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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning DEC 1, 2012, and ending NOV 30, 2013

Name of foundation
**THE ROBERT LEMELSON AND SUSAN MORSE
LEMELSON FAMILY FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address)
17411 REVELLO DR

City or town, state, and ZIP code
PACIFIC PALISADES, CA 90272

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

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

I Fair market value of all assets at end of year
(from Part II, col. (c), line 16)
\$ 661,070. (Part I, column (d) must be on cash basis)

J Accounting method:
☒ Cash
☐ Accrual
☐ Other (specify)

A Employer identification number
95-4774899

B Telephone number
(310) 454-5904

C If exemption application is pending, check here ☐

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	23.	23.		STATEMENT 1
	4 Dividends and interest from securities	14,108.	14,108.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	19,748.			
	b Gross sales price for all assets on line 6a	193,299.			
	7 Capital gain net income (from Part IV, line 2)		19,748.		
	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	33,879.	33,879.			
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 3	134.	0.		134.
	b Accounting fees STMT 4	3,875.	1,938.		1,937.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	1,494.	1,464.		30.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	6,140.	6,140.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	11,643.	9,542.		2,101.
	25 Contributions, gifts, grants paid	2,700.			2,700.
26 Total expenses and disbursements. Add lines 24 and 25	14,343.	9,542.		4,801.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	19,536.				
b Net investment income (if negative, enter -0-)		24,337.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		27,948.	24,630.	24,630.
	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				
	b	Investments - corporate stock STMT 7		460,576.	483,430.	636,440.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		488,524.	508,060.	661,070.	
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 ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	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		488,524.	508,060.		
30	Total net assets or fund balances		488,524.	508,060.		
31	Total liabilities and net assets/fund balances		488,524.	508,060.		

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	488,524.
2	Enter amount from Part I, line 27a	2	19,536.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	508,060.
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	508,060.

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 - SHORT TERM	P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES - LONG TERM	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 28,344.		27,723.	621.
b 160,907.		145,828.	15,079.
c 4,048.			4,048.
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			621.
b			15,079.
c			4,048.
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	19,748.
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	15,500.	535,630.	.028938
2010	22,900.	588,078.	.038940
2009	211,932.	681,475.	.310990
2008	140,336.	706,243.	.198708
2007	178,508.	1,078,898.	.165454

2 Total of line 1, column (d)	2	.743030
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	.148606
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	601,327.
5 Multiply line 4 by line 3	5	89,361.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	243.
7 Add lines 5 and 6	7	89,604.
8 Enter qualifying distributions from Part XII, line 4	8	4,801.

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.

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LEMELSON FAMILY FOUNDATION

95-4774899

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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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	487.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
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	487.
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	487.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	136.	
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	136.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	351.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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		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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► ROBERT LEMELSON & SUSAN MORSE Telephone no. ► (310) 454-5904 Located at ► 17411 REVELLO DR, PACIFIC PALISADES, CA ZIP+4 ► 90272			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>	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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
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

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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

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
ROBERT LEMELSON, PH.D. 736 EL MEDIO AVENUE PACIFIC PALISADES, CA 90272	PRESIDENT 0.00	0.	0.	0.
SUSAN MORSE LEMELSON 17411 REVELLO DR PACIFIC PALISADES, CA 90272	SECRETARY & TREASURER/CFO 0.00	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

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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.

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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	584,152.
b Average of monthly cash balances	1b	26,332.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	610,484.
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	610,484.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,157.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	601,327.
6 Minimum investment return. Enter 5% of line 5	6	30,066.

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	30,066.
2a Tax on investment income for 2012 from Part VI, line 5	2a	487.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	487.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	29,579.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	29,579.
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	29,579.

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	4,801.
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	4,801.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,801.

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.

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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				29,579.
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	124,907.			
b From 2008	105,302.			
c From 2009	178,094.			
d From 2010				
e From 2011				
f Total of lines 3a through e	408,303.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	4,801.			
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				4,801.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	24,778.			24,778.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	383,525.			
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	100,129.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	283,396.			
10 Analysis of line 9:				
a Excess from 2008	105,302.			
b Excess from 2009	178,094.			
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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)

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

Tax year	Prior 3 years			(e) Total
(a) 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 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 8

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 ☒ 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				
A-MAN, INC. 6709 LA TIJERA BOULEVARD, #261 LOS ANGELES, CA 90045	NONE	PUBLIC CHARITY	GENERAL FUNDS	500.
CROSSROADS SCHOOL FOR ARTS & SCIENCES 1714 21ST STREET SANTA MONICA, CA 90404	NONE	PUBLIC CHARITY	2013 CABARET SPONSORSHIP	1,000.
HEAL THE BAY 1444 9TH STREET SANTA MONICA, CA 90401	NONE	PUBLIC CHARITY	"BRING BACK THE BEACH" FUNCTION	1,000.
SANTA MONICA COLLEGE FOUNDATION 1900 PICO BLVD SANTA MONICA, CA 90405-1628	NONE	PUBLIC CHARITY	GENERAL FUNDS	200.
Total				2,700.
b Approved for future payment				
NONE				
Total				0.

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

SOURCE	AMOUNT
GOLDMAN SACHS #36624	23.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	23.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS #11261	7,682.	4,048.	3,634.
GOLDMAN SACHS #36624	10,474.	0.	10,474.
TOTAL TO FM 990-PF, PART I, LN 4	18,156.	4,048.	14,108.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	134.	0.		134.
TO FM 990-PF, PG 1, LN 16A	134.	0.		134.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,875.	1,938.		1,937.
TO FORM 990-PF, PG 1, LN 16B	3,875.	1,938.		1,937.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,464.	1,464.		0.
ATTORNEY GENERAL REGISTRATION FEES	10.	0.		10.
STATE FILING FEES	20.	0.		20.
TO FORM 990-PF, PG 1, LN 18	1,494.	1,464.		30.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	6,070.	6,070.		0.
BANK CHARGES	70.	70.		0.
TO FORM 990-PF, PG 1, LN 23	6,140.	6,140.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GS #11261 -SCHEDULE ATTACHED	102,357.	118,125.
GS #36624 -SCHEDULE ATTACHED	381,073.	518,315.
TOTAL TO FORM 990-PF, PART II, LINE 10B	483,430.	636,440.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	8
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NAME OF MANAGER

ROBERT LEMELSON, PH.D.
SUSAN MORSE LEMELSON



Statement Detail
LEMELSON FAMILY FOUNDATION GS. EQUITY
Holdings

Period Ended November 30, 2013

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GS US EQUITY DIVIDEND AND PREMIUM FUND								
GS U.S. EQUITY DIVIDEND AND PREMIUM FUND INSTITUTIONAL SHARES (GSPKX)	10,262,817	11.5100	118,125.02	9.9736	102,357.20	15,767.82 58,327.43	3.3015	3,899.87
TOTAL PORTFOLIO								
			Market Value 118,125.02	Adjusted Cost / ⁶ Original Cost 102,357.20		Unrealized Gain (Loss) 15,767.82		Estimated Annual Income 3,899.87

⁶ Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable. Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization. Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions.

Statement Detail

LEMELSON FAMILY FOUNDATION - THORNBURG Holdings

Period Ended November 30, 2013

PUBLIC EQUITY

NON-US EQUITY

THORNBURG NON-US EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
U S DOLLAR	(7,641.14)	1.0000	(7,641.14)		(7,641.14)			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BOADDA) ¹⁴	24,603.42	1.0000	24,603.42	1.0000	24,603.42		0.0808	19.87
CARNIVAL CORPORATION CMN (CCL)	244.00	36.1100	8,810.84	36.9827	9,023.77	(212.93)	2.7693	244.00
			61.00					
LAS VEGAS SANDS CORP CMN (LVS)	135.00	71.6800	9,676.80	44.6682	6,030.21	3,646.60	1.9531	189.00
LULULEMON ATHLETICA INC CMN (LULU)	124.00	69.7200	8,645.28	68.0935	8,443.59	201.69		
SCHLUMBERGER LTD CMN (SLB)	119.00	88.4200	10,521.98	50.6341	6,025.46	4,496.52	1.4137	148.75
SOUTHERN COPPER CORPORATION CMN (SCCO)	129.00	25.1000	3,237.90	32.8847	4,242.13	(1,004.23)	2.7092	87.72
YUM BRANDS, INC CMN (YUM)	134.00	77.6800	10,409.12	67.3046	9,018.81	1,390.31	1.9053	198.32
ACCENTURE PLC CMN (ACN)	82.00	77.4700	6,352.54	65.6449	5,382.88	969.66	2.4009	152.52
ADIDAS AG ADR CMN (ADDYY)	198.00	60.9430	12,066.71	37.0176	7,329.49	4,737.23	1.0370	125.14
AIA GROUP LIMITED SPONSORED ADR CMN SERIES (AAGY)	656.00	20.2770	13,301.71	15.4391	10,128.04	3,173.67	0.8628	114.77
AMADEUS IT HLDG S A ADR CMN (AMADY)	141.00	37.5310	5,291.87	32.8870	4,637.06	654.81	1.2745	67.45
ANHEUSER-BUSCH INBEV S.A. SPONSORED ADR CMN (BUD)	79.00	102.1100	8,066.69	101.1986	7,994.69	72.00	2.4522	197.81
ARM HOLDINGS PLC SPON ADR SPONSORED ADR CMN (ARMH)	104.00	49.9000	5,189.60	6.4060	666.22	4,523.38	0.4052	21.03
ASML HOLDING N V ADR CMN (ASML)	86.00	93.3800	8,030.68	72.8081	6,261.50	1,769.18		
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (ASAZY)	341.00	25.3900	8,657.99	13.5041	4,604.90	4,053.09	1.1931	103.30
BAIDU, INC SPONSORED ADR CMN (BIDU)	45.00	166.5700	7,495.65	115.4140	5,193.63	2,302.02		
BANCO BILBAO VIZCAYA S A ADR SPONSORED ADR CMN (USD0 3296 (BBVA))	532.00	11.8900	6,325.48	11.0671	5,887.72	437.76	3.6815	232.87
BURBERRY GROUP PLC SPONSORED ADR CMN (BURBY)	130.00	50.0260	6,503.38	41.2961	5,368.49	1,134.89	1.7013	110.64
CANADIAN NATIONAL RAILWAY CO CMN (CNI)	99.00	112.5000	11,137.50	57.1402	5,656.88	5,480.62	1.4861	165.51
CHINA MOBILE LIMITED SPONSORED ADR CMN (CHL)	149.00	54.2400	8,081.76	54.1100	8,062.39	19.37	3.7157	300.29
COMPASS GROUP PLC SPONSORED ADR CMN (CMPGY)	586.00	15.0870	8,840.98	12.0752	7,076.06	1,764.92	1.9913	176.05
DASSAULT SYSTEMES SPONSORED ADR CMN (DASTY)	47.00	115.0100	5,405.47	64.5335	3,033.07	2,372.40	0.6326	34.19
DEUTSCHE BANK AG CMN (DB)	154.00	47.9600	7,385.84	45.3542	6,984.54	401.30	2.0261	149.64

¹⁴ This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account. Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit. Not a Deposit. Not FDIC Insured. May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit). Brokerage and securities services provided by Goldman, Sachs & Co. Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC.

Statement Detail
LEMELSON FAMILY FOUNDATION - THORNBURG
Holdings (Continued)

Period Ended November 30, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
EMBRAER SA ADR CMN (ERJ)	212.00	31.0100	6,574.12	24,2606	5,143.24	1,430.88		
FANUC CORP UNSPONSORED ADR CMN (FANUY)	354.00	28.0700	9,936.78	14,4286	5,107.73	4,829.05	0.9878	98.16
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (FMS)	286.00	34.8400	9,964.24	20.2310	5,786.07	4,178.17	0.9578	95.44
HENNES & MAURITZ AB ADR CMN (HNNMY)	1,120.00	8.5070	9,527.84	5.2581	5,889.07	3,638.77	2.6155	249.20
HONG KONG EXCHANGES & CLEARING UNSPONSORED ADR CMN (HKXCY)	346.00	17.5550	6,074.03	8.2549	2,856.20	3,217.83	2.1746	132.09
HSBC HOLDINGS PLC SPONSORED ADR CMN (HSBC)	178.00	56.1000	9,985.80	45.9268	8,174.97	1,810.83	4.2781	427.20
			89.00					
INDUSTRIAL & COMMERCIAL BANK O ADR CMN (IDCBY)	385.00	14.3690	5,532.07	14.5268	5,592.82	(60.75)	4.5130	249.66
ING GROEP N.V. SPONS ADR SPONSORED ADR CMN (ING)	849.00	12.9800	11,020.02	10.6761	9,064.01	1,956.01		
INTESA SANPAOLO SPONSORED ADR CMN (ISNPPY)	453.00	14.5410	6,587.07	13.8909	6,292.59	294.48	3.9406	259.57
JULIUS BAER GROUP LTD. ADR CMN (JBAXY)	546.00	9.4020	5,133.49	9.6065	5,245.14	(111.65)		
KINGFISHER PLC SPONSORED ADR CMN (KGFHY)	1,116.00	12.3150	13,743.54	8.9395	9,976.52	3,767.02	2.1820	299.88
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (KMTUY)	369.00	20.7980	7,674.46	17.2758	6,374.75	1,299.71	2.1663	166.25
KONE OYJ UNSPONSORED ADR CMN REPRESENTING B SHARES (FINLAND (KNYJY))	117.00	46.0540	5,388.32	43.3792	5,075.37	312.95	3.4857	187.82
KUBOTA CORP ADR ADR CMN (KUBTY)	83.00	85.7900	7,120.57	73.7401	6,120.43	1,000.14	0.9683	68.95
LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN (LVMUY)	406.00	37.7830	15,339.90	16.6280	6,750.97	8,588.93	1.5570	238.84
			78.88					
MERCADOLIBRE INC CMN (MELI)	50.00	110.7100	5,535.50	71.4164	3,570.82	1,964.68	0.5167	28.60
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (MGDDY)	425.00	21.7710	9,252.68	15.3428	6,520.69	2,731.99	2.1898	202.61
MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN (MTU)	1,596.00	6.4900	10,358.04	6.0362	9,633.85	724.19	2.0255	209.80
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (NSRGY)	158.00	73.2590	11,574.92	41.5941	6,571.87	5,003.05	2.4782	268.85
NOKIA CORP SPON ADR SPONSORED ADR CMN (NOK)	329.00	8.0600	2,651.74	8.0869	2,660.60	(8.86)		

Statement Detail
LEMELSON FAMILY FOUNDATION - THORNBURG
Holdings (Continued)

Period Ended November 30, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	138.00	79.1200	10,918.56	49.5680	6,840.39	4,078.17	2.6005	283.93
NOVO-NORDISK A/S ADR ADR CMN (NVO)	77.00	178.7300	13,762.21	42.4425	3,268.08	10,494.13	1.2669	174.35
PACIFIC RUBIALES ENERGY CORP. CMN (PEGFF)	346.00	18.5861	6,430.80	20.7529	7,180.51	(749.71)	3.3418	214.90
PEARSON PLC SPON ADR SPONSORED ADR CMN (PSO)	342.00	22.1100	7,561.62	18.8399	6,443.24	1,118.38	3.2466	245.50
PT BANK MANDIRI (PERSERO) ADR CMN (PPERY)	294.00	6.3950	1,880.13	8.8193	2,592.86	(712.73)	2.3113	43.46
PUBLICIS GROUPE S.A. SPONSORED ADR CMN (PUBGY)	759.00	22.1460	16,808.81	13.1475	9,978.99	6,829.82	0.9722	163.41
RECKITT BENCKISER GROUP PLC SPONSORED ADR CMN (RBGLY)	698.00	16.0820	11,225.24	9.4063	6,565.57	4,659.67	2.5554	286.84
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224 184 (RHHBY)	139.00	69.9110	9,717.63	60.4528	8,402.94	1,314.69	2.3236	225.80
SABMILLER PLC SPONSORED ADR (SBMRY)	166.00	51.6480	8,573.57	32.5125	5,397.08	3,176.49	1.9177	164.42
SAP AG (SPON ADR) (SAP)	73.00	82.7200	6,038.56	49.0894	3,583.53	2,455.03	0.9645	58.24
SINA CORPORATION CMN (SINA)	43.00	77.0700	3,314.01	59.4914	2,558.13	755.88		
SUMITOMO MITSUI TRUST HOLDINGS SPONSORED ADR CMN (SUTNY)	1,681.00	4.9140	8,260.43	5.1382	8,637.29	(376.86)	1.6075	132.78
SWATCH GROUP SA (THE) ADR CMN (SWGAY)	224.00	32.8670	7,362.21	19.4644	4,360.02	3,002.19	0.6341	46.68
SYNGENTA AG SPONSORED ADR CMN (SYT)	99.00	78.4100	7,762.59	75.6867	7,492.98	269.61	2.1651	168.07
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (TSM)	451.00	17.7300	7,996.23	18.2674	8,238.58	(242.35)	2.2609	180.79
TATA MOTORS LIMITED SPONSORED ADR CMN (TTM)	194.00	32.4700	6,299.18	24.5643	4,765.47	1,533.71	0.4109	25.88
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (TCEHY)	146.00	57.8380	8,444.35	20.2611	2,958.12	5,486.23	0.2020	17.05
TOYOTA MOTOR CORPORATION SPON ADR (TM)	107.00	125.0500	13,380.35	88.7029	9,491.21	3,889.14	1.4737	197.19
YANDEX N.V. CMN (YNDX)	220.00	39.7500	8,745.00	26.0329	5,727.24	3,017.76		

Statement Detail
LEMELSON FAMILY FOUNDATION - THORNBURG
Holdings (Continued)

Period Ended November 30, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN (ITUB)	369 00	14 0700	5,191 83 2 17	19,3272	7,131.74	(1,939 91)	0 5671	29 44
TOTAL THORNBURG NON-US EQUITY			535,046 49 231 05		398,035 49	137,011 02	1.8081	8,698 58
TOTAL PORTFOLIO								
			Market Value		Adjusted Cost / ⁶ Original Cost	Unrealized Gain (Loss)		Estimated Annual Income
			535,277.54		398,035.49	137,011.02		8,698.58
LESS CASH			(16,962.28)		(16,962.28)			
SECURITIES			518,315.26		381,073.21			

⁶ Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable. Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization. Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions.

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

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

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

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

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions THE ROBERT LEMELSON AND SUSAN MORSE LEMELSON FAMILY FOUNDATION	Employer identification number (EIN) or 95-4774899
	Number, street, and room or suite no. If a P.O. box, see instructions. 17411 REVELLO DR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PACIFIC PALISADES, CA 90272	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 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.

ROBERT LEMELSON & SUSAN MORSE

• The books are in the care of **17411 REVELLO DR - PACIFIC PALISADES, CA 90272**

Telephone No. **(310) 454-5904**

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 **OCTOBER 15, 2014.**

5 For calendar year , or other tax year beginning **DEC 1, 2012**, and ending **NOV 30, 2013**.

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

INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

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	\$	136.
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	\$	136.
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 **CPA**

Date **7/8/14**

Form 8868 (Rev. 1-2013)