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

2009

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

For calendar year 2009, or tax year beginning

7/1/2009

, and ending

6/30/2010

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 STEVE & BEDE LEVINSON FOUNDATION, INC.	A Employer identification number 13-3251182	
	Number and street (or P.O. box number if mail is not delivered to street address) c/o L. WOLLIN 866 UN PLAZA	Room/suite 508	B Telephone number (see page 10 of the instructions) 212-785-2610
	City or town, state, and ZIP code NEW YORK NY 10017	C If exemption application is pending, check here ► <input type="checkbox"/>	
		D 1. Foreign organizations, check here ► <input type="checkbox"/>	
		2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	(Part I, column (d) must be on cash basis)	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,618,746			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	63,398	63,398		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	0			
b Gross sales price for all assets on line 6a	0			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less. Cost of goods sold	0			
c Gross profit (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	63,398	63,398	0	
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	17,770	0	0	0
c Other professional fees (attach schedule)	9,800	9,800	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	1,000	0	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	12,000	0	0	0
24 Total operating and administrative expenses.	40,570	9,800	0	0
Add lines 13 through 23	132,119			132,119
25 Contributions, gifts, grants paid	172,689	9,800	0	132,119
26 Total expenses and disbursements. Add lines 24 and 25				
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-109,291			
b Net investment income (if negative, enter -0-)		53,598		
c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	25,060	20,911	20,911
	2 Savings and temporary cash investments	1,066,896	960,732	960,732
	3 Accounts receivable ►	0		
	Less: allowance for doubtful accounts ►	0	0	0
	4 Pledges receivable ►	0		
	Less: allowance for doubtful accounts ►	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		0	0
	7 Other notes and loans receivable (attach schedule) ►	0		
	Less allowance for doubtful accounts ►	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U.S. and state government obligations (attach schedule)		0	0
	b Investments—corporate stock (attach schedule)	712,365	715,849	1,417,788
	c Investments—corporate bonds (attach schedule)	40,398	40,398	39,807
Liabilities	11 Investments—land, buildings, and equipment: basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0	0	0
	12 Investments—mortgage loans		156,969	154,508
	13 Investments—other (attach schedule)		0	0
	14 Land, buildings, and equipment: basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0	0	0
	15 Other assets (describe ► ISRAEL BONDS)	25,000	25,000	25,000
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		2,026,688	1,917,398
				2,618,746
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons		0	0
	21 Mortgages and other notes payable (attach schedule)		0	0
	22 Other liabilities (describe ►)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	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 ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,026,689	1,917,398	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
Part III Analysis of Changes in Net Assets or Fund Balances	30 Total net assets or fund balances (see page 17 of the instructions)	2,026,689	1,917,398	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,026,689	1,917,398	

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	2,026,689
2 Enter amount from Part I, line 27a	2	-109,291
3 Other increases not included in line 2 (itemize) ►	3	0
4 Add lines 1, 2, and 3	4	1,917,398
5 Decreases not included in line 2 (itemize) ► ROUNDING	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,917,398

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				
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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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	0
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	85,660	2,639,579	0.032452
2007	146,216	3,326,341	0.043957
2006	161,380	3,380,905	0.047733
2005	124,613	2,083,628	0.059806
2004	87,920	1,678,217	0.052389
2 Total of line 1, column (d)		2	0.236337
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.047267
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4	2,705,729
5 Multiply line 4 by line 3		5	127,892
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	536
7 Add lines 5 and 6		7	128,428
8 Enter qualifying distributions from Part XII, line 4		8	132,119
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)1 a 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

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2009 estimated tax payments and 2008 overpayment credited to 2009

6a 1,397

b Exempt foreign organizations—tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 0

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

7 1,397

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

8 0

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9 0

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 861

11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ► 861 Refunded ► 0

Part VII-A Statements Regarding Activities

1 a 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?

Yes No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

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

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 X

*If "Yes," attach a detailed description of the activities.*3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

3 X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b N/A X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5

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:

6 X

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*

7 X

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► DE

8b X

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)

9 X

or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

10 X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► N/A			
14	The books are in care of ► LONNIE WOLLIN	Telephone no. ► 212-785-2610	
Located at		ZIP+4 ► 07632	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15	► □	

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20 20 20 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 20 20 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b	N/A
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SCHEDULE ATTACHED	.00	0	0	0
-----	.00	0	0	0
-----	.00	0	0	0
-----	.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

►

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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		
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1		
2		
All other program-related investments. See page 24 of the instructions		
3		
Total. Add lines 1 through 3		0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,733,078
b	Average of monthly cash balances	1b	1,013,855
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,746,933
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,746,933
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	41,204
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,705,729
6	Minimum investment return. Enter 5% of line 5	6	135,286

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	135,286
2a	Tax on investment income for 2009 from Part VI, line 5	2a	536
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	536
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	134,750
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	134,750
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	134,750

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	132,119
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	132,119
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	536
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	131,583

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				134,750
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			29,498	
b Total for prior years: 20 ____ , 20 ____ , 20 ____		0		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	0			
b From 2005	0			
c From 2006	0			
d From 2007	0			
e From 2008	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ 132,119				
a Applied to 2008, but not more than line 2a			29,498	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0		
d Applied to 2009 distributable amount				102,621
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))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0			
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				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				0
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				32,129
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		0		
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a		0		
10 Analysis of line 9.				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the 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				►	N/A	
b	Check box to indicate whether the foundation is a private operating foundation described in section				►	<input type="checkbox"/> 4942(j)(3) or	<input type="checkbox"/> 4942(j)(5)
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				►	0	
c	Qualifying distributions from Part XII, line 4 for each year listed				►	0	
d	Amounts included in line 2c not used directly for active conduct of exempt activities				►	0	
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				►	0	
3	Complete 3a, b, or c for the alternative test relied upon.				►	0	
a	"Assets" alternative test—enter:				►		
(1)	Value of all assets				►	0	
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				►	0	
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				►	0	
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)				►	0	
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)				►	0	
(3)	Largest amount of support from an exempt organization				►	0	
(4)	Gross investment income				►	0	

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 page 28 of 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).)

BEDE LEVINSON

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

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

Check here ► 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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year SCHEDULE ATTACHED	N/A	PUBLIC		132,119
Total			► 3a	132,119
b Approved for future payment				
Total			► 3b	0

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a	0		0	0	
b	0		0	0	
c	0		0	0	
d	0		0	0	
e	0		0	0	
f	0		0	0	
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				0	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:	a	0		0	
b	0		0	0	
c	0		0	0	
d	0		0	0	
e	0		0	0	
12 Subtotal. Add columns (b), (d), and (e)		0		0	
13 Total. Add line 12, columns (b), (d), and (e)				0	

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a. Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash . . .
(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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

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.

Beth Cawson

Signature of officer or trustee

11/10/10
Date

PRESIDENT

Title

Sign Here Paid Preparer's Use Only		Date	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions) 13-3368041
	Firm's name (or yours if self-employed), address, and ZIP code	LONNIE E. WOLLIN, PC 866 UN PLAZA RM 508, NY, NY 10017		EIN ► Phone no (212) 785-2610

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	WOLLIN ASSOCIATES	17,770			0
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	RIM ASSOCIATES (INVESTMENT ADV)	9,800	9,800	9,800	0
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income		1,000		
3	Income tax				
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization. See attached statement	0	0	0	0
2	SECRETARIAL SERVICES				
3	DELAWARE FRANCHISE TAX				
4	DELAWARE REPRESENTATION FEE				
5	BROKER'S FEE				
6	BANK CHARGE				
7	DIRECTORS FEE	12,000			
8					
9					
10					

PART II line 10b		Column (a)	
AS OF 6/30/09	No OF SHARES	BOOK VALUE	END OF YEAR
NAME OF STOCK			
ALTRIA GROUP INC COM	260	5,855	
AMERICAN SELECT PORTFOLIO INC	2,742	33,362	
AMGEN INC	192	13,014	
AQUA AMER	261	7,232	
AT & T	3,059	7,662	
BANK OF NEW YORK CO INC.	325	9,364	
CITIGROUP	209	8,362	
CONSOLIDAGTED EDISON INC COM	169	1,121	
DUKE REALTY	912	26,623	
EASTON VANCE CORP	470	9,106	
EXXON MOBIL CORP	3,216	3,631	
FAIRPOINT COMMUNICATIONS INC	13	19	
GENENTECH	35		
GENERAL DYNAMICS	300	12,170	
GENERAL ELECTRIC CO	850	43,175	
GOOGLE INC	39	6,684	
IDEARC	31		
ISHARES TR DOW JONES US TECHNOLOGY SECTOR	440	21,908	
J.P. MORGAN CHASE & CO	33	25,734	
KRAFT	179	5,594	
LEHMAN BROTHERS HOLDINGS INC COMMON	380	17,715	
LOWES COS INC.	688	22,303	
MERRILL LYNCH PFD CAP TR III PFD SECS 7%	667	16,676	
MERRILL LYNCH PFD CAP TR IV TR @ 7.12%	1,300	33,398	
NEUBERGER BERMAN REAL EST.	5		
PHILIP MORRIS INTERNATIONAL	273	13,891	
SOUTHERN CO	1,494	41,375	
TECHNITROL	28,241	15,483	
TRAVELERS COS INC	3	132	
UNITED TECHNOLOGIES CORP DEL COM	3,635	4,595	
VERIZON COMMUNICATIONS COM	635	2,877	
VISTEON CORP COM ISIN#US92839u1078	21	184	
WATSON PHARMA	12,972	303,120	
	192		
		712,365	
PART II line 10c			
FIXED INCOME			
BEAR STEARNS MED TERM NTS 7 15%01/10/22	9,000		
GENERAL MOTORS ACCEP CORP. SMART NTS @6	28,000	28,112	
IBM CORP DEB 7 0% 10/30/25	13,000	12,286	
TOTAL CORPORATE BONDS		40,398	
		752,763	

PART II line 10b		Column (a)	Column (b)		Column (c)
	No. OF	BOOK VALUE	BOOK VALUE		FMV
AS OF 6/30/10	SHARES	BEG OF YEAR	END OF YEAR		END OF YEAR
NAME OF STOCK					
ALTRIA GROUP INC COM	260	5,855	5,855		5,210
AMERICAN SELECT PORTFOLIO INC	2,742	33,362	33,362		33,754
AMGEN INC	192	13,014	13,014		10,099
AQUA AMER	261	7,232	7,232		4,614
AT & T	3,059	7,662	7,662		73,997
BANK OF NEW YORK CO INC.	325	9,364	9,364		8,024
CITIGROUP	209	8,362	8,362		786
CONSOLIDAGTED EDISON INC COM	169	1,121	1,121		7,284
DUKE REALTY	912	26,623	26,623		10,351
EATON VANCE CORP	470	9,106	9,106		12,977
EXXON MOBIL CORP	3,216	3,631	3,631		183,537
FAIRPOINT COMMUNICATIONS INC	13	19	19		1
GENERAL DYNAMICS	300	12,170	12,170		17,568
GENERAL ELECTRIC CO	850	43,175	43,175		12,257
GOOGLE INC.	39	6,684	6,684		17,353
IDEARC	31				
ISHARES TR DOW JONES US TECHNOLOGY SECTOR	440	21,908	21,908		22,704
J P. MORGAN CHASE & CO	34	25,734	25,745		1,983
KRAFT	179	5,594	5,594		5,012
LEHMAN BROTHERS HOLDINGS INC COMMON	380	17,715	17,715		29
LOWES COS INC.	688	22,303	22,303		14,049
MERRILL LYNCH PFD CAP TR III PFD SECS 7%	667	16,676	16,676		14,200
MERRILL LYNCH PFD CAP TR IV TR @ 7 12%	1,300	33,398	33,398		28,288
PHILIP MORRIS INTERNATIONAL	286	13,891	14,524		13,089
SOUTHERN CO	1,494	41,375	41,375		49,720
TECHNITROL	28,711	15,483	18,324		90,728
TRAVELERS COS INC	3	132	132		148
UNITED TECHNOLOGIES CORP DEL COM	3,635	4,595	4,595		235,948
VERIZON COMMUNICATIONS COM	635	2,877	2,877		17,793
VISTEON CORP COM ISIN#US92839u1079	21	184	184		10
WATSON PHARMA	12,972	303,120	303,120		526,274
		712,365	715,849		1,417,788
PART II line 10c					
FIXED INCOME					
BEAR STEARNS MED TERM NTS 7.15%01/10/22	9,000				
GENERAL MOTORS ACCEP CORP. SMART NTS @6	28,000	28,112	28,112		23,463
IBM CORP. DEB 7.0% 10/30/25	13,000	12,286	12,286		16,345
TOTAL CORPORATE BONDS		40,398	40,398		39,807
		752,763	756,247		1,457,596

6/30/10

STEVEN and BEDE LEVINSON FDN

11/08/10

PART VIII line 1a	TITLE	TITLE	COMPENSATION	BENEFITS	EXPENSE ACCT
BEDE LEVINSON RYE, NY	DIRECTOR	PRES P/T	0	0	0
MATTHEW LEVINSON ARMONK, NY	DIRECTOR	VP P/T	0	0	0
ETHAN LEVINSON RYE BROOK, NY	DIRECTOR	VP P/T	0	0	0
RACHEL BAILINE MIAMI, FL	DIRECTOR	VP P/T	12,000.00		
LONNIE WOLLIN 866 U.N. PLAZA STE #508 NEW YORK, NY 10017		SECY/TREAS P/T	27,570.00	0	0

6/30/10

STEVEN and BEDE LEVINSON FDN

11/8/2010

DONATIONS - PART XV - line 3a		ADDRESS	Recipient is an	Recipient's	PURPOSE	AMOUNT
CHARITY			<u>Individual</u>	<u>Status</u>		
Alzheimer's Association	New York, NY		N/A	Public Charity	Medical	12,500.00
Avon Walk for Breast Cancer	Rye, NY		N/A	Public Charity	Charitable	250.00
Bet Shira Congregation	Miami, FL		N/A	Public Chanty	Religious	2,066.00
Cerebral Palsy of Westchester	Rye, NY		N/A	Public Charity	Charitable	300.00
Colel Chabad	Brooklyn, NY 11213		N/A	Public Charity	Religious	75,000.00
Congregation Sulam Yaakov	Rye, NY		N/A	Public Charity	Religious	1,000.00
Exploring the Arts	New York, NY		N/A	Public Charity	Charitable	1,500.00
Friends of the Israel Defense Forces	New York, NY		N/A	Public Chanty	Charitable	2,500.00
Friends of the Neuberger Museum of Art	Purchase, NY		N/A	Public Chanty	Charitable	500.00
Friendship Circle Inc	Agoura, CA		N/A	Public Charity	Chantable	100.00
Gilda's Club Westchester	White Plains, NY		N/A	Public Charity	Charitable	10,000.00
Greater Miami Jewish Federation	Miami, FL		N/A	Public Charity	Religious	4,018.00
Harrison Children's Center	Harrison, NY		N/A	Public Charity	Charitable	100.00
Harrison Fire Dept	Harrison, NY		N/A	Public Charity	Charitable	100.00
Harrison Volunteer Ambulance Corp	Harrison, NY		N/A	Public Charity	Chantable	60.00
Israel Cancer Research Fund	New York, NY		N/A	Public Charity	Medical	250.00
JDC Haiti Earthquake Relief	New York, NY		N/A	Public Charity	Charitable	1,000.00
Jewish Community Center of Harrison	Harrison, NY		N/A	Public Charity	Religious	11,225.00
Jewish Community Relations Council of NY	New York, NY		N/A	Public Charity	Religious	1,500.00
The Jewish Guild for the Blind	New York, NY		N/A	Public Charity	Charitable	1,000.00
The Jewish Museum	New York, NY		N/A	Public Charity	Charitable	1,000.00
Juvenile Diabetes Research Fdn.	White Plains, NY		N/A	Public Charity	Medical	500.00
Kenya Educational Fund	New York, NY		N/A	Public Charity	Educational	600.00
The Lustgarten Foundation	Bethpage, NY		N/A	Public Charity	Charitable	250.00
Metropolitan Museum of Art	New York, NY		N/A	Public Charity	Educational	500.00
Union County Torah Center	Westfield, NJ		N/A	Public Charity	Religious	1,800.00
Williamstown Theater Festival	Williamstown, MA		N/A	Public Charity	Educational	2,500.00
						132,119.00