDITED STATEMENTS, FORM 990 PROJECT BUDGET) AND IRS DETERMINATION LETTER. REFER TO THE GRANT APPLICATION FOR A DETAILED DESCRIPTION OF THESE REQUIREMENTS. PREFERENCE IS GIVEN TO APPLICATIONS FOR FUNDS THAT WILL BE USED FOR OPERATING EXPENSES, SPECIAL PROJECTS AND BUILDING IMPROVEMENTS.

ANY SUBMISSION DEADLINES

NONE
NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

PREFERENCE IS GIVEN TO ORGANIZATIONS IN THE DAYTON/MONTGOMERY COUNTY OHIO AREA. OUR PRIMARY FOCUS IS ON SOCIAL SERVICES AND EDUCATION WITH PARTICULAR EMPHASIS ON THE HOMELESS, THE HUNGRY, THE MEDICALLY UNDERSERVED, CHILDREN AND WOMEN AT RISK. CULTURAL ARTS ORGANIZATIONS AND OTHER NON PROFIT ORGANIZATIONS ARE ALSO CONSIDERED.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 21

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADATH ISRAEL	NONE GENERAL FUNDING	PUBLIC CHARITY	2,000.
AIDS RESOURCE CENTER 15 WEST FOURTH STREET,STE200 DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	30,800.
ALZHEIMER'S ASSOCIATION	NONE GENERAL FUNDING	PUBLIC CHARITY	1,250.
AMERICAN CANCER SOCIETY 5500 FRANTZ ROAD DUBLIN, OH 43017	NONE GENERAL FUNDING	PUBLIC CHARITY	250.
AMERICAN FRIENDS OF MAGEN DAVID 5700 LAKE WORTH ROAD, STE 308C LAKE WORTH, FL 33463	NONE GENERAL FUNDING	PUBLIC CHARITY	1,000.
ASPCA	NONE GENERAL FUNDING	PUBLIC CHARITY	150.
ASSO OF JEWISH COMMUNITY PROFESSIONALS	NONE GENERAL FUNDING	PUBLIC CHARITY	300.
BETH ABRAHAM SYNAGOGUE 306 SUGAR CAMP CIRCLE DAYTON, OH 45406	NONE GENERAL FUNDING	PUBLIC CHARITY	45,500.

BRIDGES FOR A JUST COMMUNITY	NONE GENERAL FUNDING	PUBLIC CHARITY	800.
CENTER FOR CREATIVE CHANGE	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
CENTER FOR HOLOCAUST & HUMANITY EDUCATION	NONE GENERAL FUNDING	PUBLIC CHARITY	250.
CHABAD OF SOUTHERN OHIO	NONE GENERAL FUNDING	PUBLIC CHARITY	2,000.
CHESTER TOWNSHIP FIRE DEPT	NONE GENERAL FUNDING	PUBLIC CHARITY	12,000.
CHILDREN'S MEDICAL CENTER ONE CHILDERN'S PLAZA DAYTON, OH	NONE GENERAL FUNDING	PUBLIC CHARITY	25,000.
CINCINNATI SYMPHONY CLUB	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI, OH 45202	NONE GENERAL FUNDING	PUBLIC CHARITY	11,800.
COMMUNITY BLOOD CENTER	NONE GENERAL FUNDING	PUBLIC CHARITY	1,000.
DAYBREAK 605 S PATTERSON BLVD DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	12,000.

DAYTON AREA DIABETES ASSOC	NONE GENERAL FUNDING	PUBLIC CHARITY	1,000.
DAYTON HEART INSTITUTE	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
DAYTON LITERARY PEACE PRIZE P O BOX 461 DAYTON, OH 45409	NONE GENERAL FUNDING	PUBLIC CHARITY	1,500.
DAYTON PEACE MUSEUM	NONE GENERAL FUNDING	PUBLIC CHARITY	2,000.
DAYTON PUBLIC RADIO 126 N MAIN ST, STE 110 DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	200.
DOWNTOWN MERCHANTS INC	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
EARLY CHILDHOOD CENTER-INDIANAPOLIS	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
EAST END COMMUNITY SERVICES	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
ELEM YOUTH IN DISTRESS IN ISRAEL 211 CENTRAL PARK WEST NEW YORK, NY 10024	NONE GENERAL FUNDING	PUBLIC CHARITY	250.
EQUESTRIAN THERAPY PROGRAM	NONE GENERAL FUNDING	PUBLIC CHARITY	5,000.

FALCON CLUB SCHOLARSHIP FUND 29 CLOVER ST DAYTON, OH 45410	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
GARDEN OF DREAMS FOUNDATION	NONE GENERAL FUNDING	PUBLIC CHARITY	100.
GIRL SCOUT TROOP 30707	NONE GENERAL FUNDING	PUBLIC CHARITY	90.
GREATER DAYTON LABRADOR RESCUE	NONE GENERAL FUNDING	PUBLIC CHARITY	650.
HABITAT FOR HUMANITY	NONE GENERAL FUNDING	PUBLIC CHARITY	250.
HEBREW UNION COLLEGE 3077 UNIVERSITY AVENUE LOS ANGELES, CA	NONE GENERAL FUNDING	PUBLIC CHARITY	1,750.
HILLEL/KOLLEL	NONE GENERAL FUNDING	PUBLIC CHARITY	1,250.
HOSPICE OF DAYTON 324 WILMINGTON AVENUE DAYTON, OH 45420	NONE GENERAL FUNDING	PUBLIC CHARITY	14,000.
HOUSE OF BREAD 9 ORTH AVENUE DAYTON, OH 45406	NONE GENERAL FUNDING	PUBLIC CHARITY	2,179.
HUMAN RACE THEATER 520 8TH AVENUE NEW YORK, NY 10018	NONE GENERAL FUNDING	PUBLIC CHARITY	7,500.

HUMANE SOCIETY	NONE GENERAL FUNDING	PUBLIC CHARITY	807.
JEWISH COMMUNAL SERVICE OF NORTH AMERICA	NONE GENERAL FUNDING	PUBLIC CHARITY	250.
JEWISH COMMUNITY CENTER OF CINCINNATI	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
JEWISH FEDERATION OF GREATER DAYTON 33 WEST FIRST STREET SUITE 100 DAYTON, OH	NONE GENERAL FUNDING	PUBLIC CHARITY	9,400.
KIDS VOTING OHIO/FOUNDERS REGION	NONE GENERAL FUNDING	PUBLIC CHARITY	100.
LEADERSHIP KEEP CHILDREN ALCOHOL FREE FDN	NONE GENERAL FUNDING	PUBLIC CHARITY	1,000.
LEUKEMIA SOCIETY	NONE GENERAL FUNDING	PUBLIC CHARITY	2,150.
LIGHT HOUSE YOUTH SERVICES 1501 MADISON ROAD CINCINNATI, OH 45206	NONE GENERAL FUNDING	PUBLIC CHARITY	2,500.
MIAMI VALLEY HOSPITAL FOUNDATION	NONE GENERAL FUNDING	PUBLIC CHARITY	0.
MIAMI VALLEY LITERACY COUNCIL 333 W. FIRST ST., SUITE 110 DAYTON, OH 4540	NONE GENERAL FUNDING	PUBLIC CHARITY	1,000.

MOUND STREET ACADEMY 354 MOUND STREET DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	7,249.
MUSCULAR DYSTROPHY ASSOCIATION 2621 DRYDEN RD. # 306 DAYTON, OH 45439	NONE GENERAL FUNDING	PUBLIC CHARITY	850.
MUSTARD SEED FOUNDATION	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
NORTHMONT HIGH SCHOOL-DRAMA	NONE GENERAL FUNDING	PUBLIC CHARITY	2,500.
PLANNED PARENTHOOD SOUTHWEST OHIO 2314 AUBURN AVE. CINCINNATI, OH 45219	NONE GENERAL FUNDING	PUBLIC CHARITY	7,350.
PREVENT BLINDNESS OHIO 1500 WEST THIRD AVE, SUITE 200 COLUMBUS, OH 43212	NONE GENERAL FUNDING	PUBLIC CHARITY	3,700.
PROJECT JUDAICA FOUNDATION	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
SAMARITAN HOMELESS CLINIC	NONE GENERAL FUNDING	PUBLIC CHARITY	1,000.
SAVE A CHILD'S HEART FOUNDATION 2603 SALEM AVE. DAYTON, OH 45406	NONE GENERAL FUNDING	PUBLIC CHARITY	1,500.
SICSA PO BOX 292463 KETTERING, OH 45419	NONE GENERAL FUNDING	PUBLIC CHARITY	5,922.

SPRINGER SCHOOL	NONE GENERAL FUNDING	PUBLIC CHARITY	5,000.
STEF	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
TEMPLE BETH OR 5275 MARSHALL RD. DAYTON, OH	NONE GENERAL FUNDING	PUBLIC CHARITY	52,900.
TEMPLE ISRAEL 130 RIVERSIDE DR. DAYTON, OH 45405-4969	NONE GENERAL FUNDING	PUBLIC CHARITY	30,750.
THINK TV 110 SOUTH JEFFERSON ST. DAYTON, OH 45402-2415	NONE GENERAL FUNDING	PUBLIC CHARITY	3,000.
UNICEF	NONE GENERAL FUNDING	PUBLIC CHARITY	600.
UNION FOR REFORM JUDAISM 301 STATE ROUTE 17 NORTH RUTHERFORD, NJ 07070	NONE GENERAL FUNDING	PUBLIC CHARITY	1,500.
WCET 1223 CENTRAL PKY DAYTON, OH 45409	NONE GENERAL FUNDING	PUBLIC CHARITY	1,338.
WELLNESS CONNECTION OF THE DAYTON REGION 105 SUGAR CAMP CIRCLE, SUITE 100 DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	15,000.
WORLDTEACH, INC	NONE GENERAL FUNDING	PUBLIC CHARITY	3,500.

WRIGHT STATE UNIVERSITY FOUNDATION 108 ALLYN HALL, 3640 COLONEL GLENN HWY DAYTON, OH 45435	NONE GENERAL FUNDING	PUBLIC CHARITY	500.
WRIGHT STATE SCHOOL OF MEDICINE 3640 COLONEL GLENN HWY KETTERING, OH 45435	NONE GENERAL FUNDING	PUBLIC CHARITY	250.
WYSO	NONE GENERAL FUNDING	PUBLIC CHARITY	150.
YMCA OF GREATER DAYTON 111 W. FIRST ST., SUITE 207 DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	5,000.
FOUNDATION FIGHTING BLINDESS	NONE GENERAL FUNDING	PUBLIC CHARITY	50,000.
NATIONAL CONFERENCE FOR COMM. & JUSTICE 32 N. MAIN ST., SUITE 813 DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	5,000.
THE MUSE MACHINE 126 N. MAIN ST. DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	2,500.
OSU FOUNDATION	NONE GENERAL FUNDING	PUBLIC CHARITY	12,000.
ARTEMIS CENTER 310 W. MONUMENT AVE. DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	3,500.
YMCA STRONG KIDS CAMPAIGN 111 W. FIRST ST., SUITE 207 DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	3,500.

CLOTHES THAT WORK 1133 S. EDWIN C. MOSES BLVD. #110 DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	1,500.
JEWISH FAMILY SERVICES 33 WEST FIRST STREET SUITE 100 DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	3,500.
ARC OHIO	NONE GENERAL FUNDING	PUBLIC CHARITY	7,000.
CULVER	NONE GENERAL FUNDING	PUBLIC CHARITY	450.
YWCA 141 W. THIRD ST. DAYTON, OH 45402	NONE GENERAL FUNDING	PUBLIC CHARITY	2,318.
UNITED REHABILITATION SERVICES	NONE GENERAL FUNDING	PUBLIC CHARITY	1,083.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			448,436.

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Realized Gain or (Loss)

Accounting Method: First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ARCHER-DANIELS 5.45%18BONDS DUE 03/15/18: 039483AY8	115,000.0000	04/29/08	01/12/09	$117,737.00	$115,388.70 '	$2,348.30
Security Subtotal				**$117,737.00**	**$115,388.70**	**$2,348.30**
EMERSON ELEC CO 5.375%17NOTES DUE 10/15/17: 291011AW4	115,000.0000	02/26/08	01/12/09	$120,267.00	$117,185.00 '	$3,082.00
Security Subtotal				**$120,267.00**	**$117,185.00**	**$3,082.00**
FED NATL MTG 3%10NOTES DUE 04/28/10: 3136F9LP6	175,000.0000	05/12/08	01/12/09	$175,308.00	$174,945.31 '	$362.69
Security Subtotal				**$175,308.00**	**$174,945.31**	**$362.69**
GAINESVILLE & HAL 5.5%31REV DUE 05/15/31CNTY GA HOSP: 362762FQ4	95,000.0000	03/03/08	01/12/09	$103,498.38	$101,574.00 '	$1,924.38
Security Subtotal				**$103,498.38**	**$101,574.00**	**$1,924.38**
OKLAHOMA HSG FIN 5.6%38REV DUE 09/01/38AGY SINGLE: 67886MFF1	75,000.0000	05/01/08	01/12/09	$66,191.25	$77,258.33 '	($11,067.08)
Security Subtotal				**$66,191.25**	**$77,258.33**	**($11,067.08)**
PFIZER INC 4.5%14NOTES DUE 02/15/14: 717081AR4	85,000.0000	03/05/08	01/12/09	$89,839.90	$86,623.50 '	$3,216.40
Security Subtotal				**$89,839.90**	**$86,623.50**	**$3,216.40**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

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Schwab One® Account of
LEVIN FAMILY FOUNDATION

Account Number
8067-7332

Report Period
January 1 - December 31, 2009

2009 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
TCW TOTAL RETURN BOND FUND I CLASS: TGLMX	42,978.4480	multiple	12/08/09	$440,338.58	$414,838.47	$25,500.11
Security Subtotal				**$440,338.58**	**$414,838.47**	**$25,500.11**
TEXTRON FIN 5.125%10NOTES DUE 11/01/10: 88319QL84	15,000.0000	09/15/08	01/12/09	$13,557.00	$15,097.50 ¹	($1,540.50)
Security Subtotal				**$13,557.00**	**$15,097.50**	**($1,540.50)**
TEXTRON FINL 5.125%11NOTES DUE 02/03/11: 88319QJ20	100,000.0000	07/10/08	01/12/09	$84,380.00	$100,243.00 ¹	($15,863.00)
Security Subtotal				**$84,380.00**	**$100,243.00**	**($15,863.00)**
TN VLY AUTH 4.75%13 DUE 08/01/13: TVA4H13.F	110,000.0000	02/13/08	01/12/09	$118,388.60	$116,121.50 ¹	$2,267.10
Security Subtotal				**$118,388.60**	**$116,121.50**	**$2,267.10**
US TREAS NT 4.875%08/09 DUE 08/15/09: 912828FP0	300,000.0000	07/11/08	01/12/09	$307,838.28	$308,028.35 ¹	($190.07)
Security Subtotal				**$307,838.28**	**$308,028.35**	**($190.07)**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
3M 4.375%13NOTES DUE 08/15/13: 88579EAE5	85,000.0000	09/25/08	01/12/09	$89,340.95	$85,979.20 [1]	$3,361.75
Security Subtotal				**$89,340.95**	**$85,979.20**	**$3,361.75**
Total Short-Term				**$1,726,684.94**	**$1,713,282.86**	**$13,402.08**

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ASTRAZENECA PLC 5.4%14FNOTES DUE 06/01/14: AZN5F14.F	75,000.0000	08/26/04	01/12/09	$79,222.50	$78,772.50 [1]	$450.00
Security Subtotal				**$79,222.50**	**$78,772.50**	**$450.00**
ATLANTIC RICHFLD 5.90%09NOTES DUE 04/15/09: 048825BJ1	110,000.0000	06/29/07	01/12/09	$110,968.00	$111,119.80 [1]	($151.80)
Security Subtotal				**$110,968.00**	**$111,119.80**	**($151.80)**
BANKAMERICA CP 5.875%09SENIOR NOTE DUE 02/15/09: 066050CV5	100,000.0000	06/14/07	01/12/09	$99,880.00	$100,846.00 [1]	($966.00)
Security Subtotal				**$99,880.00**	**$100,846.00**	**($966.00)**
BELLSOUTH CORP 4.75%12NOTES DUE 11/15/12: 079860AJ1	75,000.0000	01/14/05	01/12/09	$76,410.00	$75,389.25 [1]	$1,020.75
Security Subtotal				**$76,410.00**	**$75,389.25**	**$1,020.75**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1B1807-005371 488624

"G000053710308"

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
LEVIN FAMILY FOUNDATION

Account Number
8067-7332

Report Period
January 1 - December 31, 2009

2009 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BOTTLING GROUP 4.625%12SR NT DUE 11/15/12: 10138MAB1	75,000.0000	09/23/04	01/12/09	$77,572.50	$76,607.25 [1]	$965.25
Security Subtotal				**$77,572.50**	**$76,607.25**	**$965.25**
FED HM LN MTG 6%11NOTES DUE 06/15/11: 3134A4FM1	75,000.0000	11/06/03	01/12/09	$82,791.00	$81,996.83 [1]	$794.17
FED HM LN MTG 6%11NOTES DUE 06/15/11: 3134A4FM1	10,000.0000	08/08/05	01/12/09	$11,038.80	$10,721.71 [1]	$317.09
FED HM LN MTG 6%11NOTES DUE 06/15/11: 3134A4FM1	10,000.0000	06/14/07	01/12/09	$11,038.80	$10,196.28 [1]	$842.52
FED HM LN MTG 6%11NOTES DUE 06/15/11: 3134A4FM1	20,000.0000	07/02/07	01/12/09	$22,077.60	$20,540.28 [1]	$1,537.32
Security Subtotal				**$126,946.20**	**$123,455.10**	**$3,491.10**
FED HM LN MTG 4.5%14NOTES DUE 01/15/14: 3134A4UM4	100,000.0000	06/04/04	01/12/09	$110,009.00	$94,500.00 [1]	$15,509.00
FED HM LN MTG 4.5%14NOTES DUE 01/15/14: 3134A4UM4	15,000.0000	08/08/05	01/12/09	$16,501.35	$14,853.06 [1]	$1,648.29
FED HM LN MTG 4.5%14NOTES DUE 01/15/14: 3134A4UM4	10,000.0000	06/14/07	01/12/09	$11,000.90	$9,452.11 [1]	$1,548.79

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FED HM LN MTG 4.5%14NOTES DUE 01/15/14: 3134A4UM4	25,000.0000	07/02/07	01/12/09	$27,502.25	$23,874.60 t	$3,627.65
Security Subtotal				**$165,013.50**	**$142,679.77**	**$22,333.73**
FED HM LN MTG 5.125%12NOTES DUE 07/15/12: 3134A4QD9	50,000.0000	09/13/02	01/12/09	$55,172.00	$52,362.50 t	$2,809.50
FED HM LN MTG 5.125%12NOTES DUE 07/15/12: 3134A4QD9	10,000.0000	07/02/07	01/12/09	$11,034.40	$9,951.73 t	$1,082.67
Security Subtotal				**$66,206.40**	**$62,314.23**	**$3,892.17**
FED HM LN MTG 6.875%10NOTES DUE 09/15/10: 3134A35H5	125,000.0000	08/20/07	01/12/09	$136,348.75	$132,616.13 t	$3,732.62
Security Subtotal				**$136,348.75**	**$132,616.13**	**$3,732.62**
FED NATL MTG 6.625%09NOTES DUE 09/15/09: 31359MEY5	85,000.0000	03/31/04	01/12/09	$87,869.60	$98,973.92 t	($11,104.32)
FED NATL MTG 6.625%09NOTES DUE 09/15/09: 31359MEY5	15,000.0000	08/08/05	01/12/09	$15,506.40	$16,173.96 t	($667.56)
FED NATL MTG 6.625%09NOTES DUE 09/15/09: 31359MEY5	15,000.0000	06/14/07	01/12/09	$15,506.40	$15,395.72 t	$110.68

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Schwab One® Account of
LEVIN FAMILY FOUNDATION

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8067-7332

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FED NATL MTG 6.625%09NOTES DUE 09/15/09: 31359MEY5	25,000.0000	06/29/07	01/12/09	$25,844.00	$25,739.10 t	$104.90
Security Subtotal				**$144,726.40**	**$156,282.70**	**($11,556.30)**
FHLMC A2-1813 5.5%34 DUE 05/01/34: 31296YAN3	153,124.0000	06/10/04	01/12/09	$85,959.28	$81,975.72 t	$3,983.56
Security Subtotal				**$85,959.28**	**$81,975.72**	**$3,983.56**
FHLMC C0-0730 6%29 DUE 03/01/29: 31292GY34	1,100,000.0000	12/28/05	01/12/09	$83,640.33	$81,662.64 t	$1,977.69
Security Subtotal				**$83,640.33**	**$81,662.64**	**$1,977.69**
FHLMC C0-1213 6%31 DUE 07/01/31: 31292HK29	300,250.0000	06/25/01	01/12/09	$20,752.32	$19,539.90 t	$1,212.42
Security Subtotal				**$20,752.32**	**$19,539.90**	**$1,212.42**
FHLMC C6-2415 6%31 DUE 12/01/31: 31287MVG2	151,293.0000	01/10/02	01/12/09	$17,369.85	$16,558.15 t	$811.70
Security Subtotal				**$17,369.85**	**$16,558.15**	**$811.70**
FHLMC C6-4933 6%32 DUE 03/01/32: 31287QPS4	100,000.0000	02/19/02	01/12/09	$8,487.39	$8,154.73 t	$332.66
Security Subtotal				**$8,487.39**	**$8,154.73**	**$332.66**

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2009 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FHLMC 1B-1994 FLT 2034 3128JMC88	DUE 09/01/34:	100,000.0000	03/29/07	01/12/09	$33,290.05	$34,995.28 [t]	($1,705.23)
Security Subtotal					**$33,290.05**	**$34,995.28**	**($1,705.23)**
FNMA PL 255324 4%11 31371LSM2	DUE 07/01/11:	100,000.0000	05/18/07	01/12/09	$50,785.59	$49,529.09 [t]	$1,256.50
Security Subtotal					**$50,785.59**	**$49,529.09**	**$1,256.50**
FNMA PL 688031 5%18 31400HLL5	DUE 03/01/18:	113,000.0000	10/15/03	01/12/09	$34,918.72	$34,295.46 [t]	$623.26
Security Subtotal					**$34,918.72**	**$34,295.46**	**$623.26**
FNMA PL 713829 4.5%18 31401PA61	DUE 10/01/18:	76,282.0000	01/13/04	01/12/09	$38,862.83	$38,112.90 [t]	$749.93
Security Subtotal					**$38,862.83**	**$38,112.90**	**$749.93**
FNMA PL 745932 6.5%36 31403DVZ9	DUE 11/01/36:	70,000.0000	10/31/07	01/12/09	$45,609.75	$44,897.57 [t]	$712.18
Security Subtotal					**$45,609.75**	**$44,897.57**	**$712.18**
FNMA PL 756831 5%18 31403SY42	DUE 12/01/18:	77,630.0000	01/13/04	01/12/09	$35,806.69	$35,589.59 [t]	$217.10
Security Subtotal					**$35,806.69**	**$35,589.59**	**$217.10**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1B1807-005371 488628

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
LEVIN FAMILY FOUNDATION

Account Number
8067-7332

Report Period
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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GE CAPTAL 5.25%12NOTES DUE 10/19/12: 36962G3K8	120,000.0000	10/18/07	01/12/09	$121,692.00	$120,919.20 [t]	$772.80
Security Subtotal				**$121,692.00**	**$120,919.20**	**$772.80**
GNMA PL 388261 7%24 DUE 03/15/24: 36205EJE7	300,000.0000	01/01/90	01/12/09	$8,858.41	$8,687.42 [t]	$170.99
Security Subtotal				**$8,858.41**	**$8,687.42**	**$170.99**
GNMA PL 413425 7%25 DUE 09/15/25: 36206KHA2	171,777.0000	01/01/90	01/12/09	$9,266.08	$8,542.05 [t]	$724.03
Security Subtotal				**$9,266.08**	**$8,542.05**	**$724.03**
GNMA PL 608945 6%36 DUE 06/15/36: 36202TP67	255,000.0000	07/02/07	01/12/09	$178,752.09	$172,036.33 [t]	$6,715.76
Security Subtotal				**$178,752.09**	**$172,036.33**	**$6,715.76**
GNMA PL 619146 6%34 DUE 11/15/34: 36290VZK3	174,928.0000	08/10/05	01/12/09	$62,230.60	$61,594.09 [t]	$636.51
Security Subtotal				**$62,230.60**	**$61,594.09**	**$636.51**
GOLDMAN SACHS GR 6.65%09SR UNSUB DUE 05/15/09: 38141GAA2	85,000.0000	08/08/05	01/12/09	$85,493.00	$90,287.00 [t]	($4,794.00)
Security Subtotal				**$85,493.00**	**$90,287.00**	**($4,794.00)**

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2009 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
HOUSEHOLD FIN 6.375%11NOTES DUE 10/15/11: 441812JW5	75,000.0000	04/04/03	01/12/09	$77,722.50	$81,582.00 [1]	($3,859.50)
Security Subtotal				**$77,722.50**	**$81,582.00**	**($3,859.50)**
NATIONAL RURAL 4.375%10 DUE 10/01/10: 637432DA0	100,000.0000	05/15/06	01/12/09	$100,480.00	$95,505.00 [1]	$4,975.00
Security Subtotal				**$100,480.00**	**$95,505.00**	**$4,975.00**
PROCTER&GAMBLE 6.875%09UNSUB DEB DUE 09/15/09: 742718BM0	50,000.0000	10/04/04	01/12/09	$51,690.00	$56,826.50 [1]	($5,136.50)
PROCTER&GAMBLE 6.875%09UNSUB DEB DUE 09/15/09: 742718BM0	50,000.0000	06/14/07	01/12/09	$51,690.00	$51,511.00 [1]	$179.00
Security Subtotal				**$103,380.00**	**$108,337.50**	**($4,957.50)**
TARGET CORP 5.875%12NOTES DUE 03/01/12: 87612EAH9	100,000.0000	07/18/03	01/12/09	$105,978.00	$110,384.00 [1]	($4,406.00)
Security Subtotal				**$105,978.00**	**$110,384.00**	**($4,406.00)**
US TREAS NOTE 5%02/11 DUE 02/15/11: 9128276T4	155,000.0000	04/05/06	01/12/09	$168,971.13	$156,434.96 [1]	$12,536.17
US TREAS NOTE 5%02/11 DUE 02/15/11: 9128276T4	35,000.0000	06/14/07	01/12/09	$38,154.77	$34,885.16 [1]	$3,269.61

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CG1B1907-006371 488830

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
LEVIN FAMILY FOUNDATION

Account Number
8067-7332

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
US TREAS NOTE 5%02/11 DUE 02/15/11: 9128276T4	65,000.0000	06/29/07	01/12/09	$70,858.86	$65,319.92 [t]	$5,538.94
Security Subtotal				**$277,984.76**	**$256,640.04**	**$21,344.72**
US TREAS NOTE 6%08/09 DUE 08/15/09: 9128275N8	50,000.0000	10/10/03	01/12/09	$51,635.99	$56,876.95 [t]	($5,240.96)
US TREAS NOTE 6%08/09 DUE 08/15/09: 9128275N8	15,000.0000	08/08/05	01/12/09	$15,490.80	$15,964.45 [t]	($473.65)
US TREAS NOTE 6%08/09 DUE 08/15/09: 9128275N8	20,000.0000	06/29/07	01/12/09	$20,654.40	$20,445.31 [t]	$209.09
US TREAS NOTE 6%08/09 DUE 08/15/09: 9128275N8	105,000.0000	08/02/07	01/12/09	$108,435.59	$107,830.08 [t]	$605.51
Security Subtotal				**$196,216.78**	**$201,116.79**	**($4,900.01)**
US TREAS NOTE 4.75%02/10U S T NOTE DUE 02/15/10: 912828GG9	145,000.0000	08/20/07	01/12/09	$151,732.23	$147,027.74 [t]	$4,704.49
Security Subtotal				**$151,732.23**	**$147,027.74**	**$4,704.49**
US TREAS NT 3.375%11/12UST NOTE DUE 11/30/12: 912828HK9	215,000.0000	11/30/07	01/12/09	$234,459.37	$214,118.16 [t]	$20,341.21
Security Subtotal				**$234,459.37**	**$214,118.16**	**$20,341.21**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

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2009 Year-End Schwab Gain/Loss Report

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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
US TREAS NT 4.125%08/10U S T NOTE DUE 08/15/10: 912828ED8	115,000.0000	02/16/06	01/12/09	$121,693.81	$112,655.08 t	$9,038.73
US TREAS NT 4.125%08/10U S T NOTE DUE 08/15/10: 912828ED8	10,000.0000	06/14/07	01/12/09	$10,582.07	$9,714.06 t	$868.01
US TREAS NT 4.125%08/10U S T NOTE DUE 08/15/10: 912828ED8	25,000.0000	06/29/07	01/12/09	$26,455.17	$24,457.03 t	$1,998.14
Security Subtotal				**$158,731.05**	**$146,826.17**	**$11,904.88**
US TREAS NT 4.75% 05/12U S T NOTE DUE 05/31/12: 912828GU8	150,000.0000	11/08/07	01/12/09	$168,426.18	$155,988.28 t	$12,437.90
Security Subtotal				**$168,426.18**	**$155,988.28**	**$12,437.90**
US TREAS NT 4.75% 05/14U S T NOTE DUE 05/15/14: 912828CJ7	15,000.0000	06/08/04	01/12/09	$17,718.21	$14,981.25 t	$2,736.96
US TREAS NT 4.75% 05/14U S T NOTE DUE 05/15/14: 912828CJ7	20,000.0000	08/08/05	01/12/09	$23,624.29	$20,517.97 t	$3,106.32
US TREAS NT 4.75% 05/14U S T NOTE DUE 05/15/14: 912828CJ7	100,000.0000	11/20/06	01/12/09	$118,121.44	$101,054.69 t	$17,066.75
US TREAS NT 4.75% 05/14U S T NOTE DUE 05/15/14: 912828CJ7	35,000.0000	06/14/07	01/12/09	$41,342.50	$34,126.37 t	$7,216.13

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
LEVIN FAMILY FOUNDATION

Account Number
8067-7332

Report Period
January 1 - December 31, 2009

2009 Year-End Schwab Gain/Loss Report

Stmt 22
Levin Family Foundation
EI# 31-1327847
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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
US TREAS NT 4.75% 05/14U S T NOTE DUE 05/15/14: 912828CJ7	50,000.0000	06/29/07	01/12/09	$59,060.73	$49,394.53 t	$9,666.20
Security Subtotal				**$259,867.17**	**$220,074.81**	**$39,792.36**
US TREAS NT 5.125%05/16 DUE 05/15/16: 912828FF2	5,000.0000	09/25/06	01/12/09	$6,066.91	$5,221.68 t	$845.23
US TREAS NT 5.125%05/16 DUE 05/15/16: 912828FF2	90,000.0000	11/20/06	01/12/09	$109,204.25	$93,596.48 t	$15,607.77
US TREAS NT 5.125%05/16 DUE 05/15/16: 912828FF2	40,000.0000	06/14/07	01/12/09	$48,535.22	$39,698.44 t	$8,836.78
US TREAS NT 5.125%05/16 DUE 05/15/16: 912828FF2	50,000.0000	06/29/07	01/12/09	$60,669.01	$50,296.88 t	$10,372.13
Security Subtotal				**$224,475.39**	**$188,813.48**	**$35,661.91**
VERIZON PENN 5.65%11NOTES DUE 11/15/11: 92344TAA6	85,000.0000	08/08/05	01/12/09	$84,898.00	$87,228.70 t	($2,330.70)
Security Subtotal				**$84,898.00**	**$87,228.70**	**($2,330.70)**
WAL-MART STORES 6.875%09BONDS DUE 08/10/09: 931142BE2	75,000.0000	08/05/99	01/12/09	$77,083.50	$74,604.75 t	$2,478.75
Security Subtotal				**$77,083.50**	**$74,604.75**	**$2,478.75**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1B1607-005371 488633

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
LEVIN FAMILY FOUNDATION

Account Number
8067-7332

Report Period
January 1 - December 31, 2009

2009 Year-End Schwab Gain/Loss Report

Stmt 22
Levin Family Foundation
EI# 31-1327847
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Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
WORLD SVGS BANK 4.125%09NOTES 12/15/09: 98151GAA3	DUE	75,000.0000	12/08/04	01/12/09	$75,210.00	$75,302.25 [t]	($92.25)
Security Subtotal					**$75,210.00**	**$75,302.25**	**($92.25)**
Total Long-Term					**$4,301,714.16**	**$4,131,009.52**	**$170,704.64**
Total Realized Gain or (Loss)					**$6,028,399.10**	**$5,844,292.38**	**$184,106.72**

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Endnotes For Your Account

Symbol	Endnote Legend
t	Data for this holding has been edited or provided by a third party.

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1B1807-006371 488634

J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 1 of 24

AE : ASSET,MANAGEMENT **AE # : 0297**
Account : Sam / 049-41462
Home :
Business:

LONG TRANSACTIONS

Common Stock

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
350.00	***WEATHERFORD INTERNATIONAL LTD NEW (BERMUDA) Cusip· G95089101000		4/10/08	37.299	13,054 74	2/26/09	37.299	13,054 74	
140.00	***WEATHERFORD INTERNATIONAL LTD NEW (BERMUDA) Cusip: G95089101000		4/24/08	39.614	5,545.91	2/26/09	39.614	5,545.91	
190.00	***WEATHERFORD INTERNATIONAL LTD NEW (BERMUDA) Cusip: G95089101000		5/1/08	38 312	7,279 20	2/26/09	38 312	7,279 20	
110.00	***WEATHERFORD INTERNATIONAL LTD NEW (BERMUDA) Cusip· G95089101000		9/18/08	28.251	3,107.62	2/26/09	28.251	3,107.62	
95.00	***WEATHERFORD INTERNATIONAL LTD NEW (BERMUDA) Cusip. G95089101000		9/30/08	24.380	2,316 08	2/26/09	24 380	2,316 08	
Sub Total of	Security		:		31,303.55			31,303 55 *	0 00
75.00	AMERICAN INTERNATIONAL GROUP INC Cusip· 026874107000		9/9/05	60.082	4,506.13	7/1/09	60.082	4,506 13	
200.00	AMERICAN INTERNATIONAL GROUP INC Cusip 026874107000		5/9/06	66.022	13,204.46	7/1/09	66.022	13,204.46	
100.00	AMERICAN INTERNATIONAL GROUP INC Cusip· 026874107000		8/9/06	58.571	5,857.05	7/1/09	58 571	5,857 05	
100.00	AMERICAN INTERNATIONAL GROUP INC Cusip: 026874107000		1/25/07	68.918	6,891.79	7/1/09	68 918	6,891 79	

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A - Amortized Value

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 2 of 24

AE : ASSET,MANAGEMENT　　AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Common Stock									
110.00	AMERICAN INTERNATIONAL GROUP INC	Cusip: 026874107000	3/19/08	44.015	4,841.63	7/1/09	44.015	4,841.63	
105.00	AMERICAN INTERNATIONAL GROUP INC	Cusip: 026874107000	4/8/08	47.869	5,026.23	7/1/09	47.869	5,026.23	
135.00	AMERICAN INTERNATIONAL GROUP INC	Cusip: 026874107000	5/1/08	48.022	6,483.02	7/1/09	48.022	6,483.02	
670.00	AMERICAN INTERNATIONAL GROUP INC	Cusip: 026874107000	7/17/08	23.769	15,925.42	7/1/09	23.769	15,925.42	
Sub Total of	Security		:		62,735.73			62,735.73 *	0.00
233.00	SCHERING PLOUGH CORP	Cusip: 806605101000	4/1/08	14.917	3,475.73	11/5/09	24 785	5,775.00	2,299.27
317.00	SCHERING PLOUGH CORP	Cusip: 806605101000	4/1/08	14.917	4,728.79	11/5/09	14.917	4,728.79 *	
Sub Total of	Security		:		8,204.52			10,503.79	2,299.27
Sub Total of	Common Stock		:		102,243.80			104,543.07	2,299.27
Corporate Bond									
40,000.00	FEDERAL NATIONAL MTG ASSN	4/28/10 Cusip. 3136F9LP6060	5/12/08	100.000	40,000 00 A	4/28/09	100.000	40,000.00	

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
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AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Corporate Bond									
25,000.00	FEDERAL NATL MTG ASSN MEDIUM TERM NOTE	9/15/09 Cusip: 31359MEY5060	3/31/04	100.000	25,000.00 A	9/15/09	100.000	25,000.00	
25,000.00	PROCTER & GAMBLE GLOBAL NT	9/15/09 Cusip: 742718BM0060	10/4/04	100.000	25,000.00 A	9/15/09	100.000	25,000.00	
25,000.00	WAL-MART STORES INC NOTE	8/10/09 Cusip: 931142BE2060	8/5/99	100 000	25,000 00 A	8/10/09	100 000	25,000.00	
25,000.00	WORLD SVGS BK FSB OAKLAND MEDIUM TERM BK NTS	12/15/09 Cusip: 98151GAA3060	12/8/04	100.000	25,000.00 A	12/15/09	100 000	25,000.00	
Sub Total of	Corporate Bond			:	140,000.00			140,000.00	0.00
Government Bond									
60,000.00	UNITED STATES TREASURY NOTE	8/15/09 Cusip: 912828FP0060	7/11/08	100.000	60,000.00 A	8/17/09	100.000	60,000.00	
15,000.00	UNITED STATES TREASURY NOTES	8/15/09 Cusip: 9128275N8060	3/31/04	100.000	15,000.00 A	8/17/09	100 000	15,000 00	

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Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
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AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Government Bond									
25,000.00	UNITED STATES TREASURY NOTES	8/15/09 Cusip: 9128275N8060	8/2/07	100.000	25,000.00 A	8/17/09	100.000	25,000.00	
Sub Total of	**Security**			:	40,000.00			40,000.00	0.00
Sub Total of	**Government Bond**			:	100,000.00			100,000 00	0 00
Municipal Bond									
5,000.00	OKLAHOMA HSG FIN AGY SINGLE FA SING FAM REV BDS	9/1/38 Cusip: 67886MFF1090	5/1/08	102.929	5,146.47 A	3/2/09	100.000	5,000.00	(146.47)
5,000.00	OKLAHOMA HSG FIN AGY SINGLE FA SING FAM REV BDS	9/1/38 Cusip. 67886MFF1060	5/1/08	103.011	5,150.56	2/3/09	103.011	5,150.56	
Sub Total of	**Municipal Bond**			:	10,297.03			10,150 56	(146 47)
Mortgage Backed									
723.16	FEDL HOME LOAN MTG CORP#C00730	Cusip: 31292GY34060	12/28/05	101.373	733.09	9/15/09	100.000	723.16	(9.93)
1,247.00	FEDL HOME LOAN MTG CORP#C00730	Cusip: 31292GY34060	12/28/05	101.199	1,261.95 A	6/5/09	100 000	1,247.00	(14.95)
1,392.00	FEDL HOME LOAN MTG CORP#C00730	Cusip: 31292GY34060	12/28/05	101.213	1,408.88 A	3/16/09	100.000	1,392.00	(16.88)

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J.P.Morgan
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Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 5 of 24

AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
712.64	FEDL HOME LOAN MTG CORP#C00730	Cusip. 31292GY34060	12/28/05	101.393	722.57	11/16/09	100.000	712.64	(9.93)
479.00	FEDL HOME LOAN MTG CORP#C00730	Cusip: 31292GY34060	12/28/05	101.217	484.83 A	2/17/09	100.000	479.00	(5.83)
954.39	FEDL HOME LOAN MTG CORP#C00730	Cusip: 31292GY34060	12/28/05	101.375	967.51	8/17/09	100 000	954 39	(13 12)
556.00	FEDL HOME LOAN MTG CORP#C00730	Cusip. 31292GY34060	12/28/05	101.223	562.80 A	1/15/09	100.000	556.00	(6.80)
1,187.00	FEDL HOME LOAN MTG CORP#C00730	Cusip· 31292GY34060	12/28/05	101.205	1,201.30 A	5/7/09	100.000	1,187 00	(14.30)
1,420.00	FEDL HOME LOAN MTG CORP#C00730	Cusip: 31292GY34060	12/28/05	101.208	1,437 16 A	4/7/09	100.000	1,420.00	(17.16)
683.06	FEDL HOME LOAN MTG CORP#C00730	Cusip 31292GY34060	12/28/05	101.359	692.34	10/15/09	100.000	683.06	(9.28)
1,170.81	FEDL HOME LOAN MTG CORP#C00730	Cusip: 31292GY34060	12/28/05	101.388	1,187.06	7/15/09	100.000	1,170 81	(16.25)
532.78	FEDL HOME LOAN MTG CORP#C00730	Cusip. 31292GY34060	12/28/05	101.366	540.06	12/15/09	100.000	532.78	(7.28)
584,966.00	FEDL HOME LOAN MTG CORP#C00730	Cusip. 31292GY34060	12/28/05	0 000	0.00 ■	6/12/09	0.000	0 00	N/A
Sub Total of Security		(Total may be incomplete**) :			11,199.55			11,057.84	(141 71)

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 6 of 24

AE : ASSET,MANAGEMENT — AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
32.00	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	98.063	31.38	1/15/09	100 000	32.00	0.62
173.00	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	98.069	169.66 A	4/7/09	100.000	173.00	3.34
97.46	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	97.373	94.90	7/15/09	100.000	97.46	2.56
92.00	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	98.076	90.23 A	5/7/09	100.000	92.00	1.77
78.00	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	98.064	76.49 A	2/17/09	100.000	78 00	1.51
69.00	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	98.072	67.67	3/16/09	100.000	69.00	1.33
75.87	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	97.390	73.89	9/15/09	100 000	75.87	1.98
126.31	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	97.387	123.01	8/17/09	100.000	126.31	3.30
47,179.00	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	0.000	0.00 ■	6/12/09	0.000	0.00	N/A
107.00	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	98.084	104.95 A	6/5/09	100.000	107.00	2.05
31.32	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	97.382	30.50	10/15/09	100.000	31.32	0.82

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 7 of 24

AE : ASSET,MANAGEMENT   AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
43.91	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	97.381	42.76	11/16/09	100.000	43.91	1.15
68.90	FEDL HOME LOAN MTG CORP#C01213	Cusip: 31292HK29060	6/25/01	97.373	67.09	12/15/09	100.000	68.90	1.81
Sub Total of	Security	(Total may be incomplete**) :			972.53			994.77	22.24
387.64	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.545	382.00	9/15/09	100.000	387.64	5.64
481.85	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.549	474.86	12/15/09	100.000	481.85	6.99
295.00	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.888	291.72 A	1/15/09	100.000	295 00	3.28
22,101.00	FEDL HOME LOAN MTG CORP#C62919	Cusip· 31287NG44060	1/10/02	0.000	0.00 ■	6/12/09	0 000	0.00	N/A
8.00	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.875	7.91	3/16/09	100 000	8.00	0.09
8.00	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.875	7 91	5/7/09	100.000	8 00	0.09
285.00	FEDL HOME LOAN MTG CORP#C62919	Cusip· 31287NG44060	1/10/02	98.905	281.88 A	6/5/09	100 000	285 00	3.12
6.77	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.375	6.66	10/15/09	100 000	6 77	0.11

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 8 of 24

AE : ASSET,MANAGEMENT — AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
7.35	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.231	7.22	7/15/09	100.000	7.35	0.13
473.00	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.899	467.79 A	4/7/09	100.000	473.00	5.21
6.82	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98 094	6.69	11/16/09	100 000	6 82	0 13
8.00	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.875	7.91	2/17/09	100 000	8.00	0.09
7.38	FEDL HOME LOAN MTG CORP#C62919	Cusip: 31287NG44060	1/10/02	98.374	7.26	8/17/09	100 000	7.38	0.12
Sub Total of	Security	(Total may be incomplete**) :			1,949.81			1,974.81	25.00
129.70	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	98.897	128.27	12/15/09	100.000	129.70	1.43
4.47	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	98.658	4.41	9/15/09	100.000	4.47	0 06
192.23	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	98.908	190.13	7/15/09	100.000	192.23	2.10
9.27	FEDL HOME LOAN MTG CORP#C64933	Cusip 31287QPS4060	2/19/02	98.813	9.16	10/15/09	100.000	9.27	0.11
6.00	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	99.167	5 95	5/7/09	100 000	6 00	0.05

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 9 of 24

AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
6.00	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	99.167	5.95	3/16/09	100.000	6 00	0.05
6.72	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	98.810	6.64	11/16/09	100.000	6.72	0 08
32,644.00	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	0.000	0.00 ■	6/12/09	0.000	0 00	N/A
95.62	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	98 902	94.57	8/17/09	100.000	95 62	1.05
6.00	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	99.167	5.95	2/17/09	100.000	6.00	0.05
6.00	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	99.167	5 95	1/15/09	100.000	6.00	0 05
98.00	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	99.173	97.19	6/5/09	100.000	98.00	0.81
411.00	FEDL HOME LOAN MTG CORP#C64933	Cusip: 31287QPS4060	2/19/02	99.168	407.58 A	4/7/09	100.000	411 00	3.42
Sub Total of	Security	(Total may be incomplete**) :			961.75			971.01	9.26
122.00	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	101.443	123.76 A	5/7/09	100 000	122.00	(1.76)
311.76	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	102 435	319.35	10/26/09	100 000	311 76	(7.59)

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 10 of 24

AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
96.00	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	101.469	97.41 A	2/25/09	100 000	96.00	(1 41)
21,890.00	FNMA GTD PASS THRU POOL#684233	Cusip. 31400DEE8060	4/4/03	0.000	0.00	6/12/09	0.000	0 00	N/A
156.00	FNMA GTD PASS THRU POOL#684233	Cusip' 31400DEE8060	4/4/03	101.449	158.26 A	4/7/09	100 000	156 00	(2.26)
220.00	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	101.459	223.21 A	3/25/09	100.000	220 00	(3.21)
174.00	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	101.483	176.58 A	1/26/09	100.000	174.00	(2.58)
167.68	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	102.409	171.72	11/25/09	100 000	167 68	(4.04)
141.29	FNMA GTD PASS THRU POOL#684233	Cusip' 31400DEE8060	4/4/03	102.421	144.71	7/27/09	100.000	141 29	(3.42)
126.79	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	102.406	129.84	9/25/09	100.000	126.79	(3.05)
300.02	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	102.427	307.30	12/28/09	100.000	300 02	(7.28)
143.00	FNMA GTD PASS THRU POOL#684233	Cusip' 31400DEE8060	4/4/03	101.427	145.04 A	6/5/09	100.000	143 00	(2 04)

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(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 11 of 24

AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
153.87	FNMA GTD PASS THRU POOL#684233	Cusip: 31400DEE8060	4/4/03	102.392	157.55	8/25/09	100.000	153.87	(3.68)
Sub Total of	Security	(Total may be incomplete**) :			2,154.73			2,112.41	(42 32)
12,009.00	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	0.000	0.00 ■	6/12/09	0.000	0.00	N/A
233.06	FNMA GTD PASS THRU POOL#730816	Cusip. 31402J3Z8060	7/25/03	98.906	230.51	7/27/09	100.000	233.06	2.55
99.68	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	98.866	98.55	8/25/09	100.000	99 68	1.13
127.35	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	98.854	125.89	10/26/09	100 000	127.35	1.46
269.00	FNMA GTD PASS THRU POOL#730816	Cusip 31402J3Z8060	7/25/03	99.112	266.61 A	2/25/09	100.000	269.00	2.39
174.80	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	98.879	172.84	11/25/09	100 000	174 80	1.96
253.00	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	99.115	250.76 A	3/25/09	100.000	253.00	2.24
364.00	FNMA GTD PASS THRU POOL#730816	Cusip 31402J3Z8060	7/25/03	99.115	360.78 A	4/7/09	100.000	364.00	3.22
292.00	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	99 116	289 42 A	5/7/09	100 000	292.00	2.58

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J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 12 of 24

AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
104.00	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	99.106	103.07	1/26/09	100.000	104.00	0.93
644.00	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	99.121	638.34 A	6/5/09	100.000	644.00	5.66
93.22	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	98.841	92 14	9/25/09	100.000	93 22	1.08
203.69	FNMA GTD PASS THRU POOL#730816	Cusip: 31402J3Z8060	7/25/03	98.905	201.46	12/28/09	100.000	203.69	2.23
Sub Total of	Security	(Total may be Incomplete**) :			2,830.37			2,857.80	27 43
411.71	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.420	413.44	9/25/09	100.000	411 71	(1.73)
24.00	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.375	24.09	1/26/09	100.000	24.00	(0.09)
25.00	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.360	25.09	3/25/09	100 000	25.00	(0 09)
22.68	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.132	22.71	10/26/09	100.000	22.68	(0.03)
24.00	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.375	24.09	2/25/09	100.000	24.00	(0.09)
199.33	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.381	200.09	11/25/09	100.000	199.33	(0.76)

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Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 13 of 24

AE : ASSET,MANAGEMENT   AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
598.00	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.358	600.14	4/7/09	100.000	598.00	(2.14)
330.00	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.355	331.17	6/5/09	100.000	330.00	(1.17)
16,917.00	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	0.000	0.00	6/12/09	0.000	0.00	N/A
220.76	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.430	221.71	12/28/09	100.000	220.76	(0.95)
51.00	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.353	51.18	5/7/09	100.000	51.00	(0.18)
328.63	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.426	330.03	7/27/09	100.000	328.63	(1.40)
249.46	FNMA GTD PASS THRU POOL#738462	Cusip: 31402UMK5060	9/9/03	100.417	250.50	8/25/09	100.000	249.46	(1.04)
Sub Total of	Security	(Total may be incomplete**) :			2,494.24			2,484.57	(9.67)
426.35	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.564	437.28	12/28/09	100.000	426.35	(10.93)
646.60	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.592	663.36	8/25/09	100.000	646.60	(16.76)
645.81	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.563	662.36	9/25/09	100.000	645.81	(16.55)

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(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 14 of 24

AE : ASSET,MANAGEMENT **AE # : 0297**
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
290.00	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.490	297.22	1/26/09	100 000	290.00	(7.22)
539.67	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.574	553.56	10/26/09	100.000	539.67	(13.89)
382.00	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.482	391.48	2/25/09	100.000	382.00	(9 48)
664.17	FNMA GTD PASS THRU POOL#745932	Cusip. 31403DVZ9060	10/31/07	102.563	681.19	11/25/09	100.000	664.17	(17.02)
630.00	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.476	645.60 A	3/25/09	100.000	630.00	(15.60)
565.00	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102 473	578.97 A	4/7/09	100.000	565.00	(13.97)
584.57	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.551	599.48	7/27/09	100.000	584.57	(14.91)
21,414.00	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	0.000	0.00 ■	6/12/09	0.000	0 00	N/A
519.00	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.464	531.79 A	5/7/09	100.000	519.00	(12 79)
575.00	FNMA GTD PASS THRU POOL#745932	Cusip: 31403DVZ9060	10/31/07	102.459	589.14 A	6/5/09	100.000	575 00	(14.14)
Sub Total of Security		**(Total may be incomplete**) :**			6,631.43			6,468 17	(163.26)

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(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 15 of 24

AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
336.00	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	103.065	346.30 A	5/8/09	100.000	336 00	(10.30)
35.00	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	103.029	36.06	6/8/09	100.000	35.00	(1.06)
63,747.00	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	0.000	0.00 ■	6/12/09	0.000	0 00	N/A
33.65	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	104.339	35.11	7/15/09	100.000	33 65	(1.46)
33.81	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	104.289	35.26	8/17/09	100.000	33.81	(1 45)
29.41	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	104.386	30 70	9/15/09	100.000	29.41	(1 29)
35.00	G N M A PASS THRU POOL 352016X Cusip. 36203LAR3060		9/20/02	103.114	36.09	1/15/09	100.000	35.00	(1.09)
34.18	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	104.272	35 64	10/15/09	100.000	34.18	(1.46)
28.00	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	103.107	28.87	2/17/09	100.000	28 00	(0 87)
39.59	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	104.294	41.29	11/16/09	100.000	39 59	(1.70)
31.00	G N M A PASS THRU POOL 352016X Cusip: 36203LAR3060		9/20/02	103.097	31.96	3/16/09	100.000	31.00	(0.96)

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 16 of 24

AE : ASSET,MANAGEMENT   **AE # :** 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
31.56	G N M A PASS THRU POOL 352016X	Cusip: 36203LAR3060	9/20/02	104.278	32.91	12/15/09	100.000	31.56	(1.35)
35.00	G N M A PASS THRU POOL 352016X	Cusip: 36203LAR3060	9/20/02	103.086	36.08	4/8/09	100.000	35.00	(1.08)
Sub Total of	Security	(Total may be incomplete**) :			726.27			702 20	(24.07)
48,526.00	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip 36205EJE7020	1/1/90	0.000	0.00 ■	6/12/09	0 000	0.00	N/A
5.73	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	95.812	5.49 ■	9/15/09	100.000	5.73	N/A
5.00	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip. 36205EJE7020	1/1/90	96.000	4.80 ■	1/15/09	100 000	5.00	N/A
7.50	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	95.867	7.19 ■	10/15/09	100.000	7.50	N/A
6.00	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	96.000	5.76 ■	2/17/09	100.000	6.00	N/A
7.49	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	95.861	7.18 ■	11/16/09	100 000	7.49	N/A
6.00	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	96.000	5.76 ■	3/16/09	100.000	6.00	N/A

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
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AE : ASSET,MANAGEMENT   AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
6.72	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	95.833	6.44 ■	12/15/09	100.000	6.72	N/A
6.00	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	96.000	5.76 ■	4/8/09	100.000	6.00	N/A
7.00	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	96.000	6.72 ■	5/8/09	100 000	7.00	N/A
9.00	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	96.000	8.64 ■	6/8/09	100.000	9.00	N/A
11.12	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	95.953	10.67 ■	8/17/09	100.000	11.12	N/A
7.29	G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	Cusip: 36205EJE7020	1/1/90	95.885	6.99 ■	7/15/09	100.000	7.29	N/A
Sub Total of	**Security**	**(Total may be incomplete**) :**			81.40			84.85	0.00
3.00	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	93.333	2.80 ■	5/8/09	100.000	3.00	N/A
3.11	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	92.926	2.89 ■	12/15/09	100 000	3.11	N/A
3.02	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	92.715	2.80 ■	7/15/09	100.000	3 02	N/A

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
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AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
3.04	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	92.763	2.82 ■	8/17/09	100.000	3.04	N/A
3.06	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	92.810	2.84 ■	9/15/09	100 000	3.06	N/A
3.00	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	93.333	2 80 ■	1/15/09	100 000	3.00	N/A
3.08	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	92.857	2.86 ■	10/15/09	100.000	3.08	N/A
3.00	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	93.333	2.80 ■	2/17/09	100.000	3.00	N/A
3.09	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	92.880	2.87 ■	11/16/09	100.000	3.09	N/A
3.00	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip 36210EPW3000	1/1/90	93.333	2.80 ■	3/16/09	100.000	3 00	N/A
33,585.00	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip 36210EPW3000	1/1/90	0.000	0.00 ■	6/12/09	0.000	0.00	N/A
3.00	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip 36210EPW3000	1/1/90	93.333	2.80 ■	6/8/09	100.000	3 00	N/A

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Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
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AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
3.00	G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	Cusip: 36210EPW3000	1/1/90	93.333	2.80 ■	4/8/09	100.000	3 00	N/A
Sub Total of	Security	(Total may be incomplete**) :			33 88			36.40	0 00
48,730.00	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	1/1/90	0 000	0.00 ■	6/12/09	0 000	0 00	N/A
2.09	G N M A PASS THRU POOL 551231X	Cusip 36213DLL0060	1/1/90	99.522	2.08 ■	7/15/09	100.000	2.09	N/A
2.11	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	1/1/90	185.782	3.92 ■	8/17/09	100.000	2.11	N/A
2.00	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	4/26/01	101.500	2 03	5/8/09	100 000	2 00	(0 03)
2.00	G N M A PASS THRU POOL 551231X	Cusip. 36213DLL0060	4/26/01	101.500	2.03	6/8/09	100.000	2.00	(0.03)
2.12	G N M A PASS THRU POOL 551231X	Cusip. 36213DLL0060	4/26/01	100.943	2 14	9/15/09	100.000	2.12	(0.02)
2.00	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	4/26/01	101.500	2 03	1/15/09	100 000	2 00	(0 03)
2.00	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	4/26/01	101.500	2.03	2/17/09	100.000	2.00	(0.03)
2.15	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	4/26/01	101.395	2.18	11/16/09	100.000	2 15	(0.03)

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 20 of 24

AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
2.00	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	4/26/01	101.500	2.03	3/16/09	100 000	2 00	(0.03)
2.16	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	4/26/01	100.926	2.18	12/15/09	100.000	2.16	(0.02)
2.00	G N M A PASS THRU POOL 551231X	Cusip: 36213DLL0060	4/26/01	101.500	2.03	4/8/09	100 000	2.00	(0.03)
Sub Total of	Security	(Total may be incomplete**) :			24.68			22.63	(0.25)
8.00	G N M A PASS THRU POOL 576023X	Cusip· 36200X4G1060	5/14/03	103.875	8.31	5/8/09	100 000	8.00	(0.31)
144.00	G N M A PASS THRU POOL 576023X	Cusip: 36200X4G1060	5/14/03	103.896	149.61 A	6/8/09	100.000	144.00	(5.61)
7.00	G N M A PASS THRU POOL 576023X	Cusip 36200X4G1060	5/14/03	103.857	7.27	3/16/09	100.000	7.00	(0.27)
7.41	G N M A PASS THRU POOL 576023X	Cusip: 36200X4G1060	5/14/03	104.453	7 74	8/17/09	100 000	7 41	(0.33)
7.25	G N M A PASS THRU POOL 576023X	Cusip. 36200X4G1060	5/14/03	104.690	7.59	9/15/09	100.000	7 25	(0.34)
7.00	G N M A PASS THRU POOL 576023X	Cusip· 36200X4G1060	5/14/03	103.857	7.27	1/15/09	100.000	7 00	(0.27)
100.36	G N M A PASS THRU POOL 576023X	Cusip: 36200X4G1060	5/14/03	104 882	105.26	10/15/09	100.000	100.36	(4 90)

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J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 21 of 24

AE : ASSET,MANAGEMENT   AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
7.00	G N M A PASS THRU POOL 576023X Cusip: 36200X4G1060		5/14/03	103.857	7.27	2/17/09	100.000	7.00	(0.27)
7.01	G N M A PASS THRU POOL 576023X Cusip: 36200X4G1060		5/14/03	104.565	7 33	11/16/09	100.000	7.01	(0.32)
7.18	G N M A PASS THRU POOL 576023X Cusip: 36200X4G1060		5/14/03	104 875	7.53	7/15/09	100.000	7 18	(0.35)
26,865.00	G N M A PASS THRU POOL 576023X Cusip: 36200X4G1060		5/14/03	0.000	0.00	6/12/09	0.000	0 00	N/A
6.97	G N M A PASS THRU POOL 576023X Cusip: 36200X4G1060		5/14/03	104.448	7.28	12/15/09	100.000	6.97	(0.31)
287.00	G N M A PASS THRU POOL 576023X Cusip: 36200X4G1060		5/14/03	103.927	298.27 A	4/8/09	100.000	287.00	(11.27)
Sub Total of Security		(Total may be incomplete**) :			620.73			596.18	(24.55)
19.00	G N M A PASS THRU POOL 581082X Cusip: 36201ERB8060		5/20/02	99.211	18.85	5/8/09	100.000	19.00	0 15
19.00	G N M A PASS THRU POOL 581082X Cusip: 36201ERB8060		5/20/02	99.211	18.85	6/8/09	100.000	19.00	0.15
28,523.00	G N M A PASS THRU POOL 581082X Cusip: 36201ERB8060		5/20/02	0.000	0.00	6/12/09	0.000	0.00	N/A
19.29	G N M A PASS THRU POOL 581082X Cusip: 36201ERB8060		5/20/02	98.600	19 02	7/15/09	100 000	19.29	0 27

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(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 22 of 24

AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
24.36	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	98.851	24.08	8/17/09	100.000	24.36	0.28
14.55	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	98.832	14.38	9/15/09	100 000	14.55	0 17
19.00	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	99.158	18.84	1/15/09	100 000	19.00	0.16
19.61	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	98.725	19.36	10/15/09	100.000	19.61	0.25
19.00	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	99.211	18.85	2/17/09	100.000	19.00	0 15
19.72	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	98 834	19.49	11/16/09	100 000	19 72	0.23
19.00	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	99 211	18.85	3/16/09	100 000	19.00	0.15
19.82	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	98.688	19.56	12/15/09	100.000	19 82	0.26
19 00	G N M A PASS THRU POOL 581082X	Cusip: 36201ERB8060	5/20/02	99.211	18 85	4/8/09	100 000	19 00	0.15
Sub Total of	Security	(Total may be incomplete**) :			228.98			231.35	2.37
41.00	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	103.244	42.33	4/8/09	100.000	41.00	(1.33)

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Levin Family Foundation
EI# 31-1327847
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AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41462
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
25,657.00	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	0.000	0.00 ■	6/12/09	0.000	0.00	N/A
111.60	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	104.032	116.10	7/15/09	100.000	111 60	(4.50)
94.27	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	104 020	98.06	8/17/09	100 000	94.27	(3 79)
62.42	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	104.005	64.92	9/15/09	100.000	62.42	(2.50)
8.00	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	103.375	8.27	1/15/09	100 000	8.00	(0.27)
119 82	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	104.039	124.66	10/15/09	100.000	119 82	(4.84)
40.00	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	103.275	41.31	2/17/09	100.000	40.00	(1.31)
40.60	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	103.990	42.22	11/16/09	100.000	40.60	(1.62)
146.00	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	103.247	150.74 A	3/16/09	100 000	146.00	(4.74)
221.93	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	104.051	230.92	12/15/09	100.000	221.93	(8.99)
8.00	G N M A PASS THRU POOL 602184X	Cusip. 36200H6V1060	1/22/03	103.125	8.25	6/8/09	100.000	8.00	(0.25)

The information contained herein has been obtained from sources deemed to be reliable but not guaranteed for accuracy by J.P. Morgan Securities, a division of J.P. Morgan Securities Inc.
All closing transactions will be treated on a FIFO basis unless an accurately specified versus purchase trailer is entered.
■ Cost Basis to be provided by Customer or otherwise not available.
A - Amortized Value

Unless your Investment Professional has updated all acquisition costs for securities not initially purchased at J.P. Morgan Securities, has updated lots purchased prior to 1995, and reviewed the effects of corporate actions and journal entries, this report may contain inaccuracies. Please use your monthly statement as the Official record of your activity. Contact your Investment Professional for additional information.

**** Total may be incomplete as one or more of the tax lots that comprise this total need to be updated by customer or are otherwise not available.**
Due to the reporting requirements of some financial transactions, the information on this report may not match the 1099.

J.P.Morgan
J.P. Morgan Securities

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

Stmt 23
Levin Family Foundation
EI# 31-1327847
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AE : ASSET,MANAGEMENT AE # : 0297
Account : Sam / 049-41482
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Net Gain/Loss
LONG TRANSACTIONS									
Mortgage Backed									
76.00	G N M A PASS THRU POOL 602184X	Cusip: 36200H6V1060	1/22/03	103.224	78.45 A	5/8/09	100.000	76.00	(2.45)
Sub Total of	Security	(Total may be incomplete**) :			1,006.23			969.64	(36.59)
Sub Total of	Mortgage Backed	(Total may be incomplete**) :			31,916.58			31,564.63	(356.12)
Sub Total of	LONG TRANSACTIONS	(Total may be incomplete**) :			384,457.41			386,258.26	1,796.68
Grand Total:		(Totals may be incomplete**)			384,457.41			386,258 26	1,796.68
			*Less: zero gain/loss (not sold)		<103 918.63>			<103,918.63>	
			Plus: Misc					6.94	6 94
					280,538.78			282,346.57	1803.62

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█ Cost Basis to be provided by Customer or otherwise not available.
A - Amortized Value

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** Total may be incomplete as one or more of the tax lots that comprise this total need to be updated by customer or are otherwise not available.
Due to the reporting requirements of some financial transactions, the information on this report may not match the 1099.

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Brooklyn, New York 11201-3859
(212) 272-2000

SAM LEVIN FOUNDATION

STATEMENT PERIOD	December 1, 2009
THROUGH	December 31, 2009
ACCOUNT NUMBER	[redacted] 297
TAXPAYER NUMBER	[redacted]
LAST STATEMENT	November 30, 2009

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Levin Family Foundation
EI# 31-1327847
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Bonds With 60-Day Horizon

BONDS WITH MATURITY DATES WITHIN 60 DAYS

MATURITY DATE	DESCRIPTION	SYMBOL/CUSIP	QUANTITY	INTEREST RATE (%)
01/15/10	COMCAST CORP	20030NAA9	30,000	5.850
02/15/10	UNITED STATES TREASURY NOTE	912828GG9	30,000	4.750

These bonds will also appear in Your Portfolio Holdings section.

Your Portfolio Holdings

CASH & MONEY MARKET FUNDS

DESCRIPTION	TYPE	SYMBOL/CUSIP	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
JPMORGAN TR II U S TREASURY PLUS MONEY MKT FD RESERVE SH	CASH	HTIXX	255,407.30	1.0000	255,407		
TOTAL CASH & MONEY MARKET FUNDS					$255,407	$0	

EQUITIES

Equities & Options

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
AMERICAN INTERNATIONAL GROUP INC NEW	AIG	CASH	74	29.9800	2,219		
APPLE INC	AAPL	CASH	95	210.8600	20,032		
AUTOMATIC DATA PROCESSING INC	ADP	CASH	400	42.8200	17,128	544	3.1761
BB&T CORP	BBT	CASH	255	25.3700	6,469	153	2.3651
BANK OF AMERICA CORP	BAC	CASH	1,305	15.0600	19,653	52	0.2646
H & R BLOCK INC	HRB	CASH	1,095	22.6200	24,769	657	2.6525

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Levin Family Foundation
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Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
COMCAST CORP NEW CL A	CMCSA	CASH	680	16.8600	11,465	257	2.2416
CONOCOPHILLIPS	COP	CASH	355	51.0700	18,130	710	3.9162
CISCO SYSTEMS INC	CSCO	CASH	2,030	23.9400	48,598		
COCA COLA CO	KO	CASH	805	57.0000	45,885	1,320	2.8768
EXXON MOBIL CORP	XOM	CASH	455	68.1900	31,026	764	2.4625
GAP INC	GPS	CASH	765	20.9500	16,027	260	1.6223
GENERAL ELECTRIC CO	GE	CASH	1,665	15.1300	25,191	666	2.6438
ITT CORPORATION	ITT	CASH	470	49.7400	23,378	400	1.7110
HEWLETT PACKARD CO	HPQ	CASH	900	51.5100	46,359	288	0.6212
HOME DEPOT INC	HD	CASH	1,435	28.9300	41,515	1,292	3.1121
INTEL CORP	INTC	CASH	550	20.4000	11,220	308	2.7451
INTERNATIONAL BUSINESS MACHINES CORP	IBM	CASH	380	130.9000	49,742	836	1.6807
JOHNSON & JOHNSON	JNJ	CASH	500	64.4100	32,205	980	3.0430
KOHLS CORP	KSS	CASH	285	53.9300	15,370		
MOODYS CORP	MCO	CASH	515	26.8000	13,802	216	1.5650
MERCK & CO INC NEW	MRK	CASH	317	36.5400	11,583	482	4.1613
MCGRAW HILL COMPANIES INC	MHP	CASH	630	33.5100	21,111	567	2.6858
MICROSOFT CORP	MSFT	CASH	1,345	30.4900	41,009	699	1.7045
NABORS INDUSTRIES LTD NEW	NBR	CASH	430	21.8900	9,413		
NOKIA CORPORATION SPONSORED ADR REPSTG 1 SER A	NOK	CASH	1,370	12.8500	17,605	538	3.0560

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Stmt 21
Levin Family Foundation
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STATEMENT PERIOD	[illegible]
THROUGH	[illegible]
ACCOUNT NUMBER	[illegible]
TAXPAYER NUMBER	[illegible]
LAST STATEMENT	[illegible]

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
PETROHAWK ENERGY CORPORATION	HK	CASH	805	23.9900	19,312		
PFIZER INC	PFE	CASH	1,105	18.1900	20,100	796	3.9602
PROCTER & GAMBLE CO	PG	CASH	800	60.6300	48,504	1,408	2.9029
STATOIL ASA SPONSORED ADR	STO	CASH	680	24.9100	16,939	398	2.3496
STARBUCKS CORP	SBUX	CASH	840	23.0600	19,370		
SYMANTEC CORPORATION	SYMC	CASH	1,140	17.8900	20,395		
3M COMPANY	MMM	CASH	350	82.6700	28,935	714	2.4676
TJX COMPANIES INC NEW	TJX	CASH	770	36.5500	28,144	370	1.3147
US BANCORP DEL COM NEW	USB	CASH	395	22.5100	8,891	79	0.8885
UNITED TECHNOLOGIES CORP	UTX	CASH	365	69.4100	25,335	562	2.2183
VIACOM INC NEW CLASS B	VIAB	CASH	660	29.7300	19,622		
VERIZON COMMUNICATIONS	VZ	CASH	1,090	33.1300	36,112	2,071	5.7349
WELLS FARGO & CO	WFC	CASH	1,000	26.9900	26,990	200	0.7410
WEATHERFORD INTERNATIONAL LTD SWITZERLAND	WFT	CASH	885	17.9100	15,850		
WAL-MART STORES INC	WMT	CASH	755	53.4500	40,355	823	2.0394
ZIMMER HOLDINGS INC	ZMH	CASH	360	59.1100	21,280		
XTO ENERGY INC	XTO	CASH	255	46.5300	11,865	128	1.0788
Total Equities & Options					$1,028,903	$19,538	
TOTAL EQUITIES					$1,028,903	$19,538	

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Levin Family Foundation
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Your Portfolio Holdings (continued)

MUTUAL FUNDS

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
EURO PAC GROWTH FUND CL F1	AEGFX	CASH	3,436.511	38.1500	131,103	2,175	1.6590
TOTAL MUTUAL FUNDS					$131,103	$2,175	

FIXED INCOME

Government & Agency Obligations

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
UNITED STATES TREASURY NOTE DATED DATE 02/15/07 BOOK ENTRY ONLY DUE 02/15/2010 4.750% FA 15 RATING: MOODY AAA S&P AAA	912828GG9	CASH	30,000	100.5313	30,159	534	1,425	4.7250
UNITED STATES TREASURY NOTE DATED DATE 08/15/05 BOOK ENTRY ONLY DUE 08/15/2010 4.125% FA 15 RATING: MOODY AAA S&P AAA	912828ED8	CASH	30,000	102.3477	30,704	464	1,238	4.0320
FEDERAL HOME LOAN MTG CORP DATED DATE 09/22/00 BOOK ENTRY ONLY DUE 09/15/2010 6.875% MS 15 RATING: MOODY AAA S&P AAA	3134A35H5	CASH	25,000	104.5509	26,138	506	1,719	6.5766
UNITED STATES TREASURY NOTE DATED DATE 02/15/01 BOOK ENTRY ONLY DUE 02/15/2011 5.000% FA 15 RATING: MOODY AAA S&P AAA	9128276T4	CASH	55,000	104.8145	57,648	1,031	2,750	4.7703

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SAM LEVIN FOUNDATION

STATEMENT PERIOD [illegible]
THROUGH [illegible]

Stmt 24
Levin Family Foundation
EI# 31-1327847
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Your Portfolio Holdings (continued)

Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
UNITED STATES TREASURY NOTE DATED DATE 05/31/07 BOOK ENTRY ONLY DUE 05/31/2012 4.750% MN 31 RATING: MOODY AAA S&P AAA	912828GU8	CASH	40,000	108.0078	43,203	162	1,900	4.3978
FEDERAL HOME LOAN MTG CORP DATED DATE 07/16/02 BOOK ENTRY ONLY DUE 07/15/2012 5.125% JJ 15 RATING: MOODY AAA S&P AAA	3134A4QD9	CASH	50,000	108.9902	54,495	1,182	2,563	4.7032
UNITED STATES TREASURY NOTE DATED DATE 11/30/07 BOOK ENTRY ONLY DUE 11/30/2012 3.375% MN 31 RATING: MOODY AAA S&P AAA	912828HK9	CASH	50,000	105.0469	52,523	144	1,688	3.2138
UNITED STATES TREASURY NOTE DATED DATE 02/18/03 BOOK ENTRY ONLY DUE 02/15/2013 3.875% FA 15 RATING: MOODY AAA S&P AAA	912828AU4	CASH	20,000	106.5273	21,305	291	775	3.6376
TENNESSEE VALLEY AUTHORITY DATED DATE 08/01/03 BOOK ENTRY ONLY DUE 08/01/2013 4.750% FA 01 RATING: MOODY AAA S&P AAA	880591DW9	CASH	25,000	108.3316	27,083	495	1,188	4.3865
FEDERAL HOME LOAN MTG CORP DATED DATE 01/16/04 BOOK ENTRY ONLY DUE 01/15/2014 4.500% JJ 15 RATING: MOODY AAA S&P AAA	3134A4UM4	CASH	30,000	107.6565	32,297	623	1,350	4.1800

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SAM LEVIN FOUNDATION

Stmt 24
Levin Family Foundation
EI# 31-1327847
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Your Portfolio Holdings (continued)

Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
UNITED STATES TREASURY NOTE DATED DATE 05/17/04 BOOK ENTRY ONLY DUE 05/15/2014 4.750% MN 15 RATING: MOODY AAA S&P AAA	912828CJ7	CASH	40,000	110.0586	44,023	241	1,900	4.3159
UNITED STATES TREASURY NOTE RE-ISSUE 06/15/2006 DATED DATE 05/15/06 BOOK ENTRY ONLY DUE 05/15/2016 5.125% MN 15 RATING: MOODY AAA S&P AAA	912828FF2	CASH	40,000	111.5469	44,619	261	2,050	4.5945
FNMA GTD PASS THRU POOL#684233 DATED DATE 01/01/03 BOOK ENTRY ONLY DUE 01/01/2018 5.000% AMORTIZED AMOUNT = 7,464 FACTOR = .24427665	31400DEEB	CASH	30,557	105.4883	7,874	31	373	4.7371
G N M A PASS THRU POOL 352016X DATED DATE 11/01/93 BOOK ENTRY ONLY DUE 11/15/2023 6.000% AMORTIZED AMOUNT = 5,049 FACTOR = .07317504	36203LAR3	CASH	69,000	106.8183	5,393	25	303	5.6184
G N M A PASS THRU POOL 368261X DIRECTORS MORTGAGE LOAN COR DATED DATE 04/01/94 DUE 03/15/2024 7.000% AMORTIZED AMOUNT = 1,428 FACTOR = .02855291	36205EJE7	CASH	50,000	108.8821	1,554	8	100	6.4350

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SAM LEVIN FOUNDATION

STATEMENT PERIOD [illegible]
THROUGH [illegible]
ACCOUNT NUMBER [illegible]
TAXPAYER NUMBER [illegible]
LAST STATEMENT [illegible]

Stmt 24
Levin Family Foundation
EI# 31-1327847
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Your Portfolio Holdings (continued)

Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK DATED DATE 02/01/99 DUE 02/15/2029 6.500% AMORTIZED AMOUNT = 1,398 FACTOR = .03998277	36210EPW3	CASH	35,000	107.5106	1,503	8	91	6.0546
FEDL HOME LOAN MTG CORP#C00730 DATED DATE 03/01/99 BOOK-ENTRY ONLY DUE 03/01/2029 6.000% AMORTIZED AMOUNT = 35,254 FACTOR = .05640684	31292GY34	CASH	625,000	107.2383	37,806	176	2,115	5.5944
G N M A PASS THRU POOL 551231X DATED DATE 02/01/01 BOOK ENTRY ONLY DUE 02/15/2031 7.000% AMORTIZED AMOUNT = 1,259 FACTOR = .02517482	36213DLL0	CASH	50,000	109.4141	1,377	7	88	6.3907
FEDL HOME LOAN MTG CORP#C01213 DATED DATE 07/01/01 BOOK ENTRY ONLY DUE 07/01/2031 6.000% AMORTIZED AMOUNT = 2,378 FACTOR = .04756703	31292HK29	CASH	50,000	107.1133	2,548	12	143	5.6122
FEDL HOME LOAN MTG CORP#C62919 DATED DATE 01/01/02 BOOK ENTRY ONLY DUE 01/01/2032 6.000% AMORTIZED AMOUNT = 2,001 FACTOR = .08004661	31287NG44	CASH	25,000	106.9414	2,140	10	120	5.6075

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Stmt 24
Levin Family Foundation
EI# 31-1327847
Page 8 of 12

Your Portfolio Holdings (continued)

Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
G N M A PASS THRU POOL 581082X DATED DATE 02/01/02 BOOK ENTRY ONLY DUE 02/15/2032 6.000% AMORTIZED AMOUNT = 6,359 FACTOR = .18168162	36201ERB8	CASH	35,000	107.0859	6,809	32	382	5.6102
FEDL HOME LOAN MTG CORP#C64933 DATED DATE 03/01/02 BOOK ENTRY ONLY DUE 03/01/2032 6.000% AMORTIZED AMOUNT = 1,921 FACTOR = .05488745	31287QPS4	CASH	35,000	106.9414	2,054	10	115	5.5988
G N M A PASS THRU POOL 576028X DATED DATE 04/01/02 BOOK ENTRY ONLY DUE 04/15/2032 6.000% AMORTIZED AMOUNT = 2,999 FACTOR = .09996325	36200X4G1	CASH	30,000	107.0859	3,211	15	180	5.6057
G N M A PASS THRU POOL 602184X DATED DATE 02/01/03 BOOK ENTRY ONLY DUE 02/15/2033 6.000% AMORTIZED AMOUNT = 3,693 FACTOR = .12309175	36200H6V1	CASH	30,000	107.0547	3,953	18	222	5.6160
FNMA GTD PASS THRU POOL#730816 DATED DATE 07/01/03 BOOK ENTRY ONLY DUE 08/01/2033 5.000% AMORTIZED AMOUNT = 12,059 FACTOR = .48236509	31402J3Z8	CASH	25,000	103.0039	12,421	50	603	4.8547

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[redacted]

Stmt 24
Levin Family Foundation
EI# 31-1327847
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Your Portfolio Holdings (continued)

Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
FNMA GTD PASS THRU POOL#738462 DATED DATE 09/01/03 BOOK ENTRY ONLY DUE 09/01/2033 5.500% AMORTIZED AMOUNT = 11,654 FACTOR = .38841896	31402UMK5	CASH	30,003	105.1563	12,255	53	641	5.2305
FNMA GTD PASS THRU POOL#745932 DATED DATE 10/01/06 BOOK ENTRY ONLY DUE 11/01/2036 6.500% AMORTIZED AMOUNT = 25,078 FACTOR = .50156702	31403DVZ9	CASH	50,000	107.4297	26,942	136	1,630	6.0500
Total Government & Agency Obligations					$592,037	$6,525	$27,652	

Municipal Bonds

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
GAINESVILLE & HALL CNTY GA HOSP AUTH REV NORTHEAST GA HLTH SYS INC PROJ DATED DATE 12/01/01 BOOK ENTRY ONLY ORIGINAL ISSUE DISCOUNT DUE 05/15/2031 5.500% MN 15 PRE-REFUNDED 05/15/11 @ 100.00	362762FQ4	CASH	20,000	106.4520	21,290	141	1,100	5.1667

[redacted]

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SAM LEVIN FOUNDATION

Stmt 24
Levin Family Foundation
EI# 31-1327847
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Your Portfolio Holdings (continued)

Municipal Bonds (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
OKLAHOMA HSG FIN AGY SINGLE FA SING FAM REV BDS DATED DATE 10/24/07 BOOK ENTRY ONLY PAR CALL 03/01/2017 DUE 09/01/2038 5.600% MS 01 SUBJ TO ALT MIN TAX RATING: MOODY AAA	67886MFF1	CASH	20,000	102.8210	20,564	373	1,120	5.4464
Total Municipal Bonds					**$41,854**	**$614**	**$2,220**	

Corporate Bonds

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
COMCAST CORP DATED DATE 01/10/03 BOOK ENTRY ONLY DUE 01/15/2010 5.850% JJ 15 RATING: MOODY BAA1 S&P BBB+	20030NAA9	CASH	30,000	100.1110	30,033	809	1,755	5.8436
NATIONAL RURAL UTILITIES COOP FINANCE COLLATERAL TRUST BOND DATED DATE 09/30/03 BOOK ENTRY ONLY DUE 10/01/2010 4.375% AO 01 RATING: MOODY A1 S&P A+	637432DA0	CASH	25,000	102.6680	25,667	273	1,094	4.2623
TEXTRON FINANCIAL CORP MEDIUM TERM NOTE DATED DATE 02/03/06 BOOK ENTRY ONLY DUE 02/03/2011 5.125% FA 03 RATING: MOODY BAA3 S&P BB+	88319QJ20	CASH	20,000	100.9490	20,190	421	1,025	5.0768

[redacted]

CLEARED THROUGH ITS
WHOLLY OWNED SUBSIDIARY

J.P. Morgan Clearing Corp.
One Metrotech Center North
Brooklyn, New York 11201-3859
(212) 272-2000

SAM LEVIN FOUNDATION

STATEMENT PERIOD [illegible]
THROUGH [illegible]
ACCOUNT NUMBER [illegible]
TAXPAYER NUMBER [illegible]
LAST STATEMENT [illegible]

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Levin Family Foundation
EI# 31-1327847
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Your Portfolio Holdings (continued)

Corporate Bonds (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
GENERAL ELEC CAP CORP MEDIUM TERM NTS DATED DATE 10/19/07 BOOK ENTRY ONLY DUE 10/19/2012 5.250% AO 19 RATING: MOODY AA2 S&P AA+	36962G3K8	CASH	30,000	106.4220	31,927	315	1,575	4.9331
BELLSOUTH CORP NOTE DATED DATE 11/15/04 BOOK ENTRY ONLY DUE 11/15/2012 4.750% MN 15 RATING: MOODY A2 S&P A	079860AJ1	CASH	25,000	106.7810	26,695	152	1,188	4.4503
BOTTLING GROUP LLC SR NT DATED DATE 07/02/03 BOOK ENTRY ONLY DUE 11/15/2012 4.625% MN 15 RATING: MOODY AA2 S&P A+	10138MAB1	CASH	25,000	107.1980	26,800	148	1,156	4.3134
3M CO MEDIUM TERM NTS DATED DATE 08/21/08 BOOK ENTRY ONLY DUE 08/15/2013 4.375% FA 15 RATING: MOODY AA2 S&P AA-	88579EAE5	CASH	20,000	107.0300	21,406	331	875	4.0876
PFIZER INC DATED DATE 02/03/04 BOOK ENTRY ONLY DUE 02/15/2014 4.500% FA 15 RATING: MOODY A1 S&P AA	717081AR4	CASH	20,000	105.9930	21,199	340	900	4.2455

[redacted]

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SAM LEVIN FOUNDATION

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Levin Family Foundation
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Your Portfolio Holdings (continued)

Corporate Bonds (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ASTRAZENECA PLC NOTE DATED DATE 05/24/04 BOOK ENTRY ONLY DUE 06/01/2014 5.400% JD 01 RATING: MOODY A1 S&P AA-	046353AA6	CASH	25,000	109.6410	27,410	113	1,350	4.9252
EMERSON ELEC CO NT DATED DATE 05/18/07 BOOK ENTRY ONLY DUE 10/15/2017 5.375% AO 15 RATING: MOODY A2 S&P A	291011AW4	CASH	25,000	105.6840	26,421	284	1,344	5.0869
ARCHER DANIELS MIDLAND CO DEB DATED DATE 03/04/08 BOOK ENTRY ONLY DUE 03/15/2018 5.450% MS 15 RATING: MOODY A2 S&P A	039483AY8	CASH	25,000	104.9500	26,238	401	1,363	5.1948
Total Corporate Bonds					**$283,986**	**$3,587**	**$13,625**	
TOTAL FIXED INCOME					**$917,877**	**$10,626**	**$43,497**	

YOUR PORTFOLIO HOLDINGS ACCRUED INTEREST	**$10,626**
YOUR PORTFOLIO HOLDINGS ESTIMATED ANNUAL INCOME	**$65,210**
YOUR PRICED PORTFOLIO HOLDINGS	**$2,333,290**

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Levin Family Foundation
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G000013730207

Schwab One® Account of
LEVIN FAMILY FOUNDATION

Account Number	Statement Period
8067-7332	December 1-31, 2009

Income Summary

Income Summary	This Period: Federally Tax-Exempt[1]	This Period: Federally Taxable	Year to Date: Federally Tax-Exempt[1]	Year to Date: Federally Taxable
Money Funds Dividends	0.00	16.08	0.00	6,109.97
Cash Dividends	0.00	92,009.91	0.00	281,217.69
Total Capital Gains	0.00	12,752.85	0.00	12,752.85
Cash from Liquidations	0.00	0.00	0.00	2,374.79
Corporate Bond Interest	0.00	0.00	0.00	32,516.96
Treasury Bond Interest	0.00	0.00	0.00	26,262.27
Municipal Bond Interest	0.00	0.00	2,434.16	0.00
Government Obligation Interest	0.00	0.00	0.00	14,696.57

[redacted]

[1]Certain income in this category may qualify for state tax exemption; consult your tax advisor.

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield
SCHWAB GOVT MONEY FUND: SWGXX	1,237,539.1700	1.0000	1,237,539.17	0.01%

[redacted]

[redacted]

Investment Detail - Mutual Funds

Accounting Method
Mutual Funds: First In First Out [FIFO]

Bond Funds	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
LOOMIS SAYLES BOND CL I ◊ SYMBOL: LSBDX	58,258.1470	13.3400	777,163.68	10.70	623,379.09	153,784.59

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CTCD2313-001373 886767

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Schwab One® Account of
LEVIN FAMILY FOUNDATION

Stmt 25
Levin Family Foundation
EI# 31-1327847
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Account Number
8067-7332

Statement Period
December 1-31, 2009

Investment Detail - Mutual Funds (continued)

Accounting Method
Mutual Funds: First In First Out [FIFO]

Bond Funds (continued)	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
PIMCO LOW DURATION FUND ◊ INSTL CL SYMBOL: PTLDX	101,647.9120	10.2900	1,045,957.01	9.97	1,013,796.10	32,160.91
PIMCO TOTAL RETURN FUND ◊ INSTL CL SYMBOL: PTTRX	189,197.2330	10.8000	2,043,330.12	10.39	1,965,396.95	77,933.17
			3864450 81		3602572 14	

Equity Funds	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
ARTISAN INTL FUND ◊ SYMBOL: ARTIX	31,914.3720	20.6600	659,350.93	14.14	451,250.66	208,100.27
DFA EMERGING MARKETS ◊ VALUE PORTFOLIO SYMBOL: DFEVX	20,848.1450	31.4400	655,465.68	17.30	360,759.22	294,706.46
DFA INTL SMALL CAP VALUE ◊ PORTFOLIO SYMBOL: DISVX	26,554.1990	15.0900	400,702.86	10.91	289,822.27	110,880.59
DFA U.S. SMALL CAP VALUE ◊ PORTFOLIO SYMBOL: DFSVX	21,035.9690	19.6300	412,936.07	13.72	288,581.70	124,354.37
HARBOR CAP APPRECIATION ◊ FUND INST CL SYMBOL: HACAX	43,405.0310	32.9700	1,431,063.87	23.61	1,024,757.02	406,306.85
HARBOR INTERNATIONAL ◊ FUND INST CL SYMBOL: HAINX	12,176.5710	54.8700	668,128.45	37.12	451,970.89	216,157.56

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement
CTCD2313-001373 886768

Investment Detail - Mutual Funds (continued)

Accounting Method
Mutual Funds: First In First Out [FIFO]

Equity Funds (continued)	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
NATIXIS GATEWAY Y ◊ SYMBOL: GTEYX	19,301.9780	25.2400	487,181.92	23.48	453,159.16	34,022.76
VANGUARD MID CAP INDEX ◊ SIGNAL SYMBOL: VMISX	27,318.6480	23.4300	640,075.92	16.55	452,052.19	188,023.73
VANGUARD WINDSOR II FD ◊ ADMIRAL SHARE SYMBOL: VWNAX	32,662.8720	42.0300	1,372,820.51	32.15	1,050,103.59	322,716.92
VANGUARD 500 INDEX ◊ SIGNAL SYMBOL: VIFSX	20,842.4010	84.8100	1,767,644.03	64.93	1,353,359.94	414,284.09
WASATCH SMALL CAP GROWTH ◊ FUND SYMBOL: WAAEX	13,940.4990	30.6400	427,136.89	20.55	286,500.00	140,636.89
			8922507		6462316 64	

[redacted]

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

CTCD2313-001373 886769

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- 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	Employer identification number
	LEVIN FAMILY FOUNDATION	31-1327847
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. 7812 MCEWEN ROAD, NO. 100	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. DAYTON, OH 45459	

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
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ KAREN LEVIN 7812 MCEWEN ROAD - DAYTON, OH 45459
  Telephone No. ▶ 937-223-1669 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 16, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] 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	$ 18,987.
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	$ 8,987.
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	$ 10,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

14080512 786342 LEVINFAMILY 2009.03010 LEVIN FAMILY FOUNDATION LEVINFA1

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☐

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print	Name of Exempt Organization LEVIN FAMILY FOUNDATION	**Employer identification number** 31 : 1327847
File by the extended due date for filing the return See instructions	Number, street, and room or suite no If a P.O box, see instructions 7812 MCEWEN ROAD, NO. 100	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions DAYTON, OH 45459	

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

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

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

• The books are in the care of ▶ KAREN LEVIN 7812 MCEWEN ROAD - DAYTON, OH 45459

Telephone No ▶ (937) 223-1669 FAX No. ▶ ( )

• If the organization does not have an office or place of business in the United States, check this box ▶ ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 20 10.

5 For calendar year 2009, or other tax year beginning ______, 20___, and ending ______, 20___.

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

7 State in detail why you need the extension TAXPAYER NEEDS ADDITIONAL TIME TO FILE AN ACCURATE AND COMPLETE TAX RETURN. TAXPAYER IS WAITING FOR ADDITIONAL INFORMATION FROM A THIRD PARTY.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 18,987
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 18,987
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0

Signature and Verification

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

Signature ▶ Title ▶ Date ▶