



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



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

2010

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

For calendar year 2010, or tax year beginning

12/01, 2010, and ending

11/30, 2011

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

A Employer identification number

THE EUGENE APPLEBAUM FAMILY FOUNDATION

38-2782955

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

Room/suite

B Telephone number (see page 10 of the instructions)

39400 WOODWARD AVENUE

100

(248) 593-8840

City or town, state, and ZIP code

BLOOMFIELD HILLS, MI 48304

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

J Accounting method: ☒ Cash ☐ Accrual

of year (from Part II, col. (c), line

☐ Other (specify)

16) \$ 762,930.

(Part I, column (d) must be on cash basis.)

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 ☐**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)	65,414.			
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	72,844.	72,844.	72,844.	ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-20,909.			
b Gross sales price for all assets on line 6a	1,512,744.			
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)				
12 Total. Add lines 1 through 11	117,349.	72,844.	72,844.	
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) ATCH 2	7,500.	3,750.	3,750.	3,750.
c Other professional fees (attach schedule) *	29,106.	14,553.	14,553.	14,553.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	786.	393.	393.	393.
24 Total operating and administrative expenses. Add lines 13 through 23	37,392.	18,696.	18,696.	18,696.
25 Contributions, gifts, grants paid	1,557,761.			1,557,761.
26 Total expenses and disbursements. Add lines 24 and 25	1,595,153.	18,696.	18,696.	1,576,457.
27 Subtract line 26 from line 12.	-1,477,804.			
a Excess of revenue over expenses and disbursements		54,148.		
b Net investment income (if negative, enter -0-)			54,148.	
c Adjusted net income (if negative, enter -0-)				

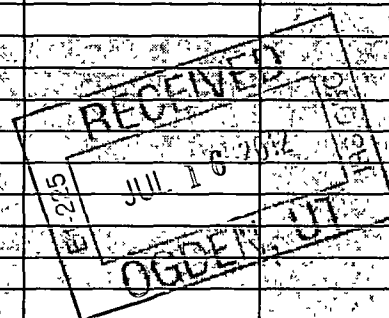
For Paperwork Reduction Act Notice, see page 30 of the instructions.

* ATCH 3 JSA

Form 990-PF (2010)

SCANNED JUL 17 2012

Operating and Administrative Expenses

16
617

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		-2,207,115.	-1,004,288.	-1,004,288.
	2	Savings and temporary cash investments		2,545,231.	1,767,218.	1,767,218.
	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				
	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)				
	c	Investments - corporate bonds (attach schedule) ATCH 5		1,902,618.	0.	0.
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
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)			2,240,734.	762,930.	762,930.
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)				0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒ X					
	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		2,240,734.	762,930.	
30	Total net assets or fund balances (see page 17 of the instructions)		2,240,734.	762,930.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		2,240,734.	762,930.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,240,734.
2	Enter amount from Part I, line 27a	2	-1,477,804.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	762,930.
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	762,930.

Form 990-PF (2010)

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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
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	-20,909.	
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	4,412,083.	4,369,681.	1.009704
2008	614,918.	6,167,121.	0.099709
2007	3,915,008.	10,931,948.	0.358125
2006	4,467,532.	9,451,503.	0.472680
2005	4,419,149.	9,796,286.	0.451105
2 Total of line 1, column (d)			2 2.391323
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 0.478265
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,741,458.
5 Multiply line 4 by line 3			5 832,878.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 541.
7 Add lines 5 and 6			7 833,419.
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 1,576,457.

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	541.
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	541.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	541.
6 Credits/Payments.			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	62,241.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	62,241.	
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	61,700.	
11 Enter the amount of line 10 to be. Credited to 2011 estimated tax ☒ 61,700. Refunded ☐	11		

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 ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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?		N/A
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) ☒ MI,		
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 2010 or the taxable year beginning in 2010 (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 ☒ ATTACHMENT 6	X	

Form 990-PF (2010)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of PAMELA A. APPLEBAUM Telephone no. 248-593-8840 Located at 39400 WOODWARD AVENUE #100, BLOOMFIELD HILLS, MI ZIP + 4 48304			
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		
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? 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	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
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? If "Yes," list the years	☐ Yes ☒ No	
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	N/A
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	N/A
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

Form 990-PF (2010)

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)? ☐ Yes ☒ No
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? ☐ Yes ☒ No
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? ☐ Yes ☒ No

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 7		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

Total number of other employees paid over \$50,000 ☐ NONE

Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,396,071.
b	Average of monthly cash balances	1b	371,907.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	1,767,978.
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	1,767,978.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	26,520.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,741,458.
6	Minimum investment return. Enter 5% of line 5	6	87,073.

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	87,073.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	541.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	541.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	86,532.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	86,532.
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	86,532.

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	1,576,457.
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	1,576,457.
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	541.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,575,916.

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				86,532.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20 08, 20 07, 20 06		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	3,938,551.			
b From 2006	4,016,240.			
c From 2007	3,372,941.			
d From 2008	307,885.			
e From 2009	4,196,613.			
f Total of lines 3a through e	15,832,230.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 1,576,457.				
a Applied to 2009, 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 2010 distributable amount				86,532.
e Remaining amount distributed out of corpus	1,489,925.			
5 Excess distributions carryover applied to 2010. (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	17,322,155.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	3,938,551.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	13,383,604.			
10 Analysis of line 9:				
a Excess from 2006	4,016,240.			
b Excess from 2007	3,372,941.			
c Excess from 2008	307,885.			
d Excess from 2009	4,196,613.			
e Excess from 2010	1,489,925.			

Form 990-PF (2010)

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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))

SEE STATEMENT

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:

N/A

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

N/A

c Any submission deadlines.

N/A

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ATTACHMENT 8				
Total			▶ 3a	1,557,761.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2010)

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

[illegible]

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here 7-13-12 President

Signature of officer or trustee		Date		Title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature		Date	Check ☐ if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶	
	Firm's address ▶				Phone no	

Schedule of Contributors

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF.

2010

Name of the organization

THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

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 $\frac{1}{3}$ % 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 THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number
38-2782955**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 30,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	PAMELA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 15,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 12,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 300.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
5	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 4,535.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
6	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 300.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number
38-2782955**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 2,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
8	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 779.	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)

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>	<u>ADJUSTED NET INCOME</u>
GOLDMAN SACHS BROKERAGE - INTEREST	105.	105.	105.
GOLDMAN SACHS TACTICAL - DIVIDENDS	15,835.	15,835.	15,835.
GOLDMAN SACHS GOV CORP FIXED - INTEREST	59,546.	59,546.	59,546.
LESS: ACCRUED INTEREST PAID	-2,642.	-2,642.	-2,642.
TOTAL	<u>72,844.</u>	<u>72,844.</u>	<u>72,844.</u>

ATTACHMENT 2FORM 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>
PRICEWATERHOUSECOOPERS - PREP	7,500.	3,750.	3,750.	3,750.
TOTALS	<u>7,500.</u>	<u>3,750.</u>	<u>3,750.</u>	<u>3,750.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL 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>
GOLDMAN SACHS	5,106.	2,553.	2,553.	2,553.
ARBOR INVESTMENT GROUP	24,000.	12,000.	12,000.	12,000.
TOTALS	<u>29,106.</u>	<u>14,553.</u>	<u>14,553.</u>	<u>14,553.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
COMERICA BANK FEES	786.	393.	393.	393.
TOTALS	786.	393.	393.	393.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS CORP FIXED INC	1,399,971.	0.	0.
GOLDMAN SACHS TACTICAL ADV	502,647.	0.	0.
TOTALS	<u>1,902,618.</u>	<u>0.</u>	<u>0.</u>

THE EUGENE APPLEBAUM FAMILY FOUNDATION

38-2782955

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 6

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	03/16/2011	30,000.
PAMELA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	05/23/2011	15,000.
PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	11/30/2011	12,000.
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	02/09/2011	300.
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	03/18/2011	4,535.
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	04/21/2011	300.
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	07/26/2011	2,500.
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	09/21/2011	779.
TOTAL CONTRIBUTION AMOUNTS		<u>65,414.</u>

THE EUGENE APPLEBAUM FAMILY FOUNDATION

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

38-2782955

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
EUGENE APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	PRESIDENT <i>PART-TIME</i>	0.	0.	0.
MARCIA APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	V. PRESIDENT <i>PART-TIME</i>	0.	0.	0.
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	SECRETARY <i>PART-TIME</i>	0.	0.	0.
PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	TREASURER <i>PART-TIME</i>	0.	0.	0.
GRAND TOTALS		0.	0.	0.

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

ATTACHMENT 8

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHED SCHEDULE

N/A

501(C)(3)

GENERAL PURPOSE GRANT

1,557,761.

TOTAL CONTRIBUTIONS PAID

1,557,761.

SCHEDULE D
(Form 1041)

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

► **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).**

2010

Name of estate or trust

THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

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 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	-208.
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 2009 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	-208.

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 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	-20,701.
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 2009 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	-20,701.

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

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-208.
14	Net long-term gain or (loss):			
a	Total for year	14a		-20,701.
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		-20,909.

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?	25	
	☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box.		
	☐ No. Enter the amount from line 23.	26	
26	Subtract line 25 from line 24.	26	
27	Are the amounts on lines 22 and 26 the same?	27	
	☐ Yes. Skip lines 27 thru 30, go to line 31.		
	☐ No. Enter the smaller of line 17 or line 22.	28	
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 2010 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 2010 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) 2010

Department of the Treasury
Internal Revenue Service

► See instructions for Schedule D (Form 1041).

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

2010

Name of estate or trust

THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

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 -208.

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

Schedule D-1 (Form 1041) 2010

JSA
QF1221 1 000

8663CN 2238 7/12/2012 11:36:10 AM V 10-8.3

PAGE 30

FEDERAL FOOTNOTES

PAGE 2 BALANCE SHEET COLUMN C

THIS FOUNDATION HOLDS THE REMAINDER INTEREST IN THE EUGENE APPLEBAUM
CHARITABLE REMAINDER TRUST EIN: 38-3228858

EUGENE APPLEBAUM FAMILY FDN C88085144
From 01-Dec-2010 To 30-Nov-2011

Realized Gains/Losses
Base Currency : USD

Gain Type	Gains	Losses	Total
Short-Term	0.00	-768.37	-768.37
Long-Term	1,380.49	-29,659.42	-28,278.93
Total Realized Gains/Losses:	1,380.49	-30,427.79	-29,047.30

Realized Gains/Losses for Acct Number - 020-53761-9 , APPLEBAUM EUGENE FAM FDN TACTI

Symbol	Description	Trade Date	Date Sold / Covered	Qty	Days Held	Gain Type	Cost (Base)	Proceeds (Base)	Gain/Loss (Base)	Acct Name
Subtotal										
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	31-Mar-2011	30-Nov-2011	138.661	244	Short-Term	1,392.160	491,344.86	-27,228.60	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	29-Apr-2011	30-Nov-2011	122.865	215	Short-Term	1,240.940	1,169.68	-71.27	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	30-Jun-2011	30-Nov-2011	150.546	153	Short-Term	1,499.440	1,433.20	-66.24	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	29-Jul-2011	30-Nov-2011	175.899	124	Short-Term	1,762.510	1,674.58	-87.95	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	31-Aug-2011	30-Nov-2011	156.465	91	Short-Term	1,531.790	1,489.55	-42.24	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	31-Oct-2011	30-Nov-2011	111.908	30	Short-Term	1,082.150	1,065.36	-16.79	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	14-Sep-2010	30-Nov-2011	49,751.244	442	Long-Term	500,000.000	473,631.84	-26,368.16	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	30-Sep-2010	30-Nov-2011	81.882	426	Long-Term	824.550	779.52	-45.03	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	15-Dec-2010	30-Nov-2011	55.792	350	Short-Term	560.150	531.14	-29.01	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	31-Dec-2010	30-Nov-2011	107.067	334	Short-Term	1,079.240	1,019.28	-59.96	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	30-Nov-2010	30-Nov-2011	103.646	365	Short-Term	1,050.870	986.71	-64.26	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	15-Dec-2010	30-Nov-2011	40.848	350	Short-Term	410.110	388.87	-21.24	APPLEBAUM EUGENE FAM FDN TACTI

Symbol	Description	Trade Date	Date Sold / Covered	Qty	Days Held	Gain Type	Cost (Base)	Proceeds (Base)	Gain/Loss (Base)	Acct Name
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	28-Oct-2010	30-Nov-2011	76.325	397	Long-Term	771.650	726.61	-45.04	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	31-May-2011	30-Nov-2011	138.907	183	Short-Term	1,402.960	1,322.40	-80.57	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	30-Sep-2011	30-Nov-2011	164.495	61	Short-Term	1,570.930	1,565.99	-4.94	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	31-Jan-2011	30-Nov-2011	117.162	303	Short-Term	1,189.190	1,115.38	-73.81	APPLEBAUM EUGENE FAM FDN TACTI
GSZAX	GS STRATEGIC INCOME FUND CLASS A SHARES	28-Feb-2011	30-Nov-2011	118.143	275	Short-Term	1,202.700	1,124.72	-77.98	APPLEBAUM EUGENE FAM FDN TACTI
Subtotal								491,344.86	-27,226.60	

Realized Gains/Losses for Acct Number - 020-53829-4, APPLEBAUM EUGENE FAM FDN TX FI

Symbol	Description	Trade Date	Date Sold / Covered	Qty	Days Held	Gain Type	Cost (Base)	Proceeds (Base)	Gain/Loss (Base)	Acct Name
Subtotal								1,013,260.50	-1,820.70	
3JZXQ4	TD AMERITRADE HOLDING CORP 2.95% 12/01/2012 M-W+25.00BP	05-Oct-2010	15-Nov-2011	125.000	406	Long-Term	126,782.010	127,125.00	342.99	APPLEBAUM EUGENE FAM FDN TX FI
3GOMG8	DR PEPPER SNAPPLE GROUP 2.35% 12/21/2012 M-W+20.00BP	03-Nov-2010	15-Nov-2011	150.000	377	Long-Term	152,567.770	152,265.00	-302.77	APPLEBAUM EUGENE FAM FDN TX FI
2EBPB3	WASTE MANAGEMENT, INC. CPN 6.3750 11/15/2012 M-W+35.00BP	03-Nov-2010	15-Nov-2011	100.000	377	Long-Term	105,096.680	104,518.00	-578.68	APPLEBAUM EUGENE FAM FDN TX FI
3JFRW2	MORGAN STANLEY MTN 5.25% 11/02/2012 SER F SR LIEN	07-Oct-2010	15-Nov-2011	125.000	404	Long-Term	129,419.740	127,100.00	-2,319.74	APPLEBAUM EUGENE FAM FDN TX FI
USCORP	CANADIAN NATIONAL RAILWAY CO 6.375000 10/15/2011	05-Aug-2009	13-Oct-2011	250.000	799	Long-Term	250,059.140	250,625.00	565.86	APPLEBAUM EUGENE FAM FDN TX FI
64UJB3	AT&T CORP STEP UP 11/15/2011 SER B SR LIEN M-W+40.00BP 7.3% 05/15/06-11/15/11	24-Jul-2009	11-Oct-2011	250.000	808	Long-Term	251,155.860	251,627.50	471.64	APPLEBAUM EUGENE FAM FDN TX FI

Symbol	Description	Trade Date	Date Sold / Covered	Qty	Days Held	Gain Type	Cost (Base)	Proceeds (Base)	Gain/Loss (Base)	Acct Name
Subtotal								1,013,260.50	-1,820.70	
TOTAL								1,504,605.36	-29,047.30	

Eugene Applebaum Family Foundation

Contributions for year ending 11/30/11

Foundation Fund

American Friends of Israel Museum	500 Fifth Ave. Ste. 2540 New York, NY 10110	Unrelated	Sec. 501(c)(3)	Education & Research	50
American Friends of Israel Museum	500 Fifth Ave. Ste. 2540 New York, NY 10110	Unrelated	Sec. 501(c)(3)	Education & Research	10,000
American Friends of Israel Museum	500 Fifth Ave. Ste. 2540 New York, NY 10110	Unrelated	Sec. 501(c)(3)	Education & Research	100,000
American Friends of Reuth	545 Madison Ave. 6th FL New York, NY 10022	Unrelated	Sec. 501(c)(3)	Education & Research	1,000
American Friends of The Hebrew University	500 N. Michigan Ave , Ste 1530 Chicago, IL 60611	Unrelated	Sec. 501(c)(3)	Education & Research	1,000
American Jewish Committee	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec. 501(c)(3)	Education & Research	1,500
Barbara Ann Karmanos Cancer Institute	110 E. Warren Ave. Detroit, MI 48201	Unrelated	Sec. 501(c)(3)	Education & Research	20,000
Birthright Israel Foundation	33 E 33rd St, 7th Floor New York, NY 10016	Unrelated	Sec. 501(c)(3)	Education & Research	50,000
Capuchin Soup Kitchen-SOCK	1840 Mt. Elliott Detroit, MI 48207	Unrelated	Sec. 501(c)(3)	Education & Research	500
CCFA	31313 Northwestern Hwy, #204 Farmington Hills, MI 48334	Unrelated	Sec. 501(c)(3)	Education & Research	250
College for Creative Studies	201 E. Kirby Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	350
College for Creative Studies	201 E. Kirby Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	15,000

Congregation Shaarey Zedek	27375 Bell Rd. Southfield, MI 48037	Unrelated	Sec. 501(c)(3)	Education & Research	50
Congregation Shaarey Zedek	27375 Bell Rd. Southfield, MI 48037	Unrelated	Sec. 501(c)(3)	Education & Research	100
Cornerstone School Partnership	6861 E Nevada Detroit, MI 48234	Unrelated	Sec. 501(c)(3)	Education & Research	2,500
Cranbrook Schools and Academy	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec. 501(c)(3)	Education & Research	100
Cranbrook Schools and Academy	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec. 501(c)(3)	Education & Research	5,000
Cranbrook Schools and Academy	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec. 501(c)(3)	Education & Research	25,000
Crohn's & Colitis Foundation	31313 Northwestern Hwy, #204 Farmington Hills, MI 48334	Unrelated	Sec. 501(c)(3)	Education & Research	250
Crohn's & Colitis Foundation	31313 Northwestern Hwy, #204 Farmington Hills, MI 48334	Unrelated	Sec. 501(c)(3)	Education & Research	20
David Horodoker Organization	6953 Candlewood Trail W. Bloomfield, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	25
David Horodoker Organization	6953 Candlewood Trail W. Bloomfield, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	565
Detroit Catholic Central High	27225 Wixom Road Novi, MI 48374	Unrelated	Sec. 501(c)(3)	Education & Research	25
Detroit Historical Society	5401 Woodward Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	20,000
Detroit Institute Of Arts	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	500
Detroit Public TV	1 Clover Court Wixom, MI 48393-3900	Unrelated	Sec. 501(c)(3)	Education & Research	500

Detroit Public TV	1 Clover Court Wixom, MI 48393-3900	Unrelated	Sec. 501(c)(3)	Education & Research	10,000
Detroit Science Center	5020 John R Street Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	500
Detroit Symphony Orchestra	3711 Woodward Ave. Detroit, MI 48201	Unrelated	Sec. 501(c)(3)	Education & Research	25,000
Detroit Symphony Orchestra	3711 Woodward Ave Detroit, MI 48201	Unrelated	Sec. 501(c)(3)	Education & Research	70,000
Detroit Zoological Society	8450 W Ten Mile Road Royal Oak, MI 48067	Unrelated	Sec. 501(c)(3)	Education & Research	1,200
Detroit Zoological Society	8450 W Ten Mile Road Royal Oak, MI 48067	Unrelated	Sec. 501(c)(3)	Education & Research	2,500
Epilepsy Foundation GLA	5777 W Century Blvd., Ste 820 Los Angeles, CA 90045	Unrelated	Sec. 501(c)(3)	Education & Research	100
Ferris State University COP	1201 S. State Street Big Rapids, MI 49307	Unrelated	Sec. 501(c)(3)	Education & Research	500
Fleischman Residence Activities	6760 West Maple Road West Bloomfield, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	20
Friends of Belle Isle/Belle Isle Conservancy	8109 East Jefferson Detroit, MI 48214	Unrelated	Sec. 501(c)(3)	Education & Research	100
Hebrew Charter School Center	6 East 39th Street, 10th Floor New York, NY 10016	Unrelated	Sec. 501(c)(3)	Education & Research	1,000
Hebrew Free Loan	131 Stuart Street, Ste. 520 San Francisco, CA 94105	Unrelated	Sec. 501(c)(3)	Education & Research	25
Hermelin Brain Tumor Center - Henry Ford Hosp	2779 W Grand Blvd. Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	100
Hillcrest Jewish Center	183-02 Union Turnpike Flushing, NY 11366	Unrelated	Sec. 501(c)(3)	Education & Research	100

Hillel of Metro Detroit	5221 Gullen Mall #667 Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	3,000
Holocaust Memorial Center	28123 Orchard Lake Rd. Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	250
Holocaust Memorial Center	28123 Orchard Lake Rd. Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	360
Hospice of Michigan	43097 Woodward, Ste. 102 Bloomfield Hills, MI 48302	Unrelated	Sec 501(c)(3)	Education & Research	1,000
Ilitch Charities	2211 Woodward Ave Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	250
Janice Charach Gallery	6600 W. Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	1,000
JARC	30301 Northwestern Hwy, Ste. 100 Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	20,000
Jerusalem Foundation, Inc	420 Lexington Ave, Ste. 1645 New York, NY 10170	Unrelated	Sec 501(c)(3)	Education & Research	500
Jewish Comm. Center of Metro D	6760 West Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	200
Jewish Community Center	6760 West Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	25,000
Jewish Federation of Metro Det	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	25
Jewish Federation of Metro Det	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	166,667
Jewish Federation of Metro Det	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	300,000
Jewish Federation of Palm Beach	4601 Community Drive West Palm Beach, FL 33417	Unrelated	Sec 501(c)(3)	Education & Research	20,000

Jewish Hospice & Chaplincy Net	6555 W Maple Road W Bloomfield Township, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	50
Jewish Hospice & Chaplincy Net	6555 W Maple Road W Bloomfield Township, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	50
Jewish Hospice & Chaplincy Net	6555 W Maple Road W Bloomfield Township, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	25
Jewish Senior Life	6600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	250
Kadima Center	15999 W Twelve Mile Road Southfield, MI 48076	Unrelated	Sec. 501(c)(3)	Education & Research	5,000
Karmanos Cancer Institute	110 E. Warren Ave. Detroit, MI 48201	Unrelated	Sec. 501(c)(3)	Education & Research	1,000
Karmanos Cancer Institute	110 E. Warren Ave. Detroit, MI 48201	Unrelated	Sec. 501(c)(3)	Education & Research	1,000
Make a Wish Found/South Florida	4491 S. State Road 7, Ste 201 Ft. Lauderdale, FL 33314	Unrelated	Sec. 501(c)(3)	Education & Research	175
Mandell and Madeleine Berman Theatre	6600 W. Maple Road West Bloomfield, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	5,000
Mayo Foundation	200 First Street SW Rochester, MN 55905	Unrelated	Sec. 501(c)(3)	Education & Research	60,000
Mazon	10495 Santa Monica Blvd. Ste 100 Los Angeles, CA 90025	Unrelated	Sec. 501(c)(3)	Education & Research	700
Mesivta of Toledo	4200 Walnut Lake Road West Bloomfield, MI 48323	Unrelated	Sec. 501(c)(3)	Education & Research	613
Michigan Jewish Sports Foundat	2000 E. Oakley Park Road, #1-4 Commerce Twp., MI 48390	Unrelated	Sec. 501(c)(3)	Education & Research	250
Michigan Opera Theatre	1526 Broadway Detroit, MI 48226	Unrelated	Sec. 501(c)(3)	Education & Research	150

Michigan Opera Theatre	1526 Broadway Detroit, MI 48226	Unrelated	Sec. 501(c)(3)	Education & Research	500
Michigan Region BBYO	6600 W. Maple Road West Bloomfield, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	360
MS Bike 2011	21311 Civic Center Drive Southfield, MI 48076	Unrelated	Sec. 501(c)(3)	Education & Research	100
Myelin Repair Foundation	18809 Cox Avenue, Ste 190 Saratoga, CA 95070	Unrelated	Sec. 501(c)(3)	Education & Research	10,000
Nancy Davis Found for MS	1801 Avenue of the Stars, Ste. 1400 Los Angeles, CA 90067	Unrelated	Sec. 501(c)(3)	Education & Research	2,000
National Museum of Am. Jew. History	101 South Independence Mall East Philadelphia, PA 19106	Unrelated	Sec. 501(c)(3)	Education & Research	100
National Museum of Am. Jew. History	101 South Independence Mall East Philadelphia, PA 19106	Unrelated	Sec. 501(c)(3)	Education & Research	10,000
Old Newsboy's Goodfellow Fund	PO Box 44444 Detroit, MI 48244	Unrelated	Sec. 501(c)(3)	Education & Research	1,000
ORT America Michigan Region	6735 Telegraph Bloomfield Hills, MI 48301	Unrelated	Sec. 501(c)(3)	Education & Research	100
Palm Beach Civic Association	139 N County Rd, Ste 33 Palm Beach, FL 33480	Unrelated	Sec. 501(c)(3)	Education & Research	500
Palm Beach Civic Association	139 N County Rd, Ste 33 Palm Beach, FL 33480	Unrelated	Sec. 501(c)(3)	Education & Research	500
Palm Beach Civic Association	139 N County Rd, Ste 33 Palm Beach, FL 33480	Unrelated	Sec. 501(c)(3)	Education & Research	(500)
Palm Beach Country Club Founda	760 N. Ocean Boulevard Palm Beach, FL 33480	Unrelated	Sec. 501(c)(3)	Education & Research	1,000
Palm Beach Country Club Founda	760 N. Ocean Boulevard Palm Beach, FL 33480	Unrelated	Sec. 501(c)(3)	Education & Research	1,000

Pancreatic Cancer Action Network	1500 Rosecrans Ave., Ste 200 Manhattan Beach, CA 90266	Unrelated	Sec 501(c)(3)	Education & Research	25
Raymond F. Kravis Center	701 Okeechobee Blvd West Palm Beach, FL 33401	Unrelated	Sec 501(c)(3)	Education & Research	10,000
Richard & Renda Hertz Gift	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	25
American Com for Shaare Zedek Medical Center	55 West 39 St, 4th Floor New York, NY 10018	Unrelated	Sec 501(c)(3)	Education & Research	25
American Com for Shaare Zedek Medical Center	55 West 39 St, 4th Floor New York, NY 10018	Unrelated	Sec 501(c)(3)	Education & Research	100
Single Jewish Parent Network	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	25
Sky Foundation Inc.	33 Bloomfield Hills Parkway, Ste 130 Bloomfield Hills, MI 48304	Unrelated	Sec 501(c)(3)	Education & Research	25
St. Jude Children's Hospital	262 Danny Thomas Place Memphis, TN 38105	Unrelated	Sec 501(c)(3)	Education & Research	25
Tamarack Camps	6735 Telegraph Ste. 310 Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	500
Tamarack Camps	6735 Telegraph Ste. 310 Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	500
Temple Israel	5725 Walnut Lake Road West Bloomfield Township, MI 48323	Unrelated	Sec 501(c)(3)	Education & Research	50
The Jewish Fed. of Greater Ind	6705 Hoover Road Indianapolis, IN 46260	Unrelated	Sec 501(c)(3)	Education & Research	100
The Matthew Bittker Foundation	6960 Orchard Lake Road, Ste 303 West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	250
The Perlman Music Program	19 West 69th Street, Ste 304 New York, NY 10023	Unrelated	Sec 501(c)(3)	Education & Research	1,000

The Town School	540 E 76th St New York, NY 10021	Unrelated	Sec. 501(c)(3)	Education & Research	20,000
United Jewish Foundation	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec. 501(c)(3)	Education & Research	100
United States Holocaust Memorial	100 Raoul Wallenberg Place, SW Washington, DC 20024	Unrelated	Sec. 501(c)(3)	Education & Research	365
United States Holocaust Memorial	100 Raoul Wallenberg Place, SW Washington, DC 20024	Unrelated	Sec. 501(c)(3)	Education & Research	(365)
United States Holocaust Memorial	100 Raoul Wallenberg Place, SW Washington, DC 20024	Unrelated	Sec. 501(c)(3)	Education & Research	365
University of Michigan	9000 Wolverine Tower Ann Arbor, MI 48109	Unrelated	Sec. 501(c)(3)	Education & Research	150,000
University of Michigan Hillel	1429 Hill Street Ann Arbor, MI 48104	Unrelated	Sec. 501(c)(3)	Education & Research	25
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	30,000
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	100
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	250
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	150,000
Woodward Avenue Shul	25595 Woodward Royal Oak, MI 48067	Unrelated	Sec. 501(c)(3)	Education & Research	500
Yad Ezra	2850 W. 11 Mile Berkley, MI 48072	Unrelated	Sec. 501(c)(3)	Education & Research	7,000
Yad Ezra	2850 W. 11 Mile Berkley, MI 48072	Unrelated	Sec. 501(c)(3)	Education & Research	5,000

Yad Ezra	2850 W. 11 Mile Berkley, MI 48072	Unrelated	Sec 501(c)(3)	Education & Research	100
Yeshiva Beth Yehudah	15751 West Lincoln Dr. Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	10,000
Yeshiva Beth Yehudah	15751 West Lincoln Dr Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	25,000
ZERO-The Project to End Prostate Cancer	10 G Street NE, Ste 601 Washington, DC 20002	Unrelated	Sec 501(c)(3)	Education & Research	10,000
ZOA Michigan Region	6735 Telegraph Road Bloomfield Hills, MI 48301	Unrelated	Sec. 501(c)(3)	Education & Research	1,200
					1,426,895
<u>Marcia Applebaum Fund</u>					
<u>Lisa Applebaum Fund</u>					
92nd Street Y	1395 Lexington Manhattan, NY 10128	Unrelated	Sec 501(c)(3)	Education & Research	4,535
92nd Street Y	1395 Lexington Manhattan, NY 10128	Unrelated	Sec. 501(c)(3)	Education & Research	2,500
Crohn's & Colitis Foundation	31313 Northwestern Hwy, #204 Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	400
					7,435

Pamela Applebaum Fund

National Kidney Foundation	1169 Oak Valley Dr. Ann Arbor, MI 48108	Unrelated	Sec. 501(c)(3)	Education & Research	20
Michigan Region BBYO	6500 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	360
Beaumont Foundation	3711 W. 13 Mile Rd. Royal Oak, MI 48073	Unrelated	Sec. 501(c)(3)	Education & Research	5,000
Beaumont Foundation	3711 W. 13 Mile Rd. Royal Oak, MI 48073	Unrelated	Sec. 501(c)(3)	Education & Research	50
Carehouse of Oakland County	44765 Woodward Pontiac, MI 48341	Unrelated	Sec. 501(c)(3)	Education & Research	50
Children's Miracle Network	3711 W. 13 Mile Rd. Royal Oak, MI 48073	Unrelated	Sec. 501(c)(3)	Education & Research	40
Congregation Shaarey Zedek	27375 Bell Rd. Southfield, MI 48037	Unrelated	Sec. 501(c)(3)	Education & Research	250
Congregation Shaarey Zedek	27375 Bell Rd Southfield, MI 48037	Unrelated	Sec. 501(c)(3)	Education & Research	25
Congregation Shaarey Zedek	27375 Bell Rd. Southfield, MI 48037	Unrelated	Sec. 501(c)(3)	Education & Research	50
Cranbrook Schools and Academy	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec. 501(c)(3)	Education & Research	25
Cranbrook Schools and Academy	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec. 501(c)(3)	Education & Research	100,000
Detroit Institute Of Arts	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec. 501(c)(3)	Education & Research	25
Hillel Day School	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec. 501(c)(3)	Education & Research	2,000

JARC	30301 Northwestern Hwy, Ste. 100 Farmington Hills, MI 48334	Unrelated	Sec. 501(c)(3)	Education & Research	25
Jewish Federation of Metro Det	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec. 501(c)(3)	Education & Research	15,000
Jewish Hospice & Chaplincy Net	6555 W Maple Road W Bloomfield Township, MI 48322	Unrelated	Sec. 501(c)(3)	Education & Research	25
ORT America Michigan Region	6735 Telegraph Bloomfield Hills, MI 48301	Unrelated	Sec. 501(c)(3)	Education & Research	25
Racquet Up Detroit	PO Box 11404 Detroit, MI 48211	Unrelated	Sec. 501(c)(3)	Education & Research	100
Sisterhood Congregation Zedek	27375 Bell Rd. Southfield, MI 48037	Unrelated	Sec. 501(c)(3)	Education & Research	136
Sisterhood Congregation Zedek	27375 Bell Rd. Southfield, MI 48037	Unrelated	Sec. 501(c)(3)	Education & Research	25
Team Traison-JDRF	26 Broadway New York, NY 10004	Unrelated	Sec. 501(c)(3)	Education & Research	150
Yad Ezra	2850 W. 11 Mile Berkley, MI 48072	Unrelated	Sec. 501(c)(3)	Education & Research	25
Yad Ezra	2850 W 11 Mile Berkley, MI 48072	Unrelated	Sec. 501(c)(3)	Education & Research	25
GRAND TOTAL ALL CONTRIBUTIONS					123,431
					1,557,761

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)	
410.		COMERICA CLASS ACTION PROCEEDS PROPERTY TYPE: SECURITIES				P	VARIOUS 410.	12/10/2010
6,467.		COMERICA CLASS ACTION PROCEEDS PROPERTY TYPE: SECURITIES				P	VARIOUS 6,467.	4/11/2011
291.		COMERICA CLASS ACTION PROCEEDS PROPERTY TYPE: SECURITIES				P	VARIOUS 291.	9/30/2011
16,207.		GOLDMAN SACHS TACTICAL - SHORT-TERM - SE PROPERTY TYPE: SECURITIES 16,975.				P	VARIOUS -768.	VARIOUS
475,138.		GOLDMAN SACHS TACTICAL - LONG TERM - SEE PROPERTY TYPE: SECURITIES 501,596.				P	VARIOUS -26,458.	VARIOUS
1,013,261.		GOLDMAN SACHS CORP FIXED INCOME - LONG T PROPERTY TYPE: SECURITIES 1,015,082.				P	VARIOUS -1,821.	VARIOUS
560.		GOLDMAN SACHS - SHORT-TERM CAPITAL GAIN PROPERTY TYPE: SECURITIES					VARIOUS 560.	VARIOUS
410.		GOLDMAN SACHS - LONG-TERM CAPITAL GAIN					VARIOUS 410.	VARIOUS
TOTAL GAIN (LOSS)							<u>-20,909.</u>	

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐**All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.**

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization		Employer identification number
	The Eugene Applebaum Family Foundation		38-2782955
	Number, street, and room or suite number. If a P.O. box, see instructions.		
	39400 Woodward, Ste. 100		
	City, town, or post office, state, and ZIP code. For a foreign address, see instructions.		
	Bloomfield Hills		MI 48304

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Gilbert C. Gerhard

Telephone No. ► (248) 593-8844 FAX No. ► (248) 203-6950

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until Jul 16, 20 12, to file the exempt organization return for the organization named above.

The extension is for the organization's return for:

- ☐ calendar year 20 or
- ☒ tax year beginning Dec 1, 20 10, and ending Nov 30, 20 11.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	62,241.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**BAA For Paperwork Reduction Act Notice, see Instructions.**

Form 8868 (Rev. 1-2011)