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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

For calendar year 2013, or tax year beginning Apr 1, 2013, and ending Mar 31, 2014

Name of foundation AHBA, INC.		A Employer identification number 13-3997367
Number and street (or P.O. box number if mail is not delivered to street address) Room/suite c/o HERTZ HERSON & CO. LLP, 477 MADISON AVE 10TH FLOOR		B Telephone number (see the instructions) (212) 686-7160
City or town, state or province, country, and ZIP or foreign postal code New York NY 10022		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here. <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 47,173,205.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)					
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att sch B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	1,203,593.	1,203,953.			
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain/(loss) from sale of assets not on line 10	721,592.	L-6a Stmt			
	b Gross sales price for all assets on line 6a	721,592.				
	7 Capital gain net income (from Part IV, line 2)		721,592.			
	8 Net short-term capital gain			103,331.		
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit/(loss) (att sch)						
11 Other income (attach schedule)						
	See Line 11 Stmt	406,647.	406,647.			
12 Total. Add lines 1 through 11.	2,331,832.	2,332,192.	103,331.			
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.					
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees (attach schedule)					
	b Accounting fees (attach sch)	45.	22.		23.	
	c Other prof fees (attach sch)					
	17 Interest	2,151.	2,151.			
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	56,314.	15,951.			
	19 Depreciation (attach sch) and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses (attach schedule)					
		FILING FEES	2,750.	375.		2,375.
	24 Total operating and administrative expenses. Add lines 13 through 23	61,260.	18,499.		2,398.	
25 Contributions, gifts, grants paid	2,018,086.			2,018,086.		
26 Total expenses and disbursements. Add lines 24 and 25	2,079,346.	18,499.		2,020,484.		
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements	252,486.					
b Net investment income (if negative, enter -0-)		2,313,693.				
c Adjusted net income (if negative, enter -0-)			103,331.			

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	18,439.	82,094.	82,094.
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)	33,540,184.	33,798,141.	47,091,111.	
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	33,558,623.	33,880,235.	47,173,205.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)				
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.	<input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	33,558,623.	33,880,235.	
	30 Total net assets or fund balances (see instructions)	33,558,623.	33,880,235.	
	31 Total liabilities and net assets/fund balances (see instructions)	33,558,623.	33,880,235.	

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	33,558,623.
2 Enter amount from Part I, line 27a	2	252,486.
3 Other increases not included in line 2 (itemize) <u>BOOK/TAX DIFFERENCES IN K-1</u>	3	69,126.
4 Add lines 1, 2, and 3	4	33,880,235.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	33,880,235.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a LEGACY HERITAGE INVESTORS I LLC	P	01/01/13	12/31/13
b LEGACY HERITAGE INVESTORS I LLC	P	12/31/11	12/31/13
c CLASS ACTION SETTLEMENT - MARSH	P	12/31/11	07/16/13
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 103,331.		0.	103,331.
b 618,067.		0.	618,067.
c 194.		0.	194.
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			103,331.
b			618,067.
c			194.
d			
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	721,592.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 	3	103,331.

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 (column (b) divided by column (c))
2012	1,888,630.	41,514,030.	0.045494
2011	1,875,954.	39,416,417.	0.047593
2010	1,659,877.	38,920,820.	0.042648
2009	2,045,066.	35,939,353.	0.056903
2008	2,395,430.	38,795,140.	0.061746

2 Total of line 1, column (d)	2	0.254384
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050877
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	45,450,176.
5 Multiply line 4 by line 3	5	2,312,369.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	23,137.
7 Add lines 5 and 6.	7	2,335,506.
8 Enter qualifying distributions from Part XII, line 4	8	2,020,484.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	46,274.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	46,274.
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	46,274.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	85,852.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	85,852.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	39,578.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) NY - New York DE - Delaware		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ HERTZ HERSON & CO, LLP Telephone no ▶ (212) 686-7160 Located at ▶ 477 MADISON AVENUE, 10FL NEW YORK NY ZIP + 4 ▶ 10022			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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 ▶				

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
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>			
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?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20 __, 20 __, 20 __, 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 __, 20 __, 20 __, 20 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 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)	3 b	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**5 b**

X

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☒ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6 a 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?**6 b**

X

If 'Yes' to 6b, file Form 8870

7 a 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?**7 b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED LISTING				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

None

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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 (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		None

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 NONE	
	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
	0.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	None

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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	1 a	45,977,271.
b Average of monthly cash balances	1 b	165,040.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	46,142,311.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	46,142,311.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	692,135.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	45,450,176.
6 Minimum investment return. Enter 5% of line 5	6	2,272,509.

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	2,272,509.
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	46,274.
b Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	46,274.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,226,235.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	2,226,235.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,226,235.

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	1 a	2,020,484.
b Program-related investments — total from Part IX-B	1 b	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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,020,484.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,020,484.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,226,235.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			2,015,772.	
b Total for prior years 20 , 20 , 20				
3 Excess distributions carryover, if any, to 2013				
a From 2008 0.				
b From 2009 0.				
c From 2010 0.				
d From 2011 0.				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 2,020,484.				
a Applied to 2012, but not more than line 2a			2,015,772.	
b Applied to undistributed income of prior years (Election required — see instructions).				
c Treated as distributions out of corpus (Election required — see instructions).				
d Applied to 2013 distributable amount				4,712.
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))				
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				
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				2,221,523.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2009 0.				
b Excess from 2010 0.				
c Excess from 2011 0.				
d Excess from 2012 0.				
e Excess from 2013 0.				

BAA

Form 990-PF (2013)

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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					
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))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year			SEE ATTACHED SCHEDULE	2,018,086.
Total			3 a	2,018,086.
b Approved for future payment			NONE	
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies . .					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,203,593.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	406,647.	
8 Gain or (loss) from sales of assets other than inventory . . .			18	721,592.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . . .					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)				2,331,832.	
13 Total. Add line 12, columns (b), (d), and (e)					2,331,832

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2013

Name

Employer Identification Number

AHBA, INC.

13-3997367

Asset Information:

Description of Property	LEGACY HERITAGE INVESTORS I LLC
Date Acquired	01/01/13
How Acquired	Purchased
Date Sold	12/31/13
Name of Buyer	
Sales Price	103,331.
Cost or other basis (do not reduce by depreciation)	0.
Sales Expense	
Valuation Method	
Total Gain (Loss)	103,331.
Accumulation Depreciation	
Description of Property	LEGACY HERITAGE INVESTORS I LLC
Date Acquired	12/31/11
How Acquired	Purchased
Date Sold	12/31/13
Name of Buyer	
Sales Price	618,067.
Cost or other basis (do not reduce by depreciation)	0.
Sales Expense	
Valuation Method	
Total Gain (Loss)	618,067.
Accumulation Depreciation	
Description of Property	CLASS ACTION SETTLEMENT - MARSH & MCLENNAN
Date Acquired	12/31/11
How Acquired	Purchased
Date Sold	07/16/13
Name of Buyer	
Sales Price	194.
Cost or other basis (do not reduce by depreciation)	0.
Sales Expense	
Valuation Method	
Total Gain (Loss)	194.
Accumulation Depreciation	
Description of Property	
Date Acquired	
How Acquired	
Date Sold	
Name of Buyer	
Sales Price	
Cost or other basis (do not reduce by depreciation)	
Sales Expense	
Valuation Method	
Total Gain (Loss)	
Accumulation Depreciation	
Description of Property	
Date Acquired	
How Acquired	
Date Sold	
Name of Buyer	
Sales Price	
Cost or other basis (do not reduce by depreciation)	
Sales Expense	
Valuation Method	
Total Gain (Loss)	
Accumulation Depreciation	
Description of Property	
Date Acquired	
How Acquired	
Date Sold	
Name of Buyer	
Sales Price	
Cost or other basis (do not reduce by depreciation)	
Sales Expense	
Valuation Method	
Total Gain (Loss)	
Accumulation Depreciation	
Description of Property	
Date Acquired	
How Acquired	
Date Sold	
Name of Buyer	
Sales Price	
Cost or other basis (do not reduce by depreciation)	
Sales Expense	
Valuation Method	
Total Gain (Loss)	
Accumulation Depreciation	

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income	Rev/Exp Book	Net Inv Inc	Adj Net Inc
K-1 OTHER INCOME	2,528.	2,528.	
K-1 PORTFOLIO INCOME	404,119.	404,119.	
Total	406,647.	406,647.	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
K-1 FOREIGN TAXES	15,414.	15,414.		
EXCISE TAXES	40,000.			
FED/STATE UBIT	875.	537.		
DE FRANCHISE TAX	25.			
Total	56,314.	15,951.		

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
NIBMO PARTNERS	182,733.	153,247.
LEGACY HERITAGE INVESTORS I LLC	33,615,408.	46,937,864.
Total	33,798,141.	47,091,111.

AHBA, Inc.
Schedule of Contributions
EIN: 13-3997367
3/31/2014

Note: Except as indicated, all of the entities listed below are US IRC Section 501 (c)(3) public charities. None of the organizations reflected on this schedule has any relationship to the foundation manager or any substantial contributor.

		Contributions
12/20/2013	Nefesh B'Nefesh, Jewish Souls United, Inc. 42 East 69th Street, New York, NY 10021 Purpose: To promote the organization's "Go South Project" to help improve economic conditions of immigrants to Israel's southern region.	\$ 275,000
12/18/2013	(*) Agudath Ezra Le'Marpeh 24 Childa Street, Bnei Brak, PO Box 518, Israel Purpose: Support for the planning, construction, equipping and furnishing of a medical rehabilitation center.	225,000
12/20/2013	Community Initiatives 354 Pine Street, San Francisco, CA 94104 Purpose: Support to assist organization expand and enrich its Jewish educational offerings.	50,000
12/20/2013	YM & YWHA of Washington Heights 54 Nagle Avenue, New York, NY 10040 Purpose: Support to assist organization expand and enrich its Jewish educational offerings	30,000
12/20/2013	Moed Incorporated 8300 Meadowbrook Lane, Chevy Chase, Maryland, 20815 Purpose: Support to assist organization expand and enrich its Jewish educational offerings.	39,991
12/20/2013	Kesher Inc. 88 Lexington Avenue, Somerville, MA 02144 Purpose: Support to assist organization expand and enrich its Jewish educational offerings.	44,275
12/20/2013	Tarbuton PO Box 591 Del Mar, CA 92014 Purpose: Support to assist organization expand and enrich its Jewish educational offerings.	12,460
12/20/2013	Ramah Darom 6400 Powers Ferry Road, Suite 215, Atlanta, GA 30329 Purpose: Support for the construction of a specialized facility on campus to accommodate young adults with special needs.	25,000
12/20/2013	Camp Ramah in New England 2 Commerce Way, Norwood MA 02062 Purpose: Support for the construction of a specialized facility on campus to accommodate young adults with special needs.	42,500
12/20/2013	Ohel Children's Home & Family Services 4510 16th Avenue, Brooklyn, NY 11204 Purpose: Support for repair and refurbishment of facilities of summer camp that services children with special needs.	100,000
12/20/2013	Gift of Life Bone Marrow Foundation 800 Yamato Road, Suite 101, Boca Raton, FL 33431 Purpose: Support for the organization's medical welfare programming.	47,110
12/20/2013	Jewish Theological Seminary 3080 Broadway, New York, NY 10027 Purpose: Support for the project providing for the digitization of works in the organization's library.	7,500

12/20/2013		National Jewish Outreach Program 989 Sixth Avenue, New York, NY 10018 Purpose: Support for the organization's religious and educational programming.	100,000
12/20/2013		Shalom Hartman Institute North America One Pennsylvania Plaza, Suite 1606, New York, NY 10119 Purpose: Support for the organization's religious and educational programming.	238,120
12/20/2013		NJ Federation of YM/YWHA 21 Plymouth Street, Fairfield, NJ 07004 Purpose: Support for the construction of a specialized facility on campus to accommodate young adults with special needs.	25,000
12/20/2013	(*)	The New Yeruham Fund P.O. Box 1, Yeruham, Israel Purpose: Support for the construction, equipping and furnishing of the early childhood center.	100,000
02/11/2014		Congregation Rodfei Tzedek 5200 S. Hyde Park Blvd., Chicago, IL 60615 Purpose: Support to assist organization expand and enrich its Jewish educational offerings.	29,107
01/24/2014		Jewish Kids Groups Foundation 1440 Spring Street, NW, Atlanta, Georgia 30309 Purpose: Support to assist organization expand and enrich its Jewish educational offerings.	19,634
01/24/2014		Makom, Creative Downtown Judaism 141 Markham Street, Toronto, ON M6J2G4 Purpose: Support to assist organization expand and enrich its Jewish educational offerings.	24,500
01/27/2014		Hebrew Academy for Special Children, Inc. 5902 14th Avenue, Brooklyn, NY 11219 Purpose: Support for the construction of a specialized facility on campus to accommodate young adults with special needs.	58,000
02/04/2014		Hebrew Academy for Special Children 5902 14th Avenue, Brooklyn, NY 11219 Purpose: Support for the construction of a specialized facility on campus to accommodate young adults with special needs.	42,000
02/11/2014		NJ Federation YMHA/YWHA 21 Plymouth Street, Fairfield, NJ 07004 Purpose: Support for the construction of a specialized facility on campus to accommodate young adults with special needs.	56,750
03/04/2014		Rabbi Jacob Joseph School 3495 Richmond Road, Staten Island, NY 10306 Purpose: Support for the school's educational programs.	10,000
03/18/2014		AMIT 817 Broadway, 3 rd Floor, New York, NY 10003 Purpose: General support.	1,000
03/18/2014		Solomon Shechter Day School of Bergen County 275 McKinley Drive, New Milford, NJ 06746 Purpose: Support to upgrade school's library.	15,000
03/18/2014		Solomon Shechter Day School of Bergen County 275 McKinley Drive, New Milford, NJ 06746 Purpose: Support to assist organization expand and enrich its Jewish educational offerings.	25,000
03/22/2014		Birthright Israel Foundation 33 East 33rd Street, 7th Floor, New York, NY 10016	375,000

	Purpose: Support for organization's religious and educational programs for young adults.	
03/21/2014	AMIT 817 Broadway, 3 rd Floor, New York, NY 10003 Purpose: General support.	100
	Pass-through contributions from form K-1	39
		\$ 2,018,086
	(*) Indicates non public charity engaged in charitable, educational, religious or scientific activities. Expenditure responsibility statements required by Reg. Sec. 53 4945-5(d) for the above are attached to the tax return.	

AHBA, Inc.

EIN 13-3997367

Attachment to March 31, 2014 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) **Grantee:** Agudath Ezra Le'Marpeh
24 Childa Street, Bnei Brak, PO Box 518, Israel

(2) **Date(s) and amount of grant(s):**

a. Total approved \$1,500,000.00

b. Date approved 12/01/2013

c. Amounts paid in current tax year:

<u>Date of payment</u>	<u>Amount of payment</u>
12/18/2013	\$225,000.00

(3) **Purpose of grant(s):**

Purpose: Support for the planning, construction, equipping and furnishing of a medical rehabilitation center.

(4) **Amounts expended by Grantee, based upon most recent report received from Grantee:**

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below.)

\$225,000.00

(5) **Diversion:**

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose.

(6) **Date of report(s) received from grantee:**

07/19/2014

(7) **Verification**

Our local representative verified the report(s) received from the grantee.

AHBA, Inc.

EIN 13-3997367

Attachment to March 31, 2014 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) **Grantee:** The New Yeruham Fund
P.O. Box 1, Yeruham, Israel

(2) **Date(s) and amount of grant(s):**

a. Total approved	<u>\$900,000.00</u>
b. Date approved	12/10/2013
c. Amounts paid in current tax year:	\$100,000.00

<u>Date of payment</u>	<u>Amount of payment</u>
12/20/2013	\$100,000.00

(3) **Purpose of grant(s):**

Purpose: Support for the construction, equipping and furnishing of the early childhood center.

(4) **Amounts expended by Grantee, based upon most recent report received from Grantee:**

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below.)

No reports provided, see note, below (*).

(5) **Diversion:**

To the knowledge of the foundation no part of the grant has been used for other than its intended purpose.

(6) **Date of report(s) received from grantee:**

No reports provided, see note, below (*).

(7) **Verification**

(*) Pursuant to Reg. §53.4945-5(d)(4), reports received by a private foundation after the close of its accounting year may be reported on the Grantor's information return for the year in which such reports are received from the Grantee.

AHBA, INC.

EIN 13-3997367

FORM 990-PF

PART VIII - LIST OF OFFICERS DIRECTORS TRUSTEES & FOUNDATION MANAGERS

YEAR ENDED MARCH 31, 2014

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK	COMPENSATION	EMPLOYEE BENEFIT PLAN CONTRIBUTIONS	EXPENSE ACCOUNT
SUSAN R. WEXNER c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	PRESIDENT, SECRETARY, TREASURER, DIRECTOR 0	0	0	0
BRIAN GLOZNEK c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	ASSISTANT SECRETARY 0	0	0	0
DR. SAUL G. AGUS c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	DIRECTOR 0	0	0	0
RAYMOND KANNER c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	DIRECTOR 0	0	0	0
GREGG H. LEVY, ESQ c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	DIRECTOR 0	0	0	0
MICHAEL S. OBERMAN, ESQ c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	DIRECTOR 0	0	0	0
MARK W. SAKS, ESQ c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	DIRECTOR 0	0	0	0
WALTER STERN c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	DIRECTOR 0	0	0	0
DAVID KORN, CPA c/o HERTZ HERSON & CO. LLP 477 MADISON AVENUE, NY NY 10022	TAX MATTERS OFFICER 0	0	0	0