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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

A Employer identification number
13-7219856

Number and street (or P O box number if mail is not delivered to street address)
120 WEST 45TH ST NO 7TH FL

Room/suite

B Telephone number (see instructions)
(212) 840-6444

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10036

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 22,028,273

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ______
(Part I, column (d) must be on cash basis.)

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

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

	Line	Description	(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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	177	177		
	4	Dividends and interest from securities.	71,229	71,229		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	1,093,065			
	b	Gross sales price for all assets on line 6a 3,824,332				
	7	Capital gain net income (from Part IV, line 2)		1,093,065		
	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) (attach schedule)				
	11	Other income (attach schedule)	-230	-230		
	12	**Total.** Add lines 1 through 11	1,164,241	1,164,241		
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 (attach schedule)				
	b	Accounting fees (attach schedule)	4,500	2,250		2,250
	c	Other professional fees (attach schedule)	26,562	26,562		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	18,209	209		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications	135	0		135
	23	Other expenses (attach schedule)	15,317	14,518		799
	24	**Total operating and administrative expenses.** Add lines 13 through 23	64,723	43,539		3,184
	25	Contributions, gifts, grants paid	1,594,580			1,594,580
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,659,303	43,539		1,597,764
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-495,062			
	b	**Net investment income** (if negative, enter -0-)		1,120,702		
	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)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	73,023	1,516,427	1,516,427
	2	Savings and temporary cash investments	500,858	103,075	103,075
	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 instructions)	15,085	15,085	15,085
	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)	1,630,571	6,019	2,206,323
	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)	18,470,057	18,187,363	18,187,363
	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)	20,689,594	19,827,969	22,028,273
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	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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	18,063,277	20,689,594	
	29	Retained earnings, accumulated income, endowment, or other funds	2,626,317	-861,625	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	20,689,594	19,827,969	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	20,689,594	19,827,969	

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	20,689,594
2	Enter amount from Part I, line 27a	2	-495,062
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	20,194,532
5	Decreases not included in line 2 (itemize) ▶	5	366,563
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,827,969

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	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	1,093,065
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))
2012	1,046,591	21,879,235	0 047835
2011	994,691	23,548,042	0 042241
2010	1,050,695	21,973,956	0 047815
2009	463,388	18,624,914	0 024880
2008	614,521	21,335,604	0 028803

2	**Total** of line 1, column (d)	2	0 191574
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	0 038315
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	20,481,663
5	Multiply line 4 by line 3	5	784,755
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,207
7	Add lines 5 and 6	7	795,962
8	Enter qualifying distributions from Part XII, line 4	8	1,597,764

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see 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	11,207
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	11,207
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	11,207
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a — 36,096		
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	36,096
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	24,889
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 24,889 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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) ▶ NY			
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 2013 or the taxable year beginning in 2013 (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)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶LIPSKY GOODKIN & CO Telephone no ▶(212) 840-6444

Located at ▶120 WEST 45TH STREET - 7TH FL NEW YORK NY ZIP+4 ▶10036

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 |

			Yes	No
16	At any time during calendar year 2013, 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ **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 2013 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 2013.)*	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 2013?	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
LAURENCE C LEEDS JR C/O LIPSKY GOODKIN - 120 W 45TH ST NEW YORK, NY 10036	TRUSTEE 2 00	0	0	0
DALIA LEEDS C/O LIPSKY GOODKIN - 120 W 45TH ST NEW YORK, NY 10036	TRUSTEE 2 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. ▶ 0

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

3 Five highest-paid independent contractors for professional services (see instructions). 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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,994,895
b	Average of monthly cash balances	1b	470,211
c	Fair market value of all other assets (see instructions)	1c	18,328,460
d	**Total** (add lines 1a, b, and c)	1d	20,793,566
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	20,793,566
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	311,903
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,481,663
6	**Minimum investment return.** Enter 5% of line 5	6	1,024,083

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

1	Minimum investment return from Part X, line 6	1	1,024,083
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 11,207		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	11,207
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,012,876
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,012,876
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,012,876

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,597,764
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,597,764
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	11,207
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,586,557

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,012,876
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			866,419	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► $ 1,597,764				
a Applied to 2012, but not more than line 2a			866,419	
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 2013 distributable amount.				731,345
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				281,531
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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 2013, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the 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 or e-mail address of the person to whom applications should be addressed

LAURENCE C LEEDS JR
120 W 45TH STREET - 7TH FL
NEW YORK, NY 10036
(212) 840-6444

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

NO FORMAL APPLICATION NECESSARY, ONLY A GENERAL LETTER OF REQUEST

c Any submission deadlines

NONE

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

MUST BE A PUBLIC CHARITY AS DESCRIBED ON IRC SECTION 509 (A) (1) (2) OR (3)

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,594,580
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	177	
4 Dividends and interest from securities			14	71,229	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	379	
8 Gain or (loss) from sales of assets other than inventory			18	1,093,065	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a IRC SEC 988 INCOME					-12
b OTHER MISC INCOME					-597
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		1,164,850	-609

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,164,241

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
3	THE FOUNDATION IS SOLELY A GRANT MAKING ORGANIZATION AND INVESTS ITS FUNDS TO PRODUCE INCOME TO MAKE GRANTS AND PAY THE EXPENSES OF ADMINISTERING THE FOUNDATION THE AMOUNTS SHOWN ABOVE, IF ANY, ARE NOT DERIVED FROM ANY "TRADE OR BUSINESS" CONDUCTED BY THE FOUNDATION BUT MERELY REFLECT AN ANNUAL RETURN ON THE FOUNDATION'S ASSETS
4	SEE LINE NO 3
8	SEE LINE NO 3
11	SEE LINE NO 3

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2014-11-12	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
STUART KATZMAN				P01388512
Firm's name ▶ LIPSKY GOODKIN & CO PC			Firm's EIN ▶ 13-2672154	
Firm's address ▶ 120 WEST 45TH STREET 7TH FL NEW YORK, NY 10036			Phone no (212) 840-6444	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PER K-1 BUCKINGHAM RAF PARTNERS II	P		
398 973183 BUCKINGHAM INTL PARTNERS	P		
798 62 BUCKINGHAM INTL PARTNERS	P		
464 124409 BUCKINGHAM RAF INTL PARTNERS	P		
1069 55 BUCKINGHAM RAF INTL PARTNERS	P		
LEHMAN BROS B&O CLASS ACTION SETTLEMENT	P		
BEAR STEARNS CLASS ACTION SETTLEMENT	P		
NEXCEN/DEL MONTE SECURITIES LITIGATION	P		
ADELPHIA CLASS ACTION SETTLEMENT	P		
GILDAN CLASS ACTION SETTLEMENT	P		
ADJUSTMENT OF COST	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
580,225			580,225
450,000		398,973	51,027
1,050,000		798,620	251,380
450,000		464,124	-14,124
1,050,000		1,069,550	-19,550
221			221
3,076			3,076
1,868			1,868
791			791
1,985			1,985
236,166			236,166

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			580,225
			51,027
			251,380
			-14,124
			-19,550
			221
			3,076
			1,868
			791
			1,985
			236,166

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).

LAURENCE C LEEDS JR
DALIA LEEDS

Form 990PF Part XV Line 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*				
92ND STREET Y 1395 LEXINGTON AVE NEW YORK, NY 10128	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,750
ACE FOR THE HOMELESS 370 LENFANT PROMENADE SW WASHINGTON, DC 20447	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	10,500
ALZHEIMERS DRUG DISCOVERY FOUNDATION 57 WEST 57TH STREET 904 NEW YORK, NY 10019	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	12,375
AMERICAN COMMITTEE FOR WEISMAN INSTITUTE 633 3RD AVENUE NEW YORK, NY 10017	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	4,430
AMERICAN FRIENDS OF ISRAEL MUSEUM 500 FIFTH AVENUE SUITE 2540 NEW YORK, NY 10110	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	7,625
AMERICAN FRIENDS OF ISRAEL PHILHARMONIC ORCHESTRA 122 EAST 42ND STREET NEW YORK, NY 10168	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	13,400
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY 1 BATTERY PARK PLAZA 25TH FL NEW YORK, NY 10004	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
AMERICAN HOSPITAL OF PARIS FOUNDATION 575 MADISON AVENUE NEW YORK, NY 10022	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	4,400
AMERICAN JEWISH COMMITTEE 165 E 56TH STREET NEW YORK, NY 10022	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	19,500
AUTISM SPEAKS 1 EAST 33RD STREET 4TH FL NEW YORK, NY 10016	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	5,000
BACHMAN-STRAUSS DYSTONIA & PARKINSON FOUNDATION 551 5TH AVENUE 520 NEW YORK, NY 10176	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,050
BIRTHRIGHT ISRAEL FOUNDATION PO BOX 1784 NEW YORK, NY 10156	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	10,000
BREAST CANCER RESEARCH FOUNDATION 60 EAST 56TH STREET 8TH FL NEW YORK, NY 10022	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	3,650
CANCER RESEARCH INSTITUTE 55 BROADWAY 1802 NEW YORK, NY 10006	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	3,180
CARAMOOR CENTER FOR MUSIC & ARTS 149 GIRDLE RIDGE ROAD KATONAH, NY 10536	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	2,150
Total . . . . ▶ **3a**				1,594,580

Form 990PF Part XV Line 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*				
CARNEGIE HALL SOCIETY 881 7TH AVENUE NEW YORK, NY 10019	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	4,496
CASA COLUMBIA 633 3RD AVENUE 19TH FL NEW YORK, NY 10017	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
CHRISTIANS FOR FAIR WITNESS IN THE MIDDLE EAST 475 RIVERSIDE DRIVE 1960 NEW YORK, NY 10115	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
COMMITTEE TO REDUCE INFECTIOUS DEATHS 5 PARTRIDGE HOLLOW ROAD GREENWICH, CT 06831	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	500
COMMUNITY FEDERATION OF SAN FRANCISCO 121 STEUART STREET SAN FRANCISCO, CA 94105	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
CROHN'S & COLITIS FOUNDATION OF AMERICA 386 PARK AVE SOUTH 17TH FL NEW YORK, NY 10016	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,400
DARE AMERICA PO BOX 512090 LOS ANGELES, CA 90051	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	5,000
EDUCATIONSUPERHIGHWAY 101 CALIFORNIA STREET 4100 SAN FRANCISCO, CA 94111	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	50,000
FILM SOCIETY OF LINCOLN CENTER 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	3,975
FIT FOUNDATION 227 WEST 27TH STREET NEW YORK, NY 10001	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	101,180
FRIENDS OF CHINA BEAUTY CHARITY FUND 6 SUTTON SQUARE NEW YORK, NY 10022	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	805
GEORGE WASHINGTON INSTITUTE FOR RELIGIOUS FREEDOM 50 BROAD STREET SUITE 1137 NEW YORK, NY 10004	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	2,000
GLOBAL SMILE FOUNDATION 101 ACCESS ROAD NORWOOD, MA 02062	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
HALE HOUSE 152 WEST 122ND STREET NEW YORK, NY 10027	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	750
HEALTH & HUMANITARIAN AID FOUNDATION PO BOX 74 - 127 W 83RD ST NEW YORK, NY 10024	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
Total . . . . ▶ 3a				1,594,580

Form 990PF Part XV Line 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*				
HENRY STREET SETTLEMENT 265 HENRY STREET NEW YORK, NY 10002	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,300
HUDSON INSTITUTE 1015 15TH STREET NW WASHINGTON, DC 20005	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	50,815
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY NEW YORK, NY 10004	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	500
LEGAL ACTION CENTER 225 VARICK STREET NEW YORK, NY 10014	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	500
LINCOLN CENTER FOR THE PERFORMING ARTS 132 WEST 65TH STREET NEW YORK, NY 10023	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	17,200
LINCOLN CENTER THEATRE 150 WEST 65TH STREET NEW YORK, NY 10023	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	11,073
LITERACY PARTNERS 30 E 33RD STREET 6TH FL NEW YORK, NY 10016	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	2,550
LYME RESEARCH ALLIANCE 2001 WEST MAIN ST SUITE 280 STAMFORD, CT 06902	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
MANHATTAN THEATRE CLUB 311 W 43RD STREET 8TH FL NEW YORK, NY 10036	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	6,340
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	466
MUSEUM AT ELDRIDGE STREET 12 ELDRIDGE STREET NEW YORK, NY 10002	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,634
MUSEUM OF MODERN ART 11 W 53RD STREET NEW YORK, NY 10019	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	2,776
NATIONAL DANCE INSTITUTE 217 W 147TH STREET NEW YORK, NY 10039	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	3,700
NATIONAL MARFAN FOUNDATION 22 MANHASSET AVENUE PORT WASHINGTON, NY 11050	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	700
NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 3RD AVENUE 3RD FL NEW YORK, NY 10017	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
Total . . . . ▶ **3a**				1,594,580

Form 990PF Part XV Line 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*				
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK WEST NEW YORK, NY 10024	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	8,950
NEW YORK JUNIOR TENNIS & LEARNING 58-12 QUEENS BLVD WOODSIDE, NY 11377	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	350,000
NEW YORK JUNIOR TENNIS LEAGUE 58-12 QUEENS BLVD WOODSIDE, NY 11377	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	355,060
NEW YORK LANDMARKS CONSERVANCY 1 WHITEHALL STREET NEW YORK, NY 10004	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	9,600
NEW YORK PHILHARMONIC 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	6,600
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE SOUTH NEW YORK, NY 10012	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	200,000
NORTHSIDE CENTER FOR CHILD DEVELOPMENT 1301 5TH AVENUE NEW YORK, NY 10029	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	2,600
NYU LANGONE MEDICAL CENTER 550 1ST AVENUE NEW YORK, NY 10016	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	102,500
PERLMAN MUSIC PROGRAM 19 WEST 69TH STREET 304 NEW YORK, NY 10023	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
PHOENIX HOUSE 57467 WATERWORKS STREET CALUMET, MI 49913	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	25,000
PREP FOR PREP 328 WEST 71ST STREET NEW YORK, NY 10023	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	50,000
PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	62,200
SHERMAN FAMILY SCHOLARSHIP FUND 100 WASHINGTON SQUARE EAST RM 910 NEW YORK, NY 10003	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	5,000
ST PETER'S SCHOOL 144 GRAND STREET JERSEY CITY, NJ 07302	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
STETCHER & HOROWITZ FOUNDATION 119 W 57TH ST SUITE 1401 NEW YORK, NY 10019	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
Total . . . . ▶ **3a**				1,594,580

Form 990PF Part XV Line 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*				
THE BROTHERHOOD SYNAGOGUE 28 GRAMERCY PARK SOUTH NEW YORK, NY 10003	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	6,800
THE JEWISH MUSEUM 1109 5TH AVENUE NEW YORK, NY 10128	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	6,100
THE LAWRENCEVILLE SCHOOL 2500 MAIN STREET LAWRENCEVILLE, NJ 08648	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
THE NEW 42ND STREET 229 W 42ND STREET NEW YORK, NY 10036	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	4,650
THIRTEEN 825 8TH AVENUE NEW YORK, NY 10019	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	300
TIDES CENTERACROSS THE AISLE PO BOX 29198 SAN FRANCISCO, CA 94129	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	10,000
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	300
WESTCHESTER GOLF ASSOCIATION CADDIE SCHOLARSHIP FUND 49 KNOLLWOOD ROAD ELMSFORD, NY 10523	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	250
WOMEN'S SPORTS FOUNDATION 424 W 33RD STREET 150 NEW YORK, NY 10001	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	1,000
WORLD JEWISH CONGRESS 501 MADISON AVENUE NEW YORK, NY 10022	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	4,400
YALE UNIVERSITY CLASS OF 1950 S ROWE-7920 ANNESDALE DRIVE CINCINNATI, OH 45243	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	100
YALE UNIVERSITY 157 CHURCH STREET NEW HAVEN, CT 06510	NONE	EXEMPT	GENERAL CHARITABLE PURPOSE	2,500
Total . . . . ▶ **3a**				1,594,580

TY 2013 Accounting Fees Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	4,500	2,250		2,250

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491316003014

TY 2013 Investments Corporate Stock Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	6,019	2,206,323

TY 2013 Investments - Other Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT IN LLC	FMV	0	0
BUCKINGHAM INTL PARTNERS	FMV	6,540,939	6,540,939
BUCKINGHAM RAF INTL PARTNERS	FMV	11,646,424	11,646,424

TY 2013 Other Decreases Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Description	Amount
DECREASE IN UNREALIZED GAIN PER K-1	366,563

TY 2013 Other Expenses Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	24	0		24
NYS FILING FEE	775	0		775
MISC - SCH K-1 BUCKINGHAM RAF PARTNERS II	2,613	2,613		0
INTEREST EXPENSE - SCH K-1 BUCKINGHAM RAF	11,129	11,129		0
SETTLEMENT FEES	775	775		0
MISCELLANEOUS	1	1		0

TY 2013 Other Income Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PER K-1 FOREIGN TAX REFUND	379	379	379
IRC SEC 988 INCOME	-12	-12	-12
OTHER MISC INCOME	-597	-597	-597

TY 2013 Other Professional Fees Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PER SCH K-1 BUCKINGHAM RAF PARTNERS	26,562	26,562		0

TY 2013 Substantial Contributors Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Name	Address
LAURENCE C LEEDS JR	C/O LIPSKY GOODKIN 120 W 45 ST NEW YORK, NY 10036

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491316003014

TY 2013 Taxes Schedule

Name: LEEDS FAMILY FOUNDATION CO LIPSKY GOODKIN & CO

EIN: 13-7219856

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES - 2013 EST	18,000	0		0
FOREIGN TAXES PAID PER SCH K-1	209	209		0