Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 12/01 , 2010, and ending 11/30, 20 11

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,
INC. 23-97025

A Employer identification number 26-1556590

Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 803878 Room/suite

B Telephone number (see page 10 of the instructions) (312) 630-6000

City or town, state, and ZIP code
CHICAGO, IL 60680

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 foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 847,686.

J 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)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	200,000.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	24,468.	24,468.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	19,649.			
	b	Gross sales price for all assets on line 6a 248,106.				
	7	Capital gain net income (from Part IV, line 2)		19,649.		
	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)				
	12	**Total.** Add lines 1 through 11	244,117.	44,117.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	1,000.	500.	NONE	500.
	c	Other professional fees (attach schedule) STMT 3	620.	620.		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	1,886.	233.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT. 5	61.			61.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,567.	1,353.	NONE	561.
	25	Contributions, gifts, grants paid	106,800.			106,800.
	26	**Total expenses and disbursements.** Add lines 24 and 25	110,367.	1,353.	NONE	107,361.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	133,750.			
	b	**Net investment income** (if negative, enter -0-)		42,764.		
	c	**Adjusted net income** (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions. JSA Form **990-PF** (2010)

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		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	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	78,147.	9,842.	9,842.
	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 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 6	251,038.	377,015.	424,575.
	c	Investments - corporate bonds (attach schedule) STMT 7	254,487.	330,120.	335,466.
	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 8	62,156.	62,599.	77,803.
	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)	645,828.	779,576.	847,686.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	645,828.	779,576.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	645,828.	779,576.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	645,828.	779,576.	

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	645,828.
2	Enter amount from Part I, line 27a	2	133,750.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	779,578.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	779,576.

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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 DETAIL			
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			(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				
b				
c				
d				
e				

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	19,649.
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	

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))
2009	43,981.	686,864.	0.06403159869
2008	36,121.	415,423.	0.08694992815
2007	22,091.	279,428.	0.07905793263
2006			
2005			

2	**Total** of line 1, column (d)	2	0.23003945947
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	0.07667981982
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	885,315.
5	Multiply line 4 by line 3	5	67,886.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	428.
7	Add lines 5 and 6	7	68,314.
8	Enter qualifying distributions from Part XII, line 4	8	107,361.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______________ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	428.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	428.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	428.
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	869.	
b	Exempt foreign organizations-tax withheld at source	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	869.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	441.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 428. **Refunded** ▶		11	13.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ____________ (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.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 10			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* STMT 11	10	X	

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ THE NORTHERN TRUST COMPANY Telephone no. ▶ (312)630-6000

Located at ▶ PO BOX 803878, CHICAGO, IL ZIP + 4 ▶ 60680

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 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 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . **6b** X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
SEE STATEMENT 12		-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . ▶ NONE

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		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 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 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	898,797.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	898,797.
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	NONE
3	Subtract line 2 from line 1d	3	898,797.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	13,482.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	885,315.
6	**Minimum investment return.** Enter 5% of line 5	6	44,266.

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	44,266.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	428.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	428.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	43,838.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	43,838.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	43,838.

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	107,361.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	107,361.
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	428.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	106,933.

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 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7					43,838.
2	Undistributed income, if any, as of the end of 2010:					
a	Enter amount for 2009 only				NONE	
b	Total for prior years: 20____,20____,20____			NONE		
3	Excess distributions carryover, if any, to 2010:					
a	From 2005	NONE				
b	From 2006	NONE				
c	From 2007	8,246.				
d	From 2008	15,520.				
e	From 2009	10,507.				
f	**Total** of lines 3a through e		34,273.			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 107,361.					
a	Applied to 2009, but not more than line 2a				NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d	Applied to 2010 distributable amount					43,838.
e	Remaining amount distributed out of corpus		63,523.			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		97,796.			
b	Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions			NONE		
e	Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				NONE	
f	Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					NONE
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)		NONE			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		97,796.			
10	Analysis of line 9:					
a	Excess from 2006	NONE				
b	Excess from 2007	8,246.				
c	Excess from 2008	15,520.				
d	Excess from 2009	10,507.				
e	Excess from 2010	63,523.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

ALAN J. LEVY

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.

N/A

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 13				
Total . . . . ▶ 3a				106,800.
b *Approved for future payment*				
Total . . . . ▶ 3b				

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					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	24,468.	
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			18	19,649.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				44,117.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 44,117.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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

Sign Here

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

Signature of officer or trustee

Date 1/11/12

Title President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
YHERN GM		1/4/11		

Firm's name ▶ THE NORTHERN TRUST COMPANY

Firm's EIN ▶

Firm's address ▶ P.O. BOX 803878
CHICAGO, IL 60680

Phone no. 312-630-6000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2010

Name of the organization
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,

Employer identification number
26-1556590

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,

Employer identification number
26-1556590

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	LEVY ALAN J. 75 ROYAL PALM DRIVE FT LAUDERDALE, FL 33301	$ 200,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

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

DESCRIPTION		AMOUNT
COST ADJUSTMENT - ROUNDING		2.
	TOTAL	2.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

FL

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

LEVY ALAN J.
75 ROYAL PALM DRIVE
FT LAUDERDALE, FL 33301

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
===

OFFICER NAME:
ALAN J. LEVY
ADDRESS:
75 ROYAL PALM DR.
FORT LAUDERDALE, FL 33301
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
MARSHA O. LEVY
ADDRESS:
75 ROYAL PALM DR.
FORT LAUDERDALE, FL 33301
TITLE:
SECOND PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:
ERIC L. LEVY
ADDRESS:
1225 W. ATLANTIC BLVD #218
POMPANO BEACH, FL 33069
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
HOPE MENDELSOHN
ADDRESS:
1255 W. ATLANTIC BLVD, #218
POMPANO BEACH, FL 33069
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
VARIOUS - SEE ATTACHMENTS
ADDRESS:
.
., FL 33301
RELATIONSHIP:
N
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

AMOUNT OF GRANT PAID	106,800.
TOTAL GRANTS PAID:	106,800.

2011 Contributions

ALAN AND MARSHA LEVY CHARITABLE FOUNDATION DECEMBER 2010 - NOVEMBER 30, 2011

Organization	Address	City	ST	Zip Code	Amount	Purpose of Grants
American Friends of Magen David Adom	2100 E Hallandale Bch Blvd.	Hallandale	FL	33009	1,000.00	General
American Heart Association	6444 NW 5th Way	Ft. Laud	FL	33309	500.00	General
Big Brother/Big Sister of Broward Co.	4101 Ravenswood Road	Ft. Laud	FL	33312	5,000.00	General
Boys and Girls Club of Broward County	877 NW 61st Street	Ft. Laud.	FL	33309	1,000.00	General
Broward Center for Performing Arts	201 SW 5 Ave	Ft. Laud	FL	33312	1,500.00	General
Broward Children's Center	25 SE 20th Avenue	Pompano Bch	FL	33060	500.00	General
Broward College Foundation	110 E. Broward Blvd. Suite 750	Ft. Laud.	FL	33301	1,000.00	Presidents Club
Broward College Foundation	110 E. Broward Blvd. Suite 750	Ft. Laud.	FL	33301	1,000.00	President's Fund
Broward College Foundation	110 E. Broward Blvd. Suite 750	Ft. Laud.	FL	33301	2,500.00	Handy Inc. Schplarship Account
Broward Education Foundation	600 SE 3rd Ave	Ft. Laud	FL	33301	500.00	General
Broward Performing Arts Foundation	201 SW 5th Ave	Ft. Laud.	FL	33312	1,500.00	General
Chabad Downtown Jewish Ctr	900 E. Broward Blvd	Ft. Laud	FL	33301	1,800.00	General
Children's Diagnostic Services & Treatment Center	1401 S Federal Highway	Ft. Laud.	FL	33316	500.00	General
Children's Diagnostic Services & Treatment Center	1401 S Federal Highway	Ft. Laud.	FL	33316	200.00	Sunflower circle of Friends
Children's Home Society	401 NE 4th St	Ft. Laud	FL	33301	1,000.00	General
Community Foundation of Broward County	1401 E Broward Blvd. Suite 100	Ft. Laud.	FL	33301	1,000.00	Deinhardt Fund
Congregation Rodeph Sholom	2713 Bayshore Blvd	Tampa	FL	33629	300.00	General
Cooperative Feeding Program	1 NW 33rd Terrace	Ft. Laud.	FL	33311	1,000.00	General
Cultural FDN of Broward	2100 W Cypress Creek Rd	Ft. Laud	FL	33309	4,000.00	General
Daniel Cantor Senior Center	5000 N Nob Hill Rd	Sunrise	FL	33351	1,000.00	General
David Posnack Jewish Community Center	5850 S Pine Island Rd	Davie,	FL	33328	1,000.00	Special Needs Summer Camp Scholarship Program
Debbie's Dream Fdn	10400 S. Lake Vista Cir	Davie	FL	33328	350.00	General
Downtown Jewish Center Chabad	900 E. Broward Blvd.	Ft Laud.	FL	33301	4,300.00	General
Early Childhood Initiative	3250 SW 3 Ave	Miami	FL	33129	5,000.00	General
FAU Foundation	115 E Las Olas Blvd. 12th Floor	Ft. Laud	FL	33301	1,000.00	Presidents Club
FAU Foundation	115 E Las Olas Blvd. 12th Floor	Ft. Laud	FL	33301	1,000.00	Broward Campus
FAU Foundation	115 E Las Olas Blvd. 12th Floor	Ft. Laud	FL	33301	2,500.00	General
Fort Lauderdale Historical Society	219 SW 2nd Avenue	Ft Laud.	FL	33301	1,250.00	General
Friends of Shabbat Shalom	3150 Sheridan Avenue	Miami Bch, FL		33140	150.00	Aish Friends of the Fax

	Organization	Address	City	ST	Zip Code	Amount	Purpose of Grants
	Greater Ft Lauderdale Chamber	512 NE 3 Ave	Ft Laud	FL	33301	1,000.00	General
	Handy, Inc.	501 NE 8th St.	Ft. Laud	FL	33301	5,500.00	General
	Henderson Mental Health Center	4740 N. State Rd 7	Lauderdale Lakes, FL	FL	33319	2,250.00	General
	Hispanic Unity	5840 Johnson St	Hollywood	FL	33021	1,800.00	General
	Jack and Jill Center	1315 W. Broward Blvd	Ft Laud	FL	33312	1,000.00	Fran Payne Soc.
	JAFCO	4200 N University Dr.	Sunrise	FL	33351	1,800.00	Godparent
	JAFCO	4200 N University Dr.	Sunrise	FL	33351	1,200.00	Sponsership
	JAFCO	4200 N University Dr.	Sunrise	FL	33351	5,500.00	General
	Jewish Family Services	100 S Pine Island Rd # 230	Plantation	FL	33324	1,000.00	General
	Jewish Family Services	100 S Pine Island Rd # 230	Plantation	FL	33324	100.00	General
	Jewish Family Services	100 S Pine Island Rd # 230	Plantation	FL	33324	1,000.00	Kolot
	Jewish Museum of Florida	301 Washington Ave	Miami Bch	FL	33139	800.00	General
	Jewish Museum of Florida	301 Washington Ave	Miami Bch	FL	33139	1,000.00	Maricia Jo Zerivitz Endowment Fund
	Junior Achievement of So Fl	1130 Coconut Creek Blvd	Coconut Cr	FL	33066	1,000.00	General
	Memorial Breast Cancer Center	3711 Garfield St.	Hollywood	FL	33021	500.00	General
	Memorial Fdn - Pink Angels	3711 Garfield St	Hollywood	FL	33021	500.00	General
	Museum of Art of Fort Lauderdale	1 E. Las Olas Blvd.	Ft Laud	FL	33301	10,000.00	General
	National Multiple Sclerosis Society	3201 W Comm'l Blvd	Ft Laud	FL	33309	250.00	General
	Nova Southeastern Univ	3301 College Ave	Ft. Laud	FL	33314	250.00	Ambassador's Board
	Nova Southeastern Univ	3302 College Ave	Ft. Laud	FL	33315	500.00	General
	Rockdale Temple	8501 Ridge Road	Cincinnati	OH	45236	1,650.00	General
	Rotary Club of Ft Lauderdale 1090 Found	808 E Las Olas Blvd.	Ft Laud	FL	33301	200.00	General
	Soref Jewish Community Center	6501 W Sunrise Blvd	FT Laud	FL	33313	750.00	General
	Starting Place	351 N State Road 7	Plantation	FL	33317	1,000.00	General
	Sun Sentinel Children's Fund	200 E Las Olas Blvd	Ft Laud	FL	33301	500.00	General
	Temple Kol Ami Emanual	8200 Peters Road	Plantation	FL	33324	200.00	General
	United Way of Broward County	1300 S Andrews Ave	FT Laud	FL	33316	11,700.00	General
	University of Miami Miller School of Medicine	P O box 016960 (R100)	Coral Gables, FL		33101	4,000.00	Dept of Otolaryngology Research Head & Neck
	University of Miami Society of Health champions	P O Box 016960 (R100)	Miami, FL		33101	1,000.00	Office of Medical Development
	Urban League of Broward County	11 NW 36th Ave	FT Laud	FL	33311	2,000.00	Building Fund
	Urban League of Broward County	12 NW 36th Ave	FT Laud	FL	33312	2,000.00	General
	Young at Art Museum	11584 W State Rd 7	Davie	FL	33325	1,000.00	General

	Organization	Address	City	ST	Zip Code	Amount	Purpose of Grants
	WLRN	172 NE 15th St	Miami	FL	33132	500.00	Radio Programming
	TOTAL					**106,800.00**	

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	24,468.	24,468.
TOTAL	24,468.	24,468.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	1,000.	500.		500.
TOTALS	1,000.	500.	NONE	500.

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ACCOUNT MANAGEMENT FEE	620.	620.
TOTALS	620.	620.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRIOR YEAR TAX		784.	
ESTIMEATED TAX		869.	
FOREIGN TAXES		233.	233.
	TOTALS	1,886.	233.

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FILING FEE - FL	61.	61.
TOTALS	61.	61.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	377,015.	424,575.
TOTALS	377,015.	424,575.

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	330,120.	335,466.
TOTALS	330,120.	335,466.

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS	C	62,599.	77,803.
TOTALS		62,599.	77,803.

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)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					6,677.	
		355. MFB NRTHN MULTIMGR SMALL"FOR NMMSX					03/26/2009	12/13/2010
		PROPERTY TYPE: SECURITIES						
3,610.00		2,044.00					1,566.00	
		10. MFB NORTHERN FUNDS MULTI MANAGER LAR					06/22/2009	12/16/2010
		PROPERTY TYPE: SECURITIES						
90.00		63.00					27.00	
		5. MFB NRTHN MULTIMGR MID" FOR NMMCX MID					05/05/2009	12/16/2010
		PROPERTY TYPE: SECURITIES						
58.00		37.00					21.00	
		10. MFB NORTHN HI YIELD FXD INC FD					10/02/2009	12/16/2010
		PROPERTY TYPE: SECURITIES						
73.00		67.00					6.00	
		5. MFB NORTHERN FDS FIXED INCOME FD					03/11/2008	12/16/2010
		PROPERTY TYPE: SECURITIES						
52.00		49.00					3.00	
		90. MFB NORTHN FDS MULTI-MANAGER GLOBAL					12/17/2009	02/17/2011
		PROPERTY TYPE: SECURITIES						
1,640.00		1,505.00					135.00	
		1020. MFB NORTHN FDS MULTI-MANAGER EMERG					12/21/2009	02/17/2011
		PROPERTY TYPE: SECURITIES						
22,644.00		20,887.00					1,757.00	
		100. MFB NORTHN SHORT INTERMEDIATE US GO					12/17/2009	02/17/2011
		PROPERTY TYPE: SECURITIES						
1,027.00		1,070.00					-43.00	
		160. MFB NORTHERN FDS FIXED INCOME FD					12/17/2009	02/17/2011
		PROPERTY TYPE: SECURITIES						
1,616.00		1,642.00					-26.00	
		15. MFC ISHARES TR BARCLAYS TIPS BD FD P					02/23/2010	08/31/2011
		PROPERTY TYPE: SECURITIES						
1,720.00		1,558.00					162.00	

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)	
		5375. MFB NORTHN SHORT INTERMEDIATE US G					12/17/2009	08/31/2011
		PROPERTY TYPE: SECURITIES						
56,760.00		57,028.00					-268.00	
		75. PIMCO COMMODITY REALRETURN STRATEGY					12/17/2009	08/31/2011
		PROPERTY TYPE: SECURITIES						
692.00		623.00					69.00	
		5. MFB NORTHN SHORT INTERMEDIATE US GOVT					05/05/2009	09/01/2011
		PROPERTY TYPE: SECURITIES						
53.00		53.00						
		126. MFC SPDR GOLD TR GOLD SHS					05/10/2010	09/01/2011
		PROPERTY TYPE: SECURITIES						
22,401.00		14,837.00					7,564.00	
		5. MFB NORTHN FDS MULTI-MANAGER GLOBAL R					12/17/2009	09/20/2011
		PROPERTY TYPE: SECURITIES						
82.00		84.00					-2.00	
		15. MFB NORTHN FDS MULTI-MANAGER EMERGIN					12/21/2009	09/20/2011
		PROPERTY TYPE: SECURITIES						
291.00		296.00					-5.00	
		140. MFB NORTHERN FUNDS MULTI MANAGER LA					12/17/2009	09/20/2011
		PROPERTY TYPE: SECURITIES						
1,225.00		1,078.00					147.00	
		60. MFB NORTHN MULTI-MANAGER INTL EQTY F					04/26/2010	09/20/2011
		PROPERTY TYPE: SECURITIES						
517.00		560.00					-43.00	
		10. MFB NRTHN MULTIMGR SMALL"FOR NMMSX F					04/26/2010	09/20/2011
		PROPERTY TYPE: SECURITIES						
93.00		95.00					-2.00	
		10. MFB NRTHN MULTIMGR MID" FOR NMMCX MI					04/26/2010	09/20/2011
		PROPERTY TYPE: SECURITIES						
109.00		108.00					1.00	
		75. MFB NORTHN HI YIELD FXD INC FD					04/26/2010	09/20/2011
		PROPERTY TYPE: SECURITIES						
524.00		541.00					-17.00	

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)	
		30. MFB NORTHN SHORT INTERMEDIATE US GOV					05/05/2009	09/20/2011
		PROPERTY TYPE: SECURITIES						
317.00		317.00						
		70. MFB NORTHERN FDS FIXED INCOME FD					04/26/2010	09/20/2011
		PROPERTY TYPE: SECURITIES						
734.00		720.00					14.00	
		5. MFC SPDR GOLD TR GOLD SHS					05/10/2010	09/20/2011
		PROPERTY TYPE: SECURITIES						
877.00		589.00					288.00	
		65. MFC ISHARES TR BARCLAYS TIPS BD FD P					12/13/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
7,451.00		7,002.00					449.00	
		81. MFC ISHARES TR BARCLAYS TIPS BD FD P					02/23/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
9,285.00		8,414.00					871.00	
		20. MFB NORTHN FDS MULTI-MANAGER GLOBAL					12/17/2009	09/27/2011
		PROPERTY TYPE: SECURITIES						
315.00		334.00					-19.00	
		40. MFB NORTHN FDS MULTI-MANAGER EMERGIN					12/21/2009	09/27/2011
		PROPERTY TYPE: SECURITIES						
737.00		790.00					-53.00	
		330. MFB NORTHERN FUNDS MULTI MANAGER LA					12/17/2009	09/27/2011
		PROPERTY TYPE: SECURITIES						
2,802.00		2,541.00					261.00	
		160. MFB NORTHN MULTI-MANAGER INTL EQTY					04/26/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
1,339.00		1,494.00					-155.00	
		15. MFB NRTHN MULTIMGR SMALL"FOR NMMSX F					04/26/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
137.00		143.00					-6.00	
		30. MFB NRTHN MULTIMGR MID" FOR NMMCX MI					04/26/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
320.00		325.00					-5.00	

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)	
		15. MFB NORTHN FDS SMALL CAP GROWTH FD					02/17/2011	09/27/2011
		PROPERTY TYPE: SECURITIES						
195.00		227.00					-32.00	
		195. MFB NORTHN HI YIELD FXD INC FD					04/26/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
1,340.00		1,372.00					-32.00	
		601.67 MFB NORTHN SHORT INTERMEDIATE US					11/18/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
6,348.00		6,402.00					-54.00	
		2223.33 MFB NORTHN SHORT INTERMEDIATE US					07/15/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
23,456.00		23,443.00					13.00	
		965. PIMCO COMMODITY REALRETURN STRATEGY					02/01/2010	09/27/2011
		PROPERTY TYPE: SECURITIES						
7,517.00		7,783.00					-266.00	
		45. MFB NORTHERN FUNDS MULTI MANAGER LAR					12/17/2009	09/29/2011
		PROPERTY TYPE: SECURITIES						
375.00		347.00					28.00	
		25. MFB NORTHN MULTI-MANAGER INTL EQTY F					04/26/2010	09/29/2011
		PROPERTY TYPE: SECURITIES						
209.00		234.00					-25.00	
		25. MFB NORTHN HI YIELD FXD INC FD					02/01/2010	09/29/2011
		PROPERTY TYPE: SECURITIES						
170.00		174.00					-4.00	
		5. MFB NORTHN SHORT INTERMEDIATE US GOVT					11/18/2010	09/29/2011
		PROPERTY TYPE: SECURITIES						
53.00		53.00						
		10. MFB NORTHN FDS MULTI-MANAGER GLOBAL					12/17/2009	11/04/2011
		PROPERTY TYPE: SECURITIES						
171.00		167.00					4.00	
		15. MFB NORTHN FDS MULTI-MANAGER EMERGIN					12/21/2009	11/04/2011
		PROPERTY TYPE: SECURITIES						
303.00		296.00					7.00	

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)	
		125. MFB NORTHERN FUNDS MULTI MANAGER LA PROPERTY TYPE: SECURITIES					12/17/2009	11/04/2011
1,141.00		963.00					178.00	
		2985. MFB NORTHN MULTI-MANAGER INTL EQTY PROPERTY TYPE: SECURITIES					04/26/2010	11/04/2011
26,507.00		26,616.00					-109.00	
		5. MFB NRTHN MULTIMGR SMALL"FOR NMMSX FD PROPERTY TYPE: SECURITIES					04/26/2010	11/04/2011
50.00		48.00					2.00	
		10. MFB NRTHN MULTIMGR MID" FOR NMMCX MI PROPERTY TYPE: SECURITIES					04/26/2010	11/04/2011
116.00		108.00					8.00	
		65. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					02/01/2010	11/04/2011
460.00		453.00					7.00	
		15. MFB NORTHN SHORT INTERMEDIATE US GOV PROPERTY TYPE: SECURITIES					11/18/2010	11/04/2011
159.00		160.00					-1.00	
		5. PIMCO COMMODITY REALRETURN STRATEGY F PROPERTY TYPE: SECURITIES					08/19/2009	11/04/2011
40.00		38.00					2.00	
		5. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					05/10/2010	11/04/2011
853.00		589.00					264.00	
		10. MFB NORTHN FDS MULTI-MANAGER GLOBAL PROPERTY TYPE: SECURITIES					12/17/2009	11/17/2011
161.00		167.00					-6.00	
		20. MFB NORTHN FDS MULTI-MANAGER EMERGIN PROPERTY TYPE: SECURITIES					12/21/2009	11/17/2011
384.00		387.00					-3.00	
		145. MFB NORTHERN FUNDS MULTI MANAGER LA PROPERTY TYPE: SECURITIES					12/17/2009	11/17/2011
1,282.00		1,117.00					165.00	

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)	
		55. MFB NORTHN MULTI-MANAGER INTL EQTY F PROPERTY TYPE: SECURITIES					12/17/2009	11/17/2011
466.00		486.00					-20.00	
		5. MFB NRTHN MULTIMGR SMALL"FOR NMMSX FD PROPERTY TYPE: SECURITIES					04/26/2010	11/17/2011
48.00		48.00						
		15. MFB NRTHN MULTIMGR MID" FOR NMMCX MI PROPERTY TYPE: SECURITIES					04/26/2010	11/17/2011
167.00		162.00					5.00	
		5. MFB NORTHN FDS SMALL CAP GROWTH FD PROPERTY TYPE: SECURITIES					12/13/2010	11/17/2011
69.00		72.00					-3.00	
		85. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					02/01/2010	11/17/2011
593.00		592.00					1.00	
		2740.68 MFB NORTHN SHORT INTERMEDIATE US PROPERTY TYPE: SECURITIES					11/17/2011	11/17/2011
28,996.00		28,903.00					93.00	
		5. PIMCO COMMODITY REALRETURN STRATEGY F PROPERTY TYPE: SECURITIES					10/05/2009	11/17/2011
39.00		38.00					1.00	
		1. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					05/10/2010	11/17/2011
170.00		118.00					52.00	

TOTAL GAIN(LOSS)		....					19,649.	
							==========	

Custom Reporting

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Asset Detail by Account

2397025 - LEVY CHARITABLE FDN, A & M

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
2,947 990	19 59	0 00	57,751 12	56,230 42	1,520.70	0 00	1,520 70
Total USD		0.00	57,751 12	56,230.42	1,520.70	0 00	1,520 70
Total Emerging Markets Region		0 00	57,751 12	56,230 42	1,520.70	0 00	1,520 70
Global Region - USD							
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407							
225.000	33 98	0 00	7,645 50	6,575 11	1,070 39	0 00	1,070 39
Total USD		0.00	7,645 50	6,575.11	1,070.39	0.00	1,070 39
Total Global Region		0 00	7,645.50	6,575.11	1,070.39	0 00	1,070.39
International Region - USD							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
9,440 860	8 73	0 00	82,418 70	83,113.50	-694 80	0 00	-694 80
Total USD		0.00	82,418.70	83,113.50	-694 80	0.00	-694.80
Total International Region		0 00	82,418 70	83,113 50	-694.80	0 00	-694 80
United States - USD							
MFB NORTHERN FUNDS MULTI MANAGER LARGE CAP FD CUSIP 665162517							
25,409 510	9 06	0 00	230,210 16	188,416 63	41,793 53	0 00	41,793.53
MFB NORTHERN FUNDS SMALL CAP CORE FUND CUSIP 665162665							
830 630	14 13	0 00	11,736 80	11,883 84	-147 04	0 00	-147 04
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
2,046 660	11 41	0 00	23,352 39	20,484 95	2,867 44	0 00	2,867 44
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
1,175 460	9 75	0 00	11,460 73	10,310 83	1,149 90	0 00	1,149 90
Total USD		0.00	276,760 08	231,096.25	45,663.83	0.00	45,663.83

◆ Asset Detail by Account

2397025 - LEVY CHARITABLE FDN, A & M

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Equity funds							
Total United States		0 00	276,760.08	231,096 25	45,663.83	0 00	45,663.83
Total equity funds		**0.00**	**424,575.40**	**377,015.28**	**47,560.12**	**0.00**	**47,560.12**
Total equity securities		**0.00**	**424,575.40**	**377,015.28**	**47,560.12**	**0.00**	**47,560.12**
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHERN FUNDS FIXED INCOME FD CUSIP 665162806							
20,422 150 *Issue Date 25 Aug 08*	10 46	0 00	213,615 68	210,105 67	3,510 01	0 00	3,510 01
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
15,224 100 *Issue Date 25 Aug 08*	6 91	0 00	105,198 53	103,548 23	1,650 30	0 00	1,650 30
Total USD		0 00	318,814 21	313,653.90	5,160.31	0 00	5,160.31
Total United States		0.00	318,814 21	313,653 90	5,160 31	0.00	5,160.31
Total corporate/government		**0.00**	**318,814.21**	**313,653.90**	**5,160.31**	**0.00**	**5,160.31**
Other bonds							
United States - USD							
MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L605							
330 000	25 29	0 00	8,345 70	8,252 77	92 93	0 00	92 93
MFC FLEXSHARES TR TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506							
330 000	25 17	0 00	8,306 10	8,213 07	93 03	0 00	93 03
Total USD		0 00	16,651 80	16,465.84	185.96	0.00	185 96
Total United States		0.00	16,651 80	16,465.84	185.96	0.00	185.96
Total other bonds		**0.00**	**16,651.80**	**16,465.84**	**185.96**	**0.00**	**185.96**

Custom Reporting

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◆ Asset Detail by Account

2397025 - LEVY CHARITABLE FDN, A & M

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	 Translation	 Total
Total fixed income securities		**0.00**	**335,466.01**	**330,119.74**	**5,346.27**	**0.00**	**5,346.27**

Real Estate

Real estate funds

Global Region - USD

MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	 Translation	 Total
1,506 020	16 50	0 00	24,849 33	22,257.99	2,591 34	0 00	2,591 34
Total USD		0.00	24,849 33	22,257.99	2,591.34	0.00	2,591.34
Total Global Region		0.00	24,849 33	22,257.99	2,591.34	0.00	2,591 34
Total real estate funds		**0.00**	**24,849.33**	**22,257.99**	**2,591.34**	**0.00**	**2,591.34**
Total real estate		**0.00**	**24,849.33**	**22,257.99**	**2,591.34**	**0.00**	**2,591.34**

Commodities

Commodities

Global Region - USD

MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	 Translation	 Total
269 000	170 13	0 00	45,764 97	32,523 58	13,241 39	0 00	13,241 39
Total USD		0 00	45,764 97	32,523 58	13,241.39	0 00	13,241 39
Total Global Region		0 00	45,764 97	32,523.58	13,241 39	0 00	13,241.39

United States - USD

MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	 Translation	 Total
919 240	7 82	0 00	7,188 45	7,817 65	-629.20	0 00	-629 20
Total USD		0 00	7,188.45	7,817 65	-629.20	0.00	-629.20
Total United States		0.00	7,188 45	7,817.65	-629.20	0.00	-629.20
Total commodities		**0.00**	**52,953.42**	**40,341.23**	**12,612.19**	**0.00**	**12,612.19**
Total commodities		**0.00**	**52,953.42**	**40,341.23**	**12,612.19**	**0.00**	**12,612.19**

Cash and Short Term Investments

Short term

Custom Reporting

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◆ Asset Detail by Account

2397025 - LEVY CHARITABLE FDN, A & M

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	0 00	9,841 70	9,841 70	0 00	0 00	0 00
Total short term - all currencies		0.00	9,841 70	9,841.70	0.00	0.00	0.00
Total short term - all countries		0 00	9,841 70	9,841.70	0 00	0 00	0 00
Total short term		**0.00**	**9,841.70**	**9,841.70**	**0.00**	**0.00**	**0.00**
Total cash and short term investments		**0.00**	**9,841.70**	**9,841.70**	**0.00**	**0.00**	**0.00**
Total 2397025		**0.00**	**847,685.86**	**779,575.94**	**68,109.92**	**0.00**	**68,109.92**
Total 2397025 **90,918.320**		**0.00**	**847,685.86**	**779,575.94**	**68,109.92**	**0.00**	**68,109.92**