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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 7/01, 2013, and ending 6/30, 2014

THE JOE & SANDY SAMBERG FOUNDATION, INC.
4 ANN LANE
RYE, NY 10580

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 1,548,642.

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

A Employer identification number
26-0469459

B Telephone number (see the instructions)
516-326-2585

C If exemption application is pending, check here ☐

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

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

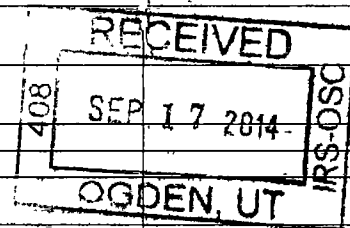
F If the foundation is in a 9-month termination under section 507(b)(1)(C), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)

SCANNED SEP 16 2014	1	Contributions, gifts, grants, etc., received (att sch)				
	2	Check <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	218.	218.		
	4	Dividends and interest from securities	50,844.	50,844.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	13,685.			
	b	Gross sales price for all assets on line 6a	650,000.			
	7	Capital gain net income (from Part IV, line 2)		13,685.		
	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/(loss) (att sch)					
11	Other income (attach schedule)					
12	Total. Add lines 1 through 11	64,747.	64,747.	0.		
ADMINISTRATIVE AND EXPENSES	13	Compensation of officers, directors, trustees, etc.	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) See St 1	4,711.	1,178.		
	c	Other prof fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule)(see instrs) See Stm 2	3,395.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Statement 3	501.			
	24	Total operating and administrative expenses. Add lines 13 through 23	8,607.	1,178.		
	25	Contributions, gifts, grants paid Part XV	157,041.			157,041.
26	Total expenses and disbursements. Add lines 24 and 25	165,648.	1,178.	0.	157,041.	
27	Subtract line 26 from line 12					
a	Excess of revenue over expenses and disbursements	-100,901.				
b	Net investment income (if negative, enter -0-)		63,569.			
c	Adjusted net income (if negative, enter -0-)			0.		



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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			
	2 Savings and temporary cash investments	586,131.	79,422.	79,422.
	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) Statement 4	994,333.	1,469,220.	1,469,220.
	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)				
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)	1,580,464.	1,548,642.	1,548,642.	
LIABILITIES	17 Accounts payable and accrued expenses	4,000.	4,000.	
	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)	4,000.	4,000.	
FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	1,576,464.	1,544,642.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input 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			
	30 Total net assets or fund balances (see instructions)	1,576,464.	1,544,642.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,580,464.	1,548,642.	

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	1,576,464.
2 Enter amount from Part I, line 27a	2	-100,901.
3 Other increases not included in line 2 (itemize) See Statement 5	3	69,079.
4 Add lines 1, 2, and 3	4	1,544,642.
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	1,544,642.

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 GOLDMAN SACHS HI YIELD INSTITUTIONAL		P	Various	4/10/14
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 650,000.		636,315.	13,685.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			13,685.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	13,685.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		3	0.

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	159,619.	1,619,941.	0.098534
2011	192,088.	1,711,818.	0.112213
2010	164,254.	1,812,187.	0.090639
2009	293,685.	1,985,681.	0.147901
2008	166,368.	1,982,830.	0.083904

2 Total of line 1, column (d)	2	0.533191
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	0.106638
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,478,159.
5 Multiply line 4 by line 3	5	157,628.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	636.
7 Add lines 5 and 6	7	158,264.
8 Enter qualifying distributions from Part XII, line 4	8	157,041.

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

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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	1,271.
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	1,271.
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	1,271.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	2,400.	
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	2,400.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,129.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11	1,129.	Refunded

Part VIIA 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)? <i>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</i>		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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY</u>		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ROBERT MICHAELSON</u> Telephone no. <u>212-452-7828</u> Located at <u>501 EAST 79TH ST, APT 17C NEW YORK NY</u> ZIP + 4 <u>10075</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>	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
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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
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? If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement- see instructions.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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	N/A
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 ☐**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)

N/A

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? ☐ Yes ☒ No

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? ☐ Yes ☒ No

N/A

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
SANDRA SAMBERG 4 ANN LANE RYE, NY 10580	President 5.00	0.	0.	0.
JOSEPH SAMBERG 4 ANN LANE RYE, NY 10580	Vice Pres 5.00	0.	0.	0.
ROBERT MICHAELSON 501 EAST 79TH ST, APT 17C NEW YORK, NY 10075	Director 5.00	0.	0.	0.

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

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

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

0

Part 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	1,124,420.
b	Average of monthly cash balances	1 b	376,249.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	1,500,669.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,500,669.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	22,510.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,478,159.
6	Minimum investment return Enter 5% of line 5	6	73,908.

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	73,908.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	1,271.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	1,271.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	72,637.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	72,637.
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	72,637.

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	157,041.
b	Program-related investments— total from Part IX-B	1 b	
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	157,041.
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	
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	157,041.

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				72,637.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	68,464.			
b From 2009	195,167.			
c From 2010	75,126.			
d From 2011	107,287.			
e From 2012	80,822.			
f Total of lines 3a through e	526,866.			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 157,041.				
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				72,637.
e Remaining amount distributed out of corpus	84,404.			
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	611,270.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	68,464.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	542,806.			
10 Analysis of line 9:				
a Excess from 2009	195,167.			
b Excess from 2010	75,126.			
c Excess from 2011	107,287.			
d Excess from 2012	80,822.			
e Excess from 2013	84,404.			

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			
(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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
- None

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

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

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

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

- c Any submission deadlines.

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Statement 7				
Total			3 a	157,041.
b Approved for future payment				
Total			3 b	

THE JOE & SANDY SAMBERG FOUNDATION, INC.

26-0469459

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 4,711.	\$ 1,178.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 3,395.	\$ 0.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
NYS FILING FEE	\$ 250.			
OFFICE EXPENSES	16.			
REGISTERED AGENT FEE	235.			
Total	\$ 501.	\$ 0.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
GOLDMAN SACHS CORE FIXED INCOME FUND	Mkt Val	\$ 324,502.	\$ 324,502.
GOLDMAN SACHS HIGH YIELD FUND	Mkt Val	82,922.	82,922.
AKAMAI TECHNOLOGIES	Mkt Val	244,240.	244,240.
APPLE INC	Mkt Val	260,204.	260,204.
CERAGON NETWORKS LTD	Mkt Val	127,000.	127,000.
EBAY INC	Mkt Val	200,240.	200,240.
GOOGLE INC	Mkt Val	230,112.	230,112.
Total		\$ 1,469,220.	\$ 1,469,220.

THE JOE & SANDY SAMBERG FOUNDATION, INC.

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Statement 5
Form 990-PF, Part III, Line 3
Other Increases

Net Unrealized Gains or Losses on Investments

Total \$ 69,079.
 \$ 69,079.

Statement 6
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

SANDRA SAMBERG
 JOSEPH SAMBERG

Statement 7
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
RYE YMCA 21 LOCUST AVE RYE, NY 10580	NONE	EXEMPT	CHARITABLE	\$ 7,500.
OAK LANE CHILD CARE CENTER 49 MEMORIAL DR CHAPPAQUA, NY 10514	NONE	EXEMPT	CHARITABLE	300.
FJC-NATAN 520 EIGHTH AVE NEW YORK, NY 10018	NONE	EXEMPT	CHARITABLE	60,000.
PLANNED PARENTHOOD 4 SKYLINE DR HAWTHORNE, NY 10532	NONE	EXEMPT	CHARITABLE	100.
RYE YOUTH COUNCIL 21 LOCUST AVE RYE, NY 10580	NONE	EXEMPT	CHARITABLE	1,000.
RYE FIRE DEPARTMENT PO BOX 1 RYE, NY 10580	NONE	EXEMPT	CHARITABLE	750.
PORT CHESTER CARVER CENTER 400 WESTCHESTER AVE PORT CHESTER, NY 10573	NONE	EXEMPT	CHARITABLE	2,500.
NEW HEIGHTS YOUTH, INC. 2576 BROADWAY NEW YORK, NY 10025	NONE	EXEMPT	CHARITABLE	15,000.

THE JOE & SANDY SAMBERG FOUNDATION, INC.

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
OSSINING CHILDREN'S CENTER 90-92 S HIGHLAND AVE OSSINING, NY 10562	NONE	EXEMPT	CHARITABLE	\$ 1,000.
RYE POLICE ASSOCIATION PO BOX 246 RYE, NY 10580	NONE	EXEMPT	CHARITABLE	750.
PAN MASS CHALLENGE 77 4TH AVE NEEDHAM, MA 02494	NONE	EXEMPT	CHARITABLE	250.
JUVENILE DIABETES RESEARCH FOUNDATION 432 PARK AVE SOUTH NEW YORK, NY 10016	NONE	EXEMPT	CHARITABLE	500.
AVON WALK FOR BREAST CANCER PO BOX 1073 RYE, NY 10580	NONE	EXEMPT	CHARITABLE	100.
BOB WOODRUFF FAMILY FOUNDATION PO BOX 955 BRISTOW, VA 20136	NONE	EXEMPT	CHARITABLE	250.
INCARNATION CHILDREN'S CENTER 142 AUDOBON AVE NEW YORK, NY 10032	NONE	EXEMPT	CHARITABLE	500.
CORNELL UNIVERSITY 130 E SENECA ST ITHACA, NY 14850	NONE	EXEMPT	CHARITABLE	15,000.
UNIV OF PENNSYLVANIA-PA GAZETTE 3910 CHESTNUT ST PHILADELPHIA, PA 19104	NONE	EXEMPT	CHARITABLE	100.
GREYSTON FOUNDATION 21 PARK AVE YONKERS, NY 10703	NONE	EXEMPT	CHARITABLE	250.
JACOB BURNS FILM CENTER 405 MANVILLE ROAD PLEASANTVILLE, NY 10570	NONE	EXEMPT	CHARITABLE	1,000.
FIRSTGIVING.COM 34 FARNSWORTH STREET, THIRD FLOOR BOSTON, MA 02210	NONE	EXEMPT	CHARITABLE	700.

THE JOE & SANDY SAMBERG FOUNDATION, INC.

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
GILDAS CLUB WESTCHESTER 80 MAPLE AVENUE WHITE PLAINS, NY 10601	NONE	EXEMPT	CHARITABLE	\$ 200.
KEN HAMILTON CAREGIVER CTR 400 EAST MAIN STREET MOUNT KISCO, NY 10549	NONE	EXEMPT	CHARITABLE	5,000.
COMMUNITY SYNAGOGUE OF RYE 200 FOREST AVE RYE, NY 10580	NONE	EXEMPT	CHARITABLE	5,000.
JDRF-WALK TRACKER 26 BROADWAY, 14TH FL NEW YORK, NY 10004	NONE	EXEMPT	CHARITABLE	200.
PCRRBEMS 417 ELLENDALE AVE PORT CHESTER, NY 10573	NONE	EXEMPT	CHARITABLE	750.
TACONIC OPERA 1974 COMMERCE STREET YORKTOWN HEIGHTS, NY 10598	NONE	EXEMPT	CHARITABLE	100.
THE RYE ARTS CENTER 51 MILTON RD RYE, NY 10580	NONE	EXEMPT	CHARITABLE	100.
SPRYE PO BOX 748 RYE, NY 10580	NONE	EXEMPT	CHARITABLE	100.
PROJECT MORRY 900 DOBBS FERRY ROAD WHITE PLAINS, NY 10607	NONE	EXEMPT	CHARITABLE	750.
A BROADER WAY FOUNDATION 215 PARK AVENUE SOUTH, SUITE 1403 NEW YORK, NY 10003	NONE	EXEMPT	CHARITABLE	500.
HARLEM RBI 333 EAST 100TH STREET NEW YORK, NY 10029	NONE	EXEMPT	CHARITABLE	1,000.
RYE HISTORICAL SOCIETY 1 PURCHASE ST RYE, NY 10580	NONE			200.

THE JOE & SANDY SAMBERG FOUNDATION, INC.

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
SWIM ACROSS AMERICA ONE INTERNATIONAL PLACE, SUITE 4600 BOSTON, MA 02110	NONE	EXEMPT	CHARITABLE	\$ 600.
ARBOR BROTHERS INC 299 E 11ST, SUITE 4B NEW YORK, NY 10003	NONE	EXEMPT	CHARITABLE	10,000.
THE BELLE ISLE CONSERVANCY 8109 EAST JEFFERSON DETROIT, MI 48214	NONE	EXEMPT	CHARITABLE	250.
RYE MIDDLE SCHOOL 3 PARSONS STREET RYE, NY 10580	NONE	EXEMPT	CHARITABLE	500.
THE VOLUNTEER CENTER OF THE UNITED WAY 220 WHITE PLAINS ROAD, 2ND FLOOR TARRYTOWN, NY 10591	NONE	EXEMPT	CHARITABLE	200.
ST JUDES CHILDRENS 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE	EXEMPT	CHARITABLE	50.
UNIVERSITY OF PENN 215 SOUTH 39TH STREET PHILADELPHIA, PA 19104	NONE	EXEMPT	CHARITABLE	15,000.
WESTCHESTER COMMUNITY COLLEGE FOUNDATION 75 GRASSLANDS RD VALHALLA, NY 10595	NONE	EXEMPT	CHARITABLE	1,000.
INDIAN LAKE VOLUNTEER AMBULANCE CORPS INDIAN LAKE, NY 12842	NONE	EXEMPT	CHARITABLE	250.
RYE HIGH SCHOOL ALUMNI PARSONS ST RYE, NY 10580	NONE	EXEMPT	CHARITABLE	1,000.
FIRST DESCENTS 767 SANTA FR DR DENVER, CO 80204	NONE	EXEMPT	CHARITABLE	200.
LEELANAU CONSERVANCY 105 N FIRST ST LELAND, MI 49464	NONE	EXEMPT	CHARITABLE	1,000.

THE JOE & SANDY SAMBERG FOUNDATION, INC.

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
U OF MICHIGAN-DICK KATCHER 3003 S STATE ST ANN ARBOR, MI 48109	NONE	EXEMPT	CHARITABLE	\$ 100.
FARE 7925 JONES BRANCH DR MCLEAN , VA 22102	NONE	EXEMPT	CHARITABLE	100.
COLGATE UNIVERSITY 13 OAK DR HAMILTON, NY	NONE	EXEMPT	CHARITABLE	500.
VNA 176 RIVERSIDE AVE RED BANK, NJ 07701	NONE	EXEMPT	CHARITABLE	100.
MERCY CORPS PO BOX 2669 PORTLAND, OR 97208	NONE	EXEMPT	CHARITABLE	100.
TUESDAY'S CHILDREN NEW YORK, NY 10020	NONE	EXEMPT	CHARITABLE	500.
RYE HIGH SCHOOL PARENTS ORG PARSONS ST RYE, NY 10580	NONE	EXEMPT	CHARITABLE	1,000.
ST BALDRICKS FOUNDATION MONROVIA, CA 91096	NONE	EXEMPT	CHARITABLE	50.
NATIONAL KIDNEY FOUNDATION 131 STEUART ST SAN FRANCISCO, CA 94105	NONE	EXEMPT	CHARITABLE	500.
CHRIST CHURCH RYE RYE, NY 10580	NONE	EXEMPT	CHARITABLE	140.
JCC OF MID WESTCHESTER SCARSDALE, NY 10583	NONE	EXEMPT	CHARITABLE	300.
OTHER CHARITABLE CONTRIBUTIONS	NONE	EXEMPT	CHARITABLE	1,801.
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVE NEW YORK, NY 10065	NONE	EXEMPT	CHARITABLE	350.

Total \$ 157,041.