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Form 990-PF Department of the Treasu Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

For calendar year 2013 or tax year beginning and ending A Employer identification number Name of foundation IDA & BENJAMIN ALPERT FOUNDATION 38-6143935 C/O MICHAEL SMITH Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 3448 CIRCLE DRIVE (248)731-1100City or town, state or province, country, and ZIP or foreign postal code C If exemption application is pending, check here COMMERCE TOWNSHIP, MI 48382 G Check all that apply Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return 2. Foreign organizations meeting the 85% test, check here and attach computation Address change Name change H Check type of organization Section 501(c)(3) exempt private foundation E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust X Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J | Accounting method X Cash Accrual If the foundation is in a 60-month termination Other (specify) (from Part II, col. (c), line 16) under section 507(b)(1)(B), check here 1,315,626. (Part I, column (d) must be on cash basis) ▶\$ Part | Analysis of Revenue and Expenses (d) Disbursements for charitable purposes (cash basis only) (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) expenses per books income ıncome Contributions, gifts, grants, etc., received Check X If the foundation is not required to attach Sch B Interest on savings and temporary cash investments 135. 135. STATEMENT Dividends and interest from securities 5a Gross rents D Net rental income or (loss) 62 Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a Õ. Capital gain net income (from Part IV, line 2) Net short-term capital gain 865 ťΛ Income modifications Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 135 135. 0. 12 Total. Add lines 1 through 11 0 0 0. 13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15 Pension plans, employee benefits Expenses 16a Legal fees 0 0. Ō. STMT 2 1,838 b Accounting fees c Other professional fees Operating and Administrative 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses Total operating and administrative 1,838. 0. 0 expenses. Add lines 13 through 23 31,033 ,033 Contributions, gifts, grants paid 26 Total expenses and disbursements. 0 0. 31,033. 32,871 Add lines 24 and 25 27 Subtract line 26 from line 12 -32**,**736. 2 Excess of revenue over expenses and disbursements 135 b Net investment income (if negative, enter -0-) 0.

c Adjusted net income (if negative, enter -0-)

10:50-13

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

38-6143935

Form 990-PF (2013)

C/O MICHAEL SMITH

323511 10-10-13

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 Cash - non-interest-bearing 1,360,784. 1,315,626. 1,315,626. 2 Savings and temporary cash investments 3 Accounts receivable ► Less allowance for doubtful accounts 4 Pledges receivable ► Less: allowance for doubtful accounts 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons 7 Other notes and loans receivable Less allowance for doubtful accounts 8 Inventories for sale or use 9 Prepaid expenses and deferred charges 10a Investments - U.S. and state government obligations b Investments - corporate stock c investments - corporate bonds 11 Investments - land, buildings, and equipment basis Less: accumulated depreciation 12 Investments - mortgage loans 13 Investments - other 14 Land, buildings, and equipment basis Less. accumulated depreciation 15 Other assets (describe ► 16 Total assets (to be completed by all filers - see the 1,360,784. 1,315,626. instructions Also, see page 1, item 1) 1,315,626. 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe 23 Total liabilities (add lines 17 through 22) 0 0. Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. Assets or Fund Balances 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted $\triangleright |X|$ Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 0 0 28 Paid-in or capital surplus, or land, bldg, and equipment fund 1,360,784. 1,315,626. 29 Retained earnings, accumulated income, endowment, or other funds 1,360,784. 1,315,626 30 Total net assets or fund balances 1,360,784. 1,315,626 31 Total liabilities and net assets/fund balances Part # 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 1,360,784. (must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 3 4 Add lines 1, 2, and 3 1,328,048.Decreases not included in line 2 (itemize) FEDERAL TAXES 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 1,315,626.

Page 3

| Part IV Capital Gains ar | nd Losses for Tax on Ir | vestmen | nt Income | | | | | | |
|---|--|----------------|----------------------|-------------------|----------------------------|---------------------------------------|-----------------------------------|-------------------------|---------------------------------------|
| | e the kind(s) of property sold (e g house, or common stock, 200 shs | | |] P | How ac - Purc - Dona | cquired hase ation | (c) Date ac (mo , day | | (d) Date sold (mo., day, yr) |
| 1a | | | | | | | | | |
| b NON | E | | | | | | | | |
| <u>C</u> | | | | <u> </u> | | _ | | | |
| <u>d</u> | | | | ┼— | | | | | |
| <u>e</u> | (D.D., | ()0 | | 1 | | | " " " | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | | expense of sale | | | | (e) plus (f | or (loss) f) minus (| |
| <u>a</u> | | | | | | | | | |
| <u>b</u> | | | | _ | | | | | |
| <u>C</u> | | | | | | · · · · · · · · · · · · · · · · · · · | | | |
| <u>d</u> | | | | | | | | | |
| Complete only for assets showing of | rain in column (h) and owned by t | he foundation | n on 12/31/60 | | | | /I) Coupe /Col | (b) asia | |
| Complete only for assets showing t | (i) Adjusted basis | | xcess of col (I) | \dashv | | | (I) Gains (Col ol (k), but not | | |
| (i) F M V as of 12/31/69 | as of 12/31/69 | | r col (j), if any | | | | Losses (fr | | |
| <u>a</u> | | | | _ | | | | | <u> </u> |
| <u>b</u> | | | | | | | | | |
| d | | | | | | | | | |
| | | <u> </u> | , | | | | | | |
| <u>e</u> | | <u> </u> | | \neg | 1 | | | | |
| 2 Capital gain net income or (net capit | al loss) | | |) | 2 | | | | |
| 3 Net short-term capital gain or (loss) | as defined in sections 1222(5) an | d (6) | | $\langle \cdot $ | | | | | |
| If gain, also enter in Part I, line 8, col | lumn (c) | | | \downarrow | | | | | |
| If (loss), enter -0- in Part I, line 8 Part V Qualification Und | der Section 4040/a) for | Doducos | d Toy on Not | <u> </u> | 3 | ant In | | | |
| | | | | | | ient in | COME | | |
| (For optional use by domestic private fo | | 1940(a) tax or | ı net inveştment in | come | ;) | | | | |
| If section 4940(d)(2) applies, leave this | part blank | | | | | | | | |
| Was the foundation liable for the section | n 4942 tax on the distributable am | ount of any y | ear in the base per | od? | | | | | X Yes No |
| If "Yes," the foundation does not qualify | | | | | | | | | |
| 1 Enter the appropriate amount in eac | h column for each year, see the in | structions be | fore making any e | ntries | | | | | |
| (a) Base period years Calendar year (or tax year beginning | (b) Adjusted qualifying dist | ributions | Net value of no | (c) nchar | rıtable-ı | use asset | s (co | Distribi | (d) ution ratio ded by co! (c)) |
| 2012 | - | | | | | | | | · · · · · · · · · · · · · · · · · · · |
| 2011 | | | | | | | | | |
| 2010 | | | | | | | _ | | |
| 2009 | | | | | | | | | |
| 2008 | | | | | | | | | |
| | | | | | | | | | |
| 2 Total of line 1, column (d) | | | - | | | | 2 | | |
| 3 Average distribution ratio for the 5-y | | n line 2 by 5, | , or by the number | of yea | ars | | li | | |
| the foundation has been in existence | of less than 5 years | | | | | | 3 | | |
| 4 Enter the net value of noncharitable- | use assets for 2013 from Part X, I | me 5 | | | | | 4 | | |
| 5 Multiply line 4 by line 3 | | | | | | | 5 | | |
| 6 Enter 1% of net investment income (| (1% of Part I. line 27h) | | | | | | 6 | | |
| | | | | | • | | | | · |
| 7 Add lines 5 and 6 | | | | | | | 7 | | |
| 8 Enter qualifying distributions from P | art XII, line 4 | | | | | | 8 | | |
| If line 8 is equal to or greater than lin See the Part VI instructions | e 7, check the box in Part VI, line | 1b, and comp | plete that part usin | g a 19 | % tax r | ate | | | |

| | n 990-PF (2013) C/O MICHAEL SMITH | | 61439 | | | Page 4 |
|----|--|-------|----------|---------------|-------|-------------|
| Pa | art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or | 1948 | - see in | str | ıctio | ns) |
| 12 | 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) | | | | | |
| t | Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🔲 and enter 1% | 1 | <u> </u> | | | 3. |
| | of Part I, line 27b | | | | | |
| 0 | : 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 | | | | 3. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | 4 | İ | | | 0. |
| 5 | Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- | 5 | | | | 3. |
| 6 | Credits/Payments | | | | | |
| а | 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 800 • | | | | | |
| t | Exempt foreign organizations - tax withheld at source 6b | | | | | |
| C | Tax paid with application for extension of time to file (Form 8868) | | | | | |
| d | Backup withholding erroneously withheld 6d | | | | | |
| 7 | Total credits and payments Add lines 6a through 6d | 7 | | | 8 | 00. |
| 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 | | | 7 | 97. |
| | Enter the amount of line 10 to be Credited to 2014 estimated tax ▶ 797. Refunded ▶ | 11 | <u> </u> | | | 0. |
| Pε | ert VII-A Statements Regarding Activities | | | | | |
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene | ın | _ | | Yes | |
| | any political campaign? | | | 1 <u>a</u> | | X |
| b | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition |)? | L | 1b | | X |
| | If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published | ∍d or | | | | |
| | distributed by the foundation in connection with the activities. | | | | | |
| C | Did the foundation file Form 1120-POL for this year? | | | 1c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year | | : | | | |
| | (1) On the foundation \blacktriangleright \$ 0 . (2) On foundation managers \blacktriangleright \$ 0 . | | | | | |
| е | 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? | | - | 2 | | X |
| | If "Yes," attach a detailed description of the activities. | | ŀ | | | |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, | ŧ۲ | į | | | .,, |
| | bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | | | 3 | | X |
| | Did the foundation have unrelated business gross income of \$1,000 or more during the year? | NT | /A | 4a | | <u> </u> |
| | If "Yes," has it filed a tax return on Form 990-T for this year? | IA | /A | 4b | | X |
| Ð | Was there a liquidation, termination, dissolution, or substantial contraction during the year? | | · - | 5 | | |
| | If "Yes," attach the statement required by General Instruction T. | | | | | |
| 0 | 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 amond the coverning instrument on that an employer is that are first with the country. | | | | | |
| | By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state remain in the constraint and the state remains in the constraint. | law | | e | Х | |
| 7 | remain in the governing instrument? Plid the foundation have at least \$5,000 in accepts at any time during the year? If "Yes, " acceptate Root II, and Co. and Doot M. | , | · - | <u>6</u> 7 | X | |
| ′ | 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 | | F | | Λ | |
| Ω~ | Enter the states to which the foundation reports or with which it is registered (see instructions) | | į | | | |
| oa | MI | | | | | |
| | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) | | | | | |
| ú | of each state as required by General Instruction G? If "No," attach explanation | | Ì | 8b | Х | |
| g | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calc | nder | - | OII | 41 | |
| 9 | year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV | iiual | | g | | Х |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. | | - | 10 | Х | |
| | | | | . • | للتتا | |

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|----|--|---|--|----------|
| Pa | art 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? N/A | 13 | | |
| | Website address ► N/A | | | |
| 14 | The books are in care of ► MACKEY & MACKEY, P.L.L.C., C.P.A.'S Telephone no ► (248) | 731- | 110 | 0 |
| | Located at ► 30150 TELEGRAPH RD. #245, BINGHAM FARMS, MI ZIP+4 ►48 | 3025 | | • |
| 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 | 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, | | Yes | No |
| | securities, or other financial account in a foreign country? | 16 | | X |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign | | | |
| | country | | | |
| Pa | art 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) | 711711111111111111111111111111111111111 | | |
| | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) | | | |
| | a disqualified person? | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | | | |
| | (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)? | | | |
| | (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) | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations | | | |
| _ | section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A | 1b | 1 | |
| | Organizations relying on a current notice regarding disaster assistance check here | 1.5 | | |
| 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? | 10 | 1 | Х |
| 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)) | <u> </u> | | |
| 2 | 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 X No | | | |
| | If "Vec." liet the years | | | |
| h | 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 | 1 | |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here | | | |
| • | The provisions of section 45-22(2)(2) are being applied to any of the years listed in 22, list the years note | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time | | | |
| | during the year? | | | |
| h | If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after | l | | |
| | 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 | 2h | | |
| 42 | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 3b 4a | | <u> </u> |
| | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that | 70 | | |
| | had not been removed from jeopardy before the first day of the tax year beginning in 2013? | 4b | | Х |
| | mar and to the mar and an analysis and the mar and the | <u> </u> | | |

IDA & BENJAMIN ALPERT FOUNDATION 38-6143935 Form 990-PF (2013) C/O MICHAEL SMITH Page 6 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 Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations N/A 5b section 53 4945 or in a current notice regarding disaster assistance (see instructions)? 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 N/A Yes No expenditure responsibility for the grant? 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 Yes X No a personal benefit contract? X 6b b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870. Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? N/A 7b b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (d) Contributions to employee benefit plans and deferred compensation (b) Title, and average hours per week devoted to position (e) Expense account, other (c) Compensation (If not paid, (a) Name and address allowances enter -0-) SEE STATEMENT 0. 0 0.

| | | 1 | 1 | 1 |
|--|---|------------------|--|---|
| | | | | |
| 2 Compensation of five highest-paid employees (other than those in | ncluded on line 1). If none | , enter "NONE." | | |
| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
| NONE | | | | |
| | | | | |
| | | | | |
| | \dashv | | | |
| | | | | |
| | | | | |
| | \dashv | | | |
| Total number of other employees paid over \$50,000 | • | | • | (|

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|--|---|------------------|
| Part VIII Information About Officers, Directors, Trusted Paid Employees, and Contractors (continued) | es, Foundation Managers, Highly | |
| 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 | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | 1.5 |
| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services | | <u> </u> |
| Part IX-A Summary of Direct Charitable Activities | | |
| List the foundation's four largest direct charitable activities during the tax year includinumber of organizations and other beneficiaries served, conferences convened, resea | e relevant statistical information such as the rch papers produced, etc | Expenses |
| 1 N/A | | |
| | | |
| | | |
| 2 | | |
| | | |
| | | |
| 3 | | |
| | | |
| | | |
| 4 | | 7 |
| | | |
| | | |
| 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 | | |

0.

Total. Add lines 1 through 3

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C/O MICHAEL SMITH

| P | Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations | ndations | , see instructions.) |
|----|---|-------------|----------------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | - |
| а | Average monthly fair market value of securities | 1a | 0. |
| b | Average of monthly cash balances | 1b | 0. 1,338,205. |
| | Fair market value of all other assets | 1c | |
| đ | Total (add lines 1a, b, and c) | 1d | 1,338,205. |
| е | 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 | 1,338,205. |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 20,073. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. | 5 | 1,318,132. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 65,907. |
| P | Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part) | d certain | |
| 1 | Minimum investment return from Part X, line 6 | 1 | 65,907. |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | | |
| b | Income tax for 2013 (This does not include the tax from Part VI) | | |
| C | Add lines 2a and 2b | 2c | 3. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 65,904. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 65,904. |
| 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 | 65,904. |
| P | 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 | 31,033. |
| 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 | |
| þ | 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 | 31,033. |
| 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 | 31,033. |
| | Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years | ualifies fo | or the section |

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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 | | | | 65,904. |
| 2 Undistributed income, if any, as of the end of 2013 | | | | |
| a Enter amount for 2012 only | | ***** | 31,033. | |
| b Total for prior years | | 0. | | ŕ |
| 3 Excess distributions carryover, if any, to 2013. | | 0. | ••••••••••••••••••••••••••••••••••••••• | |
| a From 2008 | | | | |
| b From 2009 | | | | |
| c From 2010 | | | | |
| d From 2011 | | | | |
| e From 2012 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2013 from | | 111111111111111111111111111111111111111 | | , , , , , , , , , , , , , , , , , , , |
| Part XII, line 4 ► \$ 31,033. | | | | |
| a Applied to 2012, but not more than line 2a | | | 31,033. | |
| 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 | | | | 0. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 0. | | | |
| b Prior years' undistributed income Subtract | | | · · · · · · · · · · · · · · · · · · · | |
| line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b Taxable | | | | ······································ |
| amount - see instructions | | 0. | | |
| e Undistributed income for 2012. Subtract line | | , | | |
| 4a from line 2a Taxable amount - see instr. | | | 0. | W |
| f Undistributed income for 2013 Subtract | | | | - |
| lines 4d and 5 from line 1. This amount must | | | | |
| be distributed in 2014 | | | | 65,904. |
| 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 | 0. | | | ···· |
| 9 Excess distributions carryover to 2014. | _ | | | |
| Subtract lines 7 and 8 from line 6a | 0. | | *************************************** | .' 1.!!!! |
| O Analysis of line 9 | | | | |
| a Excess from 2009 | | | | |
| b Excess from 2010 | | | | |
| c Excess from 2011 | | | | |
| d Excess from 2012 | l | | | |
| e Excess from 2013 | | | | ······································ |

Form 990-PF (2013) C/O MICHAEL SMITH 38-6143935 Page 10 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 4942(j)(3) or 4942(j)(5) b Check box to indicate whether the foundation is a private operating foundation described in section Tax year Pnor 3 years 2 a Enter the lesser of the adjusted net (a) 2013 (e) Total (b) 2012 (c) 2011 (d) 2010 income from Part I or the minimum investment return from Part X for each year listed **b** 85% of line 2a 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 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 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.) 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 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 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

Form 990-PF (2013) C/O MICHAEL SMITH

Part XV Supplementary Information (continued)

/O MICHAEL SMITH 38-6143935 Page 11

| Fait A4 Supplementary information | | | ··· | |
|--|---|----------------------|----------------------------------|----------|
| 3 Grants and Contributions Paid During the | <u>ear or Approved for Future</u> | 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 | Purpose of grant or contribution | Amount |
| | or substantial contributor | recipient | | |
| a Paid during the year | | | | |
| | | | | |
| | | | | |
| | | | | |
| MICHIGAN STATE UNIVERSITY | NONE | PAID | | |
| | | | DONATION | |
| E. LANSING, MI 48824 | | | | 31,033. |
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| Total | | T | ▶ 3a | 31,033. |
| b Approved for future payment | | | | |
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| NONE | | | | |
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| Tatal | | J | ▶ 3b | <u> </u> |
| Total | | | ► 3b l | 0. |

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| Part XVI-A Analysis of Income-Producing Activiti |
|--|
|--|

| | | d business income | | ded by section 512, 513, or 514 | (e) |
|--|---|--|------------------------|---|-----------------------------------|
| 1 Program service revenue | (a) Business code | (b) Amount | Exclu- sion code | (d) Amount | Related or exempt function income |
| | Code | =- | + | | |
| a | | | | | |
| | 1 1 | | | | |
| <u> </u> | 1 1 | | | | |
| | 1 | | | | |
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| 1 | _ | | - | | |
| g Fees and contracts from government agencies | | | | | |
| Membership dues and assessments | | | | | |
| Interest on savings and temporary cash | | | 1 1 4 | 105 | |
| investments | | | 14 | 135 | • |
| Dividends and interest from securities | | | | *************************************** | |
| Net rental income or (loss) from real estate | | | | | |
| a Debt-financed property | | | | ., | · |
| b Not debt-financed property | | | | | |
| Net rental income or (loss) from personal | | | | | |
| property | | ··· | | | |
| Other investment income | | | | | |
| Gain or (loss) from sales of assets other | | | | | |
| than inventory | | | | | |
| Net income or (loss) from special events | | | | | |
| Gross profit or (loss) from sales of inventory | | | | | · |
| Other revenue | | | | | |
| a | | | | | |
| b | 1 | | | | |
| C | | | | | |
| d | | | | · · · · · · · · · · · · · · · · · · · | |
| 8 | | | | | |
| Subtotal Add columns (b), (d), and (e) | | 0 | | 135 | |
| | <u></u> | | 1 | | 13 |
| Total, Add line 12, columns (b), (d), and (e) | | | | | |
| | | | | | |
| e worksheet in line 13 instructions to verify calculations) | • | mplishment of E | xemp | t Purposes | |
| e worksheet in line 13 instructions to verify calculations) art XVI-B Relationship of Activities | to the Acco | | | | |
| art XVI-B Relationship of Activities Results of the second of the secon | to the Acco | column (e) of Part XVI | -A contrib | | |
| re worksheet in line 13 instructions to verify calculations) art XVI-B Relationship of Activities ne No. Explain below how each activity for which include the foundation's exempt purposes (other than | to the Acco | column (e) of Part XVI ds for such purposes) | -A contrib | uted importantly to the acco | mplishment of |
| re worksheet in line 13 instructions to verify calculations. Relationship of Activities Relationship of Activities Explain below how each activity for which include the foundation's exempt purposes (other than INVESTMENTS AND RECEIN | come is reported in an by providing fun | column (e) of Part XVI ds for such purposes) IATIONS ARE | A contrib | uted importantly to the acco | mplishment of |
| re worksheet in line 13 instructions to verify calculations) art XVI-B Relationship of Activities ne No. Explain below how each activity for which include the foundation's exempt purposes (other than | come is reported in an by providing fun | column (e) of Part XVI ds for such purposes) IATIONS ARE | A contrib | uted importantly to the acco | mplishment of |
| re worksheet in line 13 instructions to verify calculations) art XVI-B Relationship of Activities The No. Explain below how each activity for which incompanies the foundation's exempt purposes (other than INVESTMENTS AND RECEING | come is reported in an by providing fun | column (e) of Part XVI ds for such purposes) IATIONS ARE | A contrib | uted importantly to the acco | mplishment of |
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| ine No. Explain below how each activity for which inc the foundation's exempt purposes (other tha INVESTMENTS AND RECEIF | come is reported in an by providing fun | column (e) of Part XVI ds for such purposes) IATIONS ARE | A contrib | uted importantly to the acco | mplishment of |

Page 13

Form 990-PF (2013) Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations Part XVII

| | | Exempt Organ | iizations | | | | | | | |
|-----------|------------------|-------------------------------|-------------------------|--------------------|--|-----------------------|---------------------------------|-----------------------|----------|----------|
| 1 | Did the o | rganization directly or indi | rectly engage in any | y of the followi | ng with any other organization | on described in sec | tion 501(c) of | | Yes | No |
| | the Code | (other than section 501(c |)(3) organizations) | or in section 5 | 27, relating to political organ | nizations? | | | | |
| a | Transfers | from the reporting found | ation to a noncharit | able exempt or | rganization of | | | | | ĺ |
| | (1) Cash | 1 | | | | | | 1a(1) | | X |
| | (2) Othe | er assets . | | | | | | 1a(2) | | X |
| b | Other trai | nsactions | | | | | | | | İ |
| | (1) Sales | s of assets to a noncharita | ble exempt organiz | ation | | | | 1b(1) | | X |
| | (2) Purc | chases of assets from a no | nchantable exempt | organizatıon | | | | 1b(2) | | <u>X</u> |
| | (3) Rent | tal of facilities, equipment, | or other assets | | | | | 1b(3) | | X |
| | (4) Reim | nbursement arrangements | | | | | | 1b(4) | | X |
| | | is or loan guarantees | | | | | | 1b(5) | | <u>X</u> |
| | (6) Perfo | ormance of services or me | mbership or fundra | using solicitation | ons | | | 1b(6) | | X |
| | _ | of facilities, equipment, ma | | | | | | 10 | | X |
| đ | If the ans | wer to any of the above is | "Yes," complete the | following sch | edule Column (b) should alv | ways show the fair i | market value of the goods, (| other asse | ets, | |
| | | | | | red less than fair market valu | ie in any transaction | ı or sharıng arrangement, s | how in | | |
| | | d) the value of the goods, | | | | | | | | |
| a) L | ine no | (b) Amount involved | (c) Name o | | e exempt organization | (d) Description | of transfers, transactions, and | sharing arra | angeme | nts |
| | | | | N/A | | | | | | |
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| 2a | Is the fou | ndation directly or indirect | tly affiliated with, or | related to, one | or more tax-exempt organi | zations described | | | | _ |
| | ın section | 1 501(c) of the Code (other | r than section 501(d | c)(3)) or in sect | tion 527? | | L | Yes | X | No |
| b | If "Yes," c | omplete the following sche | | | T | | | | | |
| | | (a) Name of org | anization | | (b) Type of organization | | (c) Description of relations | пр | | |
| | | N/A | | | | | | | | |
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| | Under | | | | | | | | | |
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| Sig He | | Me . al | 1/2- | | 12 21 -11 | DIDEGG | sho | wn below (: | | 7)? |
| 116 | | ///w | 1000 | | 15-26-14 | DIRECT | TOR L | ✓ Yes | L_ | No |
| | sigi | nature of officer or trustee | | Dean-side : | Date | Title | Chaok Total | | | = |
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| | | l BI | NGHAM FAI | uis, MI | 48023 | | Phone no. (248) | | | |
| | | | | | | | Fr | rm 990 | -PF/ | 20131 |

| FORM 990-PF INTEREST ON SAV | INGS AND TEM | PORARY CA | ASH I | NVESTME | NTS ST | TATEME | NT 1 |
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| SOURCE | | | | | | AMOU | NT |
| VARIOUS | | | | | | | 135. |
| TOTAL TO FORM 990-PF, PART I | , LINE 3, CO | LUMN A | | | | | 135. |
| FORM 990-PF | ACCOUNTI | NG FEES | - | | Sī | PATEME | NT 2 |
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVE MENT INC | | (C ADJU NET II | STED | CHAR | D) ITABLE POSES |
| MACKEY & MACKEY, PLLC | 1,838. | | 0. | | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 16B | 1,838. | | 0. | | 0. | | 0. |
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| TRUSTEES | S AND FOUNDA' | | GERS COI | TORS MPEN- FION | EMPLOY BEN PI | EE. | PENSE |
| NAME AND ADDRESS MICHAEL SMITH 3448 CIRCLE DR. | TIT: AVRG | TION MANA | CON SAT | 1PEN- | EMPLOY BEN PI CONTR | EE | PENSE |
| NAME AND ADDRESS MICHAEL SMITH 3448 CIRCLE DR. COMMERCE TWSP, MI 48382 DORIS ALPERT 3115 S. OCEAN BLVD. #904 | TIT: AVRG PRESI: 0 | TION MANA LE AND HRS/WK DENT/DIRE | CON SAT | APEN- FION | EMPLOY BEN PI CONTR | ZEE LAN EX RIB AC | PENSE COUNT |
| NAME AND ADDRESS MICHAEL SMITH 3448 CIRCLE DR. COMMERCE TWSP, MI 48382 DORIS ALPERT 3115 S. OCEAN BLVD. #904 HIGHLAND BEACH, FL 33487 DAVID M. CAPLAN 31700 TELEGRAPH RD., #120 | TIT: AVRG PRESI: 0 VICE-: | LE AND HRS/WK DENT/DIRE .00 | CON SAT CTOR | APEN- FION 0. | EMPLOY BEN PI CONTR | ZEE AN EX RIB AC | PENSE COUNT 0. |
| NAME AND ADDRESS MICHAEL SMITH 3448 CIRCLE DR. COMMERCE TWSP, MI 48382 DORIS ALPERT 3115 S. OCEAN BLVD. #904 HIGHLAND BEACH, FL 33487 DAVID M. CAPLAN 31700 TELEGRAPH RD., #120 BINGHAM FARMS, MI 48025 DAVID M. CAPLAN 31700 TELEGRAPH RD., #120 | TIT: AVRG PRESI: 0 VICE-: 0 SECRE: 0 | LE AND HRS/WK DENT/DIRE .00 PRESIDENT .00 | CON SAT CTOR | MPEN- FION 0. ECTOR 0. | EMPLOY BEN PI CONTR | CEE AN EX RIB AC | PENSE COUNT 0. |
| NAME AND ADDRESS MICHAEL SMITH 3448 CIRCLE DR. COMMERCE TWSP, MI 48382 DORIS ALPERT 3115 S. OCEAN BLVD. #904 HIGHLAND BEACH, FL 33487 DAVID M. CAPLAN | TITTAVRG PRESIDE O VICE-TO SECRETO DIRECT | LE AND HRS/WK DENT/DIRE .00 PRESIDENT .00 TARY/DIRE .00 | CON SAT CTOR | APEN- FION 0. ECTOR 0. | EMPLOY BEN PI CONTR | CEE LAN EX RIB AC | PENSE COUNT |