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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

OMB No 1545-0052

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 11/01, 2009, and ending 10/31, 2010

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

LOWENSTEIN BROTHERS FOUNDATION

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

5248 W. 126TH TERRACE

City or town, state, and ZIP code

LEAWOOD, KS 66209

A Employer identification number

43-6055404

B Telephone number (see page 10 of the instructions)

(913) 498-2202

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), 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 type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	63,428.	63,428.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-132,629.			
b	Gross sales price for all assets on line 6a	94,590.			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	16,291.	3,342.		ATCH 2
12	Total. Add lines 1 through 11	-52,910.	66,770.		
13	Compensation of officers, directors, trustees, etc.	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	9,955.	6,564.	0.	3,391.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	104.	104.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	20,579.	20,579.		
24	Total operating and administrative expenses. Add lines 13 through 23	30,638.	27,247.	0.	3,391.
25	Contributions, gifts, grants paid	199,850.			199,850.
26	Total expenses and disbursements. Add lines 24 and 25	230,488.	27,247.	0.	203,241.
27	Subtract line 26 from line 12.	-283,398.			
a	Excess of revenue over expenses and disbursements		39,523.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			-0-	

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	149,516.	6,408.	6,408.	
	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 (attach schedule) (see page 16 of the instructions)				
	7 Other notes and loans receivable (attach schedule)				
	Less: allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10 a Investments - U S and state government obligations (attach schedule) **	109,296.	85,484.	79,081.	
	b Investments - corporate stock (attach schedule) ATCH 7	1,423,267.	1,728,680.	2,097,069.	
	c Investments - corporate bonds (attach schedule)				
	Liabilities	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule)					
12 Investments - mortgage loans					
13 Investments - other (attach schedule) ATCH 8		1,525,876.	1,103,986.	1,180,290.	
14 Land, buildings, and equipment basis					
Less: accumulated depreciation (attach schedule)					
15 Other assets (describe)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,207,955.	2,924,558.	3,362,848.	
17 Accounts payable and accrued expenses					
18 Grants payable					
19 Deferred revenue					
20 Loans from officers, directors, trustees, and other disqualified persons					
21 Mortgages and other notes payable (attach schedule)					
22 Other liabilities (describe)					
23 Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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 and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	3,207,955.	2,924,558.		
30 Total net assets or fund balances (see page 17 of the instructions)	3,207,955.	2,924,558.			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,207,955.	2,924,558.			

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,207,955.
2 Enter amount from Part I, line 27a	2	-283,398.
3 Other increases not included in line 2 (itemize) ATTACHMENT 9	3	1.
4 Add lines 1, 2, and 3	4	2,924,558.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,924,558.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
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			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	<div style="display: inline-block; vertical-align: middle;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	-132,629.
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.	<div style="display: inline-block; vertical-align: middle;"> 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. </div>	3	

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	184,318.	2,953,794.	0.062400
2007	206,039.	4,312,345.	0.047779
2006	223,647.	4,365,970.	0.051225
2005	217,235.	4,018,537.	0.054058
2004	194,934.	3,750,806.	0.051971

2 Total of line 1, column (d)	2	0.267433
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	0.053487
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,268,791.
5 Multiply line 4 by line 3	5	174,838.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	395.
7 Add lines 5 and 6	7	175,233.
8 Enter qualifying distributions from Part XII, line 4 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	8	203,241.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	395.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	395.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	395.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	440.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	0.
6 Credits/Payments		6c	0.
a 2009 estimated tax payments and 2008 overpayment credited to 2009		6d	
b Exempt foreign organizations-tax withheld at source		7	440.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	45.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 45. Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) KS		
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	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 on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> WILLIAM B. LOWENSTEIN Telephone no. <input type="checkbox"/> 913-498-2202			
Located at <input type="checkbox"/> 5248 W 126TH TERRACE, LEAWOOD, KS ZIP + 4 <input type="checkbox"/> 66209				
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 <input type="checkbox"/> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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) <input type="checkbox"/>	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. <input type="checkbox"/>		
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) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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
ATTACHMENT 10		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 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see 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		

Total number of others receiving over \$50,000 for professional services NONE

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 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 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	3,175,953.
b	Average of monthly cash balances	1b	142,617.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	3,318,570.
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	0.
3	Subtract line 2 from line 1d	3	3,318,570.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	49,779.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,268,791.
6	Minimum investment return. Enter 5% of line 5	6	163,440.

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	163,440.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	395.
b	Income tax for 2009. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	395.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	163,045.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	163,045.
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	163,045.

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	203,241.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
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	203,241.
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	395.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	202,846.

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				163,045.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004	9,486.			
b From 2005	20,438.			
c From 2006	11,954.			
d From 2007	4,209.			
e From 2008	37,450.			
f Total of lines 3a through e	83,537.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 203,241.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				163,045.
e Remaining amount distributed out of corpus	40,196.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	123,733.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
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)	9,486.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	114,247.			
10 Analysis of line 9.				
a Excess from 2005	20,438.			
b Excess from 2006	11,954.			
c Excess from 2007	4,209.			
d Excess from 2008	37,450.			
e Excess from 2009	40,196.			

Form 990-PF (2009)

4942(1)(5)

51P0R9 K501 11/30/2010 2:29:10 PM

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a <i>Paid during the year</i> SEE ATTACHMENT 13				199,850.
Total. ► 3a				199,850.
b <i>Approved for future payment</i>				
Total. ► 3b				

Form **990-PF** (2009)

Enter gross amounts unless otherwise indicated.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
94,590.		THROUGH CAPITAL GUARDIAN					VAR -612.	VAR
		THROUGH CAPITAL GUARDIAN					VAR 22,984.	VAR
		THROUGH PARTNERSHIPS - CAPITAL GUARDIAN					VAR -33,489.	VAR
		BASIS LIMITATION - PARTNERSHIPS					VAR 2,557.	VAR
		THROUGH PARTNERSHIPS - CAPITAL GUARDIAN					VAR -121,308.	VAR
		BASIS LIMITATION - PARTNERSHIPS					VAR 9,260.	VAR
		THROUGH SCHWAB - SEE STMT 105,389.					08/27/2009 -10,799.	06/14/2010
		THROUGH SCHWAB - SEE STMT					VAR -1,222.	VAR
TOTAL GAIN(LOSS)					<u>-132,629.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS AND INTEREST FROM SECURITIES	63,428.	63,428.
TOTAL	<u>63,428.</u>	<u>63,428.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LANDAMERICA AT KORTRIGHT ASSOC - FINAL K-1	2,747.	2,747.
THROUGH PARTNERSHIPS - CAPITAL GUARDIAN	595.	595.
FEDERAL EXCISE TAX REFUND	12,949.	
TOTALS	<u>16,291.</u>	<u>3,342.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
HOUSE PARK & DOBRATZ, P.C.	1,640.	328.		1,312.
LOWENSTEIN FINANCIAL SOLUTIONS	8,315.	6,236.		2,079.
TOTALS	<u>9,955.</u>	<u>6,564.</u>	<u>0.</u>	<u>3,391.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN INCOME TAX WITHHELD	104.	104.
TOTALS	<u>104.</u>	<u>104.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CAPITAL GUARDIAN ACCOUNT MGMT	10,306.	10,306.
SCHWAB MONEY MANAGEMENT FEES	10,147.	10,147.
THROUGH PARTNERSHIPS - CAPITAL GUARDIAN	136.	136.
BASIS LIMITATION-PARTNERSHIPS	-10.	-10.
TOTALS	<u>20,579.</u>	<u>20,579.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FHLMC BONDS	27,040.	27,290.
FNMA BONDS	58,444.	51,791.
US OBLIGATIONS TOTAL	<u>85,484.</u>	<u>79,081.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SCHWAB STOCKS - SEE ATTACHED SCHEDULE	1,728,680.	2,097,069.
TOTALS	<u>1,728,680.</u>	<u>2,097,069.</u>

Portfolio Value - As of 10/31/2010:3

As of 10/31/2010

11/11/2010

Page 1

Security	Shares	Quote/Price	est	Cost Basis	Gain/Loss	Balance
Schwab Bonds - Gov						
Fed Home Loan 01/15/29 6 2 .	260.000	104.962		27,040.00	250.02	27,290.02
Fed Nat Mtg Assn 04/01/32 6...	1,775.000	10.855		19,433.18	-165.88	19,267.30
Fed Nat Mtg Assn 11/01/22 6 .	500.000	25.147		15,173.87	-2,600.25	12,573.62
Fed Nat Mtg Assn 11/01/23 6	771.600	25.855		23,836.67	-3,886.64	19,950.03
TOTAL Schwab Bonds - Gov				85,202.22	-6,121.25	79,080.97
Schwab Funds						
I Shares Tr Russel 1000 Inde .	500.000	65.590		39,966.32	-7,171.32	32,795.00
TOTAL Schwab Funds				39,966.32	-7,171.32	32,795.00
Schwab Stocks						
Apache Corp	750.000	101.020		24,363.86	51,401.14	75,765.00
Arch Cap Group Ltd	1,000.000	86.390		70,698.95	15,691.05	86,390.00
Baker Hughes Inc	800.000	46.420		30,228.95	6,907.05	37,136.00
C V S Corp Del	2,500.000	30.130		71,155.95	4,169.05	75,325.00
ChevronTexaco Corp	1,000.000	82.600		41,584.95	41,015.05	82,600.00
Coca Cola Company	1,425.000	61.320		75,291.84	12,089.16	87,381.00
Conoco Phillips	1,450.000	59.388		105,918.03	-19,806.15	86,111.88
Costco Wholesale Corp	1,300.000	62.770		51,859.85	29,741.15	81,601.00
Emerson Electric Co.	1,600.000	54.900		52,666.53	35,173.47	87,840.00
Fedex Corporation	1,000.000	87.720		71,692.35	16,027.65	87,720.00
Gamestop Corp CL A New	4,100.000	19.650		84,743.15	-4,178.15	80,565.00
Harris Corporation	1,650.000	45.190		81,474.50	-6,911.00	74,563.50
Illinois Tool Works, Inc.	1,600.000	45.680		59,580.35	13,507.65	73,088.00
J2 Global Communications	3,275.000	26.350		79,625.66	6,670.59	86,296.25
Jacobs Engineering Group	1,900.000	38.610		85,623.13	-12,264.13	73,359.00
L-3 Communications	1,000.000	72.180		68,392.55	3,787.45	72,180.00
McDonalds Corp	1,200.000	77.770		71,406.90	21,917.10	93,324.00
Newmont Mining Corp	1,918.000	60.860		40,345.83	76,383.65	116,729.48
Nike Inc Class B	1,200.000	81.440		49,008.71	48,719.29	97,728.00
Paychex, Inc	2,500.000	27.740		72,267.06	-2,917.06	69,350.00
Pepsico Incorporated	1,150.000	65.300		51,665.10	23,429.90	75,095.00
Qualcomm Inc.	1,950.000	45.160		77,042.61	11,019.39	88,062.00
Target Corporation	1,400.000	51.940		73,857.69	-1,141.69	72,716.00
Teva Pharm Inds Ltd Adrf	1,400.000	51.880		61,065.44	11,566.56	72,632.00
Tortoise Egy Infrastruct	1,000.000	35.896		22,687.40	13,208.60	35,896.00
Tortoise Energy Capital	2,000.000	27.010		44,255.30	9,764.70	54,020.00
Valero Energy Corp New	4,100.000	17.950		110,177.12	-36,582.12	73,595.00
TOTAL Schwab Stocks				1,728,679.75	368,389.35	2,097,069.10
TOTAL Investments				1,854,129.80	354,815.28	2,208,945.08

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CAPITAL GUARDIAN GLOBAL EQUITY FUND FOR T/E TRUSTS	1,064,020.	1,147,495.
I SHS TRST RUSSELL 1000 INDEX	39,966.	32,795.
TOTALS	<u>1,103,986.</u>	<u>1,180,290.</u>

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ROUNDING	1.
TOTAL	<u>1.</u>

LOWENSTEIN BROTHERS FOUNDATION

43-6055404

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
WILLIAM B. LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0.	0.	0.
LON J. LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0.	0.	0.
GLENN L. LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0.	0.	0.
MARJORIE S. KAPLAN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0.	0.	0.
REED LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0.	0.	0.
JOHN LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0.	0.	0.
GRAND TOTALS		0.	0.	0.

ATTACHMENT 11

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

WILLIAM B. LOWENSTEIN
5248 W. 126TH TERRACE
LEAWOOD, KS 66209
913-498-2202

LOWENSTEIN BROTHERS FOUNDATION

43-6055404

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
PRIVATE FOUNDATION EXCISE TAX REFUND			01	12,949.	
TOTALS				12,949.	

LOWENSTEIN BROTHERS FOUNDATION

43-6055404

FORM 990 PF PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

=====

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BIAV SYNAGOGUE 9900 ANTIOCH OVERLAND PARK, KS 66212	PUBLIC	COMMUNITY	1,000
COMMUNITY KOLLEL OF KANSAS CITY 5801 W 115TH STREET, SUITE 201 OVERLAND PARK, KS 66211-1800	PUBLIC	COMMUNITY	4,000
CONGREGATION BETH TORAH 6100 W 127TH STREET OVERLAND PARK, KS 66209-3683	PUBLIC	COMMUNITY	2,200
HILLEL AT STANFORD P O BOX 25026 STANFORD, CA 94309	PUBLIC	EDUCATIONAL	1,000
HYMAN BRAND HEBREW ACADEMY 5801 W 115TH STREET OVERLAND PARK, KS 66211-1800	PUBLIC	EDUCATIONAL	15,000
JEWISH COMMUNITY CENTER 5801 W 115TH STREET OVERLAND PARK, KS 66211-1824	PUBLIC	COMMUNITY	10,100
JEWISH COMMUNITY FOUNDATION 5801 W 115TH STREET, SUITE 104 OVERLAND PARK, KS 66211-1824	PUBLIC	COMMUNITY	100,000
JEWISH FAMILY SERVICES 5801 W 115TH STREET, SUITE 103 OVERLAND PARK, KS 66211	PUBLIC	COMMUNITY	29,500
JEWISH FEDERATION OF GREATER KANSAS CITY 5801 W 115TH STREET, SUITE 201 OVERLAND PARK, KS 66211-1824	PUBLIC	COMMUNITY	19,800
JEWISH UNITED FUND 30 S WELLS CHICAGO, IL 60606	PUBLIC	COMMUNITY	5,000
KU HILLEL FOUNDATION	PUBLIC	EDUCATIONAL	250

730 NEW HAMPSHIRE
LAWRENCE, KS 66044

M A Q O M

P O BOX 31900-323
HOUSTON, TX 77231

MAZON A JEWISH RESPONSE TO HUNGER
1990 S BUNDY DR. STE 260
LOS ANGELES, CA 90025

NATIONAL MULTIPLE SCLEROSIS SOCIETY
7611 STATE LINE ROAD STE 100
KANSAS CITY, MO 64114

NEW ISRAEL FUND
1101 14TH ST NW 6 FL
WASHINGTON, DC 20005-5639

PLANNED PARENTHOOD
815 EDDY ST STE 300
SAN FRANCISCO, CA 94109

UAHC GOLDMAN CAMP
9349 MOORE ROAD
ZIONSVILLE, IN 46077

PUBLIC

EDUCATIONAL

5,000

PUBLIC

COMMUNITY

1,000

PUBLIC

COMMUNITY

3,000

PUBLIC

COMMUNITY

1,500

PUBLIC

HEALTH

500

PUBLIC

YOUTH DEVELOPMENT

1,000

139,850

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust

LOWENSTEIN BROTHERS FOUNDATION

Employer identification number

43-6055404

Note: Form 5227 filers need to complete **only** Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-42,343.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	-42,343.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-90,286.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	-90,286.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-42,343.
14	Net long-term gain or (loss):			
a	Total for year	14a		-90,286.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		-132,629.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	(3,000)

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2009

► See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

LOWENSTEIN BROTHERS FOUNDATION

Employer identification number

43-6055404

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-42,343.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

Capital Gains - Last year

11/1/2009 through 10/31/2010

11/19/2010

Page 1

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
SHORT TERM							
Schwab Funds	IShares MSCI EAFE INDEX ...	2,000.000	8/27/2009	6/14/2010	94,589.65	105,388.75	-10,799.10
TOTAL SHORT TERM					94,589.65	105,388.75	-10,799.10
LONG TERM							
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6.2...	10.000	9/8/2005	11/16/2009	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6.2...	10.000	9/8/2005	12/15/2009	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6.2...	10.000	9/8/2005	1/15/2010	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6.2...	10.000	9/8/2005	2/16/2010	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6.2...	10.000	9/8/2005	4/15/2010	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6.2...	10.000	9/8/2005	6/15/2010	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6.2...	50.000	9/8/2005	7/15/2010	5,000.00	5,200.00	-200.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6.2...	20.000	9/8/2005	9/20/2010	2,000.00	2,080.00	-80.00
Schwab Funds	IShares MSCI EAFE INDEX ...	2,500.000	7/18/2007	6/3/2010	121,841.49	208,879.95	-87,038.46
Schwab Stocks	Commerce Bancshares	0.600	12/10/1993	12/15/2009	24.12	5.36	18.76
Schwab Stocks	BP Amoco PLC ADR F	100.000	2/6/2001	3/10/2010	5,578.88	5,185.25	393.63
Schwab Stocks	Commerce Bancshares	649.139	12/10/1993	3/10/2010	26,483.81	5,796.51	20,687.30
Schwab Stocks	Commerce Bancshares	2.827	10/2/1995	3/10/2010	115.34	37.80	77.54
Schwab Stocks	Commerce Bancshares	2.827	12/18/1995	3/10/2010	115.34	37.97	77.37
Schwab Stocks	Commerce Bancshares	2.991	4/1/1996	3/10/2010	122.04	42.18	79.86
Schwab Stocks	Commerce Bancshares	3.650	7/1/1996	3/10/2010	148.91	42.41	106.50
Schwab Stocks	Commerce Bancshares	3.224	9/30/1996	3/10/2010	131.53	42.64	88.89
Schwab Stocks	Commerce Bancshares	2.795	12/16/1996	3/10/2010	114.02	42.85	71.17
Schwab Stocks	Commerce Bancshares	3.067	4/1/1997	3/10/2010	125.11	48.68	76.43
Schwab Stocks	Commerce Bancshares	3.046	7/2/1997	3/10/2010	124.28	48.91	75.37
Schwab Stocks	Commerce Bancshares	2.348	9/30/1997	3/10/2010	95.81	49.13	46.68
Schwab Stocks	Commerce Bancshares	1.958	12/15/1997	3/10/2010	79.90	49.30	30.60
Schwab Stocks	Commerce Bancshares	1.446	4/1/1998	3/10/2010	59.01	38.69	20.32
Schwab Stocks	Commerce Bancshares	0.012	7/1/1998	3/10/2010	0.50	0.35	0.15
Schwab Stocks	Commerce Bancshares	2.408	9/30/1998	3/10/2010	98.25	55.33	42.92
Schwab Stocks	Commerce Bancshares	2.261	12/21/1998	3/10/2010	92.24	55.52	36.72
Schwab Stocks	Royal Dutch Shell B ADR F	258.000	12/1/2000	3/10/2010	14,182.90	14,859.19	-676.29
Schwab Stocks	Royal Dutch Shell B ADR F	172.000	1/24/2001	3/10/2010	9,455.26	9,577.73	-122.47
Schwab Stocks	BP Amoco PLC ADR F	300.000	2/6/2001	3/10/2010	16,736.67	15,555.75	1,180.92
Schwab Stocks	Helmerich Payne Inc.	200.000	7/25/1998	3/10/2010	8,043.19	1,650.13	6,393.06
Schwab Stocks	Helmerich Payne Inc	100.000	7/25/1998	3/10/2010	4,021.59	825.07	3,196.52

Capital Gains - Last year

11/19/2010

11/1/2009 through 10/31/2010

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Schwab Stocks	Helmerich Payne Inc.	100.000	7/25/1998	3/10/2010	4,021.89	825.07	3,196.82
Schwab Stocks	Helmerich Payne Inc.	1,557.413	7/25/1998	3/10/2010	62,634.52	12,849.70	49,784.82
Schwab Stocks	Helmerich Payne Inc.	42.587	3/2/1999	3/10/2010	1,712.71	259.63	1,453.08
TOTAL LONG TERM					289,159.31	290,381.10	-1,221.79
OVERALL TOTAL					383,748.96	395,769.85	-12,020.89