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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 12-01-2012 , and ending 11-30-2013

Name of foundation MENLO FOUNDATION INC		A Employer identification number 95-3388159	
Number and street (or P O box number if mail is not delivered to street address) 4221 WILSHIRE BLVD ROOM/SUITE 480		B Telephone number (see instructions) (323) 937-1050	
City or town, state, and ZIP code LOS ANGELES, CA 90010		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ 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) ☒ \$ 294,576		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	6,840,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.				
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	6,840,000	0		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,974			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	160			
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	5,134	0		0
	25 Contributions, gifts, grants paid	6,623,512			6,623,512
	26 Total expenses and disbursements. Add lines 24 and 25	6,628,646	0		6,623,512
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	211,354			
	b Net investment income (if negative, enter -0-)		0		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Assets	1	Cash—non-interest-bearing	81,373	294,576	294,576
	2	Savings and temporary cash investments	1,849		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	83,222	294,576	294,576	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	83,222	294,576	
	30	Total net assets or fund balances (see page 17 of the instructions)	83,222	294,576	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	83,222	294,576		

Part III

Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	83,222
2	Enter amount from Part I, line 27a	2	211,354
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	294,576
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	294,576

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If “Yes,” the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	4,134,724	232,894	17 753673
2010			
2009			
2008			
2007	4,060,181	546,162	7 434023

2	Total of line 1, column (d).	2	25 187696
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	12 593848
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	258,759
5	Multiply line 4 by line 3.	5	3,258,772
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	3,258,772
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	6,623,512

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of 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	0
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3		Add lines 1 and 2.		3	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	
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	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐	Refunded ☐	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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	Yes	
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	Yes	
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	Yes	

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶FRANKLIN MENLO Telephone no ▶(323) 937-1050 Located at ▶4221 WILSHIRE BLVD SUITE 480 LOS ANGELES CA ZIP +4 ▶90010			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 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		No
See 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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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		
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 ▶ 20____, 20____, 20____, 20____			
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).	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 ▶ 20____, 20____, 20____, 20____			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SAM MENLO 4221 WILSHIRE BLVD SUITE 480 LOS ANGELES, CA 90010	DIRECTOR 5 00	0	0	0
VERA MENLO 4221 WILSHIRE BLVD SUITE 480 LOS ANGELES, CA 90010	DIRECTOR 5 00	0	0	0
FRANKLIN MENLO 4221 WILSHIRE BLVD SUITE 480 LOS ANGELES, CA 90010	CFO 5 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

[illegible]

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		
2		
3		
4		

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 page 24 of the instructions	
3	

Form **990-PF** (2012)

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	0
b	Average of monthly cash balances.	1b	262,699
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	262,699
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	262,699
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,940
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	258,759
6	Minimum investment return. Enter 5% of line 5.	6	12,938

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	12,938
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	12,938
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	12,938
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	12,938

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	6,623,512
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
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	6,623,512
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	6,623,512
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				12,938
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.	4,123,079			
f Total of lines 3a through e.	4,123,079			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 6,623,512				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				12,938
e Remaining amount distributed out of corpus	6,610,574			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,733,653			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
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) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	10,733,653			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .	4,123,079			
e Excess from 2012. . . .	6,610,574			

Part XIV

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

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 organization 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 Additional Data Table

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

2

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

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

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	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 Additional Data Table				
Total			3a	6,623,512
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .					
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					
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). .					
13 Total. Add line 12, columns (b), (d), and (e).					

[illegible]

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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.			

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.		
	***** _____ Signature of officer or trustee	2014-07-25 _____ 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
	POLINA TSIKMAN	POLINA TSIKMAN	2014-08-11		
	Firm's name ☐	GOLDFINGER TSIKMAN ACCOUNTANCY CORP		Firm's EIN ☐	
		5455 WILSHIRE BLVD STE 914			
	Firm's address ☐	LOS ANGELES, CA 900364236		Phone no (323) 456-1888	

Form 990PF Part XV Line 1a - 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).

SAM MENLO
VERA MENLO

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
A DONATION FOR EDUCATION BAIS CHAB 26020 WOODVILLA PL SOUTHFILED,MI 48076			CHARITABLE	250
ADAS TORAH 1135 S BEVERLY DR LOS ANGELES,CA 90035			CHARITABLE	1,000
AGUDAS ACHIM 7832 SANTA MONICA BLVD WEST HOLLYWOOD,CA 90046			CHARITABLE	2,500
AHAVAS CHESED 7683 SE 27TH ST STE 259 MERCER ISLAND,WA 98040			CHARITABLE	180
AISH TAMID OF LOS ANGELES 5909 W 3RD ST LOS ANGELES,CA 90036			CHARITABLE	5,000
ALEPH 7000 LINCOLN DRIVE B2 PHILADELPHIA,PA 19119			CHARITABLE	10,500
ALIYOS SHLOMO 387 ROUTE 306 MONSEY,NY 10952			CHARITABLE	500
ALUMNI OF RABBINICAL COLLEGE 169 PARKVILLE AVE BROOKLYN,NY 11230			CHARITABLE	10,000
ALZHEIMER'S ASSOCIATION 4221 WILSHIRE BLVD S 400 LOS ANGELES,CA 90010			CHARITABLE	50
AMERICAN ASSOCIATION FOR BIKUR 156 5TH AVENUE SUITE 513 NEWYORK,NY 10010			CHARITABLE	100
AMERICAN COMMITTEE FOR 39TH STREET 4TH FLOOR NEWYORK,NY 10018			CHARITABLE	100
AMERICAN FR OF CONG MESHECH CHOCHMA 423 AVENUE F BROOKLYN,NY 11218			CHARITABLE	1,800
AMERICAN FR OF DARCHEI HASHLEIMUS 46 EMBASSY RD BRIGHTON,MA 02135			CHARITABLE	750
AMERICAN FR OF RAMOT TORAH SCHOOLS 2229 85 ST BROOKLYN,NY 11214			CHARITABLE	1,000
AMERICAN FR OF YESHIVA HEICHAL HAZO 411 15TH ST LAKEWOOD,NJ 08701			CHARITABLE	1,800

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
AMERICAN FR OF YESHIVA MEAH SHAERIM 13684 71ST RD FLUSHING,NY 11367			CHARITABLE	500
AMERICAN FR OF YESHIVA TIFERES CHAI 1802 AVE O BROOKLYN,NY 11230			CHARITABLE	500
AMERICAN FR YESHIVA ZICHRON DAVID 14419 76TH AVE FLUSHING,NY 11367			CHARITABLE	100
AMERICAN FR YESHIVAT ATERET YERUSHA 379 WINTHROP ROAD TEANECK,NJ 07666			CHARITABLE	1,800
AMERICAN FRIENDS OF AYELET HASHACHA 1849 E 27TH ST BROOKLYN,NY 11229			CHARITABLE	2,600
AMERICAN FRIENDS OF LIBI 420 HARVARD STREET BROOKLINE,MA 02446			CHARITABLE	5,000
AMERICAN FRIENDS OF MEIR PANIM 5316 NEW UTRECHT AVE BROOKLYN,NY 11219			CHARITABLE	100
AMERICAN FRIENDS OF NETIV ARYEH 18 ORCHARD HILL DRIVE MONSEY,NY 10952			CHARITABLE	4,000
AMERICAN FRIENDS OF NETIVOT HORA AH 1420 46 STREET BROOKLYN,NY 11219			CHARITABLE	1,000
AMERICAN FRIENDS OF TIFERET 415 AVE BROOKLYN,NY 11230			CHARITABLE	1,800
AMERICAN FRIENDS OF TIFERET MOSHE 1368 44TH ST BROOKLYN,NY 11219			CHARITABLE	1,000
AMERICAN FRIENDS OF YAD ELIEZER 1102 E 26TH ST BROOKLYN,NY 11210			CHARITABLE	500
AMERICAN FRIENDS OF ZICHRON ELIYAHU 1664 CONY IS AVE BROOKLYN,NY 11230			CHARITABLE	250
AMERICAN RED CROSS 11355 OHIO AVE LOS ANGELES,CA 90025			CHARITABLE	50
AMIT 1122 S ROBERTSON BLVD 9 LOS ANGELES,CA 90035			CHARITABLE	180

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ANI MAAMIM FOUNDATION 100 LAWRENCE ST STE 303 NANUET,NY 10954			CHARITABLE	25,000
ASHAR 70 HIGHVIEW ROAD MONSEY,NY 10952			CHARITABLE	15,600
ASHREINUJAM 369 N FAIRFAX AVE STE 5 LOS ANGELES,CA 90036			CHARITABLE	10,000
ASSOCIATION FOR ENRICHMENT OF JEWIS 1339 EAST 13TH STREET BROOKLYN,NY 11230			CHARITABLE	180
BAIS BEZALEL 8850 WPICO BLVD LOS ANGELES,CA 90035			CHARITABLE	1,000
BAIS CHANA WOMEN YESHIVA 516 NORTH CITRUS AVE LOS ANGELES,CA 90036			CHARITABLE	500
BAIS CHAYA MUSHKA 9051 WEST PICO BLVD LOS ANGELES,CA 90036			CHARITABLE	11,000
BAIS FRIMA MUNKACS 1377 42ND STREET BROOKLYN,NY 11219			CHARITABLE	1,800
BAIS GAVRIEL 143 N FORMOSA AVE LOS ANGELES,CA 90036			CHARITABLE	76,800
BAIS MEDRASH OF ASBURY PARK 215 TENTH STREET LAKEWOOD,NJ 08701			CHARITABLE	500
BAIS NAFTALI 221 S LA BREA AVENUE LOS ANGELES,CA 90038			CHARITABLE	500
BAIS NOCHUM 151 SOUTH DETROIT LOS ANGELES,CA 90036			CHARITABLE	12,000
BAIS TORAS MENACHEM 832 N CHEROKEE LOS ANGELES,CA 90038			CHARITABLE	11,000
BAIS YAAKOV OF SOUTH FALLSBURG 65 ESTATE DR FALLSBURG,NY 12733			CHARITABLE	5,000
BAIS YAAKOV SCHOOL FOR GIRLS 7353 BEVERLY BLVD LOS ANGELES,CA 90036			CHARITABLE	10,250

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BAYIT LEPLETOT 543 BEDFORD AVENUE BROOKLYN,NY 11211			CHARITABLE	50,000
BAYIT LEYELED 1575 SOTH STREET BROOKLYN,NY 11219			CHARITABLE	100
BET MIDRASH RABBI SHIMON BAR YOCHI 331 N ALTA VISTA BLVD LOS ANGELES,CA 90036			CHARITABLE	500
BETH AARON V'ISRAEL 606 EAST 2ND STREET BROOKLYN,NY 11218			CHARITABLE	1,000
BETH HATALMUD 2127 82ND ST BROOKLYN,NY 11214			CHARITABLE	2,500
BETH MEDRASH GEVOHA 617 6TH ST LAKEWOOD TOWNSHIP,NJ 08701			CHARITABLE	100
BETH MENACHEM 9126 WEST PICO BLVD LOS ANGELES,CA 90035			CHARITABLE	6,000
BIKUR CHOLIM 8489 WTHIRD STREET LOS ANGELES,CA 90048			CHARITABLE	30,100
BIKUR CHOLIM OF PALM SPRINGS 290 SONORA ROAD PALM SPRINGS,CA 92264			CHARITABLE	100
BNAI BRITH INTERNATIONAL 2020 K ST NW WASHINGTON,DC 20006			CHARITABLE	200
BNOS DEVORAH HIGH SCHOOL 461 N LABREA AVE LOS ANGELES,CA 90036			CHARITABLE	26,000
BNOS ESTHER 356 N FORMOSA AVENUE LOS ANGELES,CA 90036			CHARITABLE	67,400
CAMP HASC 5902 14TH AVENUE BROOKLYN,NY 11219			CHARITABLE	1,800
CARMEI HA'IR 1565 E 9TH ST BROOKLYN,NY 11230			CHARITABLE	218
CENTER FOR TORAH VECHESED 5401 COLLINS AVE 1019 MIAMI,FL 33140			CHARITABLE	500

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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 <i>Paid during the year</i>				
CHABAD AT USC 2713 SEVERENCE ST LOS ANGELES,CA 90007			CHARITABLE	1,800
CHABAD ISRAELI COMMUNITY OF THE BAY 1650 CHANNING AVE PALO ALTO,CA 94303			CHARITABLE	600
CHABAD LUBAVITCH HOSPITALITY CENTER 744 EASTERN PKWY BROOKLYN,NY 11213			CHARITABLE	5,000
CHABAD LUBAVITCH OF UTAH 1760 SOUTH 1100 EAST SALT LAKE,UT 84105			CHARITABLE	1,000
CHABAD OF BOCA RATON 17950 N MILITARY TRAIL BOCA RATON,FL 33496			CHARITABLE	6,000
CHABAD OF BURBANK 2415 W MAGNOLIA BLVD BURBANK,CA 91506			CHARITABLE	1,800
CHABAD OF GREATER LOS FELIZ 1930 N HILLHURST AVE LOS ANGELES,CA 90027			CHARITABLE	33,000
CHABAD OF HEBRON 1531 CARROLL ST BROOKLYN,NY 11213			CHARITABLE	5,000
CHABAD OF JAPAN 7980 SW 140 TERRACE MIAMI,FL 33158			CHARITABLE	5,500
CHABAD OF LAKE TAHOE 1898 VENICE DR SOUTH LAKE TAHOE,CA 96150			CHARITABLE	500
CHABAD OF LARCHMONT 637 N LUCERNE BLVD LOS ANGELES,CA 90004			CHARITABLE	12,600
CHABAD OF MILL VALLEY 355 STARLING RD MILLY VALLEY,CA 94941			CHARITABLE	2,500
CHABAD OF MOUNT OLYMPUS 8124 LAURELMONT DR LOS ANGELES,CA 90046			CHARITABLE	500
CHABAD OF OREGON 2317 SW VERMONT ST PORTLAND,OR 97219			CHARITABLE	1,800
CHABAD OF PACIFIC PALISADES 17315 SUNSET BLVD PACIFIC PALISADES,CA 90272			CHARITABLE	10,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CHABAD OF SACRAMENTO 945 EVELYN LANE SACRAMENTO, CA 95864			CHARITABLE	1,000
CHABAD OF SANTA MONICA 1130 WILSHIRE BLVD SANTA MONICA, CA 90401			CHARITABLE	1,800
CHABAD OF SOUTH BAY 24412 NARBONNE AVE LOMITA, CA 90717			CHARITABLE	250
CHABAD OF THE VALLEY 18181 BURBANK BLVD TARZANA, CA 91356			CHARITABLE	500
CHABAD RTC 5667 W OLYMPIC BLVD LOS ANGELES, CA 90036			CHARITABLE	4,500
CHABAD SMICHA 7215 WARING AVE LOS ANGELES, CA 90046			CHARITABLE	5,000
CHABAD TIBERIAS 2110 LEROY PLACE NW WASHINGTON, DC 20008			CHARITABLE	180
CHABAD YOUTH 9022 WPICO BLVD LOS ANGELES, CA 90035			CHARITABLE	5,000
CHABAD-LUBAVITCH OF THE PACIFIC 4541 19TH AVENUE NORTHEAS SEATTLE, WA 98105			CHARITABLE	25,000
CHAI LIFELINE 9701 WPICO BLVD STE 120 LOS ANGELES, CA 90035			CHARITABLE	2,263,509
CHAVREI HAKOLLEL 108 OCEAN AVE LAKEWOOD, NJ 08701			CHARITABLE	500
CHEDER MENACHEM 1606 SOUTH LA CIENEGA BLV LOS ANGELES, CA 90035			CHARITABLE	339,500
CHESED AVRAHAM INTERNATIONAL 6255 W OLYMPIC BLVD LOS ANGELES, CA 90048			CHARITABLE	1,000
CHEVRA KADISHA 7832 SANTA MONICA BLVD WEST HOLLYWOOD, CA 90046			CHARITABLE	180
CHILDREN'S CANCER RESEARCH 7301 OHMUS LANE STE 460 MINNEAPOLIS, MN 55439			CHARITABLE	75

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
COLEL CHABAD 806 EASTERN PARKWAY BROOKLYN,NY 11213			CHARITABLE	500
CONG AGUDAS TOMCHEI 535 N STANLEY AVE LOS ANGELES,CA 90036			CHARITABLE	180
CONG BAIS AHRON 950 QUEEN ANNE RD TEANECK,NJ 07666			CHARITABLE	180
CONG BETH JACOB TORAH FUND 9030 W OLYMPIC BLVD BEVERLY HILLS,CA 90211			CHARITABLE	5,000
CONG BIRCHOS YOSEF 201 ROUTE 306 MONSEY,NY 10952			CHARITABLE	500
CONG KEHAL IMREI SHAUL 1234 EAST 10TH ST BROOKLYN,NY 11230			CHARITABLE	1,000
CONG MINCHA CHADASHA 1237 48TH ST BROOKLYN,NY 11219			CHARITABLE	1,000
CONG MOSDOS TOLDOS AHARON 777 KENT AVE BROOKLYN,NY 11205			CHARITABLE	10,000
CONG YAGDIL TORAH 298 NW 45TH ST BOCA RATON,FL 33431			CHARITABLE	500
CONG YESHIVA GEDOLAH OF TORONTO 1221 AVE S BROOKLYN,NY 11229			CHARITABLE	25,000
CONG YESHIVAS HACHAIM 247 S CITRUS AVE LOS ANGELES,CA 90036			CHARITABLE	5,000
CONG ZICHRON BINYAMIN 701 PRINCETON AVE LAKEWOOD,NJ 08701			CHARITABLE	180
CONG AHAVAS YISROEL PO BOX 599 MONSEY,NY 10952			CHARITABLE	13,500
CONG BETH AARON VEISRAEL 4609 16TH AVENUE BROOKLYN,NY 11204			CHARITABLE	500
CONG KAHAL YIREI HASHEM PO BOX 190624 BROOKLYN,NY 11219			CHARITABLE	500

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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 <i>Paid during the year</i>				
CONG KAHAL BETH DAVID 235 PENN STREET BROOKLYN,NY 11211			CHARITABLE	1,000
CONGREGATION BAIS NAFTOLI 221 S LA BREA AVE LOS ANGELES,CA 90036			CHARITABLE	180
CONGREGATION BAIS SCHMIEL 6 PHYLLIS TERRACE MONSEY,NY 10952			CHARITABLE	1,500
CONGREGATION BAIS YAKOV YOSEF 5 RIDGEWAY TERRACE WESLEY WESLEY HILLS,NY 10977			CHARITABLE	1,000
CONGREGATION BAIS YEHUDAH 360 NLA BREA AVENUE LOS ANGELES,CA 90036			CHARITABLE	2,200
CONGREGATION BNEI RUVEN 6350 N WHIPPLE STREET CHICAGO,IL 60569			CHARITABLE	18,000
CONGREGATION CHEVRA ONEG SHABBOS 119 WEST 72ND ST STE 155 NEW YORK,NY 10023			CHARITABLE	36
CONGREGATION EOM 137 N DETROIT ST LOS ANGELES,CA 90036			CHARITABLE	180
CONGREGATION EIN OD MILVADO 337 N DETROIT ST LOS ANGELES,CA 90036			CHARITABLE	180
CONGREGATION ETZ CHAIM 303 S HIGHLAND AVE LOS ANGELES,CA 90036			CHARITABLE	4,300
CONGREGATION ETZ CHAIM 303 S HIGHLAND AVE LOS ANGELES,CA 90036			CHARITABLE	1,800
CONGREGATION KEHILAS YAAKOV 117 N FULLER AVE LOS ANGELES,CA 90036			CHARITABLE	15,000
CONGREGATION KEREN ORAH 45 CIRCLE PL LAKEWOOD,NJ 08701			CHARITABLE	11,680
CONGREGATION KOSON 1402 44TH STREET BROOKLYN,NY 11230			CHARITABLE	1,000
CONGREGATION LEVI YITZCHOK 365 N LA BREA AVE LOS ANGELES,CA 90036			CHARITABLE	227,400

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CONGREGATION MISHKAN HATORAH 6 CABINFIELD CIRCLE LAKEWOOD,NJ 08701			CHARITABLE	10,000
CONGREGATION MOSDOS AMROM CHASIDA 4617-10 AVE BROOKLYN,NY 11219			CHARITABLE	2,500
CONGREGATION OF CHESTNUT 1188 TIFFANY LN LAKEWOOD,NJ 08701			CHARITABLE	2,500
CONGREGATION OHR HACHAIM 155 S LABREA AVE LOS ANGELES,CA 90036			CHARITABLE	4,500
CONGREGATION SHEFA CHAIM 2 MELNICK DR STE D MONSEY,NY 10952			CHARITABLE	1,000
CONGREGATION TIFERETH TZVI 7561 BEVERLY BLVD LOS ANGELES,CA 90036			CHARITABLE	5,800
CONGREGATION YESHIVA BAIS HILLEL 470 EAST 2ND ST BROOKLYN,NY 11218			CHARITABLE	1,800
CONGREGATION YESHIVA BEIS YISROEL 585 4TH ST LAKEWOOD,NJ 08701			CHARITABLE	1,000
CONGREGATION ZICHRON YITZCHOK 2 TOWER LANE MONSEY,NY 10952			CHARITABLE	1,000
COUNT ME IN 240 CENTRAL PARK SO 7GH NEW YORK,NY 10019			CHARITABLE	100
CSB CARE 2132 84TH ST BROOKLYN,NY 11214			CHARITABLE	5,000
DISKIN ORPHAN HOME OF ISRAEL PO BOX 19104 BROOKLYN,NY 11219			CHARITABLE	100
DROR 5203 12 AVE BROOKLYN,NY 11219			CHARITABLE	5,000
EMEK HEBREW ACADEMY 15365 MAGNOLIA BLVD SHERMAN OAKS,CA 91403			CHARITABLE	45,743
EMUNAH WOMEN SEVEN PENN PLAZA NEW YORK,NY 10001			CHARITABLE	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ETTA ISRAEL CENTER 12722 RIVERSIDE DR SUITE NORTH HOLLYWOOD,CA 91607			CHARITABLE	100,000
ETZ JACOB HEBREW ACADEMY 7951 BEVERLY BLVD LOS ANGELES,CA 90048			CHARITABLE	10,000
EZRAS YISROEL 4415 14TH AVE 4A BROOKLYN,NY 11219			CHARITABLE	500
FEEDISRAEL 5229 NEW UTRECHT AVE 400 BROOKLYN,NY 11219			CHARITABLE	100
FRIENDS OF MEOR ISRAEL 3725 SEVERIN ROAD CLEVELAND,OH 44118			CHARITABLE	7,500
FRIENDS OF TORAH INSTITUTIONS IN ISRAEL 1426 E 15TH ST BROOKLYN,NY 11230			CHARITABLE	100
FRIENDSHIP CIRCLE OF LOS ANGELES 1952 SROBERTSON BLVD LOS ANGELES,CA 90034			CHARITABLE	1,000
GIRLS' TOWNOR CHADASH 1417 CONEY ISLAND AVE BROOKLYN,NY 11230			CHARITABLE	100
GLOBAL KINDNESS 9224 ALCOTT STREET LOS ANGELES,CA 90035			CHARITABLE	500
HAND TO HAND 6075 PICKFORD PLC LOS ANGELES,CA 90035			CHARITABLE	1,000
HEBREW ACADEMY COMM SCHOOL 1500 N STATE RD 7 MARGATE,FL 33063			CHARITABLE	5,500
HEBREW ACADEMY OF ORANGE COUNTY 14401 WILLOW LANE HUNTINGTON BEACH,CA 92647			CHARITABLE	500
HINDY COHEN MEMORIAL FUND 230 SOUTH HIGHLAND LOS ANGELES,CA 90036			CHARITABLE	500
HOUSE OF SAGES INC 283 E BROADWAY NEW YORK,NY 10002			CHARITABLE	100
IMREI YEHUDA SEKELHID INSTITUTIONS 1274 49TH STREET SUITE 10 BROOKLYN,NY 11219			CHARITABLE	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ISRAEL CANCER RESEARCH FUND 159 S BEVERLY DRIVE BEVERLY HILLS,CA 90212			CHARITABLE	100
ISRAEL SPECIAL KIDS FUND 505 EIGHTH AVE STE 12A04 NEWYORK,NY 10138			CHARITABLE	100
ITRI TORAH RESEARCH INSTITUTE 3825 OCEAN VIEW AVE BROOKLYN,NY 11224			CHARITABLE	250
JETS 16601 RINALDI ST GRANADA HILLS,CA 91344			CHARITABLE	177,000
JEWISH CONTACT LABORATORIES 613 N CITRUS AVE LOS ANGELES,CA 90036			CHARITABLE	180
JEWISH HERITAGE CENTER 68-29 MAIN STREET FLUSHIN LONG ISLAND,NY 11367			CHARITABLE	500
KAREN ELUZAR 171 DIVISION AVE BROOKLYN,NY 11211			CHARITABLE	100
KEHILAS YAAKOV 7211 BEVERLY BOULEVARD LOS ANGELES,CA 90036			CHARITABLE	6,000
KEHILAS YITZCHOK 7709 W BEVERLY BLV LOS ANGELES,CA 90036			CHARITABLE	1,000
KEHILLAT YAVNEH 5353 WEST THIRD STREET LOS ANGELES,CA 90036			CHARITABLE	16,000
KEREN ALMONA 13 YESOMIM 34 ROSS ST BROOKLYN,NY 11211			CHARITABLE	100
KEREN HABINYAN OF TOLDOS YEHUDA STI 5314 16TH AVE 339 BROOKLYN,NY 11219			CHARITABLE	500
KEREN OR INC 350 SEVENTH AVE STE 701 NEWYORK,NY 10001			CHARITABLE	100
KEREN ORAH 45 CIRCLE PL LAKEWOOD,NJ 08701			CHARITABLE	500
KEREN YEHOSHIRA V'YISROEL INC 805-A ROOSEVELT COURT FAR ROCKAWAY,NY 11691			CHARITABLE	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
KEREN YELED V'YALDA 4 PHYLLIS TERRACE MONSEY,NY 10952			CHARITABLE	500
KEREN YISMACH MOSHE FUND 6399 WILSHIRE BLVD 816 LOS ANGELES,CA 90048			CHARITABLE	100
KEREN ZICHRON MOSHE 151 S MCCADEEN PLACE LOS ANGELES,CA 90004			CHARITABLE	2,700
KESER DOVID INC 10 CELLAR RD EDISON,NJ 08817			CHARITABLE	500
KIDS OF COURAGE 1315B BROADWAY SUITE 207 HEWLETT,NY 11227			CHARITABLE	25,500
KIMCHA D'PISCHA PO BOX 50004 JERUSALEM IS			CHARITABLE	100
KIMPATORIN AID 202 KEAP ST BROOKLYN,NY 11211			CHARITABLE	100
KOLLEL BAIS YECHIEL 6080 N WHIPPLE CHICAGO,IL 60659			CHARITABLE	500
KOLLEL EVEN YISROEL 25 DEKOTA ST PASSAIC,NJ 07055			CHARITABLE	500
KOLLEL LOS ANGELES 223 SOUTH FORMOSA AVE LOS ANGELES,CA 90036			CHARITABLE	5,000
KOLLEL YECHIEL YEHUDA 345 NORTH LA BREA LOS ANGELES,CA 90036			CHARITABLE	136,900
KOLLEL ZICHRON S WESLEY 8 MEADOWBROOK LN MONSEY,NY 10952			CHARITABLE	500
KOLLEL ZICHRON SHNEUR 55 W MAPLE AVENUE MONSEY,NY 10952			CHARITABLE	1,800
KOLLEL ZICHRON YONASON 17 HAMMOND ST MONSEY,NY 10952			CHARITABLE	500
LALADIES BIKUR CHOLIM 143 N FORMOSA LOS ANGELES,CA 90036			CHARITABLE	10,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LAKEWOOD CHEDER BAIS FAIGA PO BOX 838 LAKEWOOD,NJ 08701			CHARITABLE	1,800
LECHEM LAR-EVIM 70-25 YELLOWSTONE BLVD 2 FOREST HILLS,NY 11375			CHARITABLE	100
LEV AVROHOM 1331 EAST 34TH STREET BROOKLYN,NY 11210			CHARITABLE	177,000
LINK 10523 SANTA MONICA BLVD LOS ANGELES,CA 90025			CHARITABLE	7,250
LOS ANGELES CHEDER 801 N LABREA AVE LOS ANGELES,CA 90038			CHARITABLE	11,000
LOS ANGELES MESIVTA 7561 BEVERLY BLVD LOS ANGELES,CA 90036			CHARITABLE	5,000
MAHARAL INSTITUTION 3077 UNIVERSITY AVE LOS ANGELES,CA 90007			CHARITABLE	18,000
MAIMONIDES ACADEMY 310 N HUNTLEY DRIVE LOS ANGELES,CA 90048			CHARITABLE	25,000
MARBEH TZEDAKAH P O BOX 481270 LOS ANGELES,CA 90048			CHARITABLE	46,100
MATAN B'SETER BAMBI 447 N JUNE ST LOS ANGELES,CA 90036			CHARITABLE	180
MECHON L'HOYROA 168 MAPLE AVE MONSEY,NY 10952			CHARITABLE	15,000
MEOR YITZCHOK INC 65 DYKSTRAS WAY E MONSEY,NY 10952			CHARITABLE	5,000
MERCAZ HATORAH OF BELLE HARBOR 505 BEACH 129TH STREET BELLE HARBOR,NY 11694			CHARITABLE	45,000
MERKAZ HAKOLILIM DSHIKUN SQUARE 5 ROOSEVELT AVE NEWYORK,NY 10977			CHARITIABLE	100
MESIFTA BIRKAS YITZCHOK 6022 WPICO BLVD LOS ANGELES,CA 90035			CHARITABLE	18,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MESIVTA OF GREATER LOS ANGELES 25115 MUREAU ROAD CALABASAS,CA 91302			CHARITABLE	8,500
MESIVTA OF LAKEWOOD 801 W KENNEDY BLVD LAKEWOOD,NJ 08701			CHARITABLE	100
MESIVTA YESHIVA R CHAIM BERLIN 1605 CONEY ISLAND AVE BROOKLYN,NY 11230			CHARITABLE	500
MIDRASH OD YOSEF CHAI 517 N FORMOSA AVENUE LOS ANGELES,CA 90036			CHARITABLE	6,500
MISAMEACH 326 3RD ST STE 305 LAKEWOOD,NJ 08701			CHARITABLE	180
MOSDES BETH JOSEPH ZVI 543 BEDFORD AVESTE 113 BROOKLYN,NY 11211			CHARITABLE	2,500
MOSDOS CHASIDEI SQUARE 1373 43RD ST BROOKLYN,NY 11219			CHARITABLE	100
MOSDOS KASHO 16 SUZANNE DR MONSEY,NY 10952			CHARITABLE	25,000
MOSDOS OPELE INC 5014 16TH AVE BROOKLYN,NY 11204			CHARITABLE	28,000
MUSCULAR DYSTROPHY ASSOCIATION PO BOX 97075 WASHINGTON,DC 20077			CHARITABLE	100
MUSEUM OF TOLERANCE 9786 W PICO BLVD LOS ANGELES,CA 90035			CHARITABLE	180
N'SHEI BOBOV 4803 15TH AVENUE BROOKLYN,NY 11219			CHARITABLE	500
NACHLAT NAFTALI FOUNDATION 2418 AVENUE I BROOKLYN,NY 11210			CHARITABLE	500
NER ARYEH 12422 CHANDLER BLVD VALLEY VILLAGE,CA 91607			CHARITABLE	76,750
NER ISRAEL RABBINICAL COLLEGE 400 MT WILSON LANE BALTIMORE,MD 21208			CHARITABLE	75

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
NEW ENGLAND ACADEMY OF TORAH 450 ELMGROVE AVE PROVIDENCE,RI 02906			CHARITABLE	1,800
NEW ENGLAND RABBINICAL COLLEGE 262 BLACKSTONE BLVD PROVIDENCE,RI 02906			CHARITABLE	500
OD YOSEF HAI 142 N LA BREA AVE LOS ANGELES,CA 90036			CHARITABLE	1,100
OHEL SHIMON 1823 62ND STREET BROOKLYN,NY 11204			CHARITABLE	5,000
OHEV SHALOM CONGREGATION 525 S FAIRFAX AVE LOS ANGELES,CA 90036			CHARITABLE	2,000
OHOLEI TORAH 667 EASTERN PARKWAY BROOKLYN,NY 11213			CHARITABLE	1,000
OHR ELIYAHU ACADEMY 241 S DETROIT ST LOS ANGELES,CA 90036			CHARITABLE	57,900
OHR NAAVA 2201 EAST 23RD STREET BROOKLYN,NY 11229			CHARITABLE	25,500
OHR SHMUEL 4319 10TH STE B BROOKLYN,NY 11219			CONTRIBUTION	500
OHR SOMAYACH 244 ROUTE 306 MONSEY,NY 10952			CHARITABLE	500
OVERSEAS PASSOVER CAMPAIGN 42 BROADWAY 14TH FLOOR NEW YORK,NY 10004			CHARITABLE	180
PICO BAIS MEDRASH 9027 PICO BLVD LOS ANGELES,CA 90035			CHARITABLE	1,000
PIRCHEI AGUDAS YISROEL 364 NORTH DETROIT STREET LOS ANGELES,CA 90036			CHARITABLE	500
PRIORITY 1 PO BOX 486 CEDARHURST,NY 11516			CHARITABLE	25,000
PRIVATE REDEMPTION FOUNDATION 8950 W OLYMPIC BLVD BEVERLY HILLS,CA 90211			CHARITABLE	4,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PROJECT EXTREME 335 CENTRAL AVENUE NEW YORK,NY 11559			CHARITABLE	10,000
REBBE MEIR BAAL HANES 15 NEGBA ST LAKEWOOD,NJ 08701			CHARITABLE	100
ROFEH CHOLIM CANCER SOCIETY 768 BEDFORD AVE BROOKLYN,NY 11205			CHARITABLE	1,800
SARA RACHEL SEMINARY 821 N FORMOSA AVE 203 LOS ANGELES,CA 90046			CHARITABLE	15,000
SAVE A CHILD'S HEART FOUNDATION 10050 CHAPEL ROAD STE 18 POTOMAC,MD 20854			CHARITABLE	1,000
SCHI 1800 JFK BLVD STE 300 PHILADELPHIA,PA 19103			CHARITABLE	100
SGCF HACHZOKAS TALMID CHOCHOM FUND 330 N DETROIT STREET LOS ANGELES,CA 90036			CHARITABLE	200
SH'OR YOSHUV INSTITUTE ONE CEDAR LAWN AVENUE LAWRENCE,NY 11559			CHARITABLE	2,500
SHALOM TORAH CENTER 417 13TH ST LAKEWOOD,NJ 08701			CHARITABLE	500
SHAREI TORAH CHARITY FUND 5967 W 3RD STREETSTE307 LOS ANGELES,CA 90036			CHARITABLE	165,000
SIMXA 126 S ORANGE DR LOS ANGELES,CA 90036			CHARITABLE	500
SPECIAL OLYMPICS SOUTHERN CALIFORNI 1600 FORBES WAY STE 200 LONG BEACH,CA 90810			CHARITABLE	60
SULAM 1513 45TH STREET BROOKLYN,NY 11219			CHARITABLE	500
TALMUD TORAH TIFERES BUNIM MUNKACS 5202-13TH AVENUE BROOKLYN,NY 11219			CHARITABLE	18,000
TALMUDIC INSTITUTE OF CONNECTICUT 55 MARINER WAY MONSEY,NY 10952			CHARITABLE	1,800

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
TALMUDIC RESEARCH CENTER OF N NJ 35 ASCENSION ST PASSAIC PARK,NJ 07055			CHARITABLE	1,800
TELSHE YESHIVA 28400 EUCLID AVE WICKLIFE,OH 44092			CHARITABLE	5,000
TESHE YESHIVA CHICAGO 3535 WEST FOSTER AVE CHICAGO,IL 60625			CHARITABLE	25,000
THE FRIENDS OF PITTSBURGH INST 411 N CITRUS AVE LOS ANGELES,CA 90036			CHARITABLE	1,800
THE ISRAEL YOUTH VILLAGE 770 EASTERN PKWY BROOKLYN,NY 11213			CHARITABLE	18
THE SHLUCHIM OFFICE 816 EASTERN PARKWAY BROOKLYN,NY 11213			CHARITABLE	1,000
THE TZEDAKAH FUND 162 NORTH ALTA VISTA BLVD LOS ANGELES,CA 90036			CHARITABLE	13,600
THE WESTERN WALL HERITAGE FOUNDATIO 587 FIFTH AVE NEW YORK,NY 10017			CHARITABLE	100
TIFERES ACHIM 1271 45TH STREET BROOKLYN,NY 11219			CHARITABLE	12,500
TIFERET SHLOMO ORPHAN HOME 19 RABENU GERSHOM ST P IS			CHARITABLE	100
TIKVAH LAYELED FOUNDATION 322 WEST 52ND STREET P O NEW YORK,NY 10019			CHARITABLE	100
TOLDOS AVRUHAM YITZCHOK 1276-46TH ST BROOKLYN,NY 11219			CHARITABLE	250
TOMCHAI TORAH B'ERETZ YISRAEL P O BOX 17 MONSEY,NY 10952			CHARITABLE	216,000
TOMCHEI SHABBOS PO BOX 481270 LOS ANGELES,CA 90048			CHARITABLE	20,000
TOMCHEI YOTZEI LA 438 N DETROIT ST D396 LOS ANGELES,CA 90036			CHARITABLE	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
TORAH ENCOUNTERS 32 WEST 73RD ST 1A NEW YORK,NY 10023			CHARITABLE	1,800
TORAH V'CHESED 6407 WEST ORANGE STREET LOS ANGELES,CA 90048			CHARITABLE	1,860
TORAT HAYIM HEBREW ACADEMY 1210 S LA CIENEGA BLVD LOS ANGELES,CA 90035			CHARITABLE	5,000
TORATH EMETH ACADEMY 540 N LA BREA AVE LOS ANGELES,CA 90036			CHARITABLE	100,000
TZIDKATH YOSEF NAPHTALI 126 S MARTEL AVE LOS ANGELES,CA 90036			CHARITABLE	180
UNITED KALIVER YESHIVAT 1536 38TH ST BROOKLYN,NY 11218			CHARITABLE	500
UNITED LUBAVITCHER YESHIVOTH 1382 PRESIDENT STREET BROOKLYN,NY 11213			CHARITABLE	1,000
UPPER MODIIN RESIDENTS FOUNDATION 10 SDEI CHEMED STREET MODIIN ILIT IS			CHARITABLE	100
VAAD HATZEDAKA 7200 BEVERLY BLVD LOS ANGELES,CA 90036			CHARITABLE	150,000
VALLEY TORAH HIGH SCHOOL 12517 CHANDLER BLVD VALLEY VILLAGE,CA 91607			CHARITABLE	831,800
YAD ELIEZER 1102 EAST 26TH STREET BROOKLYN,NY 11210			CHARITABLE	5,100
YESHIVA AND MESIVTA MEOR YITZCHOK 504 WEST BROADWAY CEDARHURST,NY 11516			CHARITABLE	5,000
YESHIVA ATERES SHMUEL OF WATERBURY 47 BUCKINGHAM STREET WATERBURY,CT 06710			CHARITABLE	5,000
YESHIVA BACHUREI CHEMED 15 TAFT LANE SPRING VALLEY,NY 10977			CHARITABLE	17,100
YESHIVA BAIS MEIR 330 MILLER ROAD LAKEWOOD,NJ 08701			CHARITABLE	1,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
YESHIVA BAIS PINCHOS 1951 NEW CENTRAL AVE LAKEWOOD, NJ 08701			CHARITABLE	500
YESHIVA BIRCHAS CHAIM 960 W KENNEDY BLV LAKEWOOD, NJ 08701			CHARITABLE	500
YESHIVA CHAIM V SHULOM 1274 52ND ST BROOKLYN, NY 11219			CHARITABLE	10,000
YESHIVA DERECH CHAIM P O BOX 180250 1573 39T BROOKLYN, NY 11218			CHARITABLE	500
YESHIVA GEDOLAH BAIS YISROEL 4 SOLOND ROAD MONSEY, NY 10952			CHARITABLE	18
YESHIVA GEDOLAH OF BEIT SHEMESH 151 SAINT NICHOLAS AVE LAKEWOOD, NJ 08701			CHARITABLE	500
YESHIVA GEDOLAH OF LOS ANGELES 5444 W OLYMPIC BLVD LOS ANGELES, CA 90036			CHARITABLE	95,000
YESHIVA HIGH TECH 5555 WEST OLYMPIC BLVD LOS ANGELES, CA 90036			CHARITABLE	5,000
YESHIVA IMREI EMES CHASSIDEI GUR 3822 15TH AVE BROOKLYN, NY 11218			CHARITABLE	180
YESHIVA MESIVTA TORAH TEMIMAH 555 OCEAN PARKWAY BROOKLYN, NY 11218			CHARITABLE	10,000
YESHIVA OHEL TORAH PO BOX 466 NEW YORK, NY 10952			CHARITABLE	500
YESHIVA OHEV SHALOM 525 S FAIRFAX AVE LOS ANGELES, CA 90036			CHARITABLE	180
YESHIVA OHRELCNON CHABAD 7215 WARING AVENUE LOS ANGELES, CA 90046			CHARITABLE	14,000
YESHIVA OHR HAMEIR P O BOX 2130 PEEKSILL, NY 10566			CHARITABLE	15,000
YESHIVA OHR YISRAEL OF ATLANTA 1458 HOLLY LANE NE ATLANTA, GA 30329			CHARITABLE	2,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
YESHIVA RABBI SAMSON RAPHAEL HIRSCH 85 BENNETT AVE 93 NEW YORK,NY 10033			CHARITABLE	600
YESHIVA RAV ISACSOHN 540 N LA BREA AVE LOS ANGELES,CA 90036			CHARITABLE	450
YESHIVA TORAH ORE 3006 AVENNUE M FLR2 BROOKLYN,NY 11210			CHARITABLE	500
YESHIVA TORAS CHAIM 1555 STUART STREET PO B DENVER,CO 80204			CHARITABLE	5,000
YESHIVAS OHEL SHIMON 702 AVENUE P BROOKLYN,NY 11223			CHARITABLE	25,000
YESHIVAT IMREI EMETH PO BOX 230 BNEI BRAK IS			CHARITABLE	500
YESHIVAT OHR CHANOCH 8906 W PICO BLVD LOS ANGELES,CA 90035			CHARITABLE	7,500
YESHIVATH KNESSET HEZEKIAH 957 EAST 19TH STREET BROOKLYN,NY 11230			CHARITABLE	1,800
YESHIVATH LELUV OF JERUSALEM 3311 OLD FOREST ROAD BALTIMORE,MD 21208			CHARITABLE	1,500
YOEC 7215 WARING AVE LOS ANGELES,CA 90046			CHARITABLE	7,500
YOUNG ISRAEL OF HANCOCK PARK 225 S LA BREA AVE LOS ANGELES,CA 90036			CHARITABLE	5,000
YULA 9760 WPICO BLVD LOS ANGELES,CA 90035			CHARITABLE	1,500
ZEH L'ZEH 415 S JUNE ST LOS ANGELES,CA 90020			CHARITABLE	1,800
ZICHRON MENACHEM 50 WEST 47TH ST STE 2100 NEW YORK,NY 10036			CHARITABLE	10,000
Total  3a				6,623,512

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization MENLO FOUNDATION INC	Employer identification number 95-3388159
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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 33¹/₃% 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 MENLO FOUNDATION INC	Employer identification number 95-3388159
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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
<u>1</u>	SAM MENLO 4221 WILSHIRE BLVD SUITE 480 LOS ANGELES, CA 90010	\$ 3,420,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>2</u>	VERA MENLO 4221 WILSHIRE BLVD SUITE 480 LOS ANGELES, CA 90010	\$ 3,420,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization MENLO FOUNDATION INC	Employer identification number 95-3388159
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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
_____	_____ _____ _____ _____	\$ _____	_____
(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 MENLO FOUNDATION INC	Employer identification number 95-3388159
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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 See instructions) ▶ \$

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

TY 2012 Accounting Fees Schedule

Name: MENLO FOUNDATION INC

EIN: 95-3388159

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT AND TAX PREPARATION	4,974			

TY 2012 Compensation Explanation

Name: MENLO FOUNDATION INC

EIN: 95-3388159

Person Name	Explanation
SAM MENLO	
VERA MENLO	
FRANKLIN MENLO	

TY 2012 Other Expenses Schedule

Name: MENLO FOUNDATION INC

EIN: 95-3388159

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
OFFICE	160			