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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation LEVIN FAMILY FOUNDATION		A Employer identification number 31-1327847
Number and street (or P.O. box number if mail is not delivered to street address) 7812 MCEWEN ROAD		B Telephone number 937-223-1669
City or town, state, and ZIP code DAYTON, OH 45459		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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		Foreign organizations meeting the 85% test, 2. 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 ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 19,635,882. (Part I, column (d) must be on cash basis.)		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)

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		16,650.		N/A	
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		461,834.	460,437.		STATEMENT 1
5a Gross rents		36,577.	17,673.		STATEMENT 2
b Net rental income or (loss) -133,222.					STATEMENT 3
6a Net gain or (loss) from sale of assets not on line 10		785,120.			
b Gross sales price for all assets on line 6a 1,995,434.					
7 Capital gain net income (from Part IV, line 2)			785,120.		
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		369.	369.		STATEMENT 4
12 Total. Add lines 1 through 11		1,300,550.	1,263,599.		
13 Compensation of officers, directors, trustees, etc.		200,500.	46,456.		81,300.
14 Other employee salaries and wages		66,387.	0.		66,387.
15 Pension plans, employee benefits		35,454.	9,694.		24,144.
16a Legal fees STMT 5		14,309.	5,678.		0.
b Accounting fees STMT 6		32,111.	0.		32,111.
c Other professional fees STMT 7		74,834.	60,493.		346.
17 Interest					
18 Taxes STMT 8		15,918.	3,718.		200.
19 Depreciation and depletion		70,740.	9,303.		
20 Occupancy		180,038.	43,604.		81,493.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 9		150,990.	11,896.		138,412.
24 Total operating and administrative expenses. Add lines 13 through 23		841,281.	190,842.		424,393.
25 Contributions, gifts, grants paid		544,488.			544,488.
26 Total expenses and disbursements. Add lines 24 and 25		1,385,769.	190,842.		968,881.
27 Subtract line 26 from line 12		-85,219.			
a Excess of revenue over expenses and disbursements			1,072,757.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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 ..	101,636.	157,896.	157,896.
	2	Savings and temporary cash investments	363,013.	778,553.	778,553.
	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 10	513,265.	405,344.	405,344.
	b	Investments - corporate stock STMT 11	7,710,492.	7,088,185.	9,597,699.
	c	Investments - corporate bonds STMT 12	3,762,026.	3,842,926.	4,110,327.
Liabilities	11	Investments - land, buildings, and equipment basis ▶ 1,138,025.			
		Less: accumulated depreciation STMT 13 ▶ 21,711.	945,459.	1,116,314.	1,116,314.
	12	Investments - mortgage loans			
	13	Investments - other STMT 14	2,627,416.	2,596,333.	2,491,633.
	14	Land, buildings, and equipment basis ▶ 1,141,935.			
		Less: accumulated depreciation ▶ 188,034.	997,893.	953,901.	953,901.
	15	Other assets (describe ▶)	24,215.	24,215.	24,215.
	16	Total assets (to be completed by all filers)	17,045,415.	16,963,667.	19,635,882.
	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	1,276,550.	1,253,060.	
	22	Other liabilities (describe ▶ STATEMENT 15)	863.	5,376.	
	23	Total liabilities (add lines 17 through 22)	1,277,413.	1,258,436.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	15,768,002.	15,705,231.	
	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	15,768,002.	15,705,231.	
	31	Total liabilities and net assets/fund balances	17,045,415.	16,963,667.	

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	15,768,002.
2	Enter amount from Part I, line 27a	2	-85,219.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	22,448.
4	Add lines 1, 2, and 3	4	15,705,231.
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	15,705,231.

Form 990-PF (2011)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
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 1,995,434.		1,209,952.	785,120.

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

(i) FMV 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			785,120.

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	785,120.
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	834,383.	20,334,668.	.041033
2009	765,350.	16,946,355.	.045163
2008	1,359,111.	19,754,338.	.068801
2007	1,800,734.	24,228,136.	.074324
2006	1,455,462.	23,653,732.	.061532

2 Total of line 1, column (d)	2	.290853
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	.058171
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	20,007,033.
5 Multiply line 4 by line 3	5	1,163,829.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,728.
7 Add lines 5 and 6	7	1,174,557.
8 Enter qualifying distributions from Part XII, line 4	8	968,881.

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.

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	21,455.
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	21,455.
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	21,455.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	11,250.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	30,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	41,250.
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	19,795.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 19,795. Refunded ☐	11	0.

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
1b 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
1c 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?	X	
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) ☐ OH		
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

Form 990-PF (2011)

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 ► WWW.LEVINFAMILYFOUNDATION.ORG	13	X	
14	The books are in care of ► KAREN LEVIN Located at ► 7812 MCEWEN ROAD, DAYTON, OH	Telephone no ► 937-223-1669 ZIP+4 ► 45459		
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)

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

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?

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

7b

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

N/A

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 16		200,500.	4,937.	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
DEBRA S FOX - 7812 MCEWEN ROAD, STE 100, DAYTON, OH 45459	GRANT MANAGER 40.00	59,800.	2,063.	0.

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

▶ 0

Form 990-PF (2011)

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	17,255,601.
b	Average of monthly cash balances	1b	700,549.
c	Fair market value of all other assets	1c	2,355,559.
d	Total (add lines 1a, b, and c)	1d	20,311,709.
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	20,311,709.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	304,676.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,007,033.
6	Minimum investment return. Enter 5% of line 5	6	1,000,352.

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	1,000,352.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	21,455.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	21,455.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	978,897.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	978,897.
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	978,897.

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	968,881.
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	968,881.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	968,881.

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)

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				978,897.
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	313,728.			
b From 2007	637,859.			
c From 2008	383,026.			
d From 2009				
e From 2010				
f Total of lines 3a through e	1,334,613.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	968,881.			
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				968,881.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	10,016.			10,016.
6 Enter the net total of each column as indicated below:	1,324,597.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	303,712.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,020,885.			
10 Analysis of line 9:				
a Excess from 2007	637,859.			
b Excess from 2008	383,026.			
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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				
SEE STATEMENT # 19	NONE	PUBLIC CHARITY	GENERAL FUNDING	544,488.
Total			▶ 3a	544,488.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form 990-PF (2011)

Department of the Treasury
Internal Revenue Service

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

OMB No. 1545-0047

2011

Name of the organization

Employer identification number

LEVIN FAMILY FOUNDATION

31-1327847

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total 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 total 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 Part I, 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. **Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization	Employer identification number
LEVIN FAMILY FOUNDATION	31-1327847

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LCNB 2705 FAR HILLS AVENUE DAYTON, OH 45419	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	SINCLAIR COMMUNITY COLLEGE 444 WEST THIRD STREET DAYTON, OH 45402	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

LEVIN FAMILY FOUNDATION

31-1327847

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

LEVIN FAMILY FOUNDATION

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 SHORT TERM GAIN/LOSS PER K-1	P		
b SECTION 1256 CONTRACTS PER K-1	P		
c SECTION 1256 CONTRACTS PER K-1	P		
d LONG TERM GAIN/LOSS PER K-1	P		
e CHARLES SCHWAB-SEE STMT #20	P		
f CHARLES SCHWAB-SEE STMT #20	P		
g JP MORGAN-SEE STMT # 21	P		
h LAND-1203 GERMANTOWN STREET, DAYTON OH	P		05/04/11
i LAND-1235-1243 GERMANTOWN STREET, DAYTON OH	P		05/04/11
j LAND-GETTYSBURG AVENUE, DAYTON OH	P		05/16/11
k			
l			
m			
n			
o			

(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			22.
b			-2.
c			-3.
d			-379.
e 1,749,000.		1,036,592.	712,408.
f 4,179.		4,118.	61.
g 151,755.		141,575.	10,180.
h 1,000.		680.	320.
i 5,500.		1,243.	4,257.
j 84,000.		25,744.	58,256.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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			22.
b			-2.
c			-3.
d			-379.
e			712,408.
f			61.
g			10,180.
h			320.
i			4,257.
j			58,256.
k			
l			
m			
n			
o			

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	785,120.
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

Form **4562**Department of the Treasury
Internal Revenue Service (99)
Name(s) shown on return**Depreciation and Amortization 990-PF**
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No. 1545-0172

2011Attachment
Sequence No. 179

LEVIN FAMILY FOUNDATION

FORM 990-PF PAGE 1

31-1327847

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	49,029.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		27.5 yrs.	MM	S/L	
	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	49,029.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

118251-11-21-11 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2011)

40

10250613 786342 LEVINFAMILY 11/2011 403060 LEVIN, FAMILY FOUNDATION 543 LEVINFAL2501

Part V**Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)**24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	-------------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%			S/L			
		%			S/L			
		%			S/L			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year:					
ORGANIZATION COSTS	073111	682.		1M	682.

43 Amortization of costs that began before your 2011 tax year

43

44 Total. Add amounts in column (f). See the instructions for where to report

44

682.

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	OTHER													
2	ORGANIZATION COSTS	07/31/11		1M	16	682.				682.			682.	682.
3	* 990-PF PG 1 TOTAL OTHER					682.				682.	0.		682.	682.
4	FURNITURE & FIXTURES													
4	TABLE	05/09/01	SL	7.00	16	234.				234.	231.		0.	231.
5	AIR PURIFIER	08/23/01	SL	7.00	16	100.				100.	100.		0.	100.
12	AED	10/03/03	SL	7.00	16	2,500.				2,500.	2,500.		0.	2,500.
13	OFFICE FURNITURE	09/09/03	SL	7.00	16	5,600.				5,600.	5,600.		0.	5,600.
16	CAMERA	06/28/03	SL	5.00	16	1,396.				1,396.	1,396.		0.	1,396.
16	APPLIANCE	05/15/04	SL	7.00	16	1,200.				1,200.	1,126.		74.	1,126.
22	OFFICE FURNITURE	07/01/04	SL	7.00	16	49,775.				49,775.	46,221.		3,554.	49,775.
24	OFFICE FURNITURE	07/01/05	SL	7.00	16	5,219.				5,219.	4,103.		746.	4,849.
33	OFFICE FURNITURE	01/06/05	SL	7.00	16	1,823.				1,823.	1,560.		260.	1,820.
36	CAMERA	03/01/06	SL	5.00	16	2,275.				2,275.	2,139.		76.	2,215.
41	OFFICE FURNITURE	07/06/06	SL	7.00	16	3,829.				3,829.	2,462.		547.	3,009.
42	OFFICE FURNITURE	08/21/06	SL	7.00	16	9,765.				9,765.	6,045.		1,395.	7,440.
43	OFFICE FURNITURE	10/17/06	SL	7.00	16	5,145.				5,145.	3,063.		735.	3,798.
44	OFFICE FURNITURE	12/21/06	SL	7.00	16	8,765.				8,765.	5,008.		1,352.	6,357.

128111
106-01-11

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
49	EQUIPMENT	02/23/07	SL	5.00		16	857.				857.	656.		171.	827.
50	FURNITURE	02/23/07	SL	7.00		16	1,000.				1,000.	548.		143.	551.
52	EQUIPMENT	06/01/08	SL	5.00		16	7,269.				7,269.	3,756.		1,454.	5,210.
53	KENCK CORTEX	01/06/09	SL	7.00		16	4,299.				4,299.	1,238.		514.	1,842.
87	TV	10/05/11	SL	7.00		16	2,807.				2,807.			100.	100.
88	AUDIO SET UP	11/15/11	SL	7.00		16	830.				830.			20.	20.
89	CABINET	11/17/11	SL	7.00		16	700.				700.			8.	8.
90	CABINET-AAA	12/12/11	SL	7.00		16	700.				700.			8.	8.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						116,088.				116,088.	87,802.		11,154.	98,956.
29	COMPUTER	01/28/05	SL	5.00		16	3,557.				3,557.	3,557.		0.	3,557.
45	COMPUTER EQUIPMENT	02/08/07	SL	5.00		16	3,882.				3,882.	3,040.		775.	3,815.
46	COMPUTER EQUIPMENT	07/31/07	SL	5.00		16	3,627.				3,627.	2,477.		725.	3,202.
47	COMPUTER EQUIPMENT	10/01/07	SL	5.00		16	1,170.				1,170.	751.		234.	895.
53	COMPUTER EQUIPMENT	07/01/08	SL	5.00		16	1,500.				1,500.	750.		300.	1,050.
54	COMPUTERS	01/20/09	SL	5.00		16	7,405.				7,405.	2,839.		1,481.	4,328.
	* 990-PF PG 1 TOTAL MACHINERY & EQUIPMENT						21,141.				21,141.	13,424.		3,516.	16,940.
	* 990-PF PG 1 TOTAL						137,911.				137,911.	101,226.		15,352.	115,578.

128111 05-01-11

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction in Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
54	BUILDINGS														
	BUILDING-SITE 100/300	11/16/09	SL	39.00	MM16	16	662,191.				662,191.	18,394.		16,979.	35,373.
62	COMMON AREA IMPROVEMENTS	11/16/09	SL	39.00	MM16	16	23,483.				23,483.	652.		602.	1,254.
73	COOLING TOWER	09/29/10	SL	39.00	MM16	16	35,389.				35,389.	227.		907.	1,134.
76	OUTSIDE SIGNAGE	10/12/10	SL	15.00	16		2,948.				2,948.	49.		197.	246.
77	BUILDING-SITE 100/300	01/01/10	SL	39.00	MM16	16	35,889.				35,889.	939.		920.	1,840.
	* 990-PF PG 1 TOTAL						759,900.				759,900.	20,242.		19,605.	39,847.
	BUILDINGS														
	FURNITURE & FIXTURES														
55	CABINETS	11/16/09	SL	7.00	16		18,835.				18,835.	2,915.		2,691.	5,606.
56	GRANITE TOPS/FIREPLACE	11/06/09	SL	7.00	16		6,173.				6,173.	1,029.		882.	1,911.
57	CEILING	11/06/09	SL	7.00	16		12,050.				12,050.	2,008.		1,721.	3,729.
58	FLOORING	11/06/09	SL	7.00	16		38,005.				38,005.	6,334.		5,429.	11,763.
	APPLIANCES: RANGE,														
59	REFRIGERATOR, DISHWASHER, ICE	11/06/09	SL	7.00	16		10,606.				10,606.	1,768.		1,515.	3,283.
60	TELEPHONE SYSTEM	11/06/09	SL	7.00	16		6,291.				6,291.	1,049.		899.	1,848.
61	SECURITY SYSTEM	11/16/09	SL	7.00	16		11,317.				11,317.	1,752.		1,617.	3,369.
	* 990-PF PG 1 TOTAL						103,277.				103,277.	16,855.		14,754.	31,809.
	FURNITURE & FIXTURES														
	OTHER														
59	LAND-SITE 100/300	11/16/09	L				140,847.				140,847.			0.	

128111
05-01-11

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	* 990-PF PG 1 TOTAL OTHER						140,847.				140,847.	0.		0.	0.
	* 990-PF PG 1 TOTAL						1,004,024.				1,004,024.	37,097.		34,359.	71,456.
	* GRAND TOTAL 990-PF PG 1 DEPR & AMORT						1,141,935.				1,141,935.	138,323.		49,711.	188,034.

128111
08-01-11

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME FROM PASSTHROUGH	3,801.	0.	3,801.
INTEREST INCOME-FROM PASSTHRU			
K-1	195.	0.	195.
ISRAEL BONDS	63,183.	0.	63,183.
JP MORGAN DIVIDEND INCOME	27,821.	0.	27,821.
JP MORGAN INTEREST INCOME	20,480.	0.	20,480.
JP MORGAN-TAX EXEMPT	1,397.	0.	1,397.
JP MORGAN-US GOVT	9,688.	0.	9,688.
SCHWAB-INTEREST INCOME	11,332.	0.	11,332.
SCHWAB-ORDINARY DIVIDENDS	323,937.	0.	323,937.
TOTAL TO FM 990-PF, PART I, LN 4	461,834.	0.	461,834.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
OFFICE CONDO	1	33,077.
LAND RENTAL	2	3,500.
TOTAL TO FORM 990-PF, PART I, LINE 5A		36,577.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
INTEREST EXPENSE-MORTGAGE		35,620.	
COMMISSION		24,488.	
CLEANING		884.	
LEGAL		8,616.	
MAINTENANCE		270.	
REAL ESTATE TAXES		20,425.	
COMMON AREA SHARED EXPENSES		38,937.	
DEPRECIATION		21,711.	
OFFICER COMPENSATION		13,550.	
OFFICER BENEFITS		2,828.	
- SUBTOTAL -	1		167,329.

REAL ESTATE TAXES		2,409.	
OFFICE SUPPLIES		61.	
- SUBTOTAL -	2		2,470.
TOTAL RENTAL EXPENSES			169,799.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-133,222.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME FROM K-1	378.	378.	
ORDINARY INCOME FROM PASSTHRU	-9.	-9.	
TOTAL TO FORM 990-PF, PART I, LINE 11	369.	369.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,707.	0.		0.
LEGAL FEES-SALE OF PROPERTY	1,986.	1,986.		0.
LEGAL	8,616.	3,692.		0.
TO FM 990-PF, PG 1, LN 16A	14,309.	5,678.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	32,111.	0.		32,111.
TO FORM 990-PF, PG 1, LN 16B	32,111.	0.		32,111.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL SERVICE FEES	346.	0.		346.
ASSET MANAGEMENT FEES	50,000.	50,000.		0.
COMMISSION	24,488.	10,493.		0.
TO FORM 990-PF, PG 1, LN 16C	74,834.	60,493.		346.

FORM 990-PF

TAXES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID-PER 1099	790.	790.		0.
PROPERTY TAXES	2,928.	2,928.		0.
STATE ANNUAL FILING FEE	200.	0.		200.
PRIOR YEAR EXTENSION PAYMENT	12,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	15,918.	3,718.		200.

FORM 990-PF

OTHER EXPENSES

STATEMENT

9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PASS THRU-DEDUCTIONS	11,470.	11,470.		0.
CONTRACT LABOR-OFFICE HELP	925.	0.		925.
CELEBRATING LIFE AND HEALTH	75,509.	0.		75,509.
COPIER SUPPLIES	1,363.	0.		1,363.
DUES AND SUBSCRIPTIONS	3,056.	0.		3,056.
BANK SERVICE CHARGES	198.	0.		198.
COMPUTER MAINTENANCE	4,630.	0.		4,630.
COMPUTER SUPPLIES	1,812.	0.		1,812.
EMPLOYEE DEVELOPMENT	9,508.	0.		9,508.
OFFICE SUPPLIES	6,566.	0.		6,566.
INSURANCE	8,106.	0.		8,106.
MISCELLANEOUS	7,911.	0.		7,911.
REPAIRS AND MAINTENANCE	1,860.	0.		1,860.
POSTAGE AND DELIVERY	1,808.	0.		1,808.

LEVIN FAMILY FOUNDATION

31-1327847

TRAVEL AND ENTERTAINMENT	11,457.	0.	11,457.
INVESTMENT EXPENSES-JP			
MORGAN	365.	365.	0.
MAINTENANCE CONTRACT	1,003.	0.	1,003.
EMPLOYEE REIMBURSEMENTS	1,150.	0.	1,150.
MEETING REGISTRATIONS	1,550.	0.	1,550.
OFFICE SUPPLIES	61.	61.	0.
AMORTIZATION	682.	0.	0.
TO FORM 990-PF, PG 1, LN 23	150,990.	11,896.	138,412.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
JPM-US GOVT AND AGENCIES	X		394,527.	394,527.
JP MORGAN-MUNICIPAL BONDS		X	10,817.	10,817.
TOTAL U.S. GOVERNMENT OBLIGATIONS			394,527.	394,527.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			10,817.	10,817.
TOTAL TO FORM 990-PF, PART II, LINE 10A			405,344.	405,344.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN-CORPORATE STOCKS	1,114,240.	1,114,240.
SCHWAB EQUITY FUNDS	5,973,945.	8,483,459.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,088,185.	9,597,699.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN-CORPORATE BONDS	212,289.	212,289.
SCHWAB MUTUAL BOND FUNDS	3,630,637.	3,898,038.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,842,926.	4,110,327.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE CONDO	869,979.	21,711.	848,268.
LAND	268,046.	0.	268,046.
TOTAL TO FM 990-PF, PART II, LN 11	1,138,025.	21,711.	1,116,314.

FORM 990-PF OTHER INVESTMENTS STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISRAEL BONDS	COST	625,000.	625,000.
LIMITED PARTNERSHIP	COST	497,429.	308,221.
JP MORGAN-MUTUAL FUNDS	FMV	123,904.	123,904.
FEG-ABSOLUTE ACCESS FUND	COST	1,350,000.	1,434,508.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,596,333.	2,491,633.

FORM 990-PF OTHER LIABILITIES STATEMENT 15

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAX WITHHOLDINGS	863.	-137.
SECURITY DEPOSIT	0.	5,513.
TOTAL TO FORM 990-PF, PART II, LINE 22	863.	5,376.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACOB A MYERS 18 WEST FIRST STREET SUITE 200 DAYTON, OH 45402	TRUSTEE 1.00	15,000.	0.	0.
ALLEN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	PRESIDENT 1.00	10,000.	0.	0.
LOUIS LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	VICE PRESIDENT/TREASURER 1.00	10,000.	0.	0.
RYAN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
PETER WELLS 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
KAREN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	EXECUTIVE DIRECTOR/SECRETARY 40.00	135,500.	4,937.	0.
HOWARD MICHAELS 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		200,500.	4,937.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 17

ACTIVITY ONE

CELEBRATING LIFE & HEALTH EVENT IS HELD IN THE SPRING
PROVIDING SEVERAL THOUSAND POOR AND MEDICALLY UNDERSERVED
WITH A FREE TURKEY DINNER AND HEALTH SCREENINGS AND
EDUCATION

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

75,509.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KAREN LEVIN
7812 MCEWEN ROAD, STE 100
DAYTON, OH 45459

TELEPHONE NUMBER

937-223-1669

FORM AND CONTENT OF APPLICATIONS

OBTAIN A GRANT APPLICATION. SUBMIT WITH NARRATIVE DESCRIPTION OF HOW THE FUNDS WILL BE USED AND ATTACH FINANCIAL INFORMATION (AUDITED STATEMENTS, FORM 990 PROJECT BUDGET) AND IRS DETERMINATION LETTER. REFER TO THE GRANT APPLICATION FOR A DETAILED DESCRIPTION OF THESE REQUIREMENTS. PREFERENCE IS GIVEN TO APPLICATIONS FOR FUNDS THAT WILL BE USED FOR OPERATING EXPENSES, SPECIAL PROJECTS AND BUILDING IMPROVEMENTS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

PREFERENCE IS GIVEN TO ORGANIZATIONS IN THE DAYTON/MONTGOMERY COUNTY OHIO AREA. OUR PRIMARY FOCUS IS ON SOCIAL SERVICES AND EDUCATION WITH PARTICULAR EMPHASIS ON THE HOMELESS, THE HUNGRY, THE MEDICALLY UNDERSERVED, CHILDREN AND WOMEN AT RISK. CULTURAL ARTS ORGANIZATIONS AND OTHER NON PROFIT ORGANIZATIONS ARE ALSO CONSIDERED.

<u>Grantee Name</u>	<u>Grantee Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
4 Paws for Ability	253 Dayton Ave Xenia, OH 45385	None	Public Charity	General Funding	1,000
Adath Israel Hazak	3164 Ester Dr. Cincinnati, OH 45213	None	Public Charity	General Funding	800
Adath Israel Hazak	3164 Ester Dr. Cincinnati, OH 45213	None	Public Charity	General Funding	1,000
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	20,000
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	6,000
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	284
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	150
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	2,000
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	1,058
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	729
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	3,709
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	250
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	1,359
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	1,872
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public Charity	General Funding	2,000
Aim for the Handicapped		None	Public Charity	General Funding	400
American Cancer Society, Ohio Division	5500 Frantz Road Dublin, OH 43017	None	Public Charity	General Funding	2,100
American Heart Association	24 N. Jefferson St Third Floor Dayton, OH 45402	None	Public Charity	General Funding	50
American Heart Association	24 N. Jefferson St Third Floor Dayton, OH 45402	None	Public Charity	General Funding	250

American Israel Cultural Foundation	Ms. Charlotte Hattenbak 6765 Hudson Pkwy. Cincinnati, OH 45213	None	Public Charity	General Funding	1,000
American Jewish Committee	105 West Fourth St. #1008 Cincinnati, OH 45202	None	Public Charity	General Funding	1,000
American Jewish World Service	45 West 36th St. New York, NY 10018	None	Public Charity	General Funding	2,500
Anti-Defamation League	PO Box 96226 Washington, DC 20090	None	Public Charity	General Funding	250
Artemis Center	310 W Monument Ave Dayton, OH 45402	None	Public Charity	General Funding	500
Artemis Center	310 W Monument Ave Dayton, OH 45402	None	Public Charity	General Funding	2,000
Artemis Center	310 W Monument Ave Dayton, OH 45402	None	Public Charity	General Funding	500
Beth Abraham Synagogue	306 Sugar Camp Circle Dayton, OH 45406	None	Public Charity	General Funding	500
Beth Abraham Synagogue	306 Sugar Camp Circle Dayton, OH 45406	None	Public Charity	General Funding	4,000
Beth Abraham Synagogue	306 Sugar Camp Circle Dayton, OH 45406	None	Public Charity	General Funding	1,200
Beth Abraham Synagogue	306 Sugar Camp Circle Dayton, OH 45406	None	Public Charity	General Funding	40,000
Boonshoft Museum of Discovery	2600 DeWeese Parkway Dayton, OH 45414	None	Public Charity	General Funding	1,000
Chabad of Southern Ohio	1636 Summit Rd Cincinnati, OH 45237	None	Public Charity	General Funding	1,500
Chester Township Fire Department	51 Mound Rd Wilmington, OH 45177	None	Public Charity	General Funding	3,500
Cincinnati Chamber Orchestra	100 W. 4th St Suite 810 Cincinnati, OH 45202	None	Public Charity	General Funding	500
Cincinnati Symphony Club	Dr. Janice McConville 2444 Madison Rd # 1105 Cincinnati, OH 45208	None	Public Charity	General Funding	500
Cincinnati Symphony Club	Dr. Janice McConville 2444 Madison Rd # 1105 Cincinnati, OH 45208	None	Public Charity	General Funding	1,000
Cincinnati Symphony Orchestra	1241 Elm St Cincinnati, OH 45202	None	Public Charity	General Funding	3,575
Cincinnati Symphony Orchestra	1241 Elm St Cincinnati, OH 45202	None	Public Charity	General Funding	10,000
Cincinnati Symphony Orchestra	1241 Elm St. Cincinnati, OH 45202	None	Public Charity	General Funding	(500)
Cincinnati Symphony Orchestra	1241 Elm St. Cincinnati, OH 45202	None	Public Charity	General Funding	1,000
Cincinnati Symphony Orchestra	1241 Elm St. Cincinnati, OH 45202	None	Public Charity	General Funding	500
Cincinnati Symphony Orchestra	1241 Elm St. Cincinnati, OH 45202	None	Public Charity	General Funding	500
Cincinnati Zoo & Botanical Garden	3400 Vine St. Cincinnati, OH 45220	None	Public Charity	General Funding	1,000

	The Job Center 1133 S. Edwin C. Moses Blvd. #110 Dayton, OH 45408				
Clothes That Work		None	Public Charity	General Funding	100
Community Blood Center	349 South Main St Dayton, OH 45402	None	Public Charity	General Funding	500
Congregation Kol NaNeshama	1633 Boathouse Circle HA- 131 Sarasota, FL 34231	None	Public Charity	General Funding	150
culver academy	1300 Academy Road Culver, IN 46511	None	Public Charity	General Funding	1,000
Dayton Area Diabetes Assc	2555 S Dixie Drive Dayton, OH 45409	None	Public Charity	General Funding	1,000
Dayton Boys & Girls Club	1828 W Stewart St Dayton, OH 45402	None	Public Charity	General Funding	200
Dayton Heart Institute	2200 Philadelphia Dr Suite 510 Dayton, OH 45406	None	Public Charity	General Funding	500
Dayton Literary Peace Prize	PO Box 461 Dayton, OH 45409	None	Public Charity	General Funding	2,500
ELI	The American Friends of ELI 1009 Delen Rd Rydal, PA 19046	None	Public Charity	General Funding	500
ELI	The American Friends of ELI 1009 Delen Rd Rydal, PA 19046	None	Public Charity	General Funding	500
ELI	The American Friends of ELI 1009 Delen Rd Rydal, PA 19046	None	Public Charity	General Funding	1,000
Equestrian Therapy Program	22532 Bowsher Rd Cndersville, OH 45806	None	Public Charity	General Funding	300
Family Violence Prevention Center of Greene Cty	380 Bellbrook Ave Xenia, OH 45385	None	Public Charity	General Funding	2,500
Film Dayton	Dayton Convention Center 22 East 5th St Dayton, OH 45402	None	Public Charity	General Funding	5,000
FoodBank	427 A&B Washington St Dayton, OH 45402	None	Public Charity	General Funding	225
Greene County Community Foundation	25 Green St. Xenia, OH 45385	None	Public Charity	General Funding	2,500
Habitat for Humanity	3534 Linden Avenue Dayton, OH 45410	None	Public Charity	General Funding	500
Hand In Hand	PO Box 80102 Portland, OR 97280	None	Public Charity	General Funding	1,000
Hebrew Union College	3101 Clifton Ave. Cincinnati, OH 45220	None	Public Charity	General Funding	8,000
Helping Hands Outreach Center/City of Trotwood	5499 W. Third St Trotwood, OH 45427	None	Public Charity	General Funding	1,000
Hillel at Miami University	11 E Walnut St. Oxford, OH 45056	None	Public Charity	General Funding	2,500
Hillel Jewish Student Center	2615 Clifton Ave Cincinnati, OH 45220	None	Public Charity	General Funding	1,000
Homefull	1133 S Edwin C Moses Blvd Suite 306 Dayton, OH 45417	None	Public Charity	General Funding	5,000

Homefull	1133 S Edwin C Moses Blvd Suite 306 Dayton, OH 45417	None	Public Charity	General Funding	400
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public Charity	General Funding	7,500
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public Charity	General Funding	3,500
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public Charity	General Funding	6,000
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public Charity	General Funding	1,000
House of Bread	9 Orth Ave Dayton, OH 45406	None	Public Charity	General Funding	2,000
House of Bread	9 Orth Ave. Dayton, OH 45406	None	Public Charity	General Funding	1,000
House of Bread	9 Orth Ave Dayton, OH 45406	None	Public Charity	General Funding	1,113
Humane Society of Greater Dayton	1661 Nicholas Rd. Dayton, OH 45418	None	Public Charity	General Funding	2,750
Humane Society of Greater Dayton	1661 Nicholas Rd Dayton, OH 45418	None	Public Charity	General Funding	250
Humane Society of Greater Dayton	1661 Nicholas Rd. Dayton, OH 45418	None	Public Charity	General Funding	5,000
Jewish Family & Children's Svcs-Sarasota	2688 Fruitville Rd Sarasota, FL 34237	None	Public Charity	General Funding	320
Jewish Federation of Cincinnati	4050 Executive Blvd Suite 300 Cincinnati, OH 45242	None	Public Charity	General Funding	200
Jewish Federation of Cincinnati	4050 Executive Blvd. Suite 300 Cincinnati, OH 45242	None	Public Charity	General Funding	250
Jewish Federation of Dayton	525 Versailles Dr. Centerville, OH 45459	None	Public Charity	General Funding	1,000
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public Charity	General Funding	231
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public Charity	General Funding	4,000
Jewish Federation of Dayton	525 Versailles Dr. Centerville, OH 45459	None	Public Charity	General Funding	485
Jewish Federation of Dayton	525 Versailles Dr. Centerville, OH 45459	None	Public Charity	General Funding	1,693
Jewish Federation of Dayton	525 Versailles Dr. Centerville, OH 45459	None	Public Charity	General Funding	485
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public Charity	General Funding	306
Jewish Federation of Dayton	525 Versailles Dr. Centerville, OH 45459	None	Public Charity	General Funding	1,200
Jewish Federation of Dayton	525 Versailles Dr. Centerville, OH 45459	None	Public Charity	General Funding	3,680
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd. Sarasota, FL 34232	None	Public Charity	General Funding	250
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd. Sarasota, FL 34232	None	Public Charity	General Funding	500

Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public Charity	General Funding	500
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public Charity	General Funding	500
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public Charity	General Funding	800
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public Charity	General Funding	3,050
Jewish National Fund	9918 Carver Rd Suite 102 Cincinnati, OH 45242	None	Public Charity	General Funding	1,250
Juvenile Diabetes Research Foundation	70 Birch Alley Dayton, OH 45440	None	Public Charity	General Funding	300
K12	510 East Third St P.O. Box 1714 Dayton, OH 45401	None	Public Charity	General Funding	4,000
Kids In New Directions	2338 East Fifth St Dayton, OH 45403	None	Public Charity	General Funding	2,500
Kollel	2241 Losantville Ave Cincinnati, OH 45237	None	Public Charity	General Funding	350
Leukemia Society	2300 Wall Street Suite H Cincinnati, OH 45212	None	Public Charity	General Funding	500
Leukemia Society	2300 Wall Street Suite H Cincinnati, OH 45212	None	Public Charity	General Funding	1,000
Leukemia Society	2300 Wall Street Suite H Cincinnati, OH 45212	None	Public Charity	General Funding	7,000
Leukemia Society	2300 Wall Street Suite H Cincinnati, OH 45212	None	Public Charity	General Funding	1,500
Life Essentials	123 Riverside Dr Suite 100 Dayton, OH 45405	None	Public Charity	General Funding	1,000
Lighthouse Youth Services	1501 Madison Road Cincinnati, OH 45206	None	Public Charity	General Funding	500
Lighthouse Youth Services	1501 Madison Road Cincinnati, OH 45206	None	Public Charity	General Funding	5,000
Linda Vista Project	1011 Linda Vista Ave PO Box 3424 Dayton, OH 45401	None	Public Charity	General Funding	2,000
Mercy Manor	25 Gorsvenor Avenue Dayton, OH 45417	None	Public Charity	General Funding	1,000
Mound Street Academy	354 Mound Street Dayton, OH 45402	None	Public Charity	General Funding	1,000
Muscular Dystrophy Association	Dayton District Office 3731 2621 Dryden Rd # 306 Dayton, OH 45439	None	Public Charity	General Funding	200

Ohio State Univ Dept of Ophthalmology	OSU Havener Eye Institute 915 Olentangy River Rd. 3010C Columbus, OH	None	Public Charity	General Funding	1,000
ORT America	75 Maiden Lane, Floor 10 New York, NY 10038	None	Public Charity	General Funding	275
Planned Parenthood Southwest Ohio Region	2314 Auburn Ave Cincinnati, OH 45219	None	Public Charity	General Funding	1,000
Prevent Blindness Ohio	1500 West Third Ave Suite 200 Columbus, OH 43212	None	Public Charity	General Funding	8,000
Prevent Blindness Ohio	1500 West Third Ave Suite 200 Columbus, OH 43212	None	Public Charity	General Funding	500
Project Read	c/o Sinclair Community College 444 West Third St Room 12202 Dayton, OH 45402-1460	None	Public Charity	General Funding	2,000
Red Cross International	2111 Dana Ave Cincinnati, OH 25407	None	Public Charity	General Funding	2,500
Rockwern Academy	8401 Montgomery Rd Cincinnati, OH 45236	None	Public Charity	General Funding	1,000
Ronald McDonald House	555 Valley St. Dayton, OH 45404	None	Public Charity	General Funding	2,000
Ronald McDonald House	555 Valley St Dayton, OH 45404	None	Public Charity	General Funding	1,000
SACSL	3424 Lenox Dr Dayton, OH 45429	None	Public Charity	General Funding	1,000
Samaritan Health Foundation	2603 Salem Ave. Dayton, OH 45406-1891	None	Public Charity	General Funding	250
Save A Child's Heart Foundation	10050 Chapel Rd Suite 18 Potomac, MD 20854	None	Public Charity	General Funding	4,000
Save A Child's Heart Foundation	10050 Chapel Rd Suite 18 Potomac, MD 20854	None	Public Charity	General Funding	1,000
Search Dog Foundation	501 E Ojai Ave Ojai, CA 93023	None	Public Charity	General Funding	1,600
Seedling Foundation	P O Box 1858 Dayton, OH 45401	None	Public Charity	General Funding	5,000
SICSA	PO Box 292463 Kettering, OH 45419	None	Public Charity	General Funding	250
SICSA	PO Box 292463 Kettering, OH 45419	None	Public Charity	General Funding	2,750
Temple Beth OR	5275 Marshall Rd. Dayton, OH	None	Public Charity	General Funding	550
Temple Beth OR	5275 Marshall Rd Dayton, OH	None	Public Charity	General Funding	50,000
Temple Emanuel	151 McIntosh Sarasota, FL 34232	None	Public Charity	General Funding	324
Temple Emanuel	151 McIntosh Sarasota, FL 34232	None	Public Charity	General Funding	600
Temple Emanuel	151 McIntosh Sarasota, FL 34232	None	Public Charity	General Funding	650

Temple Emanuel	151 McIntosh Sarasota, FL 34232	None	Public Charity	General Funding	500
Temple Israel	130 Riverside Dr. Dayton, OH 45405	None	Public Charity	General Funding	300
Temple Israel	130 Riverside Dr. Dayton, OH 45405	None	Public Charity	General Funding	2,000
Temple Israel	130 Riverside Dr. Dayton, OH 45405	None	Public Charity	General Funding	15,000
Think TV	110 South Jefferson St. Dayton, OH 45402-2415	None	Public Charity	General Funding	500
Unicef	125 Marden Lane New York, NY 10038	None	Public Charity	General Funding	200
Union for Reform Judaism	301 State Route 17 North Rutherford, NJ 07070	None	Public Charity	General Funding	500
Union for Reform Judaism	301 State Route 17 North Rutherford, NJ 07070	None	Public Charity	General Funding	500
United States Holocaust Museum	100 Raoul Wallenberg Pl S W. Washington, DC 20024-2150	None	Public Charity	General Funding	100
University of Dayton	Learn Lead & Serve Program O'Reilly Hall 300 College Park Dayton, OH 45469-0800	None	Public Charity	General Funding	1,000
V Foundation	106 Towerview Court Cary, NC 27513	None	Public Charity	General Funding	250
Van Wezel Foundation	777 N Tamiami Trail Sarasota, FL 34236	None	Public Charity	General Funding	500
Victory Project	16 West Fifth St. Dayton, OH 45402	None	Public Charity	General Funding	1,000
WCET	1223 Central Pky Cincinnati, OH 45214	None	Public Charity	General Funding	17,000
WCET	1223 Central Pky Cincinnati, OH 45214	None	Public Charity	General Funding	10,500
WCET	1223 Central Pky Cincinnati, OH 45214	None	Public Charity	General Funding	26,000
WCET	1223 Central Pky Cincinnati, OH 45214	None	Public Charity	General Funding	6,500
WCET	1223 Central Pky Cincinnati, OH 45214	None	Public Charity	General Funding	17,000
We Care Arts	3035 Wilmington Pike Kettering, OH 45429	None	Public Charity	General Funding	1,500
Wesley COMMUNITY Center Inc.	3730 Delphos Ave Dayton, OH 45417-1647	None	Public Charity	General Funding	2,000
WGUC	223 Central Parkway Cincinnati, OH 45214	None	Public Charity	General Funding	200
Wright State Alumni	3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public Charity	General Funding	500
Wright State University Alumni	3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public Charity	General Funding	120
Wright State University Foundation	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public Charity	General Funding	390

Wright State University Foundation	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public Charity	General Funding	550
Wright State University Foundation	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public Charity	General Funding	500
Wright State University Foundation	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public Charity	General Funding	188
WROU	717 E David Road Kettering, OH 45429	None	Public Charity	General Funding	200
Wyoming Youth Services	800 Oak Ave Wyoming, OH 45215	None	Public Charity	General Funding	500
Wyoming Youth Services	800 Oak Ave Wyoming, OH 45215	None	Public Charity	General Funding	1,000
YMCA	111 W First St., Suite 207 Dayton, OH 45402	None	Public Charity	General Funding	2,000
YWCA	141 W Third St. Dayton, OH 45402	None	Public Charity	General Funding	667
The Foundation for Fighting Blindness	11435 Cronhill Drive Owings Mills, MD 21117-2230	None	Public Charity	General Funding	50000
National Conference for Community & Justice	14 W First Street, Suite 400 Dayton, OH 45402	None	Public Charity	General Funding	2500
The Muse Machine	126 North Main Street Dayton, OH 45402	None	Public Charity	General Funding	2500
Planned Parenthood	224 North Wilkinson Street Dayton, OH 45402	None	Public Charity	General Funding	3500
Ohio State University Foundation	307 Fawcett Center Columbus OH 43210	None	Public Charity	General Funding	12000
Artemis Center	310 West Monument Dayton, OH 45402	None	Public Charity	General Funding	3500
YMCA Strong Kids Campaign	111 W First Street, Suite 400 Dayton, OH 45402	None	Public Charity	General Funding	3500
Human Race Theatre	126 North Main Street Dayton, OH 45402	None	Public Charity	General Funding	7000
Clothes That Work	1133 S Edwin C Moses Blvd Dayton, OH 45408	None	Public Charity	General Funding	1500
Jewish Family Services	33 W First Street, Suite 400 Dayton, OH 45402	None	Public Charity	General Funding	3500
Jewish Federation of Greater Dayton	525 Versailles Dr Centerville, OH 45459	None	Public Charity	General Funding	5000
ARC Ohio	15 West Fourth Street, Ste 200 Dayton, OH 45402	None	Public Charity	General Funding	7000
YMCA	141 W Third Street Dayton, OH 45402	None	Public Charity	General Funding	4000
Holocaust Museum	4760 Tamiami Trail North, Suite 7	None	Public Charity	General Funding	3000
					544,488

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method: First In First Out (FIFO)

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BRYN MAWR BANK CORP: BMTC	100.0000	02/28/11	03/02/11	\$2,051.01	N/A	N/A
BRYN MAWR BANK CORP: BMTC	100.0000	02/28/11	03/04/11	\$2,007.21	N/A	N/A
BRYN MAWR BANK CORP: BMTC	6.0000	02/28/11	03/04/11	\$120.37	N/A	N/A
Security Subtotal				\$4,178.59	N/A 4118.00	N/A
Total Short-Term				\$4,178.59	4118.00	N/A 6059

Long-Term

	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
DFA EMERGING MARKETS VALUE PORTFOLIO: DFEVX	6,451.9060	01/22/09	02/22/11	\$220,000.00	\$98,008.37	\$121,991.63
DFA EMERGING MARKETS VALUE PORTFOLIO: DFEVX	705.5010	01/22/09	03/28/11	\$25,000.00	\$10,716.99	\$14,283.01
Security Subtotal				\$245,000.00	\$108,725.36	\$136,274.64
DFA U.S. SMALL CAP VALUE PORTFOLIO: DFSVX	2,975.4560	01/22/09	02/22/11	\$80,000.00	\$37,998.60	\$42,001.40



Stnt #20 Pg 2 of 4

Charles SCHWAB
INSTITUTIONAL

 Schwab One® Account of
LEVIN FAMILY FOUNDATION

 Account Number
8067-7332

 Report Period
January 1 - December 31,
2011

2011 Year-End Schwab Gain/Loss Report
Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
DFA U.S. SMALL CAP VALUE PORTFOLIO: DFSX	921.5180	01/22/09	03/28/11	\$25,000.00	\$11,768.41	\$13,231.59
DFA U.S. SMALL CAP VALUE PORTFOLIO: DFSX	1,788.6270	01/22/09	04/27/11	\$50,000.00	\$22,841.99	\$27,158.01
DFA U.S. SMALL CAP VALUE PORTFOLIO: DFSX	2,213.8110	01/22/09	11/01/11	\$50,000.00	\$28,271.87	\$21,728.13
Security Subtotal				\$205,000.00	\$100,880.87	\$104,119.13
HARBOR CAP APPRECIATION FUND INST CL: HACX	2,406.6840	01/22/09	11/01/11	\$90,000.00	\$54,271.45	\$35,728.55
Security Subtotal				\$90,000.00	\$54,271.45	\$35,728.55
PIMCO TOTAL RETURN FUND INSTL CL: PTRX	7,123.9590	01/22/09	02/03/11	\$77,000.00	\$72,664.99	\$4,335.01
PIMCO TOTAL RETURN FUND INSTL CL: PTRX	13,838.5610	01/22/09	02/22/11	\$150,000.00	\$141,154.51	\$8,845.49
Security Subtotal				\$227,000.00	\$213,819.50	\$13,180.50
VANGUARD MID CAP INDEX SIGNAL: VMISX	7,187.5200	01/22/09	02/22/11	\$220,000.00	\$112,560.16	\$107,439.84
VANGUARD MID CAP INDEX SIGNAL: VMISX	810.4340	01/22/09	03/28/11	\$25,000.00	\$12,691.80	\$12,308.20

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out (FIFO)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD MID CAP INDEX SIGNAL: VMISX	1,789.9070	01/22/09	11/01/11	\$50,000.00	\$28,030.84	\$21,969.16
Security Subtotal				\$295,000.00	\$153,282.80	\$141,717.20
VANGUARD 500 INDEX SIGNAL: VIFSX	420.6470	01/22/09	03/02/11	\$42,000.00	\$26,492.61	\$15,507.39
VANGUARD 500 INDEX SIGNAL: VIFSX	510.7230	01/22/09	03/15/11	\$50,000.00	\$32,165.66	\$17,834.34
Security Subtotal				\$92,000.00	\$58,658.27	\$33,341.73
VANGUARD 500 INDEX FD SIGNAL SHRS: VIFSX	2,038.6300	01/22/09	06/07/11	\$200,000.00	\$128,394.20	\$71,605.80
VANGUARD 500 INDEX FD SIGNAL SHRS: VIFSX	990.4920	01/22/09	07/20/11	\$100,000.00	\$62,381.81	\$37,618.19
VANGUARD 500 INDEX FD SIGNAL SHRS: VIFSX	969.9350	01/22/09	11/01/11	\$90,000.00	\$61,087.12	\$28,912.88
Security Subtotal				\$390,000.00	\$251,863.13	\$138,136.87
WASATCH SMALL CAP GROWTH FUND: WAAEX	2,009.5450	01/22/09	02/22/11	\$80,000.00	\$37,578.49	\$42,421.51
WASATCH SMALL CAP GROWTH FUND: WAAEX	608.8650	01/22/09	03/28/11	\$25,000.00	\$11,385.78	\$13,614.22

G000143780304
 Stmt #20 Pg 4064
 Report Period
 January 1 - December 31,
 2011

Charles SCHWAB
 INSTITUTIONAL
 Schwab One® Account of
 LEVIN FAMILY FOUNDATION

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued) Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
WASATCH SMALL CAP GROWTH FUND: WAAEX	1,180.6380	01/22/09	04/27/11	\$50,000.00	\$22,077.93	\$27,922.07
WASATCH SMALL CAP GROWTH FUND: WAAEX	1,286.0080	01/22/09	11/01/11	\$50,000.00	\$24,048.35	\$25,951.65
Security Subtotal				\$205,000.00	\$95,090.55	\$109,909.45
Total Long-Term				\$1,749,000.00	\$1,036,591.93	\$712,408.07
Total Realized Gain or (Loss)				\$1,753,178.59	\$1,036,591.93 ^h	\$716,586.66 ^h

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
 Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Endnotes For Your Account

Symbol	Endnote Legend
h	Value includes incomplete cost basis.

J.P. MORGAN CLEARING CORP.
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Account No
Account Name
Taxpayer Identification Number: ON-FILE

Account Executive No. 297

ORIGINAL: 12/31/11

Levin Family Foundation

J.P. Morgan

Sheet #21
Pg 1 of 8
31-1327847

2011 REALIZED GAIN (LOSS) SUMMARY

Total Cost, Realized Gain (Loss), and holding period information may not reflect all adjustments necessary for tax reporting purposes. Taxpayers should verify such information against their own records when calculating reportable gain or loss resulting from a sale, redemption, or exchange. JPMCC does not report such information to the IRS or other taxing authorities and is not responsible for the accuracy of such information. Taxpayers may be required to report to federal, state or other taxing authorities. JPMCC makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information. Unless otherwise noted, JPMCC determines cost basis at the time of sale based on the average cost-single category method for open-end mutual funds and based on the first-in, first-out (FIFO) method for all other securities. Proceeds information excludes accrued income.

LONG TERM GAIN(LOSS) DETAILS

Security Description	Symbol CUSIP	Quantity	Date Acquired	Date Realized	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	495.85	12/28/05	01/18/11	S 502.93	495.85	(7.08)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	707.47	12/28/05	02/15/11	S 717.57	707.47	(10.10)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	653.43	12/28/05	03/15/11	S 662.75	653.43	(9.32)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	576.58	12/28/05	04/15/11	S 584.80	576.58	(8.22)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	481.23	12/28/05	05/16/11	S 488.09	481.23	(6.86)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	317.34	12/28/05	06/15/11	S 321.87	317.34	(4.53)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	380.09	12/28/05	07/15/11	S 385.51	380.09	(5.42)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	424.76	12/28/05	08/15/11	S 430.82	424.76	(6.06)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	390.03	12/28/05	09/15/11	S 395.60	390.03	(5.57)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	413.20	12/28/05	10/17/11	S 419.10	413.20	(5.90)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	644.66	12/28/05	11/15/11	S 653.86	644.66	(9.20)
FEDL HOME LOAN MTG CORP#C00730	31292GY34	576.16	12/28/05	12/15/11	S 584.39	576.16	(8.23)
FEDL HOME LOAN MTG CORP#C01213	31292HK29	15.19	06/25/01	01/18/11	S 14.79	15.19	0.40
FEDL HOME LOAN MTG CORP#C01213	31292HK29	42.49	06/25/01	02/15/11	S 41.37	42.49	1.12
FEDL HOME LOAN MTG CORP#C01213	31292HK29	26.40	06/25/01	03/15/11	S 25.70	26.40	0.70
FEDL HOME LOAN MTG CORP#C01213	31292HK29	59.54	06/25/01	04/15/11	S 57.98	59.54	1.56
FEDL HOME LOAN MTG CORP#C01213	31292HK29	18.90	06/25/01	05/16/11	S 18.40	18.90	0.50
FEDL HOME LOAN MTG CORP#C01213	31292HK29	38.32	06/25/01	06/15/11	S 37.31	38.32	1.01
FEDL HOME LOAN MTG CORP#C01213	31292HK29	58.72	06/25/01	07/15/11	S 57.17	58.72	1.55
FEDL HOME LOAN MTG CORP#C01213	31292HK29	13.79	06/25/01	08/15/11	S 13.43	13.79	0.36
FEDL HOME LOAN MTG CORP#C01213	31292HK29	21.04	06/25/01	09/15/11	S 20.48	21.04	0.56
FEDL HOME LOAN MTG CORP#C01213	31292HK29	37.04	06/25/01	10/17/11	S 36.06	37.04	0.98

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J.P. MORGAN CLEARING CORP.
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Account No: [REDACTED]
Account Name: [REDACTED]
Taxpayer Identification Number: ON-FILE

Account Executive No: 297

ORIGINAL: 12/31/11

Levin Family Foundation
J.P. Morgan Stmt #21
Pg 2 of 8
31-1327847

2011 REALIZED GAIN (LOSS) SUMMARY

LONG TERM GAIN(LOSS) DETAILS (continued)

Security Description	Symbol / CUSIP	Quantity	Date Acquired	Date Realized	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
FEDL HOME LOAN MTG CORP#C01213	31292HK29	13.01	06/25/01	11/15/11	12.67	13.01	0.34
FEDL HOME LOAN MTG CORP#C01213	31282HK29	52.54	06/25/01	12/15/11	51.15	52.54	1.39
FEDL HOME LOAN MTG CORP#C62819	31287NG44	4.79	01/10/02	01/18/11	4.72	4.79	0.07
FEDL HOME LOAN MTG CORP#C62819	31287NG44	290.16	01/10/02	02/15/11	286.00	290.16	4.16
FEDL HOME LOAN MTG CORP#C62819	31287NG44	3.57	01/10/02	03/15/11	3.52	3.57	0.05
FEDL HOME LOAN MTG CORP#C62819	31287NG44	3.55	01/10/02	04/15/11	3.50	3.55	0.05
FEDL HOME LOAN MTG CORP#C62819	31287NG44	274.86	01/10/02	05/16/11	270.92	274.86	3.94
FEDL HOME LOAN MTG CORP#C62819	31287NG44	3.04	01/10/02	06/15/11	3.00	3.04	0.04
FEDL HOME LOAN MTG CORP#C62819	31287NG44	3.07	01/10/02	07/15/11	3.02	3.07	0.05
FEDL HOME LOAN MTG CORP#C62819	31287NG44	197.94	01/10/02	08/15/11	195.10	197.94	2.84
FEDL HOME LOAN MTG CORP#C62819	31287NG44	2.69	01/10/02	09/15/11	2.65	2.69	0.04
FEDL HOME LOAN MTG CORP#C62819	31287NG44	444.09	01/10/02	10/17/11	437.73	444.09	6.36
FEDL HOME LOAN MTG CORP#C62819	31287NG44	1.48	01/10/02	11/15/11	1.46	1.48	0.02
FEDL HOME LOAN MTG CORP#C62819	31287NG44	1.49	01/10/02	12/15/11	1.47	1.49	0.02
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	110.06	02/19/02	01/18/11	108.62	110.06	1.44
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	250.89	02/19/02	02/15/11	247.80	250.89	3.29
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	7.64	02/19/02	03/15/11	7.54	7.64	0.10
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	5.08	02/19/02	04/15/11	5.01	5.08	0.07
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	5.12	02/19/02	05/16/11	5.05	5.12	0.07
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	2.56	02/19/02	06/15/11	2.53	2.56	0.03
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	7.74	02/19/02	07/15/11	7.63	7.74	0.11
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	5.19	02/19/02	08/15/11	5.12	5.19	0.07
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	10.28	02/19/02	09/15/11	10.14	10.28	0.14
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	10.31	02/19/02	10/17/11	10.18	10.31	0.13
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	118.23	02/19/02	11/15/11	116.68	118.23	1.55
FEDL HOME LOAN MTG CORP#C64933	31287QPS4	151.42	02/19/02	12/15/11	149.43	151.42	1.99
FNMA GTD PASS THRU POOL#884233	31400DEE8	185.81	04/04/03	01/25/11	190.40	185.81	(4.59)

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J.P. MORGAN CLEARING CORP.
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Account No.

Account Name.

Taxpayer Identification Number ON-FILE

Account Executive No. 297

ORIGINAL:

12/31/11

Levin Family Foundation

J.P. Morgan Stmt #21

Pg 3 of 8

31-1327847

2011 REALIZED GAIN (LOSS) SUMMARY

LONG TERM GAIN(LOSS) DETAILS (continued)

Security Description	Symbol/ CUSIP	Quantity	Date Acquired	Date Realized	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
FNMA GTD PASS THRU POOL#684233	31400DEE8	180.40	04/04/03	02/25/11	184.86	180.40	(4.46)
FNMA GTD PASS THRU POOL#684233	31400DEE8	191.89	04/04/03	03/25/11	196.63	191.89	(4.74)
FNMA GTD PASS THRU POOL#684233	31400DEE8	210.28	04/04/03	04/25/11	215.47	210.28	(5.19)
FNMA GTD PASS THRU POOL#684233	31400DEE8	182.38	04/04/03	05/25/11	186.88	182.38	(4.50)
FNMA GTD PASS THRU POOL#684233	31400DEE8	113.39	04/04/03	06/27/11	116.19	113.39	(2.80)
FNMA GTD PASS THRU POOL#684233	31400DEE8	210.90	04/04/03	07/25/11	216.11	210.90	(5.21)
FNMA GTD PASS THRU POOL#684233	31400DEE8	168.59	04/04/03	08/25/11	172.76	168.59	(4.17)
FNMA GTD PASS THRU POOL#684233	31400DEE8	86.47	04/04/03	09/26/11	88.60	86.47	(2.13)
FNMA GTD PASS THRU POOL#684233	31400DEE8	159.53	04/04/03	10/25/11	163.47	159.53	(3.94)
FNMA GTD PASS THRU POOL#684233	31400DEE8	208.56	04/04/03	11/25/11	213.71	208.56	(5.15)
FNMA GTD PASS THRU POOL#684233	31400DEE8	239.69	04/04/03	12/27/11	245.62	239.69	(5.93)
FNMA GTD PASS THRU POOL#730816	31402J3Z8	484.05	07/25/03	01/25/11	478.92	484.05	5.23
FNMA GTD PASS THRU POOL#730816	31402J3Z8	230.96	07/25/03	02/25/11	228.46	230.96	2.50
FNMA GTD PASS THRU POOL#730816	31402J3Z8	163.68	07/25/03	03/25/11	161.92	163.68	1.76
FNMA GTD PASS THRU POOL#730816	31402J3Z8	115.85	07/25/03	04/25/11	114.60	115.85	1.25
FNMA GTD PASS THRU POOL#730816	31402J3Z8	160.15	07/25/03	05/25/11	158.42	160.15	1.73
FNMA GTD PASS THRU POOL#730816	31402J3Z8	188.57	07/25/03	06/27/11	186.53	188.57	2.04
FNMA GTD PASS THRU POOL#730816	31402J3Z8	202.81	07/25/03	07/25/11	200.62	202.81	2.19
FNMA GTD PASS THRU POOL#730816	31402J3Z8	67.54	07/25/03	08/25/11	66.81	67.54	0.73
FNMA GTD PASS THRU POOL#730816	31402J3Z8	119.83	07/25/03	09/26/11	118.53	119.83	1.30
FNMA GTD PASS THRU POOL#730816	31402J3Z8	120.95	07/25/03	10/25/11	119.64	120.95	1.31
FNMA GTD PASS THRU POOL#730816	31402J3Z8	344.42	07/25/03	11/25/11	340.70	344.42	3.72
FNMA GTD PASS THRU POOL#730816	31402J3Z8	236.40	07/25/03	12/27/11	233.85	236.40	2.55
FNMA GTD PASS THRU POOL#738462	31402UMK5	197.96	09/09/03	01/25/11	198.85	197.96	(0.89)
FNMA GTD PASS THRU POOL#738462	31402UMK5	21.89	09/09/03	02/25/11	21.99	21.89	(0.10)
FNMA GTD PASS THRU POOL#738462	31402UMK5	303.51	09/09/03	03/25/11	304.87	303.51	(1.36)
FNMA GTD PASS THRU POOL#738462	31402UMK5	403.81	09/09/03	04/25/11	405.61	403.81	(1.80)

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J.P. MORGAN CLEARING CORP.
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Account No: [REDACTED]
Account Name: [REDACTED]
Taxpayer Identification Number: ON-FILE
Account Executive No: 297

ORIGINAL: 12/31/11

Levin Family Foundation
Stmnt # 21
J.P.Morgan
PS 4 of 8
31-1327847

2011 REALIZED GAIN (LOSS) SUMMARY

LONG TERM GAIN(LOSS) DETAILS (continued)

Security Description	Symbol/ CUSIP	Quantity	Date Acquired	Date Realized	Total Cost Original/ Adjusted	Proceeds	Realized Gain(Loss)
FNMA GTD PASS THRU POOL#739462	31402UMK5	18.69	09/09/03	05/25/11	18.78	18.69	(0.09)
FNMA GTD PASS THRU POOL#739462	31402UMK5	18.39	09/09/03	06/27/11	18.47	18.39	(0.08)
FNMA GTD PASS THRU POOL#739462	31402UMK5	18.59	09/09/03	07/25/11	18.67	18.59	(0.08)
FNMA GTD PASS THRU POOL#739462	31402UMK5	21.48	09/09/03	08/25/11	21.57	21.48	(0.09)
FNMA GTD PASS THRU POOL#739462	31402UMK5	17.76	09/09/03	09/26/11	17.84	17.76	(0.08)
FNMA GTD PASS THRU POOL#739462	31402UMK5	473.84	09/09/03	10/25/11	475.76	473.84	(2.12)
FNMA GTD PASS THRU POOL#739462	31402UMK5	18.41	09/09/03	11/25/11	18.49	18.41	(0.08)
FNMA GTD PASS THRU POOL#739462	31402UMK5	18.69	09/09/03	12/27/11	18.77	18.69	(0.08)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	360.16	10/31/07	01/25/11	369.58	360.16	(9.42)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	354.55	10/31/07	02/25/11	363.82	354.55	(9.27)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	312.62	10/31/07	03/25/11	320.79	312.62	(8.17)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	407.44	10/31/07	04/25/11	418.09	407.44	(10.65)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	317.30	10/31/07	05/25/11	325.60	317.30	(8.30)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	336.83	10/31/07	06/27/11	345.64	336.83	(8.81)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	256.35	10/31/07	07/25/11	263.05	256.35	(6.70)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	267.32	10/31/07	08/25/11	274.31	267.32	(6.99)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	283.71	10/31/07	09/28/11	291.13	283.71	(7.42)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	231.68	10/31/07	10/25/11	237.74	231.68	(6.06)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	268.87	10/31/07	11/25/11	275.90	268.87	(7.03)
FNMA GTD PASS THRU POOL#745932	31403DVZ9	236.75	10/31/07	12/27/11	242.94	236.75	(6.19)
G N M A PASS THRU POOL 352016X	36203LAR3	37.93	09/20/02	01/18/11	39.64	37.93	(1.71)
G N M A PASS THRU POOL 352016X	36203LAR3	36.16	09/20/02	02/15/11	37.78	36.16	(1.62)
G N M A PASS THRU POOL 352016X	36203LAR3	39.47	09/20/02	03/15/11	41.24	39.47	(1.77)
G N M A PASS THRU POOL 352016X	36203LAR3	45.51	09/20/02	04/15/11	47.55	45.51	(2.04)
G N M A PASS THRU POOL 352016X	36203LAR3	45.21	09/20/02	05/16/11	47.24	45.21	(2.03)
G N M A PASS THRU POOL 352016X	36203LAR3	37.20	09/20/02	06/15/11	38.87	37.20	(1.67)
G N M A PASS THRU POOL 352016X	36203LAR3	43.67	09/20/02	07/15/11	45.63	43.67	(1.96)

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J.P. MORGAN CLEARING CORP.
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Account No:

Account Name:

Taxpayer Identification Number ON-FILE

Account Executive No: 297

ORIGINAL:

12/31/11

Levin Family Foundation
Stm# 21
J.P. Morgan P3 sof 8
31-1327847

2011 REALIZED GAIN (LOSS) SUMMARY

LONG TERM GAIN(LOSS) DETAILS (continued)

Security Description	Symbol/ CUSIP	Quantity	Date Acquired	Date Realized	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
G N M A PASS THRU POOL 352016X	36203LAR3	38.17	09/20/02	08/15/11	39.88	38.17	(1.71)
G N M A PASS THRU POOL 352016X	36203LAR3	32.15	09/20/02	09/15/11	33.59	32.15	(1.44)
G N M A PASS THRU POOL 352016X	36203LAR3	33.24	09/20/02	10/17/11	34.74	33.24	(1.50)
G N M A PASS THRU POOL 352016X	36203LAR3	30.91	09/20/02	11/15/11	32.30	30.91	(1.39)
G N M A PASS THRU POOL 352016X	36203LAR3	417.66	09/20/02	12/15/11	436.41	417.66	(18.75)
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	5.26	01/01/90	01/18/11		5.26	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	61.79	01/01/90	02/15/11		61.79	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.66	01/01/90	03/15/11		4.66	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.69	01/01/90	04/15/11		4.69	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.72	01/01/90	05/15/11		4.72	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.74	01/01/90	06/15/11		4.74	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	5.23	01/01/90	07/15/11		5.23	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.80	01/01/90	08/15/11		4.80	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.83	01/01/90	09/15/11		4.83	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.86	01/01/90	10/17/11		4.86	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.90	01/01/90	11/15/11		4.90	
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	4.92	01/01/90	12/15/11		4.92	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.36	01/01/90	01/18/11		3.36	

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J.P. MORGAN CLEARING CORP.
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Account No:

Account Name:

Taxpayer Identification Number: ON-FILE

Account Executive No: 297

ORIGINAL:

12/31/11

Levin Family Foundation
J.P. Morgan
Stm# 21
P3 6068
31-1327847

2011 REALIZED GAIN (LOSS) SUMMARY

LONG TERM GAIN(LOSS) DETAILS (continued)

Security Description	Symbol/ CUSIP	Quantity	Date Acquired	Date Realized	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.38	01/01/90	02/15/11	S	3.38	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.43	01/01/90	03/15/11	S	3.43	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.42	01/01/90	04/15/11	S	3.42	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.49	01/01/90	05/16/11	S	3.49	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.51	01/01/90	06/15/11	S	3.51	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.47	01/01/90	07/15/11	S	3.47	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.49	01/01/90	08/15/11	S	3.49	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.51	01/01/90	09/15/11	S	3.51	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.53	01/01/90	10/17/11	S	3.53	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.55	01/01/90	11/15/11	S	3.55	
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	3.57	01/01/90	12/15/11	S	3.57	
G N M A PASS THRU POOL 551231X UNION FEDERAL SAVINGS BANK	36213DLL0	1.75	04/26/01	01/18/11	S	1.78	0.03
G N M A PASS THRU POOL 551231X UNION FEDERAL SAVINGS BANK	36213DLL0	1.76	04/26/01	02/15/11	S	1.79	0.03
G N M A PASS THRU POOL 551231X UNION FEDERAL SAVINGS BANK	36213DLL0	1.77	04/26/01	03/15/11	S	1.80	0.03
G N M A PASS THRU POOL 551231X UNION FEDERAL SAVINGS BANK	36213DLL0	1.78	04/26/01	04/15/11	S	1.81	0.03
G N M A PASS THRU POOL 551231X UNION FEDERAL SAVINGS BANK	36213DLL0	1.79	04/26/01	05/16/11	S	1.82	0.03
G N M A PASS THRU POOL 551231X UNION FEDERAL SAVINGS BANK	36213DLL0	1.80	04/26/01	06/15/11	S	1.83	0.03
G N M A PASS THRU POOL 551231X UNION FEDERAL SAVINGS BANK	36213DLL0	1.81	04/26/01	07/15/11	S	1.84	0.03
G N M A PASS THRU POOL 551231X UNION FEDERAL SAVINGS BANK	36213DLL0	1.83	04/26/01	08/15/11	S	1.85	0.02

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J.P. MORGAN CLEARING CORP
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Account No:

Account Name:

Taxpayer Identification Number ON-FILE

Account Executive No: 297

ORIGINAL:

12/31/11

Levin Family Foundation
STN# 21
J.P. Morgan P3 7048
31-1327847

2011 REALIZED GAIN (LOSS) SUMMARY

LONG TERM GAIN(LOSS) DETAILS (continued)

Security Description	Symbol	Quantity	Date Acquired	Data Realized	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
G N M A PASS THRU POOL 551231X	36213DILLO	1.84	04/26/01	09/15/11	1.87	1.84	(0.03)
G N M A PASS THRU POOL 551231X	36213DILLO	1.85	04/26/01	10/17/11	1.88	1.85	(0.03)
G N M A PASS THRU POOL 551231X	36213DILLO	1.86	04/26/01	11/15/11	1.89	1.86	(0.03)
G N M A PASS THRU POOL 551231X	36213DILLO	1.87	04/26/01	12/15/11	1.90	1.87	(0.03)
G N M A PASS THRU POOL 576023X	36200X4G1	7.75	05/14/03	01/18/11	8.13	7.75	(0.38)
G N M A PASS THRU POOL 576023X	36200X4G1	7.52	05/14/03	02/15/11	7.89	7.52	(0.37)
G N M A PASS THRU POOL 576023X	36200X4G1	204.54	05/14/03	03/15/11	214.60	204.54	(10.06)
G N M A PASS THRU POOL 576023X	36200X4G1	6.96	05/14/03	04/15/11	7.30	6.96	(0.34)
G N M A PASS THRU POOL 576023X	36200X4G1	6.97	05/14/03	05/16/11	7.31	6.97	(0.34)
G N M A PASS THRU POOL 576023X	36200X4G1	7.22	05/14/03	06/15/11	7.58	7.22	(0.36)
G N M A PASS THRU POOL 576023X	36200X4G1	112.33	05/14/03	07/15/11	117.86	112.33	(5.53)
G N M A PASS THRU POOL 576023X	36200X4G1	7.08	05/14/03	08/15/11	7.43	7.08	(0.35)
G N M A PASS THRU POOL 576023X	36200X4G1	7.06	05/14/03	09/15/11	7.40	7.06	(0.34)
G N M A PASS THRU POOL 576023X	36200X4G1	206.65	05/14/03	10/17/11	216.81	206.65	(10.16)
G N M A PASS THRU POOL 576023X	36200X4G1	6.36	05/14/03	11/15/11	6.68	6.36	(0.32)
G N M A PASS THRU POOL 576023X	36200X4G1	6.54	05/14/03	12/15/11	6.86	6.54	(0.32)
G N M A PASS THRU POOL 581082X	36201ERB8	26.22	05/20/02	01/18/11	25.96	26.22	0.27
G N M A PASS THRU POOL 581082X	36201ERB8	16.42	05/20/02	02/15/11	16.25	16.42	0.17
G N M A PASS THRU POOL 581082X	36201ERB8	21.50	05/20/02	03/15/11	21.27	21.50	0.23
G N M A PASS THRU POOL 581082X	36201ERB8	21.61	05/20/02	04/15/11	21.39	21.61	0.22
G N M A PASS THRU POOL 581082X	36201ERB8	21.73	05/20/02	05/16/11	21.50	21.73	0.23
G N M A PASS THRU POOL 581082X	36201ERB8	21.85	05/20/02	06/15/11	21.62	21.85	0.23
G N M A PASS THRU POOL 581082X	36201ERB8	21.97	05/20/02	07/15/11	21.73	21.97	0.24
G N M A PASS THRU POOL 581082X	36201ERB8	22.09	05/20/02	08/15/11	21.85	22.09	0.24
G N M A PASS THRU POOL 581082X	36201ERB8	22.20	05/20/02	09/15/11	21.97	22.20	0.23
G N M A PASS THRU POOL 581082X	36201ERB8	27.28	05/20/02	10/17/11	27.00	27.28	0.28
G N M A PASS THRU POOL 581082X	36201ERB8	17.49	05/20/02	11/15/11	17.30	17.49	0.19

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J.P. MORGAN CLEARING CORP
3 METROTECH CENTER
BROOKLYN NY 11245-0001

Account No:
Account Name:
Taxpayer Identification Number: ON-FILE

Account Executive No. 297

ORIGINAL: 12/31/11

Levin Family Foundation
J.P. Morgan Stmt #21
Pg 8 of 8
31-1327847

2011 REALIZED GAIN (LOSS) SUMMARY

LONG TERM GAIN(LOSS) DETAILS (continued)

Security Description	Symbol / CUSIP	Quantity	Date Acquired	Date Realized	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
G N M A PASS THRU POOL 581082X	36201ERB8	22.57	05/20/02	12/15/11	22.33	22.57	0.24
G N M A PASS THRU POOL 602184X	36200H6V1	43.14	01/22/03	01/18/11	44.89	43.14	(1.75)
G N M A PASS THRU POOL 602184X	36200H6V1	118.29	01/22/03	02/15/11	123.09	118.29	(4.80)
G N M A PASS THRU POOL 602184X	36200H6V1	90.47	01/22/03	03/15/11	94.15	90.47	(3.68)
G N M A PASS THRU POOL 602184X	36200H6V1	53.52	01/22/03	04/15/11	55.69	53.52	(2.17)
G N M A PASS THRU POOL 602184X	36200H6V1	128.64	01/22/03	05/16/11	133.86	128.64	(5.22)
G N M A PASS THRU POOL 602184X	36200H6V1	38.41	01/22/03	06/15/11	39.97	38.41	(1.56)
G N M A PASS THRU POOL 602184X	36200H6V1	32.90	01/22/03	07/15/11	34.24	32.90	(1.34)
G N M A PASS THRU POOL 602184X	36200H6V1	43.84	01/22/03	08/15/11	45.62	43.84	(1.78)
G N M A PASS THRU POOL 602184X	36200H6V1	135.12	01/22/03	09/15/11	140.61	135.12	(5.49)
G N M A PASS THRU POOL 602184X	36200H6V1	43.92	01/22/03	10/17/11	45.71	43.92	(1.79)
G N M A PASS THRU POOL 602184X	36200H6V1	6.20	01/22/03	11/15/11	6.46	6.20	(0.26)
G N M A PASS THRU POOL 602184X	36200H6V1	5.47	01/22/03	12/15/11	5.69	5.47	(0.22)
GAINESVILLE & HALL CNTY GA CHOSP AUTH REV NORTHEAST GA HLTH SYS INC PROJ	362762FQ4	20,000.00	03/03/08	05/16/11	20,000.00	20,000.00	0.00
OKLAHOMA HSG FIN AGY SINGLE FA-SING FAM REV BDS	67888MFF1	5,000.00	05/01/08	09/01/11	5,134.21	5,000.00	(134.21)
PETROHAWK ENERGY CORPORATION	716495106	415.00	08/08/08	09/20/11	12,461.18	16,081.25	3,620.07
PETROHAWK ENERGY CORPORATION	716495106	75.00	08/11/08	09/20/11	1,971.17	2,906.25	935.08
PETROHAWK ENERGY CORPORATION	716495106	120.00	09/02/08	09/20/11	3,685.67	4,650.00	964.33
PETROHAWK ENERGY CORPORATION	716495106	195.00	10/09/08	09/20/11	2,489.38	7,556.25	5,066.87
TEXTRON FINANCIAL CORP MEDIUM TERM NOTE	88319QJ20	20,000.00	07/10/08	02/03/11	20,000.00	20,000.00	0.00
UNITED STATES TREASURY NOTE	9128276T4	40,000.00	04/05/06	02/15/11	40,000.00	40,000.00	0.00
UNITED STATES TREASURY NOTE	9128276T4	15,000.00	08/02/07	02/15/11	15,000.00	15,000.00	0.00
Total Long Term Proceeds*					\$141,574.79	\$151,912.21	
Total Long Term Gain(Loss)**						\$151,755.10	\$10,180.31

This statement is not a substitute for form 1099 and is provided for informational purposes only

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **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	Name of exempt organization or other filer, see instructions. LEVIN FAMILY FOUNDATION	Employer identification number (EIN) or ☒ 31-1327847
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. 7812 MCEWEN ROAD, NO. 100	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. DAYTON, OH 45459	

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

KAREN LEVIN

- The books are in the care of ► **7812 MCEWEN ROAD - DAYTON, OH 45459**

Telephone No. ► **937-223-1669**

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	\$	41,250.
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	\$	11,250.
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	\$	30,000.

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)