Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
HYMAN LEVINE FAMILY FOUNDATION
L'DOR V'DOR

A Employer identification number
20-1917833

Number and street (or P O box number if mail is not delivered to street address) Room/suite
9460 WILSHIRE BLVD, SUITE 300

B Telephone number
310-274-5291

City or town, state, and ZIP code
BEVERLY HILLS, CA 90212

C If exemption application is pending, check here ▶☐

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

D 1 Foreign organizations, check here ▶☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 6,889,030.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	223,521.		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	268,973.	268,973.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	166,557.			
	b Gross sales price for all assets on line 6a 1,594,244.				
	7 Capital gain net income (from Part IV, line 2)		166,557.		
	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				
	12 **Total** Add lines 1 through 11	659,051.	435,530.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	144.	0.		144.
	b Accounting fees STMT 3	1,000.	500.		500.
	c Other professional fees STMT 4	18,199.	18,199.		0.
	17 Interest				
	18 Taxes STMT 5	8,730.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	28,073.	18,699.		644.
	25 Contributions, gifts, grants paid	364,465.			364,465.
	26 **Total expenses and disbursements** Add lines 24 and 25	392,538.	18,699.		365,109.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	266,513.			
	b **Net investment income** (if negative, enter -0-)		416,831.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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			
	2 Savings and temporary cash investments	566,817.	665,662.	665,662.
	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 6	3,045,567.	3,105,968.	3,287,989.
	b Investments - corporate stock STMT 7	2,402,050.	2,523,603.	2,910,379.
	c Investments - corporate bonds STMT 8	14,286.	0.	0.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	25,000.	25,000.	25,000.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	6,053,720.	6,320,233.	6,889,030.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	6,053,720.	6,320,233.	
	30 **Total net assets or fund balances**	6,053,720.	6,320,233.	
	31 **Total liabilities and net assets/fund balances**	6,053,720.	6,320,233.	

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	6,053,720.
2	Enter amount from Part I, line 27a	2	266,513.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,320,233.
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	6,320,233.

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	PUBLICLY TRADED SECURITIES			
b	PUBLICLY TRADED SECURITIES			
c	PUBLICLY TRADED SECURITIES			
d	PUBLICLY TRADED SECURITIES			
e	CASH IN LIEU	P	VARIOUS	VARIOUS

	(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	237,907.		264,390.	<26,483.>
b	647,890.		514,429.	133,461.
c	63,665.		64,260.	<595.>
d	644,132.		584,608.	59,524.
e	650.			650.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<26,483.>
b				133,461.
c				<595.>
d				59,524.
e				650.

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 — 166,557.

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	332,472.	6,746,159.	.049283
2010	296,164.	6,109,658.	.048475
2009	255,041.	5,229,266.	.048772
2008	3,800.	414,833.	.009160
2007			

2	**Total** of line 1, column (d)	2	.155690
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	.038923
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,893,247.
5	Multiply line 4 by line 3	5	268,306.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,168.
7	Add lines 5 and 6	7	272,474.
8	Enter qualifying distributions from Part XII, line 4	8	365,109.

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 ▶ [X] and enter 1% of Part I, line 27b			1	4,168.
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	4,168.
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	4,168.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,000.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	5,000.
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	832.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	832.	**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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DENA SCHECHTER Telephone no. ▶ 310-274-5291
Located at ▶ 9460 WILSHIRE BLVD, SUITE 300, BEVERLY HILLS, CA ZIP+4 ▶ 90212

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ 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 2012 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 2012)* 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 2012?	4b		X

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(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 10		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	6,298,097.
b Average of monthly cash balances		1b	700,123.
c Fair market value of all other assets		1c	
d **Total** (add lines 1a, b, and c)		1d	6,998,220.
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	6,998,220.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	104,973.
5 **Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	6,893,247.
6 **Minimum investment return** Enter 5% of line 5		6	344,662.

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	344,662.
2a Tax on investment income for 2012 from Part VI, line 5	2a 4,168.		
b Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	4,168.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	340,494.
4 Recoveries of amounts treated as qualifying distributions		4	0.
5 Add lines 3 and 4		5	340,494.
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	340,494.

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	365,109.
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	365,109.
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	4,168.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	360,941.

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

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				340,494.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 5,091.				
b From 2008 338,033.				
c From 2009				
d From 2010				
e From 2011 1,888.				
f **Total** of lines 3a through e	345,012.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 365,109.				
a Applied to 2011, 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 2012 distributable amount				340,494.
e Remaining amount distributed out of corpus	24,615.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	369,627.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				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 2007 not applied on line 5 or line 7	5,091.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	364,536.			
10 Analysis of line 9:				
a Excess from 2008 338,033.				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 1,888.				
e Excess from 2012 24,615.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2).)

SEE STATEMENT 11

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE	NONE	PUBLIC CHARITY	CHARITY/EDUCATION	364,465.
Total			▶ 3a	364,465.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	268,973.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	166,557.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		435,530.	0.

13 **Total** Add line 12, columns (b), (d), and (e) 13 435,530.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

▶ [signature] 11/6/13 ▶ President

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WILLIAM D. ESENSTEN	[signature] CPA	11/6/13		P00535334
Firm's name ▶ NSBN LLP			Firm's EIN ▶ 95-2399533	
Firm's address ▶ 9454 WILSHIRE BLVD., 4TH FLOOR BEVERLY HILLS, CA 90212-2907			Phone no. (310)273-2501	

Form **990-PF** (2012)

223622
12-05-12

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
HYMAN LEVINE FAMILY FOUNDATION
L'DOR V'DOR

Employer identification number
20-1917833

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).

Name of organization	Employer identification number
HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR	20-1917833

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	DENA & IRV SCHECHTER 9460 WILSHIRE BLVD, SUITE 300 BEVERY HILLS, CA 90212	$ 30,364.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2	DENA & IRV SCHECHTER 9460 WILSHIRE BLVD, SUITE 300 BEVERY HILLS	$ 186.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	MAX A. LEVINE TRUST 9460 WILSHIRE BLVD, SUITE 300 BEVERY HILLS, CA 90212	$ 51,127.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	MEL LEVINE 9460 WILSHIRE BLVD, SUITE 300 BEVERY HILLS, CA 90212	$ 30,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	SID B. LEVINE TRUST 9460 WILSHIRE BLVD, SUITE 300 BEVERY HILLS, CA 90212	$ 111,844.	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
HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR	20-1917833

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	185 SHARES OF SPDR GOLD TRUST	$ 30,364.	12/17/12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR	20-1917833

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	218,934.	0.	218,934.
CHARLES SCHWAB - ACCRUED INT PAID	<13,253.>	0.	<13,253.>
MORGAN STANLEY #0F6N3	50,396.	0.	50,396.
MORGAN STANLEY #0F6P8	8,265.	0.	8,265.
MORGAN STANLEY #12297	3,351.	0.	3,351.
MORGAN STANLEY #12297 - ACCRUED INT PAID	<20.>	0.	<20.>
STATE OF ISRAEL	1,300.	0.	1,300.
TOTAL TO FM 990-PF, PART I, LN 4	268,973.	0.	268,973.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	144.	0.		144.
TO FM 990-PF, PG 1, LN 16A	144.	0.		144.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

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

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	18,199.	18,199.		0.
TO FORM 990-PF, PG 1, LN 16C	18,199.	18,199.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE	30.	0.		0.
REGISTRATION FEE	75.	0.		0.
FOREIGN TAX	3,303.	0.		0.
FEDERAL EXCISE TAX	5,322.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,730.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MUNI BONDS-SEE ATTACHED STATEMENT		X	3,105,968.	3,287,989.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			3,105,968.	3,287,989.
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,105,968.	3,287,989.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK-SEE ATTACHED STATEMENT	2,523,603.	2,910,379.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,523,603.	2,910,379.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORP OBLIG.	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISRAEL BOND	COST	25,000.	25,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		25,000.	25,000.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DENA SCHECHTER 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	PRESIDENT 0.00	0.	0.	0.
MELDON LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	TREASURER 0.00	0.	0.	0.
NANCY CLAVIN 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	SECRETARY 0.00	0.	0.	0.
ROBERT LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	VICE-PRESIDENT 0.00	0.	0.	0.
ADAM PAUL LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
ANDREW CLAVIN 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
ASHER LEV SCHECHTER 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
CARA E. LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
DANIEL CLAVIN 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
ELIZABETH COHN 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
JACOB C. LEVINE 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.

JOSHUA SCHECHTER 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
MIEKE NEUMANN 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
NOAH BLUM SCHECHTER 9460 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 11
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

DENA SCHECHTER
MELDON LEVINE

Hyman Levine Family Foundation: L'Dor V'Dor
Foundation Donations
January through December 2012

Date	Num	Name	Address					Amount
01/12/2012	1294	Jewish Family Service	3580 Wilshire Blvd #700		Los Angeles	CA	90010	71,500.00
01/20/2012	1296	Temple Emanuel of Beverly Hills	8844 Burton Way		Beverly Hills	CA	90211	1,500 00
01/24/2012	1297	KUSC	P O Box 77913		Los Angeles	CA	90007	500 00
01/31/2012	1298	Tower Cancer Research Foundation	9090 Wilshire Blvd, Suite 350		Beverly Hills	CA	90211	1,500 00
02/02/2012	1299	Los Angeles Fire Department Foundation	1875 Century Park East, Suite 200		Los Angeles	CA	90067	1,000 00
02/07/2012	1300	Jewish Family Service	3580 Wilshire Blvd #700		Los Angeles	CA	90010	1,500 00
02/07/2012	1301	American Jewish University	15600 Mulholland Drive		Bel Air	CA	90077	1,000 00
03/02/2012	1302	Human Rights First	333 Seventh Avenue, 13th Floor		New York	NY	10117-2101	500 00
03/14/2012	1303	Loew Vision Rehabilitation Institute	239 South La Cienega Blvd , Suite 100		Beverly Hills	CA	90211	320 00
04/03/2012	1304	Jewish Family Service	3580 Wilshire Blvd #700		Los Angeles	CA	90010	5,000 00
04/03/2012	1306	JFLA	6505 Wilshire Blvd , Suite 715		Los Angeles	CA	90048	360 00
04/10/2012	1309	American Jewish University	15600 Mulholland Drive		Bel Air	CA	90077	2,500 00
04/25/2012	1310	Cardozo School of Law	55 Fifth Avenue		New York	NY	10003	1,000 00
04/27/2012	1311	Beverly Hills Firefighters' Association	P O Box 1720		Beverly Hills	CA	90213-1720	1,000 00
05/04/2012	1312	LACMA	5905 Wilshire Boulevard		Los Angeles	CA	90036-4597	2,055 00
05/15/2012	1350	Music Center	135 North Grand Avenue		Los Angeles	CA	90012	800 00
05/15/2012	1352	Harvard-Westlake School	Office of Advancement	P O Box 492415	Los Angeles	CA	90049	1,500 00
05/15/2012	1353	K I T	2820 Roosevelt Road, Suite 202		San Diego	CA	92106	500 00
05/15/2012	1354	Council on Foreign Relations	Development Office	58 East 68th Street	New York	NY	10065	500 00
05/16/2012	1355	The Stecher & Horowitz Foundation	119 W 57th Street, Suite 1401		New York	NY	10019-2400	1,000 00
05/30/2012	1313	United States Holocaust Memorial Museum	Attn Ra'chel Edison, Development	100 Raoul Wallenberg Place, SW	Washington	DC	20024-2126	1,000 00
05/30/2012	1314	Junior Blind of America	5300 Angeles Vista Blvd		Los Angeles	CA	90043	5,000 00
06/14/2012	1315	Cal Baseball Foundation	c/o Moore & Baker, LLP	1801 N California Blvd , Suite 101	Walnut Creek	CA	94596-4133	2,500 00
06/20/2012	1317	KCRW	KCRW 89.9 FM	1900 Pico Boulevard	Santa Monica	CA	90405	1,000 00
06/21/2012	1318	UKRO	c/o Mann Productions	167 Granville Avenue	Los Angeles	CA	90049	1,000 00
07/11/2012	1321	The Rape Foundation	1223 Wilshire Blvd , No 410		Santa Monica	CA	90403	1,000 00
07/20/2012	1322	Stanford Jewish Center	c/o Dov Greenberg	1289 College Avenue	Palo Alto	CA	94306	5,000 00
07/24/2012	1323	Pacific Council on Int'l Policy	801 S Figueroa Street, Suite 1130		Los Angeles	CA	90017	37,500 00
07/30/2012	1324	AIDS Project Los Angeles	1741 E 120th Street		Los Angeles	CA	90059	1,000 00
07/30/2012	1325	Developing Minds Foundation	934 Michigan Avenue, Suite 304		Miami Beach	FL	33139	1,500 00
08/10/2012	1327	Los Angeles Philharmonic Association	151 South Grand Avenue		Los Angeles	CA	90012-3034	9,200 00
09/07/2012	1328	Temple Isaiah	10345 West Pico Boulevard		Los Angeles	CA	90064	3,600 00
09/24/2012	1330	Central European University	PO Box 1215		Herndon	VA	20172	5,000 00
09/24/2012	1331	Courage Campaign Institute	7119 West Sunset Blvd , No 195		Los Angeles	CA	90046	500 00
09/25/2012	1332	Inner-City Arts	720 Kohler Street		Los Angeles	CA	90021-1518	1,000 00
10/02/2012	1333	The Caring Institute	Attn Danielle Golka	228 7th Street, SE	Washington	DC	20003	5,000 00

Hyman Levine Family Foundation: L'Dor V'Dor
Foundation Donations
January through December 2012

Date	Num	Name	Address					Amount
10/22/2012	1334	KUSC	P O Box 77913		Los Angeles	CA	90007	1,000 00
10/24/2012	1335	Los Angeles Museum of the Holocaust	Development Director	Los Angeles Museum of the Holocaust	Los Angeles	CA	90036	500 00
10/30/2012	1336	American Jewish Committee	Attn Janice Pitler	9911 West Pico Blvd , Suite 1602	Los Angeles	CA	90035	1,000 00
11/05/2012	1337	United Way of New York City	Attention Finance Department	2 Park Avenue	New York	NY	10016	500 00
11/06/2012	1338	Tourette Syndrome Association	42-40 Bell Boulevard		Bayside	NY	11361-2820	500 00
11/08/2012	1339	Pacific Council on Int'l Policy	801 S Figueroa Street, Suite 1130		Los Angeles	CA	90017	10,000 00
11/12/2012	1340	Jewish Big Brothers Big Sisters	6505 Wilshire Blvd , Suite 600		Los Angeles	CA	90048	500 00
11/15/2012	1342	Jewish World Watch	5551 Balboa Blvd.		Encino	CA	91316	2,500.00
11/15/2012	1343	Stanford Jewish Center	c/o Dov Greenberg	1289 College Avenue	Palo Alto	CA	94306	5,000.00
11/15/2012	1344	Cedars-Sinai Heart Institute	8536 Wilshire Blvd , 3rd floor		Beverly Hills	CA	90211	5,000 00
11/26/2012	1345	American Jewish University	15600 Mulholland Drive		Bel Air	CA	90077	25,000 00
11/26/2012	1347	Jewish Family Service	3580 Wilshire Blvd #700		Los Angeles	CA	90010	18,000 00
11/26/2012	1348	JFS/SOVA	3580 Wilshire Blvd #700		Los Angeles	CA	90010	1,000 00
11/26/2012	1349	JFS/Save-A-Family	3580 Wilshire Blvd #700		Los Angeles	CA	90010	11,000 00
11/28/2012	1356	Stanford Jewish Center	c/o Dov Greenberg	1289 College Avenue	Palo Alto	CA	94306	5,545 00
11/28/2012	1357	Cedars-Sinai Heart Institute	8536 Wilshire Blvd , 3rd floor		Beverly Hills	CA	90211	5,500 00
11/28/2012	1358	Ace of Hearts	Attn Kari Whitman	1155 N LaCienega Blvd #812	West Hollywood	CA	90069	1,000 00
11/28/2012	1359	Best Friends Animal Society	5001 Angel Canyon Road		Kanab	UT	84741	1,000 00
11/28/2012	1361	Developing Minds Foundation	934 Michigan Avenue, Suite 304		Miami Beach	FL	33139	500.00
11/28/2012	1362	California Philharmonic	400 South Baldwin Avenue		Arcadia	CA	91007	500 00
11/29/2012	1363	Harvard-Westlake School	Office of Advancement	P O Box 492415	Los Angeles	CA	90049	500 00
11/29/2012	1364	LA Opera	Development Department	135 North Grand Avenue	Los Angeles	CA	90012	1,000 00
11/29/2012	1365	The Stecher & Horowitz Foundation	119 W 57th Street, Suite 1401		New York	NY	10019-2400	1,000 00
11/29/2012	1366	UCLA Foundation	UCLA Development	10920 Wilshire Blvd , Suite 1400	Los Angeles	CA	90024-6516	5,000 00
11/29/2012	1367	United Jewish Fund	The Jewish Federation	6505 Wilshire Blvd , Suite 1000	Los Angeles	CA	90048-4994	5,000 00
11/29/2012	1368	Vista Del Mar	3200 Motor Avenue		Los Angeles	CA	90034	1,000 00
11/29/2012	1369	American Jewish University	15600 Mulholland Drive		Bel Air	CA	90077	1,000 00
11/29/2012	EFT	GRUPEDSAC - Wire Transfer	Av de las Fuentes No 184 Local 517	Col Lomas de Tecamachalco	Naucalpan, Mexico		53950	5,000 00
12/03/2012	1370	Beit T'Shuvah	8831 Venice Boulevard		Los Angeles	CA	90034	1,000 00
12/12/2012	1371	Temple Beth Israel	of Highland Park & Eagle Rock	P O Box 421186	Los Angeles	CA	90042	500.00
12/12/2012	1372	Teen Line	Cedars-Sinai Medical Center	PO Box 48750	Los Angeles	CA	90048	1,000 00
12/12/2012	1373	Los Angeles Conservation Corps	PO Box 15868		Los Angeles	CA	90015	1,500 00
12/12/2012	1374	American Friends of Tel Aviv University	9911 W Pico Blvd , Suite 1240		Los Angeles	CA	90035	20,000 00
12/12/2012	1375	Harvard Law School Annual Fund	Harvard Law School Alumni Center	125 Mount Auburn Street	Cambridge	MA	02138	2,000 00
12/12/2012	1376	Woodrow Wilson School - Princeton Univ	Princeton University	Annual Giving	Princeton	NJ	08543	1,000 00
12/12/2012	1377	College Match	c/o Community Partners	1000 North Alameda Street, Suite 240	Los Angeles	CA	90012	1,000 00

Hyman Levine Family Foundation: L'Dor V'Dor
Foundation Donations
January through December 2012

Date	Num	Name	Address					Amount
12/12/2012	1378	Los Angeles Leadership Academy	234 East Avenue 33		Los Angeles	CA	90031	2,000 00
12/12/2012	1379	National Conference on Soviet Jewry	2020 K Street, NW, Suite 7800		Washington	DC	20006	1,000 00
12/12/2012	1380	Religious Action Center of Reform Judaism	Arthur and Sara Jo Kobacker Building	2027 Massachusetts Ave, NW	Washington	DC	20036	2,000 00
12/12/2012	1381	Women Against Gun Violence	8800 Venice Blvd , Suite 304		Los Angeles	CA	90034	500 00
12/12/2012	1382	Church in Ocean Park	235 Hill Street		Santa Monica	CA	90405-4198	500 00
12/12/2012	1383	Mental Health Advocacy Services	3255 Wilshire Blvd , Suite 902		Los Angeles	CA	90010	1,000 00
12/12/2012	1384	Inner City Law Center	1309 East 7th Street		Los Angeles	CA	90021	1,000 00
12/12/2012	1385	Progr Jewish Alliance & Jewish Fund	& Jewish Fund for Justice	330 7th Avenue, 19th Floor	New York	NY	10001	1,000 00
12/12/2012	1386	B'Tselem	1411 K St NW, Suite 603		Washington	DC	20005	1,000 00
12/12/2012	1388	International Medical Corps	ATTN Development Department	1919 Santa Monica Blvd , Suite 400	Santa Monica	CA	90404	500 00
12/12/2012	1389	Gemstone Foundation	34301 The Farm Road		Wildomar	CA	92595	500 00
12/12/2012	1391	UC Berkeley Foundation	University Relations Gift Administration	2080 Addison Street, MC 4200	Berkeley	CA	94720-4200	10,000 00
12/13/2012	1390	USC Center on Public Diplomacy	at the Annenberg School	University of Southern California	Los Angeles	CA	90089-0281	5,000 00
12/13/2012	1392	UC Berkeley Foundation	University Relations Gift Administration	2080 Addison Street, MC 4200	Berkeley	CA	94720-4200	2,085 00
12/14/2012	1393	Los Angeles Philharmonic Association	151 South Grand Avenue		Los Angeles	CA	90012-3034	4,000 00
12/14/2012	1394	American Cancer Society	3333 Wilshire Blvd , Ste 900		Los Angeles	CA	90010	2,500.00
12/14/2012	1395	Junior Blind of America	5300 Angeles Vista Blvd		Los Angeles	CA	90043	10,000 00
12/21/2012	1396	Council on Foreign Relations	Development Office	58 East 68th Street	New York	NY	10065	500 00
								364,465.00

HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR
COST BASIS OF MUNICIPAL OBLIGATIONS
AS OF DECEMBER 31, 2012

	Face Value	Acquired Date	2012 Cost	2012 FMV
CHARLES SCHWAB				
Alpine Calif Un Sch Dist, due 5/1/18 @ 5 98%	150,000	06/17/10	148,149.00	150,172 50
Brea Calif Pub, due 9/1/13 @ 7 25%	45,000	10/23/08	45,000 00	45,557 55
Colton California PEN Oblig, due 8/1/17 @ 5 648%	130,000	04/20/12	133,542 50	133,627 00
Covina Calif Red, due 12/1/23 @ 5 37%	200,000	09/21/12	201,000 00	199,982 00
Coyote Canyon Rev Bab, due 9/1/39 @ 9 375%	100,000	12/10/09	99,527 00	106,431 00
El Cajon Calif Rev, due 10/1/30 @ 7 7%	100,000	08/24/11	95,750.00	108,138 00
Eureka Calif Pub Fi, due 11/1/32 @ 8%	220,000	10/04/12	238,425.00	234,330 80
Festival Ranch Cmnt, due 7/15/18 @ 8%	125,000	12/17/09	125,000 00	141,760 00
La Paz County Arizona Rev, due 7/1/21 @ 5 25 %	150,000	09/23/11	148,857.00	151,570 50
Los Angeles CA Cmnty Redev, due 9/1/19 @ 5 5%	145,000	03/25/10	123,975 00	145,414 70
Los Angeles CA Cmnty Redev, due 9/1/37 @ 6 49%	390,000	12/20/07	369,525.00	397,160 40
Los Angeles CA, due 9/1/18 @ 6 95%	130,000	06/19/08	130,025 00	137,524.40
Los Angeles CA Cmnty Redev, due 9/1/33 @ 9 38%	195,000	02/17/11	192,075 00	195,462 15
Sacramento Calif Rev, due 8/1/21 @ 6.12%	200,000	09/23/11	200,000 00	208,660 00
Sacramento Cnty, due 12/1/18 @ 5.317%	100,000	04/21/10	99,500 00	109,954 00
San Diego Calif, due 9/1/16 @ 5 89%	200,000	05/22/08	200,025 00	223,404 00
San Francisco Cty & Cnty Rfa, due 8/1/39 @ 8 406%	200,000	02/04/10	206,818 00	226,986 00
San Leandro California , due 6/1/22 @ 5 14%	100,000	03/15/12	100,000 00	104,865 00
Willits Calif Uni Sch Dist, due 7/15/14 @ 5%	100,000	07/14/10	100,000 00	104,948 00
Yuba CA Levee, due 9/1/20 @ 6 25%	150,000	09/04/08	148,774 00	162,040 50
Total Municipal Bonds			**3,105,967.50**	**3,287,988.50**

.HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR
SECURITIES LISTING
AS OF DECEMBER 31, 2012

STOCKS	Shares	Acquired	2012 Cost	2012 FMV
Teva Pharm	1,600	10/09/12	64,455.29	59,744 00
Total S A	1,200	10/09/12	59,856.20	62,412 00
Yamana Gold Inc.	1,000	12/18/12	17,109.30	17,210.00
Yamana Gold Inc	4,000	11/01/12	81,545.38	68,840 00
Verizon Communications	1,000	06/15/09	27,963.57	43,270 00
Verizon Communications	1,000	05/27/10	25,778.07	43,270 00
Vodafone GP	2,000	03/23/12	55,933.80	50,380 00
Vodafone GP	3,000	08/02/11	83,302.04	75,570.00
TOTAL MORGAN STANLEY			**2,428,078.27**	**2,904,939.27**
CHARLES SCHWAB				
Federal National Mtg O PFD	2,000	06/24/08	95,525.00	5,440.00
TOTAL SCHWAB			95,525.00	5,440 00
MORGAN STANLEY			2,428,078.27	2,904,939.27
CHARLES SCHWAB			95,525 00	5,440.00
TOTAL STOCK			**2,523,603.27**	**2,910,379.27**

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR	Employer identification number (EIN) or 20-1917833
	Number, street, and room or suite no. If a P.O. box, see instructions C/O NSBN LLP - 9454 WILSHIRE BLVD 4TH FLR	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions BEVERLY HILLS, CA 90212	

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 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of ▶ DENA SCHECHTER 9460 WILSHIRE BLVD, SUITE 300 - BEVERLY HILLS, CA 90212

  Telephone No ▶ 310-274-5291 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______, and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO OBTAIN THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 4,200.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 5,000.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ Date ▶

223842
01-21-13

S3035.1

Form **8868** (Rev. January 2013) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- 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. HYMAN LEVINE FAMILY FOUNDATION L'DOR V'DOR	Employer identification number (EIN) or 20-1917833
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. C/O NSBN LLP - 9454 WILSHIRE BLVD 4TH FLR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BEVERLY HILLS, CA 90212	

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 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	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

- The books are in the care of ▶ DENA SCHECHTER 9460 WILSHIRE BLVD, SUITE 300 - BEVERLY HILLS, CA 90212

  Telephone No.▶ 310-274-5291 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, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2012 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	$ 4,200.
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	$ 5,000.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 0.

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

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