



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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation JUNE ROCKWELL LEVY FOUNDATION INCORPORATED		A Employer identification number 04-6074284
Number and street (or P.O. box number if mail is not delivered to street address) 20 OAK STREET	Room/suite	B Telephone number 978-927-0088
City or town, state, and ZIP code BEVERLY FARMS, MA 01915		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 23,093,218.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(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				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		60,158.	60,158.		STATEMENT 1
4 Dividends and interest from securities		454,275.	454,275.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		834,678.			
b Gross sales price for all assets on line 6a 10,757,900.					
7 Capital gain net income (from Part IV, line 2)			834,678.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<226,577.>	<86,517.>		STATEMENT 3
12 Total. Add lines 1 through 11		1,122,534.	1,262,594.		
13 Compensation of officers, directors, trustees, etc.		40,800.	15,000.		25,800.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		7,555.	3,778.		3,777.
b Accounting fees STMT 5		9,500.	5,500.		4,000.
c Other professional fees STMT 6		105,669.	99,232.		6,437.
17 Interest					
18 Taxes STMT 7		16,995.	30.		0.
19 Depreciation and depletion					
20 Occupancy		6,998.	3,498.		3,500.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		4,118.	2,000.		2,118.
24 Total operating and administrative expenses. Add lines 13 through 23		191,635.	129,038.		45,632.
25 Contributions, gifts, grants paid		1,223,925.			1,223,925.
26 Total expenses and disbursements. Add lines 24 and 25		1,415,560.	129,038.		1,269,557.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<293,026.>			
b Net investment income (if negative, enter -0-)			1,133,556.		
c Adjusted net income (if negative, enter -0-)				N/A	

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

Form 990-PF (2011)

04-6074284

Page 2

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	686,471.	1,040,506.	1,040,506.
	2 Savings and temporary cash investments	96,457.		
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	1,926,240.	0.	0.
	b Investments - corporate stock STMT 10	3,724,476.	3,422,603.	4,163,399.
	c Investments - corporate bonds STMT 11	399,696.	197,054.	206,842.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	15,214,410.	17,447,786.	17,682,471.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	22,047,750.	22,107,949.	23,093,218.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	22,047,750.	22,107,949.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	22,047,750.	22,107,949.		
31 Total liabilities and net assets/fund balances	22,047,750.	22,107,949.		

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	22,047,750.
2 Enter amount from Part I, line 27a	2	<293,026.>
3 Other increases not included in line 2 (itemize) ▶ PARTNERSHIP TIMING DIFFERENCES	3	353,225.
4 Add lines 1, 2, and 3	4	22,107,949.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,107,949.

Form 990-PF (2011)

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

Form 990-PF (2011)

04-6074284 Page 3

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 FIDUCIARY TRUST - AVAILABLE UPON REQUEST			
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 10,757,900.			834,678.
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			834,678.
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	834,678.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,190,697.	23,281,564.	.051143
2009	1,086,700.	21,177,670.	.051313
2008	1,363,117.	26,702,692.	.051048
2007	1,566,068.	30,124,467.	.051987
2006	1,403,046.	27,692,271.	.050666

2 Total of line 1, column (d)	2	.256157
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	.051231
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	24,204,890.
5 Multiply line 4 by line 3	5	1,240,041.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,336.
7 Add lines 5 and 6	7	1,251,377.
8 Enter qualifying distributions from Part XII, line 4	8	1,269,557.

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.

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

Form 990-PF (2011)

04-6074284 Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	11,336.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	11,336.
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	11,336.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	11,955.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	11,955.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	17.	
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	602.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 0. Refunded ☒	11	602.	

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 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?		
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 instructions) ☐ MA, CT		
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2011)

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

Form 990-PF (2011)

04-6074284

Page 5

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 instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JONATHAN B. LORING, PRESIDENT Telephone no. ► 978-927-0088 Located at ► 20 OAK STREET, BEVERLY FARMS, MA ZIP+4 ► 01915			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, 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 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 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 2011) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Form 990-PF (2011)

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

Form 990-PF (2011)

04-6074284

Page **6**

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A
▶ ☐

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		40,800.	0.	0.

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

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

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

▶ **0**

Form **990-PF** (2011)

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

Form 990-PF (2011)

04-6074284 Page **8**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	23,621,225.
b	Average of monthly cash balances	1b	952,267.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	24,573,492.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	24,573,492.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	368,602.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,204,890.
6	Minimum investment return. Enter 5% of line 5	6	1,210,245.

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

1	Minimum investment return from Part X, line 6	1	1,210,245.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	11,336.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,336.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,198,909.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,198,909.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,198,909.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,269,557.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,269,557.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	11,336.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,258,221.

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

Form **990-PF** (2011)

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

Form 990-PF (2011)

04-6074284 Page **9**

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,198,909.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007	181,747.			
c From 2008	38,816.			
d From 2009	36,548.			
e From 2010	54,724.			
f Total of lines 3a through e	311,835.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	1,269,557.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,198,909.
e Remaining amount distributed out of corpus	70,648.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	382,483.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	382,483.			
10 Analysis of line 9:				
a Excess from 2007	181,747.			
b Excess from 2008	38,816.			
c Excess from 2009	36,548.			
d Excess from 2010	54,724.			
e Excess from 2011	70,648.			

Page 10

N/A

- ▶

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

10

JUNE ROCKWELL LEVY FOUNDATION

Form 990-PF (2011)

INCORPORATED

04-6074284 Page 11

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				
ADOPTION RHODE ISLAND 2 BRADFORD STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
AIDS PROJECT, RHODE ISLAND, INC 404 WICKENDEN STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	MEDICAL	5,000.
ALLIANCE FRANCAISE DE PROVIDENCE 928 SMITH STREET PROVIDENCE, RI 02908	NONE	PUBLIC CHARITY	LITERARY/ARTS	3,000.
ANCIENT & HORRIBLES PARADE 1145 PUTNAM PIKE CHEPACHET, RI 02814	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
ARC OF BLACKSTONE VALLEY 115 MANTON STREET PAWTUCKET, RI 02861	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total			SEE CONTINUATION SHEET(S)	1,223,925.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2011)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	60,158.		
4 Dividends and interest from securities			14	454,275.		
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			14	<86,517.>		
8 Gain or (loss) from sales of assets other than inventory			18	834,678.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a LP FLOW-THROUGH UBIT	900099	<140,060.>				
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		<140,060.>		1,262,594.		0.
13 Total. Add line 12, columns (b), (d), and (e)						1,122,534.

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

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

[illegible]

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
AS220 115 EMPIRE STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	LITERARY/ARTS	10,000.
BETWEEN THE CRACKS PO BOX 468 HARRISVILLE, RI 02830	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
BLACKSTONE ACADEMY CHARTER SCHOOL 334 PLEASANT STREET PAWTUCKET, RI 02860	NONE	PUBLIC CHARITY	EDUCATIONAL	3,000.
BLACKSTONE VALLEY ADVOCACY CENTER P.O. BOX 5643 PAWTUCKET, RI 02862	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
BOSTON SYMPHONY ORCHESTRA, INC. SYMPHONY HALL BOSTON, MA 02115	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
BOYS & GIRLS CLUB OF PROVIDENCE 1 CAMP DAVIS ROAD CHARLESTOWN, RI 02813	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
BOYS & GIRLS CLUB OF WOONSOCKET 72 KENDRICK AVENUE WOONSOCKET, RI 02895	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
BOYS SCOUTS OF AMERICA - NARRAGANSETT COUNCIL 10 RISHO AVENUE EAST PROVIDENCE, RI 02914	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
BRADLEY HOSPITAL FOUNDATION 1011 VETERANS MEMORIAL PARK RIVERSIDE, RI 02915	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
BROWN UNIVERSITY PO BOX 1877 PROVIDENCE, RI 02912	NONE	PUBLIC CHARITY	EDUCATIONAL	75,000.
Total from continuation sheets				1,195,925.

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BURRILLVILLE HIGH SCHOOL 425 EAST AVENUE HARRISVILLE, RI 02830	NONE	PUBLIC CHARITY	EDUCATIONAL	2,000.
BURRILLVILLE HISTORICAL & PRESERVATION SOCIETY 16 LAUREL HILL AVENUE PASCOAG, RI 02859	NONE	PUBLIC CHARITY	EDUCATIONAL	1,700.
BURRILLVILLE, TOWN OF 105 HARRISVILLE MAIN STREET HARRISVILLE, RI 02830	NONE	PUBLIC CHARITY	EDUCATIONAL	90,000.
CAMP RUGGLES 113 STONE DAM ROAD NORTH SCITUATE, RI 02857	NONE	PUBLIC CHARITY	SCHOLARSHIPS	20,000.
CENTER FOR WOMEN & ENTERPRISE 132 GEORGE M. COHAN BLVD, 2ND FL PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
CHILDHOOD LEAD ACTION PROJECT 421 ELMWOOD AVENUE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
CITY YEAR RHODE ISLAND 77 EDDY STREET, 2ND FLOOR PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
COMMON CAUSE-RI EDUCATION FUND 245 WATERMAN STREET SUITE 400A PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	EDUCATIONAL	8,000.
COMMUNITY MUSIC WORKS 1392 WESTMINSTER STREET PROVIDENCE, RI 02909	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
COMMUNITY PREPARATORY SCHOOL 126 SOMERSET STREET PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	EDUCATIONAL	20,000.
Total from continuation sheets				

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

• 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
CROSSROADS 160 BROAD STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
DAY ONE 100 MEDWAY ST PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	7,500.
DENTAL LIFELINE NETWORK RI 875 CENTERVILLE COMMONS, BUILDING 4, SUITE 12 WARWICK, RI 02886	NONE	PUBLIC CHARITY	MEDICAL	5,000.
DORCAS PLACE 220 ELMWOOD AVENUE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
EDUCATION IN ACTION 321 HARBOURSIDE BOULEVARD PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000.
ELIZABETH BUFFUM CHACE HOUSE PO BOX 9476 WARWICK, RI 02889	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
EVERETT DANCE THEATRE/CARRIAGE HOUSE 9 DUNCAN AVENUE PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	LITERARY/ARTS	2,500.
FAMILY SERVICE OF RHODE ISLAND P.O. BOX 6688 PROVIDENCE, RI 02940	NONE	PUBLIC CHARITY	CAPITAL IMPROVEMENTS	10,000.
FARM FRESH RHODE ISLAND 1005 MAIN STREET, #1120 PAWTUCKET, RI 02860	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
FESTIVAL BALLET PROVIDENCE 825 HOPE STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
Total from continuation sheets				

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FIRST WORKS PROVIDENCE 270 WESTMINSTER ST PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
FURNITURE BANK OF RHODE ISLAND 20 RIVER AVENUE PROVIDENCE, RI 02908	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
GIRL SCOUTS OF RHODE ISLAND, INC. 125 CHARLES STREET PROVIDENCE, RI 02904	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
GLOCESTER MANTON FREE PUBLIC LIBRARY 1137 PUTNAM PIKE CHEPACHET, RI 02814	NONE	PUBLIC CHARITY	LITERARY/ARTS LITERARY/ARTS	5,000.
GOODWILL INDUSTRIES OF RHODE ISLAND 100 HOUGHTON STREET PROVIDENCE, RI 02904	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
HALLWORTH HOUSE 66 BENEFIT STREET PROVIDENCE, RI 02904	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
HAMILTON HOUSE 276 ANGELL STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	OPERATING SUPPORT	9,500.
HOME AND HOSPICE CARE OF RHODE ISLAND, INC. 169 GEORGE STREET PAWTUCKET, RI 02860	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
HOMEFRONT HEALTH CARE 725 BRANCH AVENUE PROVIDENCE, RI 02904	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
IN-SIGHT 45 JEFFERSON BLVD WARWICK, RI 02888	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
Total from continuation sheets				

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
INSTITUTE FOR THE STUDY AND PRACTICE OF NON-VIOLENCE 265 OXFORD STREET PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
INTERNATIONAL HOUSE OF RHODE ISLAND 8 STIMSON AVENUE PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	CAPITAL IMPROVEMENTS	4,700.
INTERNATIONAL INSTITUTE RHODE ISLAND 645 ELMWOOD AVENUE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
JUNIOR ACHIEVEMENT 120 WATERMAN STREET SUITE # 200 PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
JUSTICE ASSISTANCE, INC. 941 PARK AVENUE CRANSTON, RI 02910	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
LEADERSHIP RHODE ISLAND 1570 WESTMINSTER STREET PROVIDENCE, RI 02909	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000.
LINCOLN SCHOOL 301 BUTLER AVE PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	EDUCATIONAL	50,000.
MCAULEY CORPORATION (MCAULEY VILLAGE) 622 ELMWOOD AVENUE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
MEALS ON WHEELS OF RHODE ISLAND 70 BATH STREET PROVIDENCE, RI 02908	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
MEETING STREET SCHOOL 667 WATERMAN AVENUE EAST PROVIDENCE, RI 02914	NONE	PUBLIC CHARITY	OPERATING SUPPORT	16,400.
Total from continuation sheets				

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NEW DAWN EARTH CENTER 75 WRENTHAM ROAD CUMBERLAND, RI 02864	NONE	PUBLIC CHARITY	CHARITABLE	2,250.
NEW URBAN ARTS 705 WESTMINSTER STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	LITERARY/ARTS	5,000.
PARI INDEPENDENT LIVING CENTER 500 PROSPECT STREET PAWTUCKET, RI 02860	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
PASCOAG PUBLIC LIBRARY 57 CHURCH STREET PASCOAG, RI 02859	NONE	PUBLIC CHARITY	EDUCATIONAL	20,000.
PAWTUCKET HISTORY RESEARCH CENTER 30 FRUIT STREET PAWTUCKET, RI 02860	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000.
PROVIDENCE ATHENAEUM 251 BENEFIT STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	14,375.
PROVIDENCE CHILDREN'S MUSEUM 100 SOUTH STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CAPITAL IMPROVEMENTS	12,000.
PROVIDENCE COMMUNITY HEALTH CENTER 355 PRAIRIE AVENUE PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	MEDICAL	20,000.
PROVIDENCE COMMUNITY LIBRARY 441 PRAIRIE AVENUE PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	LITERARY/ARTS	15,000.
PROVIDENCE PRESERVATION SOCIETY 21 MEETING STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
Total from continuation sheets				

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PROVIDENCE PUBLIC LIBRARY 150 EMPIRE STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	EDUCATIONAL	15,000.
PROVIDENCE SINGERS 372 WAYLAND AVE PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	LITERARY/ARTS	3,000.
PROVIDENCE SUMMERBRIDGE 216 HOPE STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000.
RHODE ISLAND CIVIC CHORALE & ORCHESTRA 33 CHESTNUT PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
RHODE ISLAND COLLEGE 600 MT PLEASANT AVENUE PROVIDENCE, RI 02908	NONE	PUBLIC CHARITY	LITERARY/ARTS	3,000.
RHODE ISLAND COMMUNITY FOOD BANK 200 NIAHTIC AVENUE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
RHODE ISLAND FREE CLINIC 557 BROAD STREET PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
RHODE ISLAND MENTORING PARTNERSHIP 3296 POST ROAD WARWICK, RI 02886	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
RHODE ISLAND PHILHARMONIC ORCHESTRA 667 WATERMAN AVENUE EAST PROVIDENCE, RI 02914	NONE	PUBLIC CHARITY	OPERATING SUPPORT	17,500.
RHODE ISLAND SCHOOL OF DESIGN 2 COLLEGE STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	EDUCATIONAL	10,000.
Total from continuation sheets				

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RHODE ISLAND ZOOLOGICAL SOCIETY 1000 ELMWOOD AVE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
RIVERZEDGE ARTS PROJECT 68 SOUTH MAIN STREET WOONSOCKET, RI 02895	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
SAMARITANS 2 MAGEE STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
SAN MIGUEL SCHOOL 525 BRANCH AVENUE PROVIDENCE, RI 02904	NONE	PUBLIC CHARITY	EDUCATIONAL	25,000.
SANDRA FEINSTEIN-GAMM THEATRE 172 EXCHANGE STREET PAWTUCKET, RI 02860	NONE	PUBLIC CHARITY	LITERARY/ARTS	5,000.
SARGENT REHABILITATION CENTER 800 QUAKER LANE WARWICK, RI 02886	NONE	PUBLIC CHARITY	MEDICAL	7,500.
SAVE THE BAY, INC 100 SAVE THE BAY DRIVE PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	CHARITABLE	12,000.
SENIOR SERVICES WOONSOCKET 84 SOCIAL STREET WOONSOCKET, RI 02895	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
SERVICE RHODE ISLAND 55 HOPE STREET PROVIDENCE, RI 02940	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,000.
SHAPE UP RI 150 CHESTNUT STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	MEDICAL	15,000.
Total from continuation sheets				

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SLATER MILL HISTORICAL SITE/OLD SLATER MILL ASSOCIATION 67 ROOSEVELT AVENUE PAWTUCKET, RI 02860	NONE	PUBLIC CHARITY	EDUCATIONAL	10,000.
SOUTHSIDE COMMUNITY LAND TRUST 109 SOMERSET STREET PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
ST. MARY'S HOME FOR CHILDREN 420 FRUIT HILL AVE NORTH PROVIDENCE, RI 02911	NONE	PUBLIC CHARITY	CHARITABLE	7,000.
STADIUM THEATRE FOUNDATON INC. PO BOX 665 WOONSOCKET, RI 028950665	NONE	PUBLIC CHARITY	LITERARY/ARTS	20,000.
TIDES FAMILY SERVICES, INC 215 WASHINGTON STREET WEST WARWICK, RI 02893	NONE	PUBLIC CHARITY	MEDICAL	20,000.
TOMORROW FUND 593 EDDY STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
TRINITY REPERTORY COMPANY 201 WASHINGTON STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
URBAN COLLABORATIVE ACCELERATED PROGRAM 75 CARPENTER STREET PROVIDENCE, RI 029033004	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
VISITING NURSE CENTER OF GREATER RHODE ISLAND 6 BLACKSTONE VALLEY LINCOLN, RI 02865	NONE	PUBLIC CHARITY	MEDICAL	20,000.
VOLUNTEERS IN PROVIDENCE SCHOOLS 905 WESTMINSTER STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
Total from continuation sheets				

**JUNE ROCKWELL LEVY FOUNDATION
INCORPORATED**

04-6074284

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
WELLONE 308 CALLAHAN ROAD NORTH KINGSTOWN, RI 02852	NONE	PUBLIC CHARITY	MEDICAL	50,000.
WOONSOCKET YMCA 18 FEDERAL STREET WOONSOCKET, RI 02895	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
WRNI FOUNDATION ONE UNION STATION PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
YMCA OF GREATER PROVIDENCE EAST SIDE MOUNT HOPE PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
YWCA OF NORTHERN RHODE ISLAND, INC 514 BLACKSTONE STREET WOONSOCKET, RI 02895	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
Total from continuation sheets				

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

SOURCE	AMOUNT
FIDUCIARY TRUST	56,939.
PARTNERSHIP FLOW THROUGH INTEREST	3,219.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	60,158.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDUCIARY TRUST	443,115.	0.	443,115.
PARTNERSHIP FLOW THROUGH DIVIDENDS	11,160.	0.	11,160.
TOTAL TO FM 990-PF, PART I, LN 4	454,275.	0.	454,275.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME - SETTLEMENTS	10,836.	10,836.	
PARTNERSHIP FLOW THROUGH INCOME/LOSS	<97,353.>	<97,353.>	
LP FLOW-THROUGH UBIT	<140,060.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<226,577.>	<86,517.>	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL	7,555.	3,778.		3,777.	
TO FM 990-PF, PG 1, LN 16A	7,555.	3,778.		3,777.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CPA	9,500.	5,500.		4,000.	
TO FORM 990-PF, PG 1, LN 16B	9,500.	5,500.		4,000.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	99,232.	99,232.		0.	
CONSULTATION SERVICES	6,437.	0.		6,437.	
TO FORM 990-PF, PG 1, LN 16C	105,669.	99,232.		6,437.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAX	16,965.	0.		0.	
FOREIGN TAXES	30.	30.		0.	
TO FORM 990-PF, PG 1, LN 18	16,995.	30.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MEETING EXPENSES	2,118.	1,000.		1,118.	
ADMINISTRATIVE EXPENSES	2,000.	1,000.		1,000.	
TO FORM 990-PF, PG 1, LN 23	4,118.	2,000.		2,118.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
INVESTMENT - US GOVERNMENT BONDS	X		0.	0.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
INVESTMENT - CORPORATE STOCK			3,422,603.	4,163,399.
TOTAL TO FORM 990-PF, PART II, LINE 10B			3,422,603.	4,163,399.

FORM 990-PF	CORPORATE BONDS		STATEMENT	11
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
INVESTMENT - CORPORATE BONDS			197,054.	206,842.
TOTAL TO FORM 990-PF, PART II, LINE 10C			197,054.	206,842.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT - BOND FUNDS	FMV	3,923,627.	4,108,281.
INVESTMENT - EQUITY FUNDS	FMV	4,184,839.	4,398,126.
INVESTMENT - REITS & ALT. INV.	FMV	9,339,320.	9,176,064.
TOTAL TO FORM 990-PF, PART II, LINE 13		17,447,786.	17,682,471.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	13
-------------	---	-----------	----

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MR PAUL F. GREENE 80 WEST REACH DRIVE JAMESTOWN, RI 02835	SECRETARY 2.00	4,800.	0.	0.
MR. RAYMOND G. LEVEILLE, JR. 2669 POST ROAD WARWICK, RI 02886	TRUSTEE 1.00	3,600.	0.	0.
MR. JONATHAN B. LORING 502 HALE STREET PRIDES CROSSING, MA 01965	PRESIDENT 2.00	6,000.	0.	0.
MR. RAYMOND N. MENARD 225 CENTRAL ST HARRISVILLE, RI 02830	TRUSTEE 1.00	3,000.	0.	0.
MR. THOMAS H. QUILL, JR. 126 TABER AVE PROVIDENCE, RI 02906	TRUSTEE 1.00	3,600.	0.	0.
NANCY B. SMITH 20 EDEN AVENUE WEST NEWTON, MA 02465	TREASURER 1.00	3,600.	0.	0.
KAREN DELPONTE 311 PROMENADE STREET PROVIDENCE, RI 02908	TRUSTEE 1.00	3,600.	0.	0.

JUNE ROCKWELL LEVY FOUNDATION INCORPORAT

04-6074284

ROBERT P. PICARD	TRUSTEE			
1155 LOGEE ST.	1.00	3,600.	0.	0.
WOONSOCKET, RI 02895				
DR. H. DENMAN SCOTT	TRUSTEE			
65 BENEFIT STREET	1.00	6,000.	0.	0.
PROVIDENCE, RI 02904				
DEMING E. SHERMAN	TRUSTEE			
2800 FINANCIAL PLAZA	1.00	3,000.	0.	0.
PROVIDENCE, RI 02903				
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		40,800.	0.	0.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

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

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions JUNE ROCKWELL LEVY FOUNDATION INCORPORATED	Employer identification number (EIN) or ☒ 04-6074284
	Number, street, and room or suite no. If a P.O. box, see instructions. 20 OAK STREET	Social security number (SSN) ☐
City, town or post office, state, and ZIP code. For a foreign address, see instructions. BEVERLY FARMS, MA 01915		

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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

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

- The books are in the care of **20 OAK STREET - BEVERLY FARMS, MA 01915**
Telephone No **978-927-0088** FAX No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**5 For calendar year **2011**, or other tax year beginning , and ending .6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME AND INFORMATION ARE NECESSARY IN ORDER TO PREPARE AN ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	11,955.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	11,955.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **Jonathan B. Loring**Title **CPA**Date **8/6/12**

Form 8868 (Rev. 1-2012)

► **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 ☒

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	Name of exempt organization or other filer, see instructions. JUNE ROCKWELL LEVY FOUNDATION INCORPORATED	Employer identification number (EIN) or ☒ 04-6074284
	File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 20 OAK STREET
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BEVERLY FARMS, MA 01915	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JONATHAN B. LORING, PRESIDENT

- The books are in the care of **20 OAK STREET - BEVERLY FARMS, MA 01915**
Telephone No **978-927-0088** FAX No
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 2011 or

▶ ☐ tax year beginning _____, and ending _____.

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	\$	11,955.
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	\$	9,955.
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	\$	2,000.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 1-2012)