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Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.

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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation LEVIN FAMILY FOUNDATION		A Employer identification number 31-1327847
Number and street (or P O box number if mail is not delivered to street address) 7812 MCEWEN ROAD	Room/suite 100	B Telephone number 937-223-1669
City or town, state or province, country, and ZIP or foreign postal code DAYTON, OH 45459		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 23,024,365.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
1 Contributions, gifts, grants, etc., received		215,771.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		381,460.	381,320.		STATEMENT 1
5a Gross rents		99,913.	54,204.		STATEMENT 2
b Net rental income or (loss) -94,455.					STATEMENT 3
6a Net gain or (loss) from sale of assets not on line 10		1,378,799.			
b Gross sales price for all assets on line 6a 3,132,372.					
7 Capital gain net income (from Part IV, line 2)			1,378,799.		
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		-26.	-26.		STATEMENT 4
12 Total. Add lines 1 through 11		2,075,917.	1,814,297.		
13 Compensation of officers, directors, trustees, etc		204,076.	55,338.		135,788.
14 Other employee salaries and wages		78,250.	0.		78,250.
15 Pension plans, employee benefits		54,893.	17,313.		33,528.
16a Legal fees STMT 5		9,903.	7,074.		0.
b Accounting fees STMT 6		26,335.	0.		26,335.
c Other professional fees STMT 7		66,896.	58,717.		320.
17 Interest		43.	43.		0.
18 Taxes STMT 8		731.	531.		200.
19 Depreciation and depletion		73,654.	15,834.		
20 Occupancy		189,972.	56,884.		84,238.
21 Travel, conferences, and meetings		27,090.	0.		27,090.
22 Printing and publications		137.	0.		0.
23 Other expenses STMT 9		125,614.	11,474.		108,479.
24 Total operating and administrative expenses. Add lines 13 through 23		857,594.	223,208.		494,228.
25 Contributions, gifts, grants paid		569,494.			569,494.
26 Total expenses and disbursements. Add lines 24 and 25		1,427,088.	223,208.		1,063,722.
27 Subtract line 26 from line 12		648,829.			
a Excess of revenue over expenses and disbursements			1,591,089.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

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

			Beginning of year		End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	143,576.	193,419.	193,419.	
	2	Savings and temporary cash investments	627,691.	640,695.	640,695.	
	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	2,000.	2,000.	2,000.	
	10a	Investments - U S and state government obligations STMT 10	222,203.	162,583.	162,376.	
	b	Investments - corporate stock STMT 11	7,570,009.	9,047,192.	13,976,125.	
	c	Investments - corporate bonds STMT 12	3,582,274.	3,064,479.	3,148,666.	
Liabilities	11	Investments - land, buildings, and equipment basis ▶ 1,357,391.				
		Less: accumulated depreciation STMT 13 ▶ 77,952.	1,094,621.	1,279,439.	1,195,000.	
	12	Investments - mortgage loans				
	13	Investments - other STMT 14	2,406,460.	2,325,936.	2,646,084.	
	14	Land, buildings, and equipment basis ▶ 1,146,774.				
		Less: accumulated depreciation ▶ 275,003.	911,378.	871,771.	1,035,785.	
	15	Other assets (describe ▶ ARTWORK)	24,215.	24,215.	24,215.	
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	16,584,427.	17,611,729.	23,024,365.	
	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable	1,226,782.	1,191,413.		
	22	Other liabilities (describe ▶ STATEMENT 15)	10,435.	24,662.		
	23	Total liabilities (add lines 17 through 22)	1,237,217.	1,216,075.		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐				
		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒				
		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	15,347,210.	16,395,654.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds...	0.	0.		
	30	Total net assets or fund balances	15,347,210.	16,395,654.		
	31	Total liabilities and net assets/fund balances	16,584,427.	17,611,729.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	15,347,210.
2	Enter amount from Part I, line 27a	2	648,829.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	399,615.
4	Add lines 1, 2, and 3	4	16,395,654.
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	16,395,654.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 3,132,372.		1,754,629.	1,378,799.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			1,378,799.

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	1,378,799.
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))
2012	938,278.	19,871,050.	.047218
2011	968,881.	20,007,033.	.048427
2010	834,383.	20,334,668.	.041033
2009	765,350.	16,946,355.	.045163
2008	1,359,111.	19,754,338.	.068801

2 Total of line 1, column (d)	2	.250642
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	.050128
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	21,539,880.
5 Multiply line 4 by line 3	5	1,079,751.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,911.
7 Add lines 5 and 6	7	1,095,662.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,063,722.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	31,822.
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	31,822.
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	31,822.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,134.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	40,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	51,134.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	19,312.	
11 Enter the amount of line 10 to be credited to 2014 estimated tax ☐ Refunded ☒	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.LEVINFAMILYFOUNDATION.ORG	13	X	
14	The books are in care of ► KAREN LEVIN Telephone no ► 937-223-1669 Located at ► 7812 MCEWEN ROAD, DAYTON, OH ZIP+4 ► 45459			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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 ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 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) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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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
SEE STATEMENT 16		204,077.	7,865.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DEBRA S FOX - 7812 MCEWEN ROAD, STE 100, DAYTON, OH 45459	GRANT MANAGER 40.00	73,327.	4,086.	0.

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

1

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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	
SEE STATEMENT 17	75,338.
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	18,606,073.
b	Average of monthly cash balances	1b	802,693.
c	Fair market value of all other assets	1c	2,459,132.
d	Total (add lines 1a, b, and c)	1d	21,867,898.
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	21,867,898.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	328,018.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,539,880.
6	Minimum investment return. Enter 5% of line 5	6	1,076,994.

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	1,076,994.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	31,822.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	31,822.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,045,172.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,045,172.
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	1,045,172.

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	1,063,722.
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	1,063,722.
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	1,063,722.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,045,172.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	383,026.			
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	383,026.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$	1,063,722.			
a Applied to 2012, 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 2013 distributable amount				1,045,172.
e Remaining amount distributed out of corpus	18,550.			
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.	401,576.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	383,026.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	18,550.			
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	18,550.			

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 2013, 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

(a) 2013

(b) 2012

(c) 2011

(d) 2010

(e) Total

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))

NONE

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 address of the person to whom applications should be addressed:

SEE STATEMENT 18

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT # 19	NONE	PUBLIC CHARITY	GENERAL FUNDING	569,494.
Total			3a	569,494.
b Approved for future payment				
NONE				
Total			3b	0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule

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

**Sign
Here**

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

X Karen A. Levin
Signature of officer or trustee

~~11/26/14~~
Date

▶ *X Esce Der / Aussteig*
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
	EDSELL T. BURRIS		5/19/14		P00015770
	Firm's name ▶ BURRIS & COMPANY CPAS, INC.			Firm's EIN ▶ 31-1304859	
	Firm's address ▶ 4380 TONAWANDA TRAIL DAYTON, OH 45430			Phone no 937-427-1000	

Form 990-PF (2013)

Schedule B

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

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Name of the organization

LEVIN FAMILY FOUNDATION

Employer identification number

31-1327847

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

LEVIN FAMILY FOUNDATION

31-1327847

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LCNB 2705 FAR HILLS AVENUE DAYTON, OH 45419	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	CARE SOURCE 230 N MAIN STREET DAYTON, OH 45402	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
3	IRREVOCABLE CHARITABLE REMAINDER UNITRUST FBO MARDELLE FRIEDBERG DTD 08 C/O MYERS & FRANE, 18 WEST FIRST STREET DAYTON, OH 45402	\$ 149,947.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
4	IRREVOCABLE CHARITABLE REMAINDER UNITRUST FBO MARDELLE FRIEDBERG DTD 08 C/O MYERS & FRANE, 18 WEST FIRST STREET DAYTON, OH 45402	\$ 41,024.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

LEVIN FAMILY FOUNDATION

31-1327847

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	4,658.654 SHS TOCQUEVILLE FUND, US T NOTES, 23,000 FHLMC, 4,000 FNMA PL250694, 8,500 FNMA PL555591	\$ 149,947.	07/05/13
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Employer identification number

31-1327847

Part III

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

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

323454 10-24-13

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

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

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

25

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

		%						
		%						
		%						

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

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

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

28

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

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

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

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

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

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

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

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2013 tax year:

43 Amortization of costs that began before your 2013 tax year

43

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

44

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

E-

1

OMB No 1545-0172

2013Attachment
Sequence No 179

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

LEVIN FAMILY FOUNDATION

COMMERCIAL RENTAL

31-1327847

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

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014. Add lines 9 and 10, less line 12	13	

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	26,090.

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

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	114.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/	STATEMENT 22		MM	S/L	3,904.

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

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

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	30,108.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

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

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

25

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

		%						
		%						
		%						

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

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

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

28

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

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

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

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

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

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

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

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
-----------------------------	------------------------------------	------------------------------	------------------------	---	--------------------------------------

42 Amortization of costs that begins during your 2013 tax year:

43 Amortization of costs that began before your 2013 tax year

43

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

44

FORM 4562

PART III - NONRESIDENTIAL REAL PROPERTY

STATEMENT 22

(A) DESCRIPTION OF PROPERTY	(B) MO/YR	(C) BASIS	(D) PERIOD	(G) DEDUCTION
SUITE 400-IMPROVEMENTS	04/13	144,461.	39.0 YRS	2,624.
SUITE 400-FLOORING	04/13	13,550.	39.0 YRS	246.
SUITE 400-ARCHITECT FEES	04/13	6,376.	39.0 YRS	116.
SUITE 400-HVAC	04/13	50,539.	39.0 YRS	918.
TOTAL TO FORM 4562, PART III, LINE 19I		214,926.		3,904.

LEVIN FAMILY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	SECTION 1256 CONTRACTS PER K-1	P		
b	SHORT TERM GAIN/LOSS PER K-1	P		
c	JPM-SEE STMT # 23	P		
d	JPM-SEE STMT # 24	P		
e	SHORT TERM LOSS PER K-1	P		
f	TOCQUEVILLE FUND	D	07/05/13	12/19/13
g	HARBOR CAP APPRECIATION FUND INST	P	01/22/09	10/30/13
h	PIMCO TOTAL RETURN FUND INSTL	P	01/22/09	10/30/13
i	SCHWAB-SEE STMT # 20	P	01/22/09	09/12/13
j	VANGUARD 500 INDEX	P	01/22/09	08/22/13
k	HARBOR CAP APPRECIATION FUND INST	P	01/22/09	06/04/13
l	LOOMIS SAYLES BOND FUND	P	01/22/09	06/04/13
m	PIMCO TOTAL RETURN FUND INSTL	P	01/22/09	03/27/13
n	VANGUARD WINDSOR II FD ADMIRAL	P	01/22/09	03/27/13
o	VANGUARD 500 INDEX	P	01/22/09	02/04/13

(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			-1.
b			1,274.
c			277.
d			-500.
e			6.
f	146,001.	137,103.	8,898.
g	100,000.	41,064.	58,936.
h	100,000.	93,588.	6,412.
i	1,930,000.	1,053,278.	876,722.
j	94,903.	47,235.	47,668.
k	75,000.	36,005.	38,995.
l	75,000.	51,144.	23,856.
m	100,000.	90,677.	9,323.
n	100,000.	54,393.	45,607.
o	100,000.	55,271.	44,729.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col. (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-1.
b			1,274.
c			277.
d			-500.
e			6.
f			8,898.
g			58,936.
h			6,412.
i			876,722.
j			47,668.
k			38,995.
l			23,856.
m			9,323.
n			45,607.
o			44,729.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	

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	LOOMIS SAYLES BOND FUND	P	01/22/09	02/26/13
b	VANGUARD WINDSOR II FD ADMIRAL	P	01/22/09	02/26/13
c	CAPITAL GAINS DIVIDENDS			
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 75,000.		52,023.	22,977.
b 75,000.		42,848.	32,152.
c 161,468.			161,468.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col. (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			22,977.
b			32,152.
c			161,468.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,378,799.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME					
FROM PASSTHROUGH	2,665.	0.	2,665.	2,665.	
INTEREST INCOME	14.	0.	14.	14.	
INTEREST INCOME					
FROM PASSTHROUGH	6.	0.	6.	6.	
ISRAEL BONDS	25,750.	0.	25,750.	25,750.	
JP MORGAN DIVIDEND					
INCOME	36,141.	0.	36,141.	36,141.	
JP MORGAN INTEREST					
INCOME	10,786.	0.	10,786.	10,786.	
JP MORGAN-TAX					
EXEMPT	140.	0.	140.	0.	
JP MORGAN-US GOVT	4,337.	0.	4,337.	4,337.	
SCHWAB-INTEREST &					
DIVIDENDS	463,089.	161,468.	301,621.	301,621.	
TO PART I, LINE 4	542,928.	161,468.	381,460.	381,320.	

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
OFFICE CONDO	1	96,413.
LAND RENTAL	2	3,500.
TOTAL TO FORM 990-PF, PART I, LINE 5A		99,913.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
INTEREST EXPENSE-MORTGAGE		22,486.	
COMMISSION		16,576.	
CLEANING		1,170.	
LEGAL		5,968.	
MAINTENANCE		9,520.	

REAL ESTATE TAXES			25,097.	
COMMON AREA SHARED EXPENSES			41,906.	
DEPRECIATION			30,108.	
OFFICER COMPENSATION			27,315.	
OFFICER BENEFITS			8,546.	
INSURANCE			1,220.	
PROFESSIONAL FEES			1,639.	
OFFICE SUPPLIES/EXPENSE			87.	
- SUBTOTAL -	1			191,638.
REAL ESTATE TAXES			1,941.	
OFFICE SUPPLIES			34.	
INSURANCE			755.	
LEGAL			0.	
- SUBTOTAL -	2			2,730.
TOTAL RENTAL EXPENSES				194,368.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B				-94,455.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME FROM K-1	-2.	-2.	
ORDINARY INCOME FROM PASSTHRU	-24.	-24.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-26.	-26.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,935.	3,935.		0.
LEGAL	5,968.	3,139.		0.
LEGAL	0.	0.		0.
TO FM 990-PF, PG 1, LN 16A	9,903.	7,074.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	26,335.	0.		26,335.
TO FORM 990-PF, PG 1, LN 16B	26,335.	0.		26,335.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL SERVICE FEES	320.	0.		320.
ASSET MANAGEMENT FEES	50,000.	50,000.		0.
COMMISSION	16,576.	8,717.		0.
TO FORM 990-PF, PG 1, LN 16C	66,896.	58,717.		320.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID-PER 1099	531.	531.		0.
STATE ANNUAL FILING FEE	200.	0.		200.
CURRENT YEAR ESTIMATES	0.	0.		0.
PRIOR YEAR EXTENSION	0.	0.		0.
PAYMENT	0.	0.		0.
TO FORM 990-PF, PG 1, LN 18	731.	531.		200.

FORM 990-PF	OTHER EXPENSES		STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PASS THRU-DEDUCTIONS	11,217.	11,217.		0.
CONTRACT LABOR-OFFICE HELP	624.	0.		624.
CELEBRATING LIFE AND HEALTH	75,338.	0.		75,338.
COPIER SUPPLIES	1,435.	0.		1,435.
DUES AND SUBSCRIPTIONS	2,243.	0.		2,230.
COMPUTER MAINTENANCE	6,491.	0.		6,491.
COMPUTER SUPPLIES	2,451.	0.		2,451.
OFFICE SUPPLIES	8,690.	0.		8,690.
INSURANCE	4,800.	0.		275.
MISCELLANEOUS	6,283.	0.		6,283.
POSTAGE AND DELIVERY	2,410.	0.		2,410.
INVESTMENT EXPENSES-JP MORGAN	177.	177.		0.
MAINTENANCE CONTRACT	553.	0.		553.
MILEAGE REIMBURSEMENTS	1,364.	0.		1,364.
MEETING REGISTRATIONS	335.	0.		335.
PHOTOGRAPHY	500.	0.		0.
SEMINARS	582.	0.		0.
OFFICE SUPPLIES/EXPENSE	87.	46.		0.
OFFICE SUPPLIES	34.	34.		0.
TO FORM 990-PF, PG 1, LN 23	125,614.	11,474.		108,479.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	10
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
JPM-US GOVT AND AGENCIES STMT21	X		150,643.	150,643.
JP MORGAN-MUNICIPAL BONDS		X	0.	0.
SCHWAB US GOVT AND AGENCIES STMT22	X		11,940.	11,733.
TOTAL U.S. GOVERNMENT OBLIGATIONS			162,583.	162,375.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			162,583.	162,376.

FORM 990-PF	CORPORATE STOCK	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN-CORPORATE STOCKS Stmt 21	1,656,648.	1,656,648.
JP MORGAN-MUTUAL FUNDS Stmt 21	177,429.	177,429.
SCSHWAB-MORTGAGE POOLS Stmt 22	3,311.	3,311.
SCHWAB EQUITY FUNDS Stmt 22	6,708,029.	11,605,712.
JP MORGAN EXCH TRADED NT Stmt 22	501,775.	533,025.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,047,192.	13,976,125.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN-CORPORATE BONDS Stmt 21	102,224.	102,224.
SCHWAB MUTUAL BOND FUNDS Stmt 22	2,962,255.	3,046,442.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,064,479.	3,148,666.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT 13
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE CONDO	1,089,345.	77,952.	1,011,393.
LAND	268,046.	0.	268,046.
TOTAL TO FM 990-PF, PART II, LN 11	1,357,391.	77,952.	1,279,439.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 14
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISRAEL BONDS	COST	625,000.	625,000.
LIMITED PARTNERSHIP	COST	350,936.	305,833.
FEG-ABSOLUTE ACCESS FUND	COST	1,350,000.	1,715,251.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,325,936.	2,646,084.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	15
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
PAYROLL TAX WITHHOLDINGS	66.	14,293.	
SECURITY DEPOSIT	10,369.	10,369.	
TOTAL TO FORM 990-PF, PART II, LINE 22	10,435.	24,662.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	16
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACOB A MYERS 18 WEST FIRST STREET SUITE 200 DAYTON, OH 45402	TRUSTEE 1.00	15,000.	0.	0.
ALLEN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	PRESIDENT 1.00	10,000.	0.	0.
LOUIS LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	VICE PRESIDENT/TREASURER 1.00	10,000.	0.	0.
RYAN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	12,500.	0.	0.
PETER WELLS 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
KAREN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	EXECUTIVE DIRECTOR/SECRETARY 40.00	136,577.	7,865.	0.
HOWARD MICHAELS 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		204,077.	7,865.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 17

ACTIVITY ONE

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

EXPENSES

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

75,338.

FORM 990-PF

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

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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

TELEPHONE NUMBER

937-223-1669

FORM AND CONTENT OF APPLICATIONS

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

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

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

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

▶ See separate instructions.

▶ Attach to your tax return.

OMB No 1545-0172

2013Attachment
Sequence No 179

Business or activity to which this form relates

Identifying number

LEVIN FAMILY FOUNDATION

FORM 990-PF PAGE 1

31-1327847

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

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014. Add lines 9 and 10, less line 12	13	

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	1,971.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	41,140.

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

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	41.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ☐		

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		1,970.	5 YRS.	HY	200DB	394.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

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

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	43,546.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	FURNITURE & FIXTURES														
4	TABLE	05/09/01	SL	7.00		16	234.				234.	231.		0.	231.
6	AIR PURIFIER	08/23/01	SL	7.00		16	100.				100.	100.		0.	100.
12	AED	10/03/03	SL	7.00		16	2,500.				2,500.	2,500.		0.	2,500.
13	OFFICE FURNITURE	09/09/03	SL	7.00		16	5,600.				5,600.	5,600.		0.	5,600.
15	CAMERA	06/28/03	SL	5.00		16	1,396.				1,396.	1,396.		0.	1,396.
20	APPLIANCES	05/16/04	SL	7.00		16	1,200.				1,200.	1,197.		0.	1,197.
22	OFFICE FURNITURE	07/01/04	SL	7.00		16	49,775.				49,775.	49,775.		0.	49,775.
32	OFFICE FURNITURE	07/01/05	SL	7.00		16	5,219.				5,219.	5,219.		0.	5,219.
33	OFFICE FURNITURE	01/06/05	SL	7.00		16	1,820.				1,820.	1,820.		0.	1,820.
36	CAMERA	03/01/06	SL	5.00		16	2,275.				2,275.	2,275.		0.	2,275.
41	OFFICE FURNITURE	07/06/06	SL	7.00		16	3,829.				3,829.	3,556.		273.	3,829.
42	OFFICE FURNITURE	08/21/06	SL	7.00		16	9,765.				9,765.	8,835.		930.	9,765.
43	OFFICE FURNITURE	10/17/06	SL	7.00		16	5,145.				5,145.	4,533.		612.	5,145.
44	OFFICE FURNITURE	12/21/06	SL	7.00		16	8,765.				8,765.	7,512.		1,253.	8,765.
49	EQUIPMENT	02/23/07	SL	5.00		16	857.				857.	857.		0.	857.
50	FURNITURE	02/23/07	SL	7.00		16	1,000.				1,000.	834.		143.	977.
52	EQUIPMENT	06/01/08	SL	5.00		16	7,269.				7,269.	6,564.		605.	7,269.

328111
05-01-13

(D) - Asset disposed

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

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
63	XEROX COPIER	01/06/09	SL	7.00		16	4,299.				4,299.	2,456.		614.	3,070.
87	TV	10/05/11	SL	7.00		16	2,807.				2,807.	501.		401.	902.
88	AUDIO SET UP	11/15/11	SL	7.00		16	830.				830.	139.		119.	258.
89	CABINET	11/17/11	SL	7.00		16	700.				700.	108.		100.	208.
90	CABINET-L&A * 990-PF PG 1 TOTAL FURNITURE & FIXTURES	12/12/11	SL	7.00		16	700.				700.	108.		100.	208.
							116,088.				116,088.	106,216.		5,150.	111,366.
29	COMPUTER	01/28/05	SL	5.00		16	3,557.				3,557.	3,557.		0.	3,557.
45	COMPUTER EQUIPMENT	02/08/07	SL	5.00		16	3,882.				3,882.	3,882.		0.	3,882.
46	COMPUTER EQUIPMENT	07/31/07	SL	5.00		16	3,627.				3,627.	3,627.		0.	3,627.
47	COMPUTER EQUIPMENT	10/01/07	SL	5.00		16	1,170.				1,170.	1,170.		0.	1,170.
53	COMPUTER EQUIPMENT	07/01/08	SL	5.00		16	1,500.				1,500.	1,350.		150.	1,500.
64	COMPUTERS	01/20/09	SL	5.00		16	7,405.				7,405.	5,801.		1,481.	7,282.
97	IPAD-DEB AND KAREN'S	02/13/13	200DB	5.00	HY19B		1,160.			580.	580.			596.	116.
98	IPADS	03/05/13	200DB	5.00	HY19B		1,900.			950.	950.			1,140.	190.
99	KAREN'S LAPTOP	06/07/13	200DB	5.00	HY19B		881.			441.	440.			529.	88.
	* 990-PF PG 1 TOTAL MACHINERY & EQUIPMENT						25,082.			1,971.	23,111.	19,387.		3,996.	21,412.
	* 990-PF PG 1 TOTAL						141,170.			1,971.	139,199.	125,603.		9,146.	132,778.

328111
05-01-13

(D) - Asset disposed

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

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	BUILDINGS														
54	BUILDING-STE 100/500	11/16/09	SL	39.00	MM16	16	662,191.				662,191.	52,352.		16,979.	69,331.
56	GRANITE TOPS/FIREPLACE	11/06/09	SL	7.00		16	6,173.				6,173.	2,793.		882.	3,675.
57	CEILING	11/06/09	SL	7.00		16	12,050.				12,050.	5,450.		1,721.	7,171.
58	FLOORING	11/06/09	SL	7.00		16	38,005.				38,005.	17,192.		5,429.	22,621.
62	COMMON AREA IMPROVEMENTS	11/16/09	SL	39.00	MM16	16	23,483.				23,483.	1,856.		502.	2,458.
73	COOLING TOWER	09/29/10	SL	39.00	MM16	16	35,389.				35,389.	2,041.		907.	2,948.
76	OUTSIDE SIGNAGE	10/12/10	SL	15.00		16	2,948.				2,948.	443.		197.	640.
77	BUILDING-STE 100/500	01/01/10	SL	39.00	MM16	16	35,889.				35,889.	2,760.		920.	3,680.
91	BACKFLOW PREVENTER	01/19/12	SL	39.00	MM17		1,580.				1,580.	39.		41.	80.
	* 990-PF PG 1 TOTAL BUILDINGS						817,708.				817,708.	84,926.		27,678.	112,604.
	FURNITURE & FIXTURES														
55	CABINETS	11/16/09	SL	7.00		16	18,835.				18,835.	8,297.		2,691.	10,988.
59	APPLIANCES: RANGE, REFRIGERATOR, DISHWASHER, ICE	11/06/09	SL	7.00		16	10,506.				10,506.	4,798.		1,515.	6,313.
60	TELEPHONE SYSTEM	11/06/09	SL	7.00		16	6,291.				6,291.	2,847.		899.	3,746.
61	SECURITY SYSTEM	11/16/09	SL	7.00		16	11,317.				11,317.	4,986.		1,517.	6,503.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						47,049.				47,049.	20,928.		6,722.	27,650.
	OTHER														

328111
05-01-13

(D) - Asset disposed

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

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
70	LAND-STE 100/500	11/16/09	L				140,847.				140,847.			0.	0.
	* 990-PF PG 1 TOTAL OTHER						140,847.				140,847.	0.		0.	0.
	* 990-PF PG 1 TOTAL -						1,005,604.				1,005,604.	105,854.		34,400.	140,254.
	* GRAND TOTAL 990-PF PG 1 DEPR						1,146,774.			1,971.	1,144,803.	231,457.		43,546.	273,032.
															1,971
															275,003

328111
05-01-13

(D) - Asset disposed

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

Grantee Name	Grantee Address	Relationship	Foundation status	Purpose	Amount
Adath Israel	3201 E Galbraith Rd Cincinnati, OH 45236	None	Public charity	General funding	2,000 00
AFP Dayton Chapter	PO box 3515 Dayton, OH 45401	None	Public charity	General funding	67 78
AFP Dayton Chapter	PO box 3515 Dayton, OH 45401	None	Public charity	General funding	300 00
AFP Dayton Chapter	PO box 3515 Dayton, OH 45401	None	Public charity	General funding	1,000 00
AFP Dayton Chapter	PO box 3515 Dayton, OH 45401	None	Public charity	General funding	250 00
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public charity	General funding	10,000 00
AIDS Resource Center Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public charity	General funding	2 000 00
Aim for the Handicapped	945 Danbury Rd Dayton, OH 45420	None	Public charity	General funding	400 00
Alzheimer's Association	31 W Whipp Rd Dayton, OH 45459	None	Public charity	General funding	500 00
american association of Jewish Press	107 S Southgate Dr Chandler AZ 85226	None	Public charity	General funding	2,000 00
American Cancer Society, Ohio Division	5500 Frantz Road Dublin, OH 43017	None	Public charity	General funding	2,500 00
American Cancer Society, Ohio Division	5500 Frantz Road Dublin, OH 43017	None	Public charity	General funding	500 00
American Cancer Society, Ohio Division	5500 Frantz Road Dublin, OH 43017	None	Public charity	General funding	2 000 00
American Cancer Society, Ohio Division	5500 Frantz Road Dublin, OH 43017	None	Public charity	General funding	2 500 00
American Friends of Leket Israel	1402 Teaneck Rd #223 Teaneck, NJ 07666	None	Public charity	General funding	10,000 00
American Friends of Magen David Adom/ARMDI	5700 Lake Worth Road Suite 308C Lake Worth, FL 33463	None	Public charity	General funding	1,300 00
American Friends of Western Galilee Hospital	4802 Blandon Rd Louisville, KY 40241	None	Public charity	General funding	20,000 00
American Friends of Western Galilee Hospital	4802 Blandon Rd Louisville, KY 40241	None	Public charity	General funding	8,000 00
American Jewish Committee	105 West Fourth St #1008 Cincinnati, OH 45202	None	Public charity	General funding	1,500 00
American Red Cross-Dayton Area Chapter	370 West First St Dayton, OH 45402	None	Public charity	General funding	600 00
American Red Cross-Springfield	1830 N Limestone St Springfield, OH 45503	None	Public charity	General funding	50 00
Artemis Center	310 W Monument Ave Dayton, OH 45402	None	Public charity	General funding	15,000 00
Artemis Center	310 W Monument Ave Dayton OH 45402	None	Public charity	General funding	250 00
Artemis Center	310 W Monument Ave Dayton, OH 45402	None	Public charity	General funding	500 00
Artemis Center	310 W Monument Ave Dayton, OH 45402	None	Public charity	General funding	5,125 00
Artemis Center	310 W Monument Ave Dayton, OH 45402	None	Public charity	General funding	1 060 00
Aullwood Audubon Center	1000 Aullwood Rd Dayton, OH 45414	None	Public charity	General funding	1,000 00
BalletsIsles Chanties Foundation	100 BalletsIsles Circle Palm Beach Gardens, FL 33418	None	Public charity	General funding	1,100 00
Beth Abraham Synagogue	306 Sugar Camp Circle Dayton, OH 45406	None	Public charity	General funding	250 00
Beth Abraham Synagogue	306 Sugar Camp Circle Dayton, OH 45406	None	Public charity	General funding	500 00
Beth Abraham Synagogue	306 Sugar Camp Circle Dayton, OH 45406	None	Public charity	General funding	1,300 00
Blue's Mews Siamese Cat Rescue	273 Fairway Dr Fairborn, OH 45324	None	Public charity	General funding	500 00
Blue's Mews Siamese Cat Rescue	273 Fairway Dr Fairborn, OH 45324	None	Public charity	General funding	1,000 00
Boonshoft Museum of Discovery	2600 DeWeese Parkway Dayton, OH 45414	None	Public charity	General funding	5,000 00
BSA Troop 27	% VFW Post 9966 10750 Musselman Rd New Carlisle, OH 45344	None	Public charity	General funding	100 00

Grantee Name	Grantee Address	Relationship	Foundation status	Purpose	Amount
Cancer Support Community-Western Ohio	4801 Hempstead Station Suite B Kettering, OH 45429	None	Public charity	General funding	10,000 00
Cancer Support Community-Western Ohio	4801 Hempstead Station Suite B Kettering, OH 45429	None	Public charity	General funding	500 00
central Perc	12315 Far Hills Ave, Dayton, OH 45419	None	Public charity	General funding	500 00
Chabad of Greater Dayton	2001 Far Hills Ave Dayton, OH 45419	None	Public charity	General funding	3,000 00
Chabad of Southern Ohio	1636 Summit Rd Cincinnati, OH 45237	None	Public charity	General funding	4 000 00
Children's Medical Center	One Children's Plaza Dayton, OH	None	Public charity	General funding	100 00
Children's Medical Center	One Children's Plaza Dayton, OH	None	Public charity	General funding	500 00
christ commission temple	155 North Main Street, Camden OH 45311	None	Public charity	General funding	500 00
Cincinnati Opera	1243 Elm St, Cincinnati, OH 45202	None	Public charity	General funding	3,000 00
Cincinnati Symphony Club	2444 Madison Rd Cincinnati, OH 45208	None	Public charity	General funding	2,500 00
Cincinnati Symphony Orchestra	1241 Elm St Cincinnati, OH 45202	None	Public charity	General funding	10,000 00
Clark County Humane Society	5201 Urbana Rd Springfield, OH 45502	None	Public charity	General funding	50 00
Clothes That Work	The Job Center 1133 S Edwin C. Moses Blvd #110 Dayton, OH 45408	None	Public charity	General funding	5,000 00
Culver Education Foundation	1300 Academy Road, Box 153 Culver, IN 46511	None	Public charity	General funding	1,000 00
Dayton Art Institute	456 Belmonte Park North Dayton, OH 45405	None	Public charity	General funding	5,000 00
Dayton Autism Society	4801 Springfield St Dayton, OH 45431	None	Public charity	General funding	250 00
Dayton Foundation	500 Kettering Tower Dayton, OH 45423	None	Public charity	General funding	-500 00
Dayton Heart Institute	2200 Philadelphia Dr Suite 510 Dayton, OH 45406	None	Public charity	General funding	250 00
Dayton Heart Institute	2200 Philadelphia Dr Suite 510 Dayton, OH 45406	None	Public charity	General funding	250 00
Dayton Honor Flight	525 Victory Road Springfield, OH 45504	None	Public charity	General funding	1,000 00
Dayton Philharmonic Orchestra	109 North Main St Suite 200 Dayton, OH 45402	None	Public charity	General funding	5,000 00
Doctors Without Borders	333 Seventh Ave 2nd Floor New York, NY 10001	None	Public charity	General funding	2,000 00
Film Dayton	Dayton Convention Center 22 East 5th St Dayton, OH 45402	None	Public charity	General funding	1,000 00
FoodBank	427 A&B Washington St Dayton, OH 45402	None	Public charity	General funding	12,000 00
FoodBank	427 A&B Washington St Dayton, OH 45402	None	Public charity	General funding	2,000 00
Grandview Hospital Foundation	405 W Grand Ave Dayton, OH 45405	None	Public charity	General funding	5,000 00
Greene County Humane Society	187 Bellbrook Ave, Xenia, OH 45385 Xenia, OH 45385	None	Public charity	General funding	250 00
Hazak	3184 Ester Dr Cincinnati, OH 45213	None	Public charity	General funding	2,000 00
Hazak	3184 Ester Dr Cincinnati, OH 45213	None	Public charity	General funding	1,000 00
Hebrew Union College	3101 Clifton Ave Cincinnati, OH 45220	None	Public charity	General funding	2,000 00
Hebrew Union College	3101 Clifton Ave Cincinnati, OH 45220	None	Public charity	General funding	2,500 00
Hebrew Union College	3101 Clifton Ave Cincinnati, OH 45220	None	Public charity	General funding	5,000 00
Hebrew Union College- Los Angeles	3077 University Ave Los Angeles, CA 90007	None	Public charity	General funding	340 00
Holocaust Museum	Washington, DC	None	Public charity	General funding	500 00
Home Based Arts USA, Inc	1446 Earham Dr Dayton, OH 45406	None	Public charity	General funding	500 00

Grantee Name	Grantee Address	Relationship	Foundation status	Purpose	Amount
Homefull	1133 S Edwin C Moses Blvd Suite 306 Dayton OH 45417	None	Public charity	General funding	1,000 00
Homefull	1133 S Edwin C Moses Blvd Suite 306 Dayton, OH 45417	None	Public charity	General funding	500 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	1,250 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	800 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	7,000 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	150 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	50 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	100 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	500 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	2 500 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	1,000 00
Hospice of Dayton	324 Wilmington Ave Dayton, OH 45420	None	Public charity	General funding	50 00
House of Bread	9 Orth Ave Dayton, OH 45406	None	Public charity	General funding	2 000 00
House of Bread	9 Orth Ave Dayton, OH 45406	None	Public charity	General funding	1,200 00
House of Bread	9 Orth Ave Dayton OH 45406	None	Public charity	General funding	900 00
Human Race, Inc	126 N Main St Suite 300 Dayton, OH 45402-1710	None	Public charity	General funding	5 000 00
Humane Society of Greater Dayton	1661 Nicholas Rd Dayton, OH 45418	None	Public charity	General funding	1,000 00
Humane Society of Greater Dayton	1661 Nicholas Rd Dayton OH 45418	None	Public charity	General funding	500 00
Humane Society of Greater Dayton	1661 Nicholas Rd Dayton, OH 45418	None	Public charity	General funding	250 00
Humane Society of Greater Dayton	1661 Nicholas Rd Dayton, OH 45418	None	Public charity	General funding	2,750 00
Hunter College Foundation	695 Park Ave E1313 New York City, NY 10065	None	Public charity	General funding	500 00
ibew local 82	96 Eastwood Dr	None	Public charity	General funding	500 00
Indianapolis Hebrew Congregation	Springfield, OH 45504	None	Public charity	General funding	1,000 00
Indianapolis Hebrew Congregation	6501 N Meridian St Indianapolis, IN 46260	None	Public charity	General funding	2,400 00
International Rescue Committee	PO Box 98152 Washington, DC 20090	None	Public charity	General funding	3,000 00
Jack and Jill of American Foundation	1930 17th Street NW Washington, DC 20009	None	Public charity	General funding	100 00
Jewish Agency for Israel	633 3rd Ave 21st Floor New York, NY 10017	None	Public charity	General funding	5 000 00
Jewish Agency for Israel	633 3rd Ave 21st Floor New York, NY 10017	None	Public charity	General funding	10,000 00
Jewish Communal Service of North America	520 8th Ave Fl 4 New York, NY 10018-4393	None	Public charity	General funding	250 00
Jewish Communal Service of North America	520 8th Ave Fl 4 New York, NY 10018-4393	None	Public charity	General funding	-250 00
Jewish Communal Service of North America	520 8th Ave Fl 4 New York, NY 10018-4393	None	Public charity	General funding	-500 00
Jewish Education for Every Person - JEEPI	1995 Section Rd Cincinnati, OH 45237	None	Public charity	General funding	3,000 00
Jewish Federation of Cincinnati	4050 Executive Blvd Suite 300 Cincinnati, OH 45242	None	Public charity	General funding	1 000 00
Jewish Federation of Cincinnati	4050 Executive Blvd Suite 300 Cincinnati, OH 45242	None	Public charity	General funding	1,000 00

Grantee Name	Grantee Address	Relationship	Foundation status	Purpose	Amount
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	8,300 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	1,750 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	250 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	1,950 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	12,500 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	449 53
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	1,457 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	6,000 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	5 000 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	556 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	1,500 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	307 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	250 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	259 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	366 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	550 00
Jewish Federation of Greater Indianapolis	6705 Hoover Rd Indianapolis, IN 46260	None	Public charity	General funding	360 00
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public charity	General funding	930 00
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public charity	General funding	4,650 00
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public charity	General funding	2,700 00
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public charity	General funding	1,500 00
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public charity	General funding	2,500 00
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public charity	General funding	2,450 00
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public charity	General funding	2,990 00
Jewish Federation of Sarasota-Manatee	Klingenstein Jewish Center 580 McIntosh Rd Sarasota, FL 34232	None	Public charity	General funding	2,250 00
Jewish National Fund	Jewish National Fund 9918 Carver Rd Suite 102 Cincinnati, OH 45242	None	Public charity	General funding	-50,000 00
K12	510 East Third St P O Box 1714 Dayton, OH 45401	None	Public charity	General funding	5,000 00
Kids In New Directions	2338 East Fifth St Dayton, OH 45403	None	Public charity	General funding	10,000 00
Koi HaNeshama	1633 Boathouse Cir Sarasota, FL 34231	None	Public charity	General funding	300 00
Kollel	3376 South Union Road Dayton, OH 45418	None	Public charity	General funding	3,400 00
Leukemia Society	2300 Wall Street Suite H Cincinnati, OH 45212	None	Public charity	General funding	2,500 00

Grantee Name	Grantee Address	Relationship	Foundation status	Purpose	Amount
Leukemia Society	2300 Wall Street Suite H Cincinnati, OH 45212	None	Public charity	General funding	10,000 00
Leukemia Society	2300 Wall Street Suite H Cincinnati, OH 45212	None	Public charity	General funding	250 00
Life Enrichment Center	425 N Findlay St. Dayton, OH 45404	None	Public charity	General funding	1,000 00
Lighthouse Youth Services	401 E McMillan Cincinnati, OH 45206	None	Public charity	General funding	500 00
Lighthouse Youth Services	401 E McMillan Cincinnati, OH 45206	None	Public charity	General funding	10,000 00
Lighthouse Youth Services	401 E McMillan Cincinnati, OH 45206	None	Public charity	General funding	200 00
March of Dimes	31 S Dixie Dr #313, Moraine, OH 45439	None	Public charity	General funding	500 00
Miami Valley School	5151 Denise Dr Dayton, OH 45429	None	Public charity	General funding	250 00
Moment Magazine	4415 Wisconsin Ave Suite 10 Washington, DC, District of Columbia 20016	None	Public charity	General funding	180 00
Montgomery County Volunteer Jail Ministry	% Larry Lane 330 West Second St Dayton, OH 45402	None	Public charity	General funding	2 500 00
Mound Street Academy	354 Mound Street Dayton, OH 45402	None	Public charity	General funding	500 00
Mound Street Academy	354 Mound Street Dayton, OH 45402	None	Public charity	General funding	5,803 00
Mound Street Academy	354 Mound Street Dayton, OH 45402	None	Public charity	General funding	1 000 00
National Conference for Community & Justice, Dayton Region	14 West First St Suite 401 Dayton, OH 45402	None	Public charity	General funding	1,750 00
New Bremen Schools	901 E Monroe St, New Bremen, OH 45869	None	Public charity	General funding	2,000 00
Noble Circle	% Dayton Foundation PO Box 750192 Dayton, OH 45475	None	Public charity	General funding	100 00
Ohio State University Center - The James	300 W 10th Ave Columbus, OH 43210	None	Public charity	General funding	2 000 00
Ohio State University Center - The James	300 W 10th Ave Columbus, OH 43210	None	Public charity	General funding	-2 000 00
Palm Beach AFMDA	3300 PGA Blvd Suite 510 Palm Beach Gardens, FL 33410	None	Public charity	General funding	1 000 00
Palm Beach Jewish Film Festival	8500 Jog Rd Boynton Beach, FL 33472	None	Public charity	General funding	1,000 00
Palm Beach Jewish Film Festival	8500 Jog Rd Boynton Beach, FL 33472	None	Public charity	General funding	1,000 00
Planned Parenthood Metropolitan Wash	2314 Auburn Ave Cincinnati, OH 45219	None	Public charity	General funding	500 00
Planned Parenthood Southwest Ohio Region	2314 Auburn Ave Cincinnati, OH 45219	None	Public charity	General funding	750 00
Planned Parenthood Southwest Ohio Region	2314 Auburn Ave Cincinnati, OH 45219	None	Public charity	General funding	10,000 00
Planned Parenthood Southwest Ohio Region	2314 Auburn Ave Cincinnati, OH 45219	None	Public charity	General funding	500 00
Prevent Blindness Ohio	1500 West Third Ave Suite 200 Columbus, OH 43212	None	Public charity	General funding	1 500 00
Prevent Blindness Ohio	1500 West Third Ave Suite 200 Columbus, OH 43212	None	Public charity	General funding	1,500 00
Prevent Blindness Ohio	1500 West Third Ave Suite 200 Columbus, OH 43212	None	Public charity	General funding	5,000 00
Prevent Blindness Ohio	1500 West Third Ave Suite 200 Columbus, OH 43212	None	Public charity	General funding	500 00
Prevent Blindness Ohio	1500 West Third Ave Suite 200 Columbus, OH 43212	None	Public charity	General funding	3,000 00
Pnme Time	2104 W Dorothy Ln, Moraine, OH 45439	None	Public charity	General funding	787 55
Reach Out Montgomery County	25 East Foraker Dayton, OH 45409	None	Public charity	General funding	15,000 00
Ronald McDonald House	555 Valley St Dayton OH 45404	None	Public charity	General funding	2,000 00
Salvation Army	1000 North Keowee Street Dayton, OH 45404	None	Public charity	General funding	1,000 00

Grantee Name	Grantee Address	Relationship	Foundation status	Purpose	Amount
Salvation Army-Springfield	15 S Plum St Springfield, OH 45506	None	Public charity	General funding	50 00
Save A Child's Heart Foundation	10050 Chapel Rd Suite 18 Potomac, MD 20854	None	Public charity	General funding	25,000 00
SCORE	200 West Second St Room 104-Federal Building Dayton, OH 45402	None	Public charity	General funding	3,000 00
Shnners Hospital	3229 Burnet Ave Cincinnati, OH 45229	None	Public charity	General funding	1,900 00
SICSA	2600 Wilmington Pike Kettering, OH 45419	None	Public charity	General funding	1,000 00
SICSA	2600 Wilmington Pike Kettering, OH 45419	None	Public charity	General funding	2,750 00
SICSA	2600 Wilmington Pike Kettering, OH 45419	None	Public charity	General funding	250 00
South Community Inc	Behavioral Healthcare 3095 Kettering Blvd Dayton, OH 45439	None	Public charity	General funding	500 00
South Community Inc	Behavioral Healthcare 3095 Kettering Blvd Dayton, OH 45439	None	Public charity	General funding	4 200 00
Springer School	2121 Madison Rd Cincinnati, OH 45208	None	Public charity	General funding	10,000 00
St Vincent De Paul Hotel	1133 S Edwin C Moses Blvd Suite 300 Dayton, OH 45408	None	Public charity	General funding	2,000 00
Taft Museum of Arts	316 Pike St Cincinnati, OH	None	Public charity	General funding	450 00
Tandana Foundation	2933 Lower Bellbrook Dayton, OH 45370	None	Public charity	General funding	1,000 00
Tecumseh High School	9830 W National Rd New Carlisle, OH	None	Public charity	General funding	100 00
Temple Beth OR	5275 Marshall Rd Dayton, OH	None	Public charity	General funding	10,000 00
Temple Emanuel	151 McIntosh Sarasota, FL 34232	None	Public charity	General funding	300 00
Temple Emanuel	151 McIntosh Sarasota, FL 34232	None	Public charity	General funding	250 00
Temple Emanuel	151 McIntosh Sarasota, FL 34232	None	Public charity	General funding	2,450 00
Temple Emanuel	151 McIntosh Sarasota, FL 34232	None	Public charity	General funding	250 00
Temple Israel	130 Riverside Dr Dayton, OH 45405	None	Public charity	General funding	5,000 00
Temple Israel	130 Riverside Dr Dayton, OH 45405	None	Public charity	General funding	200 00
The First Tee Greater Miami Valley	%Bnan Parkhurst 7369 East Kemper Road, Suite A Cincinnati, OH 45249	None	Public charity	General funding	1,400 00
The First Tee Greater Miami Valley	%Bnan Parkhurst 7369 East Kemper Road, Suite A Cincinnati, OH 45249	None	Public charity	General funding	200 00
The First Tee Greater Miami Valley	%Bnan Parkhurst 7369 East Kemper Road, Suite A Cincinnati, OH 45249	None	Public charity	General funding	77 92
The First Tee Greater Miami Valley	%Bnan Parkhurst 7369 East Kemper Road, Suite A Cincinnati, OH 45249	None	Public charity	General funding	3 000 00
The First Tee Greater Miami Valley	%Bnan Parkhurst 7369 East Kemper Road, Suite A Cincinnati, OH 45249	None	Public charity	General funding	250 00
The First Tee Greater Miami Valley	%Bnan Parkhurst 7369 East Kemper Road, Suite A Cincinnati, OH 45249	None	Public charity	General funding	300 00
The Jewish Hospital-Cincinnati	4777 E Galbraith Rd, Cincinnati, OH 45236	None	Public charity	General funding	1,375 00
The Tenth Life	PO Box 178 Alpha, OH 45301	None	Public charity	General funding	250 00
Therapeutic Riding Institute	799 Nutt Road Dayton, OH	None	Public charity	General funding	2,800 00
Think TV	110 South Jefferson St Dayton, OH 45402-2415	None	Public charity	General funding	1,000 00
UM MS Research	Dept of Neurology 1120 NW 14th Suite 1382 Miami, FL 33138	None	Public charity	General funding	250 00
Union for Reform Judaism	56 Ridgewood Rd Washington Twp, NJ 07676	None	Public charity	General funding	2,000 00

Grantee Name	Grantee Address	Relationship	Foundation status	Purpose	Amount
Washington Township Fire Department	PO Box 751645 Centerville, OH 45475	None	Public charity	General funding	1 000 00
Washington Township Fire Department	PO Box 751645 Centerville, OH 45475	None	Public charity	General funding	1,000 00
Washington Township Parks	221 N Main St Centerville, OH 45459	None	Public charity	General funding	1,000 00
WCET	1223 Central Pky Cincinnati, OH 45214	None	Public charity	General funding	250 00
WCET	1223 Central Pky Cincinnati, OH 45214	None	Public charity	General funding	5,000 00
Western Ohio Oral Head & Neck Cancer	Western Ohio Head & Neck Cancer Support Group 819 W Martindale Rd Union OH 45322	None	Public charity	General funding	-675 00
Wnght State Alumni	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public charity	General funding	2,500 00
Wnght State Alumni	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public charity	General funding	400 00
Wnght State Alumni	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public charity	General funding	138 00
Wnght State Alumni	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton OH 45435	None	Public charity	General funding	500 00
Wnght State University Foundation	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton OH 45435	None	Public charity	General funding	320 00
Wnght State University Foundation	108 Allyn Hall 3640 Colonel Glenn Hwy Dayton, OH 45435	None	Public charity	General funding	200 00
Wnght State University-School of Medicine	3640 Colonel Glenn Hwy Kettering, OH 45435	None	Public charity	General funding	1,295 00
Wnght State University-School of Medicine	3640 Colonel Glenn Hwy Kettering, OH 45435	None	Public charity	General funding	425 00
Wyoming Youth Services	800 Oak Ave Wyoming, OH 45215	None	Public charity	General funding	1,500 00
YWCA	141 W Third St Dayton, OH 45402	None	Public charity	General funding	800 00
YWCA	141 W Third St Dayton, OH 45402	None	Public charity	General funding	100 00
Human Race Theatre	307 Fawcett Center Columbus, OH 43210	None	Public charity	General funding	7,000 00
ARC Ohio	15 West Fourth St Suite 200 Dayton, OH 45402	None	Public charity	General funding	7 000 00
OSU Foundation	307 Fawcett Center Columbus, OH 43210	None	Public charity	General funding	7 000 00
Clothes That Work	The Job Center 1133 S Edwin C. Moses Blvd #110 Dayton, OH 45408	None	Public charity	General funding	1 500 00
Muse Machine	126 North Main Street Dayton, OH 45402	None	Public charity	General funding	2,500 00
Foundation Fighting Blindness	11435 Cronhill Drive Owings Mills, MD 21117-2230	None	Public charity	General funding	50,000 00
Planned Parenthood	2314 Auburn Ave Cincinnati, OH 45219	None	Public charity	General funding	3,500 00
Artemis Center	310 W Monument Ave Dayton, OH 45402	None	Public charity	General funding	3 500 00
YWCA	141 W Third St Dayton, OH 45402	None	Public charity	General funding	4 000 00
YMCA Strong Kids Campaign	111 W First Street, Suite 400 Dayton, OH 45402	None	Public charity	General funding	3 500 00
Jewish Federation of Dayton	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	5,000 00
Children's Medical Center Foundation	One Children's Plaza Dayton, OH 45404-1815	None	Public charity	General funding	1,000 00
Jewish Family Services of SW Florida	5025 Castello Drive Naples, FL 34103	None	Public charity	General funding	2,500 00
Daybreak	605 South Patterson Boulevard Dayton, OH 45402	None	Public charity	General funding	2,500 00
Dayton Jewish Community Center	525 Versailles Dr Centerville, OH 45459	None	Public charity	General funding	3 500 00
					564,493 78

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Schwab One® Account of
LEVIN FAMILY FOUNDATION

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Levin Family Foundation
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Account Number
~~8067-100000~~

Statement Period
September 1-30, 2013

Investment Detail - Unpriced Securities

Unpriced Securities	Quantity	Market Price	Market Value	Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
MIRANT CORPORATION XXX	18,992.0000	N/A	N/A				
ESCROW PENDING POSSIBLE FUTURE DISTRIBUTION							

Cost Basis is not tracked on this investment.

Total Unpriced Securities	18,992.0000	N/A	N/A				
	Total/Cost Basis	N/A					

Total Investment Detail	14,660,054.36
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Total Account Value (excl. Unpriced Securities)	14,660,054.36
Total/Cost Basis	10,017,923.75

Realized Gain or (Loss)

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
DFA US SMALL CAP VALUE PORT INSTL: DFSX	917.1760	01/22/09	09/12/13	30,000.00	11,712.96	18,287.04
HARBOR CAP APPRECIATION FUND INST CL: HACAX	8,699.2070	01/22/09	09/12/13	450,000.00	196,169.73	253,830.27
LOOMIS SAYLES BOND FUND CL I:LSBDX	10,034.1140	01/22/09	09/12/13	150,000.00	105,360.31	44,639.69
PIMCO TOTAL RETURN FUND INSTL CL:PTRX	14,125.2350	01/22/09	09/12/13	150,000.00	144,078.61	5,921.39
VANGUARD MID CAP INDEX SIGNAL:VMISX	2,514.7100	01/22/09	09/12/13	100,000.00	39,381.62	60,618.38
VANGUARD WINDSOR II FD ADMIRAL SHARE: VWDDZ	6,470.5600	01/22/09	09/12/13	400,000.00	201,366.51	198,633.49

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Realized Gain or (Loss) (continued)

Long Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Gain or (Loss)	Realized
VANGUARD 500 INDEX FD	3,106.6320	01/22/09	09/12/13	400,000.00	195,657.64	204,342.36	
VIFSX							
WASATCH SMALL CAP GROWTH FD INV :	988.9240	01/22/09	09/12/13	50,000.00	18,492.88	31,507.12	
WAAEX							
HARBOR CAP APPRECIATION FUND INST CL :	954.0250	01/22/09	09/24/13	50,000.00	21,513.55	28,486.45	
HACAX							
PIMCO TOTAL RETURN FUND INSTL CL : PTTRX	9,260.1850	01/22/09	09/24/13	100,000.00	94,454.68	5,545.32	
VANGUARD WINDSOR II FD ADMIRAL SHARE :	806.2230	01/22/09	09/24/13	50,000.00	25,089.99	24,910.01	
VWDDZ							
Total Long Term				1,930,000.00	1,053,278.48	876,721.52	

Total Realized Gain or (Loss)

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Fixed Income Activity						
Settle Date	Trade Date	Transaction	Description	Par	Unit Price	Total Amount
09/16/13	09/15/13	Principal Payment	FHLMC A1-4018 5.5%33 DUE 10/01/33: 31296NPB7			6.34
09/25/13	09/25/13	Principal Payment	FNMA PL 256094 5.5%30 DUE 12/01/30: 31371MNK9			17.31

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

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SAM LEVIN FOUNDATION

STATEMENT PERIOD
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ACCOUNT NUMBER
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LAST STATEMENT
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Levin Family Foundation
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Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
BB&T CORP	BBT	CASH	255	37.3200	9,517	235	2.4693
BANK OF AMERICA CORP	BAC	CASH	1,305	15.5700	20,319	52	0.2559
H & R BLOCK INC	HRB	CASH	1,095	29.0400	31,799	876	2.7548
COMCAST CORP CL A	CMCSA	CASH	680	51.9650	35,336	530	1.4999
CONOCOPHILLIPS	COP	CASH	355	70.6500	25,081	980	3.9073
CISCO SYSTEMS INC	CSCO	CASH	2,030	22.4300	45,533	1,380	3.0308
COCA COLA COMPANY (THE)	KO	CASH	1,610	41.3100	66,509	1,803	2.7109
EXXON MOBIL CORP	XOM	CASH	635	101.2000	64,262	1,600	2.4898
EXELIS INC COM	XLS	CASH	470	19.0600	8,958	194	2.1657
FRONTIER COMMUNICATIONS CORP	FTR	CASH	261	4.6500	1,214	104	8.5667
GAP INC	GPS	CASH	765	39.0800	29,896	612	2.0471
GENERAL ELECTRIC CO	GE	CASH	1,665	28.0300	46,670	1,465	3.1391
ITT CORPORATION	ITT	CASH	235	43.4200	10,204	94	0.9212
HEWLETT PACKARD CO	HPQ	CASH	900	27.9800	25,182	523	2.0769
HOME DEPOT INC	HD	CASH	1,435	82.3400	118,158	2,239	1.8949
INTEL CORP	INTC	CASH	550	25.9550	14,275	495	3.4676
INTERNATIONAL BUSINESS MACHINES CORP	IBM	CASH	380	187.5700	71,277	1,444	2.0259
JOHNSON & JOHNSON	JNJ	CASH	500	91.5900	45,795	1,320	2.8924
KOHL'S CORP	KSS	CASH	285	56.7500	16,174	399	2.4669
MOODYS CORP	MCO	CASH	515	78.4700	40,412	577	1.4278
MERCK & CO INC	MRK	CASH	317	50.0500	15,866	558	3.5170

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SAM LEVIN FOUNDATION

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Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
MCGRAW HILL FINANCIAL INC	MHI	CASH	630	78.2000	49,266	706	1.4330
MICROSOFT CORP	MSFT	CASH	1,345	37.4100	50,316	1,506	2.9931
NABORS INDUSTRIES LTD	NBR	CASH	430	16.9900	7,306	69	0.9444
NOKIA CORPORATION SPONSORED ADR REPSTG 1 SER A	NOK	CASH	1,370	8.1100	11,111		
PHILLIPS 66	PSX	CASH	177	77.1300	13,652	276	2.0217
PFIZER INC	PFE	CASH	1,105	30.6300	33,846	1,149	3.3948
PROCTER & GAMBLE CO	PG	CASH	800	81.4100	65,128	1,925	2.9557
STATOIL ASA SPONSORED ADR	STO	CASH	680	24.1300	16,408	584	3.5592
STARBUCKS CORP	SBUX	CASH	840	78.3900	65,848	874	1.3273
SYMANTEC CORPORATION	SYMC	CASH	1,140	23.5800	26,881	684	2.5445
3M COMPANY	MMM	CASH	350	140.2500	49,088	1,197	2.4385
TJX COMPANIES INC NEW	TJX	CASH	1,540	63.7300	98,144	893	0.9099
US BANCORP DEL COM	USB	CASH	395	40.4000	15,958	363	2.2747
UNITED TECHNOLOGIES CORP	UTX	CASH	365	113.8000	41,537	861	2.0729
VIACOM INC CLASS B	VIAB	CASH	660	87.3400	57,644	792	1.3740
VERIZON COMMUNICATIONS	VZ	CASH	1,090	49.1400	53,563	2,311	4.3145
WELLS FARGO & CO	WFC	CASH	1,000	45.4000	45,400	1,200	2.6432
WEATHERFORD INTERNATIONAL LTD SWITZERLAND	WFT	CASH	885	15.4900	13,709		
WAL-MART STORES INC	WMT	CASH	755	78.6900	59,411	1,419	2.3884
ZIMMER HOLDINGS INC	ZMH	CASH	360	93.1900	33,548	288	0.8585

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Your Portfolio Holdings (continued)

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Equities & Options (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
XYLEM INC COM	XYL	CASH	470	34.6000	16,262	219	1.3467
Total Equities & Options						\$1,656,648	\$36,753
TOTAL EQUITIES						\$1,656,648	\$36,753

MUTUAL FUNDS

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
EURO PAC GROWTH FUND CL F1	AEGFX	CASH	3,635.844	48.8000	177,429	1,589	0.8956
TOTAL MUTUAL FUNDS						\$177,429	\$1,589

FIXED INCOME

Government & Agency Obligations

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
FEDERAL HOME LOAN MTG CORP DATED DATE 03/16/04 BOOK ENTRY ONLY DUE 03/15/2014 4 500% JJ 15 RATING MOODY AAA S&P AA+	3134AAUM4	CASH	30,000	100.1595	30,048	623	1,350	4.4928

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Your Portfolio Holdings (continued)

Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
UNITED STATES TREASURY NOTE DATED DATE 05/05/04 BOOK ENTRY ONLY DUE 05/15/2014 4.750% MN 15 RATING: MOODY AAM S&P N/A	912828CJ7	CASH	40,000	101.7070	40,683	241	1,900	4.6703
UNITED STATES TREASURY NOTE RE-ISSUE 06/15/2006 DATED DATE 05/03/06 BOOK ENTRY ONLY DUE 05/15/2016 5.125% MN 15 RATING: MOODY AAM S&P N/A	912828FF2	CASH	40,000	110.8438	44,338	261	2,050	4.6236
FNMA GTD PASS THRU POOL#684233 DATED DATE 01/01/03 BOOK ENTRY ONLY DUE 01/01/2018 5.000% AMORTIZED AMOUNT = 1.203 FACTOR = .03937439	31400DEEB	CASH	30,557	105.0850	1,264	5	60	4.7468
G N M A PASS THRU POOL 352016X DATED DATE 11/01/93 BOOK ENTRY ONLY DUE 11/15/2023 6.000% AMORTIZED AMOUNT = 2,251 FACTOR = .03262378	36203LAF3	CASH	69,000	110.9864	2,498	11	135	5.4043
G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR DATED DATE 04/01/94 DUE 03/15/2024 7.000% AMORTIZED AMOUNT = 593 FACTOR = .01185696	36205EJE7	CASH	50,000	115.1462	683	3	42	6.1493

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Your Portfolio Holdings (continued)

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LAST STATEMENT
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Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCURED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK DATED DATE 02/01/99 DUE 03/15/2029 6.500% AMORTIZED AMOUNT = 627 FACTOR = .017500057 RATING: MOODY N/R S&P N/R	36210EPW3	CASH	35,000	114.7501	719	3	41	5.7024
FEDL HOME LOAN MTG CORP#C00730 DATED DATE 03/01/99 BOOK ENTRY ONLY DUE 03/01/2029 6.000% AMORTIZED AMOUNT = 11,644 FACTOR = 01863017	31292GY34	CASH	625,000	110.2563	12,838	58	699	5.4448
G N M A PASS THRU POOL 551231X DATED DATE 02/01/01 BOOK ENTRY ONLY DUE 02/15/2031 7.000% AMORTIZED AMOUNT = 827 FACTOR = 01653064	36213DLO	CASH	50,000	117.2864	969	5	58	5.9856
FEDL HOME LOAN MTG CORP#C01213 DATED DATE 07/01/01 BOOK ENTRY ONLY DUE 07/01/2031 6.000% AMORTIZED AMOUNT = 611 FACTOR = 01221423	31292HK29	CASH	50,000	110.2751	673	3	37	5.4978
FEDL HOME LOAN MTG CORP#C62919 DATED DATE 01/01/02 BOOK ENTRY ONLY DUE 01/01/2032 6.000% AMORTIZED AMOUNT = 169 FACTOR = 00676444	31287NG44	CASH	25,000	109.8508	186	1	10	5.3763

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Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ANNUAL INCOME	ESTIMATED YIELD (%)
G N M A PASS THRU POOL 581082X DATED DATE 02/01/02 BOOK ENTRY ONLY DUE 02/15/2032 6.000% AMORTIZED AMOUNT = 1,965 FACTOR = 05613024	362011ERB3	CASH	35,000	111.5570	2,192	10	118	5.3832
FEDL HOME LOAN MTG CORP#064933 DATED DATE 03/01/02 BOOK ENTRY ONLY DUE 03/01/2032 6.000% AMORTIZED AMOUNT = 380 FACTOR = 01111600	31287QPS4	CASH	35,000	110.3531	429	2	23	5.3613
G N M A PASS THRU POOL 576023X DATED DATE 04/01/02 BOOK ENTRY ONLY DUE 04/15/2032 6.000% AMORTIZED AMOUNT = 1,311 FACTOR = .04360825	36200X4G1	CASH	30,000	113.0812	1,482	7	79	5.3306
G N M A PASS THRU POOL 602184X DATED DATE 02/01/03 BOOK ENTRY ONLY DUE 02/15/2033 6.000% AMORTIZED AMOUNT = 1,394 FACTOR = 04646410	36200H6V1	CASH	30,000	113.1908	1,578	7	84	5.3232
FNMA GTD PASS THRU POOL#730816 DATED DATE 07/01/03 BOOK ENTRY ONLY DUE 08/01/2033 5.000% AMORTIZED AMOUNT = 2,162 FACTOR = 08647685	3140213Z8	CASH	25,000	108.5825	2,348	9	108	4.5907

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Your Portfolio Holdings (continued)

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Government & Agency Obligations (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
FNMA GTD PASS THRU POOL#738462 DATED DATE 09/01/03 BOOK ENTRY ONLY DUE 09/01/2033 5.500% AMORTIZED AMOUNT = 2,665 FACTOR = 08881697	31402UMI5	CASH	30,003	110.1708	2,936	12	147	5.0068
FNMA GTD PASS THRU POOL#745932 DATED DATE 10/01/06 BOOK ENTRY ONLY DUE 11/01/2036 6.500% AMORTIZED AMOUNT = 4,296 FACTOR = 08592974	31403DVZ9	CASH	50,000	111.2201	4,779	23	279	5.8380
Total Government & Agency Obligations			1,279,560		\$150,643	\$1,284		\$7,220

Corporate Bonds

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
PFIZER INC DATED DATE 02/03/04 BOOK ENTRY ONLY DUE 02/15/2014 4.500% FA 15 RATING MOODY A1 S&P AA	717081AR4	CASH	20,000	100.4760	20,095	340	900	4.4787
ASTRAZENECA PLC NOTE DATED DATE 05/24/04 BOOK ENTRY ONLY DUE 06/01/2014 5.400% JD 01 RATING MOODY A2 S&P AA	046353AA6	CASH	25,000	102.0250	25,506	113	1,350	5.2929

Your Portfolio Holdings (continued)

Corporate Bonds (Continued)

DESCRIPTION	SYMBOL/CUSIP	ACCT TYPE	QUANTITY	PRICE	MARKET VALUE	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
EMERSON ELEC CO NT DATED DATE 05/18/07 BOOK ENTRY ONLY DUE 10/15/2017 5.375% AO 15 RATINGS: MOODY A2 S&P A	291011AW4	CASH	25,000	113.4630	28,366	284	1,344	4.7381
ARCHER DANIELS MIDLAND CO DEB DATED DATE 03/04/08 BOOK ENTRY ONLY DUE 03/15/2018 5.450% MS 15 RATING MOODY A2 S&P A	039483AY8	CASH	25,000	113.0260	28,257	401	1,363	4.8236
Total Corporate Bonds			95,000		(\$102,224)	\$1,138	\$4,957	
TOTAL FIXED INCOME			1,374,560		\$252,867	\$2,422	\$12,177	

YOUR PORTFOLIO HOLDINGS ACCRUED INTEREST	\$2,422
YOUR PORTFOLIO HOLDINGS ESTIMATED ANNUAL INCOME	\$50,519
YOUR PRICED PORTFOLIO HOLDINGS	\$2,727,639

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Stmnt 22 DUPLICATE STATEMENT
Levin Family Foundation
EIF# 31-1327847
Schwab One® Account of LEVIN FAMILY FOUNDATION
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Statement Period December 1-31, 2013

		This Period		Year to Date	
Income Summary		Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends		0.00	0.00	0.00	1.03
Cash Dividends		0.00	108,405.70	0.00	301,290.38
Total Capital Gains		0.00	161,467.60	0.00	161,467.60
Corporate Bond and Other Interest		0.00	13.87	0.00	70.67
Treasury Bond Interest		0.00	0.00	0.00	272.50
Total Income		0.00	269,887.17	0.00	463,102.18

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield
SCHWAB GOVT MONEY FUND: SWGXX	153,141.7800	1.0000	153,141.78	0.00%
Total Money Market Funds [Sweep]			153,141.78	
Total Money Market Funds [Sweep]			153,141.78	

Investment Detail - Fixed Income

U.S. Treasuries		Par	Units Purchased	Market Price	Cost Per Unit	Market Value	Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Annual Income	Yield to Maturity
US TREASURY 4.75%05/14			5,000.0000	101.6875		5,084.38	5,084.38			237.50	
UST BOND DUE 05/15/14			5,000.0000	103.9064		5,195.32	5,195.32	07/05/13	(110.94)	0.20%	
CUSIP: 912828CJ7										Accrued Interest: 30.84	

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DUPLICATE STATEMENT

Stmt 22
Levin Family Foundation
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Schwab One® Account of
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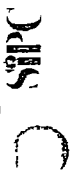
Investment Detail - Fixed Income (continued)

U.S. Treasuries (continued)		Par	Market Price	Market Value	Acquired	Unrealized	Estimated
		Units Purchased	Cost Per Unit	Cost Basis		Gain or (Loss)	Annual Income
US TREASURY 5.125%05/16		6,000.0000	110.8125	6,648.75		(95.63)	307.50
UST BOND DUE 05/15/16		6,000.0000	112.4063	6,744.38 ^a	07/05/13	(95.63)	0.73%
CUSIP: 912828FF2							Accrued Interest: 39.92
Total U.S. Treasuries		12,000.0000		13,393.13		(206.57)	545.00
				Total Cost Basis:			
				13,393.13			

Total Accrued Interest for U.S. Treasuries: 70.76

Mortgage Pools		Par	Market Price	Market Value	Acquired	Unrealized	Estimated
		Units Purchased	Cost Per Unit	Cost Basis		Gain or (Loss)	Annual Income
FHLMC A1401B 5.5%33		23,000.0000	110.1285	2,393.33		52.83	N/A
DUE 10/01/33		23,000.0000	107.6974	2,340.50 ^a	07/05/13	52.83	N/A
CUSIP: 31296NPB7							
FACTOR= .094487770							
REMAIN PRIN=\$2,173.22							
FNMA PL 256094 5.5%30		4,000.0000	110.4648	349.49		(31.44)	N/A
DUE 12/01/30		4,000.0000	120.4006	380.93 ^a	07/05/13	(31.44)	N/A
CUSIP: 31371MNK9							
FACTOR= .079096220							
REMAIN PRIN=\$316.38							

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



charles SCHWAB
INSTITUTIONAL

Investment Detail - Fixed Income (continued)

Mortgage Pools (continued)		Par	Market Price	Market Value	Unrealized Gain or (Loss)	Estimated Annual Income
		Units Purchased	Cost Per Unit	Cost Basis	Acquired	Yield to Maturity
FNMA PL 555591	5.5%33	8,500.0000	110.3711	568.85	(20.81)	N/A
DUE 07/01/33		8,500.0000	114.4084	589.66 ^a	07/05/13	N/A

CUSIP:31385XF85
FACTOR= .060635010
REMAIN PRIN=\$515.40

Item	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035	2036	2037	2038	2039	2040	2041	2042	2043	2044	2045	2046	2047	2048	2049	2050	2051	2052	2053	2054	2055	2056	2057	2058	2059	2060	2061	2062	2063	2064	2065	2066	2067	2068	2069	2070	2071	2072	2073	2074	2075	2076	2077	2078	2079	2080	2081	2082	2083	2084	2085	2086	2087	2088	2089	2090	2091	2092	2093	2094	2095	2096	2097	2098	2099	2100	2101	2102	2103	2104	2105	2106	2107	2108	2109	2110	2111	2112	2113	2114	2115	2116	2117	2118	2119	2120	2121	2122	2123	2124	2125	2126	2127	2128	2129	2130	2131	2132	2133	2134	2135	2136	2137	2138	2139	2140	2141	2142	2143	2144	2145	2146	2147	2148	2149	2150	2151	2152	2153	2154	2155	2156	2157	2158	2159	2160	2161	2162	2163	2164	2165	2166	2167	2168	2169	2170	2171	2172	2173	2174	2175	2176	2177	2178	2179	2180	2181	2182	2183	2184	2185	2186	2187	2188	2189	2190	2191	2192	2193	2194	2195	2196	2197	2198	2199	2200	2201	2202	2203	2204	2205	2206	2207	2208	2209	2210	2211	2212	2213	2214	2215	2216	2217	2218	2219	2220	2221	2222	2223	2224	2225	2226	2227	2228	2229	2230	2231	2232	2233	2234	2235	2236	2237	2238	2239	2240	2241	2242	2243	2244	2245	2246	2247	2248	2249	2250	2251	2252	2253	2254	2255	2256	2257	2258	2259	2260	2261	2262	2263	2264	2265	2266	2267	2268	2269	2270	2271	2272	2273	2274	2275	2276	2277	2278	2279	2280	2281	2282	2283	2284	2285	2286	2287	2288	2289	2290	2291	2292	2293	2294	2295	2296	2297	2298	2299	2300	2301	2302	2303	2304	2305	2306	2307	2308	2309	2310	2311	2312	2313	2314	2315	2316	2317	2318	2319	2320	2321	2322	2323	2324	2325	2326	2327	2328	2329	2330	2331	2332	2333	2334	2335	2336	2337	2338	2339	2340	2341	2342	2343	2344	2345	2346	2347	2348	2349	2350	2351	2352	2353	2354	2355	2356	2357	2358	2359	2360	2361	2362	2363	2364	2365	2366	2367	2368	2369	2370	2371	2372	2373	2374	2375	2376	2377	2378	2379	2380	2381	2382	2383	2384	2385	2386	2387	2388	2389	2390	2391	2392	2393	2394	2395	2396	2397	2398	2399	2400	2401	2402	2403	2404	2405	2406	2407	2408	2409	2410	2411	2412	2413	2414	2415</
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Total/Fixed Income	16,500,000.00	15,044.80	(205.99)	545.00
		Total Cost Basis	15,250.79	

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment. Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
DOUBLELINE TOTAL RETURN Q	58,693.6360	10.7800	632,717.40	11.22	658,330.90	(25,613.50)
BD FD CL I						
SYMBOL DBLTX						

DUPLICATE STATEMENT

Stmnt 22
 Levin Family Foundation
 EI# 31-1327847
 Page 4 of 6
 Schwab One® Account of
 LEVIN FAMILY FOUNDATION

Account Number
 Statement Period
 December 1-31, 2013

Charles SCHWAB
 INSTITUTIONAL

Investment Detail - Mutual Funds (continued)

Bond Funds (continued)	Market Price	Quantity	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
LOOMIS SAYLES BOND FUND \$ CL I	15.1600	39,930.4620	605,345.80	11.50	484,893.61	120,452.19
SYMBOL: LSBDX						
PIMCO TOTAL RETURN FUND \$ INSTL CL	10.6900	126,820.0270	1,355,706.09	10.52	1,362,611.56	(6,905.47)
SYMBOL: PTRRX						
TEMPLETON GLOBAL BOND \$ FUND ADV CL	13.0900	34,581.6000	452,673.14	13.20	456,419.01	(3,745.87)
SYMBOL: TGBAX						
Total Bond Funds		260,025.7250	3,046,442.43		2,962,255.08	84,187.35

Equity Funds	Market Price	Quantity	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
ARTISAN INTL FUND INV \$ SYMBOL: ARTIX	30.4800	33,348.9560	1,016,476.18	14.53	484,635.53	531,840.65
DFA EMERGING MKTS SMALL \$ CAP PORT INSTL SYMBOL: DEMSX	20.1100	25,464.9250	512,099.64	20.14	512,745.85	(646.21)
DFA EMERGING MKTS VALUE \$ PORT INSTL SYMBOL: DFEVX	27.6100	36,013.9210	994,344.36	24.03	887,411.60	106,932.76
DFA INTL SMALL CAP VALUE \$ PORT INSTL SYMBOL: DISVX	20.3500	41,743.2740	849,475.63	13.57	566,629.22	282,846.41

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Stmnt 22

DUPLICATE STATEMENT

Levin Family Foundation

FI# 311327847

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Schwab One® Account of

LEVIN FAMILY FOUNDATION

Account Number 888723002

Statement Period
December 1-31, 2013

Charles SCHWAB
INSTITUTIONAL

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Market Price	Quantity	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
DFA US SMALL CAP VALUE $\diamond$ PORT INSTL SYMBOL: DFSVX	35.4100	14,363.3590	508,606.54	15.70	235,304.90	273,301.64
GATEWAY FUND CL Y $\diamond$ SYMBOL: GTEYX	28.9900	20,753.4470	601,642.43	23.70	491,765.73	109,856.70
HARBOR CAP APPRECIATION $\diamond$ FUND INST CL SYMBOL: HACAX	56.6900	29,149.8090	1,652,502.67	24.70	737,898.53	914,604.14
HARBOR INTERNATIONAL $\diamond$ FUND INST CL SYMBOL: HAINX	71.0100	13,222.9180	938,959.41	38.88	514,112.24	424,847.17
VANGUARD MID CAP INDEX $\diamond$ SIGNAL SYMBOL: VMISX	42.9800	16,025.9660	688,796.02	17.36	291,829.60	396,966.42
VANGUARD WINDSOR II FD $\diamond$ ADMIRAL SHARE SYMBOL: VWNAX	65.2400	25,783.9670	1,682,146.01	34.36	908,901.85	773,244.16
VANGUARD 500 INDEX FD $\diamond$ SIGNAL SHRS SYMBOL: VIFSX	140.7200	11,923.9410	1,677,936.98	68.08	847,441.81	830,495.17

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Schwab One® Account of
LEVIN FAMILY FOUNDATION

EI# 31-1327847

Page 6 of 6

Stmnt 22 DUPLICATE STATEMENT

Levin Family Foundation

Account Number
0000000000

Statement Period
December 1-31, 2013

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
WASATCH SMALL CAP GROWTH & FD INV	9,200.0400	52.4700	482,726.10	23.49	229,332.28	253,393.82

SYMBOL: WAAEX

Total Equity Funds	276,984.5230		11,605,711.97		6,708,929.12	4,896,782.83
Total Mutual Funds	537,020.2480		14,652,154.40		9,670,284.22	4,981,870.18

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value	Unrealized Gain or (Loss)	Holding Days	Holding Period
JP MORGAN EXCH TRADED NT	11,500.0000	46.3500	533,025.00	31,249.55		
ALERIAN MLP	100.0000	43.5908	4,359.08	275.92	106	Short-Term
SYMBOL: AMJ	100.0000	43.6008	4,360.08	274.92	106	Short-Term
	100.0000	43.6208	4,362.08	272.92	106	Short-Term
	200.0000	43.6108	8,722.16	547.84	106	Short-Term
	200.0000	43.6308	8,726.16	543.84	106	Short-Term
	2,300.0000	43.6507	100,396.77	6,208.23	106	Short-Term
	2,900.0000	43.5897	126,410.36	8,004.64	106	Short-Term
	5,600.0000	43.6497	244,438.76	15,121.24	106	Short-Term
			501,775.45			

Cost Basis

Total Other Assets	11,500.0000		533,025.00	31,249.55		
Total Cost Basis			501,775.45			

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Levin Family Foundation
 EI# 31-1327847
 Page 9 of 9
J.P.Morgan

Account No: 049-41462
 Account Name: SAM LEVIN FOUNDATION
 Taxpayer Identification Number: 31-1327847
 Account Executive No: 297
 03/14/14
 CORRECTED

J.P. MORGAN CLEARING CORP
 OH4-RM00
 P.O. BOX 183211
 COLUMBUS, OH 43218
 FOR UNDELIVERABLE MAIL ONLY

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 1c: Type of Gain or Loss: Long Term

Box 6b:

Report on Form 8949, Part II, with Box E checked

* JPMCC does not report Date of Acquisition, Cost Basis, and Realized Gain / Loss to the IRS for noncovered transactions and is not responsible for the accuracy of such information. Wash Sales are not calculated for noncovered transactions.

(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	REALIZED GAIN / (LOSS)
*07/31/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3	18.79000	18.79	19.57	0.00	0.00	0.00	(0.78)
*08/31/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3	19.41000	19.41	20.21	0.00	0.00	0.00	(0.80)
*09/30/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3	22.95000	22.95	23.90	0.00	0.00	0.00	(0.95)
*10/31/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3	19.61000	19.61	20.42	0.00	0.00	0.00	(0.81)
*11/30/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3	18.68000	18.68	19.46	0.00	0.00	0.00	(0.78)
*12/30/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3	23.49000	23.49	24.46	0.00	0.00	0.00	(0.97)
02/15/13	09/26/08	UNITED STATES TREASURY NOTE DUE 02/15/2013 03 875% REDEMPTION	912828AU4	20,000 00000	20,000 00	20,000 00	0.00	0.00	0.00	0.00
160 ITEMS - Total							82,628.47	83,128.69	0.00	(500.22)

END OF 2013 CONSOLIDATED FORM 1099

* Data was revised since your last Statement

Account No 049-41462
 Account Name SAM LEVIN FOUNDATION
 Taxpayer Identification Number 31-1327847
 Account Executive No 297
 CORRECTED. 03/14/14
 J P MORGAN CLEARING CORP
 OH4-RM00
 P O BOX 183211
 COLUMBUS, OH 43218
 FOR UNDELIVERABLE MAIL ONLY

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)
 Noncovered Transaction Proceeds - Cost Basis NOT reported to IRS

Box 6a: Noncovered Security
 Report on Form 9949, Part I or II - as appropriate, with either Box B or Box E checked

Box 1c: Type of Gain or Loss:

(Box 1a)	(Box 1b)	(Box 8)	(Box 1d)	(Box 1e)	(Box 2a)	(Box 3)	(Box 5)	(Box 4)	(Box 2b)	REALIZED GAIN / (LOSS)
Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity Sold	Sales Price Less Commission and Option Premiums	Cost or Other Basis	Wash Sale Loss Disallowed	Federal Income Tax Withheld	Loss Not Allowed	
*01/31/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	5.03000	5.03					0.00
*02/28/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	5.00000	5.00					0.00
*03/31/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	5.03000	5.03					0.00
*04/30/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	5.06000	5.06					0.00
*05/31/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	6.29000	6.29					0.00
*06/30/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	5.13000	5.13					0.00
*07/31/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	76.70000	76.70					0.00
*08/31/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	89.18000	89.18					0.00
*09/30/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	43.69000	43.69					0.00
*10/31/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	3.60000	3.60					0.00
*11/30/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	3.63000	3.63					0.00
*12/30/13		G N M A PASS THRU POOL 388261X DIRECTORS MORTGAGE LOAN COR	36205EJE7	3.65000	3.65					0.00
*01/31/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.00000	2.00					0.00
*02/28/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.18000	2.18					0.00

J.P. MORGAN CLEARING CORP
OH4-RM00
P O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No: 049-41462
Account Name: SAM LEVIN FOUNDATION
Taxpayer Identification Number: 31-1327847
Account Executive No: 297
CORRECTED
03/14/14

J.P. Morgan
Levin Family Foundation
EI# 31-1327847
Page 2 of 23

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)
Noncovered Transaction Proceeds - Cost Basis NOT reported to IRS

Box 6a: Noncovered Security
Report on Form 8949, Part I or II - as appropriate, with either Box B or Box E checked

Box 1c: Type of Gain or Loss:

(Box 1a)	(Box 1b)	(Box 8)	(Box 1d)	(Box 1e)	(Box 2a)	(Box 3)	(Box 5)	(Box 4)	(Box 2b)	REALIZED GAIN / (LOSS)
Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity Sold	Sales Price Less Commission and Option Premiums	Cost or Other Basis	Wash Sale Loss Disallowed	Federal Income Tax Withheld	Loss Not Allowed	
*03/31/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.03000	2.03					0.00
*04/30/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.20000	2.20					0.00
*05/31/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.05000	2.05					0.00
*06/30/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.06000	2.06					0.00
*07/31/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.08000	2.08					0.00
*08/31/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.09000	2.09					0.00
*09/30/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.10000	2.10					0.00
*10/31/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.20000	2.20					0.00
*11/30/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.13000	2.13					0.00
*12/30/13		G N M A PASS THRU POOL 490137X UNION FEDERAL SAVINGS BANK	36210EPW3	2.14000	2.14					0.00
24 ITEMS - Total										277.25
										0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

J.P. MORGAN CLEARING CORP
OH4-RM00
P.O. BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No 049-41462
Account Name SAM LEVIN FOUNDATION
Taxpayer Identification Number 31-1327847
Account Executive No 297
CORRECTED 03/14/14

J.P.Morgan
Smt 24
Levin Family Foundation
EI# 31-1327847

Page 1 of 9

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 6a: Noncovered Security

Report on Form 8949, Part II, with Box E checked

Box 1c: Type of Gain or Loss: Long Term

* JPMCC does not report Date of Acquisition, Cost Basis, and Realized Gain / Loss to the IRS for noncovered transactions and is not responsible for the accuracy of such information. Wash Sales are not calculated for noncovered transactions.

(Box 1a)	(Box 1b)	(Box 8)	(Box 1d)	(Box 1e)	(Box 2a)	(Box 3)	(Box 5)	(Box 4)	(Box 2b)
Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity Sold	Sales Price Less Commission and Option Premiums	Cost or Other Basis	Wash Sale Loss Disallowed	Federal Income Tax Withheld	Loss Not Allowed
*01/31/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	80.96000	80.96	82.96	0.00	0.00	(2.00)
*02/28/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	40.39000	40.39	41.39	0.00	0.00	(1.00)
*03/31/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	127.92000	127.92	131.08	0.00	0.00	(3.16)
*04/30/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	55.03000	55.03	56.39	0.00	0.00	(1.36)
*05/31/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	93.05000	93.05	95.35	0.00	0.00	(2.30)
*06/30/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	50.42000	50.42	51.66	0.00	0.00	(1.24)
*07/31/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	84.72000	84.72	86.81	0.00	0.00	(2.09)
*08/31/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	79.05000	79.05	81.00	0.00	0.00	(1.95)
*09/30/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	73.87000	73.87	75.69	0.00	0.00	(1.82)
*10/31/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	76.48000	76.48	78.37	0.00	0.00	(1.89)
*11/30/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	46.98000	46.98	48.14	0.00	0.00	(1.16)
*12/30/13 S	04/04/03	FNMA GTD PASS THRU POOL#684233	31400DEE8	56.98000	56.98	58.39	0.00	0.00	(1.41)
*01/31/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	194.09000	194.09	191.99	0.00	0.00	2.10
*02/28/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	223.26000	223.26	220.84	0.00	0.00	2.42
*03/31/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	132.05000	132.05	130.62	0.00	0.00	1.43
*04/30/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	291.83000	291.83	288.68	0.00	0.00	3.15
*05/31/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	227.71000	227.71	225.25	0.00	0.00	2.46
*06/30/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	227.46000	227.46	225.00	0.00	0.00	2.46
*07/31/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	252.47000	252.47	249.75	0.00	0.00	2.72
*08/31/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	183.09000	183.09	181.11	0.00	0.00	1.98

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Account No' 049-41462
Account Name SAM LEVIN FOUNDATION
Taxpayer Identification Number 31-1327847
Account Executive No' 297

J.P. MORGAN CLEARING CORP.
OH4-RM00
P.O. BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

J.P. Morgan
Levin Family Foundation
EIF# 31-1327847
Page 2 of 9

CORRECTED: 03/14/14

2013 FORM 1099-B; PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 6a: Noncovered Security

Box 6b:

Report on Form 8949, Part II, with Box E checked

Box 1c: Type of Gain or Loss: Long Term

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(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	REALIZED GAIN / (LOSS)
*09/30/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	90.84000	90.84	89.86	0.00	0.00	0.00	0.98
*10/31/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	6.51000	6.51	6.44	0.00	0.00	0.00	0.07
*11/30/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	107.58000	107.58	106.42	0.00	0.00	0.00	1.16
*12/30/13 S	07/25/03	FNMA GTD PASS THRU POOL#730816	31402J3Z8	51.24000	51.24	50.68	0.00	0.00	0.00	0.56
*01/31/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	374.43000	374.43	376.11	0.00	0.00	0.00	(1.68)
*02/28/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	8.99000	8.99	9.03	0.00	0.00	0.00	(0.04)
*03/31/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	668.51000	668.51	671.50	0.00	0.00	0.00	(2.99)
*04/30/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	7.18000	7.18	7.21	0.00	0.00	0.00	(0.03)
*05/31/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	8.65000	8.65	8.69	0.00	0.00	0.00	(0.04)
*06/30/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	7.63000	7.63	7.66	0.00	0.00	0.00	(0.03)
*07/31/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	11.47000	11.47	11.52	0.00	0.00	0.00	(0.05)
*08/31/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	10.16000	10.16	10.21	0.00	0.00	0.00	(0.05)
*09/30/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	7.04000	7.04	7.07	0.00	0.00	0.00	(0.03)
*10/31/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	8.21000	8.21	8.24	0.00	0.00	0.00	(0.03)
*11/30/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	7.04000	7.04	7.07	0.00	0.00	0.00	(0.03)
*12/30/13 S	09/09/03	FNMA GTD PASS THRU POOL#738462	31402UMK5	7.07000	7.07	7.10	0.00	0.00	0.00	(0.03)
*01/31/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	357.06000	357.06	366.40	0.00	0.00	0.00	(9.34)
*02/28/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	300.31000	300.31	308.16	0.00	0.00	0.00	(7.85)
*03/31/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	284.15000	284.15	291.58	0.00	0.00	0.00	(7.43)
*04/30/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	292.17000	292.17	299.81	0.00	0.00	0.00	(7.64)

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Taxpayer Identification Number 31-1327847
Account Executive No 297
CORRECTED: 03/14/14
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OH4-RM00
P.O. BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 6a: Noncovered Security
Report on Form 8949, Part II, with Box E checked
Box 6b:
Box 1c: Type of Gain or Loss: Long Term

* JPMCC does not report Date of Acquisition, Cost Basis, and Realized Gain / Loss to the IRS for noncovered transactions and is not responsible for the accuracy of such information. Wash Sales are not calculated for noncovered transactions.

(Box 1a)	(Box 1b)	(Box 8)	(Box 1d)	(Box 1e)	(Box 2a)	(Box 3)	(Box 5)	(Box 4)	(Box 2b)	
Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity Sold	Sales Price Less Commission and Option Premiums	* Cost or Other Basis	* Wash Sale Loss Disallowed	Federal Income Tax Withheld	Loss Not Allowed	* REALIZED GAIN / (LOSS)
*05/31/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	323.99000	323.99	332.46	0.00	0.00	0.00	(8.47)
*06/30/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	263.91000	263.91	270.81	0.00	0.00	0.00	(6.90)
*07/31/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	274.76000	274.76	281.95	0.00	0.00	0.00	(7.19)
*08/31/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	250.55000	250.55	257.10	0.00	0.00	0.00	(6.55)
*09/30/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	199.79000	199.79	205.01	0.00	0.00	0.00	(5.22)
*10/31/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	210.00000	210.00	215.49	0.00	0.00	0.00	(5.49)
*11/30/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	159.28000	159.28	163.44	0.00	0.00	0.00	(4.16)
*12/30/13 S	10/31/07	FNMA GTD PASS THRU POOL#745932	31403DVZ9	161.22000	161.22	165.44	0.00	0.00	0.00	(4.22)
*01/31/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	411.44000	411.44	417.31	0.00	0.00	0.00	(5.87)
*02/28/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	238.53000	238.53	241.93	0.00	0.00	0.00	(3.40)
*03/31/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	470.62000	470.62	477.34	0.00	0.00	0.00	(6.72)
*04/30/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	219.52000	219.52	222.65	0.00	0.00	0.00	(3.13)
*05/31/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	473.36000	473.36	480.11	0.00	0.00	0.00	(6.75)
*06/30/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	316.93000	316.93	321.45	0.00	0.00	0.00	(4.52)
*07/31/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	515.89000	515.89	523.25	0.00	0.00	0.00	(7.36)
*08/31/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	373.70000	373.70	379.03	0.00	0.00	0.00	(5.33)
*09/30/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	223.16000	223.16	226.34	0.00	0.00	0.00	(3.18)
*10/31/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	184.06000	184.06	186.69	0.00	0.00	0.00	(2.63)
*11/30/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	226.38000	226.38	229.61	0.00	0.00	0.00	(3.23)
*12/30/13 S	12/28/05	FEDL HOME LOAN MTG CORPHC00730	31292GY34	164.13000	164.13	166.47	0.00	0.00	0.00	(2.34)

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Levin Family Foundation
 EI# 31-1327847
 Page 4 of 9
J.P. Morgan

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2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

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Date of Sale or Exchange	Date of Acquisition	Description	Symbol CUSIP	Quantity Sold	Sales Price Less Commission and Option Premiums	Cost or Other Basis	Wash Sale Loss Disallowed	Federal Income Tax Withheld	Loss Not Allowed
*01/31/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	25.21000	25.21	24.54	0.00	0.00	0.67
*02/28/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	43.47000	43.47	42.32	0.00	0.00	1.15
*03/31/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	28.61000	28.61	27.85	0.00	0.00	0.76
*04/30/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	2.90000	2.90	2.82	0.00	0.00	0.08
*05/31/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	10.98000	10.98	10.69	0.00	0.00	0.29
*06/30/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	10.26000	10.26	9.98	0.00	0.00	0.28
*07/31/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	23.98000	23.98	23.34	0.00	0.00	0.64
*08/31/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	38.25000	38.25	37.24	0.00	0.00	1.01
*09/30/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	14.14000	14.14	13.76	0.00	0.00	0.38
*10/31/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	27.89000	27.89	27.15	0.00	0.00	0.74
*11/30/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	17.65000	17.65	17.18	0.00	0.00	0.47
*12/30/13 S	06/25/01	FEDL HOME LOAN MTG CORP#C01213	31292HK29	16.35000	16.35	15.92	0.00	0.00	0.43
*01/31/13 S	01/10/02	FEDL HOME LOAN MTG CORP#C62919	31287NG44	2.31000	2.31	19.65	0.00	0.00	(17.34)
*02/28/13 S	01/10/02	FEDL HOME LOAN MTG CORP#C62919	31287NG44	0.60000	0.60	5.13	0.00	0.00	(4.53)
*03/31/13 S	01/10/02	FEDL HOME LOAN MTG CORP#C62919	31287NG44	4.05000	4.05	34.47	0.00	0.00	(30.42)
*04/30/13 S	01/10/02	FEDL HOME LOAN MTG CORP#C62919	31287NG44	2.34000	2.34	19.96	0.00	0.00	(17.62)
*05/31/13 S	01/10/02	FEDL HOME LOAN MTG CORP#C62919	31287NG44	2.36000	2.36	20.06	0.00	0.00	(17.70)
*06/30/13 S	01/10/02	FEDL HOME LOAN MTG CORP#C62919	31287NG44	2.37000	2.37	20.16	0.00	0.00	(17.79)
*07/31/13 S	01/10/02	FEDL HOME LOAN MTG CORP#C62919	31287NG44	2.38000	2.38	20.27	0.00	0.00	(17.89)
*08/31/13 S	01/10/02	FEDL HOME LOAN MTG CORP#C62919	31287NG44	2.89000	2.89	24.62	0.00	0.00	(21.73)

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Date of Sale or Exchange	Date of Acquisition	Description		Symbol		Quantity Sold	Sales Price Less Commission and Option Premiums	* Cost or Other Basis	Wash Sale Loss Disallowed	Federal Income Tax Withheld	Loss Not Allowed	* REALIZED GAIN/(LOSS)							
				CUSIP															
*09/30/13 S	01/10/02	FEDL HOME LOAN MTG	CORP#C62919	31287NG44		0.82000	0.82	5.99	0.00	0.00		(6.17)							
*10/31/13 S	01/10/02	FEDL HOME LOAN MTG	CORP#C62919	31287NG44		0.70000	0.70	5.94	0.00	0.00		(5.24)							
*11/30/13 S	01/10/02	FEDL HOME LOAN MTG	CORP#C62919	31287NG44		0.70000	0.70	5.96	0.00	0.00		(5.26)							
*12/30/13 S	01/10/02	FEDL HOME LOAN MTG	CORP#C62919	31287NG44		0.70000	0.70	6.00	0.00	0.00		(5.30)							
*01/31/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.39000	1.39	1.37	0.00	0.00		0.02							
*02/28/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.40000	1.40	1.38	0.00	0.00		0.02							
*03/31/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.41000	1.41	1.39	0.00	0.00		0.02							
*04/30/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		81.72000	81.72	80.64	0.00	0.00		1.08							
*05/31/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.24000	1.24	1.22	0.00	0.00		0.02							
*06/30/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.25000	1.25	1.23	0.00	0.00		0.02							
*07/31/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.25000	1.25	1.24	0.00	0.00		0.01							
*08/31/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.26000	1.26	1.24	0.00	0.00		0.02							
*09/30/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		79.77000	79.77	78.72	0.00	0.00		1.05							
*10/31/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.09000	1.09	1.07	0.00	0.00		0.02							
*11/30/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.12000	1.12	1.11	0.00	0.00		0.01							
*12/30/13 S	02/19/02	FEDL HOME LOAN MTG	CORP#C64933	31287QPS4		1.10000	1.10	1.09	0.00	0.00		0.01							
03/01/13	05/01/08	OKLAHOMA HSG FIN AGY SINGLE		67886MFF1		5,000 00000	5,000 00	5,126 86	0 00	0.00		(126 86)							
P/C 03/01/13 @ 100																			
DUE 09/01/2038 05 600%																			
REDEMPTION																			

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Account No
Account Name
Taxpayer ID
Account Executive

J.P. MORGAN CL
OH4-RM00
P.O. BOX 183211
COLUMBUS, OH
FOR UNDELIVER

CORRECTED:

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 6b:

Box 1c: Type of Gain or Loss: Long Term

JPMCC does not report Date of Acquisition, Cost Basis, and Realized Gain / Loss to the IRS for noncovered transactions and is not responsible for the accuracy of such information. Wash Sales are not calculated for noncovered transactions.

(Box 1a)		(Box 1b)	(Box 8)		(Box 1d)		(Box 1e)	(Box 2a)	(Box 3)	(Box 5)		(Box 4)	(Box 2b)	
Date of Sale or Exchange	Date of Acquisition	Description	Symbol	CUSIP	Quantity Sold	Sales Price Less Commission and Option Premiums	* Cost or Other Basis	* Wash Sale Loss Disallowed	Federal Income Tax Withheld	Loss Not Allowed	* REALIZED GAIN / (LOSS)			
08/15/13	09/25/08	3M CO MEDIUM TERM NTS DUE 08/15/2013 04.375% REDEMPTION		88579EAE5	20,000.00000	20,000.00	20,000.00	0.00	0.00		0.00			
08/01/13	02/13/08	TENNESSEE VALLEY AUTHORITY DUE 08/01/2013 04.750% REDEMPTION		880591DW9	25,000.00000	25,000.00	25,000.00	0.00	0.00		0.00			
*01/31/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.04000	2.04	2.07	0.00	0.00		(0.03)			
*02/28/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.05000	2.05	2.09	0.00	0.00		(0.04)			
*03/31/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.07000	2.07	2.10	0.00	0.00		(0.03)			
*04/30/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.08000	2.08	2.11	0.00	0.00		(0.03)			
*05/31/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.09000	2.09	2.11	0.00	0.00		(0.02)			
*06/30/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.11000	2.11	2.14	0.00	0.00		(0.03)			
*07/31/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.12000	2.12	2.15	0.00	0.00		(0.03)			
*08/31/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.13000	2.13	2.17	0.00	0.00		(0.04)			
*09/30/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.15000	2.15	2.18	0.00	0.00		(0.03)			
*10/31/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.16000	2.16	2.19	0.00	0.00		(0.03)			
*11/30/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.17000	2.17	2.21	0.00	0.00		(0.04)			
*12/30/13 S	04/26/01	G N M A PASS THRU POOL 551231X	36213DILL0		2.19000	2.19	2.22	0.00	0.00		(0.03)			
*01/31/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1		170.46000	170.46	178.83	0.00	0.00		(8.37)			
*02/28/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1		4.54000	4.54	4.77	0.00	0.00		(0.23)			

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Account No 049-41462
Account Name SAM LEVIN FOUNDATION
Taxpayer Identification Number: 31-1327847
Account Executive No 297
CORRECTED. 03/14/14

J P MORGAN CLEARING CORP
OH4-RM00
P.O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 6a: Noncovered Security

Report on Form 8949, Part II, with Box E checked

Box 6b:

* JPMCC does not report Date of Acquisition, Cost Basis, and Realized Gain / Loss to the IRS for noncovered transactions and is not responsible for the accuracy of such information. Wash Sales are not calculated for noncovered transactions.

(Box 1a) Date of Sale or Exchange	(Box 1b) Date of Acquisition	(Box 8) Description	(Box 1d) Symbol	(Box 1e) Quantity Sold	(Box 2a) Sales Price Less Commission and Option Premiums	(Box 3) Cost or Other Basis	(Box 5) Wash Sale Loss Disallowed	(Box 4) Federal Income Tax Withheld	(Box 2b) Loss Not Allowed	REALIZED GAIN / (LOSS)
*03/31/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.64000	4.64	4.87	0.00	0.00	0.00	(0.23)
*04/30/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.50000	4.50	4.72	0.00	0.00	0.00	(0.22)
*05/31/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.53000	4.53	4.70	0.00	0.00	0.00	(0.17)
*06/30/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.55000	4.55	4.78	0.00	0.00	0.00	(0.23)
*07/31/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.58000	4.58	4.80	0.00	0.00	0.00	(0.22)
*08/31/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.60000	4.60	4.83	0.00	0.00	0.00	(0.23)
*09/30/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.63000	4.63	4.85	0.00	0.00	0.00	(0.22)
*10/31/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	133.54000	133.54	140.10	0.00	0.00	0.00	(6.56)
*11/30/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.37000	4.37	4.58	0.00	0.00	0.00	(0.21)
*12/30/13 S	05/14/03	G N M A PASS THRU POOL 576023X	36200X4G1	4.39000	4.39	4.61	0.00	0.00	0.00	(0.22)
*01/31/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	16.83000	16.83	16.65	0.00	0.00	0.00	0.18
*02/28/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	16.92000	16.92	16.74	0.00	0.00	0.00	0.18
*03/31/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	17.01000	17.01	16.83	0.00	0.00	0.00	0.18
*04/30/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	17.11000	17.11	16.92	0.00	0.00	0.00	0.19
*05/31/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	22.16000	22.16	16.79	0.00	0.00	0.00	5.37
*06/30/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	12.33000	12.33	12.23	0.00	0.00	0.00	0.10
*07/31/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	17.39000	17.39	17.24	0.00	0.00	0.00	0.15
*08/31/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	22.44000	22.44	22.25	0.00	0.00	0.00	0.19
*09/30/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	12.62000	12.62	12.51	0.00	0.00	0.00	0.11
*10/31/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8	17.67000	17.67	17.52	0.00	0.00	0.00	0.15

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J.P.Morgan

CORRECTED: 03/14/14

J.P. MORGAN CLEARING CORP.
OH4-RM00
P.O. BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

2013 FORM 1099-B: PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715) (continued)

Noncovered Long Term Gain or Loss - Cost Basis NOT Reported to IRS

Box 6a: Noncovered Security

Box 6b:

Box 1c: Type of Gain or Loss: Long Term

Report on Form 8949, Part II, with Box E checked

* JPMCC does not report Date of Acquisition, Cost Basis, and Realized Gain / Loss to the IRS for noncovered transactions and is not responsible for the accuracy of such information. Wash Sales are not calculated for noncovered transactions.

(Box 1a)		(Box 1b)		(Box 8)		(Box 1d)		(Box 1e)		(Box 2a)		(Box 3)		(Box 5)		(Box 4)		(Box 2b)	
Date of Sale or Exchange	Date of Acquisition	Description	Symbol	CUSIP	Quantity Sold	Sales Price Less Commission and Option Premiums	Other Basis	Wash Sale Losses Disallowed	Federal Income Tax Withheld	Loss Not Allowed	Realized Gain / (Loss)								
*11/30/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8		17.77000	17.77	17.62	0.00	0.00		0.15								
*12/30/13 S	05/20/02	G N M A PASS THRU POOL 581082X	36201ERB8		17.86000	17.86	17.71	0.00	0.00		0.15								
*01/31/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		4.95000	4.95	5.15	0.00	0.00		(0.20)								
*02/28/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		82.85000	82.85	86.21	0.00	0.00		(3.36)								
*03/31/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		4.88000	4.88	5.08	0.00	0.00		(0.20)								
*04/30/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		39.11000	39.11	40.69	0.00	0.00		(1.58)								
*05/31/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		5.57000	5.57	39.79	0.00	0.00		(34.22)								
*06/30/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		89.72000	89.72	91.60	0.00	0.00		(1.88)								
*07/31/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		120.76000	120.76	123.28	0.00	0.00		(2.52)								
*08/31/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		38.60000	38.60	39.41	0.00	0.00		(0.81)								
*09/30/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		4.60000	4.60	4.69	0.00	0.00		(0.09)								
*10/31/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		33.60000	33.60	34.30	0.00	0.00		(0.70)								
*11/30/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		38.61000	38.61	39.42	0.00	0.00		(0.81)								
*12/30/13 S	01/22/03	G N M A PASS THRU POOL 602184X	36200H6V1		4.24000	4.24	4.33	0.00	0.00		(0.09)								
*01/31/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3		21.87000	21.87	22.85	0.00	0.00		(0.98)								
*02/28/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3		19.22000	19.22	20.08	0.00	0.00		(0.86)								
*03/31/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3		18.15000	18.15	18.97	0.00	0.00		(0.82)								
*04/30/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3		27.19000	27.19	28.41	0.00	0.00		(1.22)								
*05/31/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3		18.95000	18.95	28.09	0.00	0.00		(9.14)								
*06/30/13 S	09/20/02	G N M A PASS THRU POOL 352016X	36203LAR3		18.69000	18.69	19.46	0.00	0.00		(0.77)								

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Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	LEVIN FAMILY FOUNDATION	31-1327847
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	7812 MCEWEN ROAD, NO. 100	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	DAYTON, OH 45459	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

KAREN LEVIN

- The books are in the care of ► 7812 MCEWEN ROAD - DAYTON, OH 45459
Telephone No. ► 937-223-1669 Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2013** or
► ☐ tax year beginning , and ending .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	51,134.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	11,134.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	40,000.

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