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

Open to Public Inspection

For calendar year 2013 or tax year beginning 12/01 **, 2013, and ending** 11/30, 20 14

Name of foundation: ALAN & MARSHA LEVY CHARITABLE FOUNDATION, INC.

A Employer identification number: 26-1556590

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 803878

Room/suite:

B Telephone number (see instructions): 312-630-6000

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60680

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)(A), check here ▶ ☐

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

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, col. (c), line 16)* ▶ $ 926,899.

J Accounting method: ☒ Cash ☐ Accrual
☐ 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 (attach schedule)	50,000.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	21,280.	21,280.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	40,481.			
	b	Gross sales price for all assets on line 6a 236,456.				
	7	Capital gain net income (from Part IV, line 2)		40,481.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	111,761.	61,761.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	2,000.	1,000.	NONE	1,000.
	c	Other professional fees (attach schedule) STMT 3	2,495.	2,495.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	1,412.	444.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 5	8,246.			8,246.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14,153.	3,939.	NONE	9,246.
	25	Contributions, gifts, grants paid	74,470.			74,470.
	26	**Total expenses and disbursements** Add lines 24 and 25	88,623.	3,939.	NONE	83,716.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	23,138.			
	b	**Net investment income** (if negative, enter -0-)		57,822.		
	c	**Adjusted net income** (if negative, enter -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	12,224.	17,933.	17,933.
	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 schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 6	409,884.	376,453.	486,047.
	c	Investments - corporate bonds (attach schedule) STMT 7	326,339.	373,914.	384,333.
	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 ▶ SEE ATTACHMENTS)	28,865.	32,094.	38,586.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	777,312.	800,394.	926,899.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	777,312.	800,394.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	777,312.	800,394.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	777,312.	800,394.	

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	777,312.
2	Enter amount from Part I, line 27a	2	23,138.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	800,450.
5	Decreases not included in line 2 (itemize) ▶ RETURN OF CAPITAL	5	56.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	800,394.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES			
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	236,456.		195,975.	40,481.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F.M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				40,481.
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	40,481.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	113,195.	895,547.	0.126398
2011	81,663.	922,912.	0.088484
2010	106,933.	885,315.	0.120785
2009	43,981.	686,864.	0.064032
2008	36,121.	415,423.	0.086950

2	**Total** of line 1, column (d)	2	0.486649
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	0.097330
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	903,649.
5	Multiply line 4 by line 3	5	87,952.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	578.
7	Add lines 5 and 6	7	88,530.
8	Enter qualifying distributions from Part XII, line 4	8	83,716.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: ________________ **(attach copy of letter if necessary - see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,156.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	1,156.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,156.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	681.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	681.
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	475.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ NONE **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
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. ▶ $ ________________ (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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation.*	8b	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.*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* . . . . STMT 8	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶ THE NORTHERN TRUST COMPANY Telephone no ▶ (312)630-6000

Located at ▶ PO BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALAN J. LEVY 75 ROYAL PALM DR., FORT LAUDERDALE, FL 33301	PRESIDENT 10	-0-	-0-	-0-
MARSHA O. LEVY 75 ROYAL PALM DR., FORT LAUDERDALE, FL 33301	SECOND PRESIDENT 5	-0-	-0-	-0-
ERIC L. LEVY 1225 W. ATLANTIC BLVD #218, POMPANO BEACH, FL 33069	DIRECTOR 2	-0-	-0-	-0-
HOPE MENDELSOHN 1255 W. ATLANTIC BLVD, #218, POMPANO BEACH, FL 33069	DIRECTOR 2	-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		NONE	NONE	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		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	
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	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	917,410.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	917,410.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) … 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	917,410.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,761.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	903,649.
6	**Minimum investment return.** Enter 5% of line 5	6	45,182.

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	45,182.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,156.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,156.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	44,026.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	44,026.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	44,026.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	83,716.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	83,716.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	83,716.

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					44,026.
2	Undistributed income, if any, as of the end of 2013.					
a	Enter amount for 2012 only				NONE	
b	Total for prior years: 20_____,20_____,20_____			NONE		
3	Excess distributions carryover, if any, to 2013:					
a	From 2008	15,520.				
b	From 2009	10,507.				
c	From 2010	63,523.				
d	From 2011	36,305.				
e	From 2012	69,780.				
f	**Total** of lines 3a through e		195,635.			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 83,716.					
a	Applied to 2012, but not more than line 2a				NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2013 distributable amount					44,026.
e	Remaining amount distributed out of corpus		39,690.			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5		235,325.			
b	Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		15,520.			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		219,805.			
10	Analysis of line 9:					
a	Excess from 2009	10,507.				
b	Excess from 2010	63,523.				
c	Excess from 2011	36,305.				
d	Excess from 2012	69,780.				
e	Excess from 2013	39,690.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . ▶

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

Part XV Supplementary Information (Complete this part only if the 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).)

ALAN J. LEVY

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.

N/A

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

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

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

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:

26-1556590

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*				
VARIOUS - SEE ATTACHMENTS . . FL 33301	N/A	PUBLIC	GENERAL	74,470.
Total . . . . ▶ 3a				74,470.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

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) Exclusion 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	21,280.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	40,481.	
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)				61,761.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 61,761.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼ Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

▶ Signature of officer or trustee

12/18/14
Date

▶ President
Title

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

Paid Preparer Use Only

Print/Type preparer's name YUERU GU	Preparer's signature	Date 12/16/2014	Check ☐ if self-employed	PTIN P01315622
Firm's name ▶ THE NORTHERN TRUST COMPANY			Firm's EIN ▶	
Firm's address ▶ P.O. BOX 803878 CHICAGO, IL 60680			Phone no 312-630-6000	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization

ALAN & MARSHA LEVY CHARITABLE FOUNDATION,

Employer identification number

26-1556590

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ _______________

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

Name of organization
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,

Employer identification number
26-1556590

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALAN J. LEVY 75 ROYAL PALM DRIVE FT LAUDERDALE, FL 33301	$ 50,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

ALAN & MARSHA LEVY CHARITABLE FOUNDATION (EIN: 26-1556590)

Charity Organization	Address	City	State	Zip Code	Amount
1000+ CLUB to benefit Cancer Inc	6278 N. Federal Hwy H150	Ft. Laud	FL	33308	100 00
4 KIDS OF S. FLORIDA	827 S. State Rd. 7	North Lauderdale	FL	33068	2,500.00
American Friends of Magen David Adom	1900 NW Corporate Blvd #310W	Boca Raton	FL	33431	1,000.00
Big Brother/Big Sister	4101 Ravenswood Road	Ft. Laud	FL	33312	700.00
Broward Center for Performing Arts	201 SW 5 Ave	Ft. Laud	FL	33312	12,000.00
Broward Education Foundation	600 SE 3rd Ave	Ft. Laud	FL	33301	300.00
Broward Education Foundation	601 SE 3rd Ave	Ft. Laud	FL	33301	250.00
Broward Education Foundation	602 SE 3rd Ave	Ft. Laud	FL	33301	500.00
BUSINESS FOR THE ARTS BROWARD	401 E Las Olas Blvd Ste. 800	Ft. Laud	FL	33301	2,500.00
Children's Diagnostic Services & Treatment Center	1401 S Federal Highway	Ft. Laud.	FL	33316	500.00
Citizen's for Broward's Children	6805 W Commercial Blvd. #291	Tamarac	FL	33319	2,000.00
Citizens for Safe & Modern Schools	301 E. Las Olas Blvd	Ft. Lauderdale	FL	33301	5,000.00
Debbie's Dream Fdn	9110 W. State Rd 84	Davie	FL	33324	1,000.00
Debbie's Dream Fdn	9110 W. State Rd 84	Davie	FL	33324	1,800.00
Downtown Jewish Center Chabad	900 E. Broward Blvd.	Ft Laud.	FL	33301	360.00
Debbie's Dream Fdn	9110 W. State Rd 84	Davie	FL	33324	1,000.00
Florida House on Capital Hill Fl	1 2nd street NE	Washington	DC	20002	150.00
Florida Tax Watch	106 N. Bronough St.	Tallahassee	FL	32301	1,000.00
FIDF Friends of Israel Defense	1430 Broadway	New York	NY	10018	1,000.00
Funding Arts Broward	401 E Las Olas Blvd Ste 2200	Ft Laud	FL	33301	200.00
Greater Pompano Beach Chamber	2200 E Atlantic Blvd.	Pompano Beach	FL	33062	1,000.00
Handy, Inc.	501 NE 8th St.	Ft. Laud	FL	33301	1,000.00
Handy, Inc.	501 NE 8th St.	Ft. Laud	FL	33301	1,125.00
Handy, Inc.	501 NE 8th St.	Ft. Laud	FL	33301	1,000.00
Handy, Inc.	501 NE 8th St.	Ft. Laud	FL	33301	700.00
Handy, Inc.	501 NE 8th St.	Ft. Laud	FL	33301	5,000.00
Healthy Mothers	P O Box 350446	Ft. Laud	Fl	33315	100.00
ISSAC M WISE TEMPLE K K'BNAI	8329 RIDGE ROAD	CINCINNATI	OH	45236	330.00
ISSAC M WISE TEMPLE K K'BNAI	8329 RIDGE ROAD	CINCINNATI	OH	45236	1,830.00
ISSAC M WISE TEMPLE K K'BNAI	8329 RIDGE ROAD	CINCINNATI	OH	45236	300.00
JAFCO	4200 N University Dr.	Sunrise	FL	33351	500.00
JAFCO	4200 N University Dr.	Sunrise	FL	33351	3,600.00
JAFCO	4200 N University Dr.	Sunrise	FL	33351	3,600.00
Junior Achievement of So Fl	1130 Coconut Creek Blvd	Coconut Cr	FL	33066	1,000.00
Leukemia & Lymphoma	200 S Park Rd Ste140	Hollywood	FL	33021	200.00

Charity Organization	Address	City	State	Zip Code	Amount
LEVIS JCC	9801 DONNA KLEIN BLVD	BOCA RATON	FL	33428	1,000.00
Multiple Myeloma Research	383 Main Ave 5th Flr	Norwalk	CT	6851	100.00
Museum of Art of Fort Lauderdale	1 E. Las Olas Blvd.	Ft Laud	FL	33301	10,000.00
Nova Southeastern Univ	3301 College Ave	Ft. Laud	FL	33314	500.00
NOW Familial Dysautonomia	3691 SW 106 Terr	Davie	FL	33328	250.00
PINK ANGELS MEMORIAL FDN	3711 Garfield St.	Hollywood	FL	33021	500.00
Sheriff Foundation of Broward County	2601 W Broward Blvd	Ft Laud	FL	33312	1,000.00
Soref Jewish Community Center	6501 W Sunrise Blvd	FT Laud	FL	33313	500.00
The Pantry of Broward	610 NW 3rd Ave	Ft Laud	FL	33311	100.00
The Tower Forum	1101 River Reach Rd. #404	Ft Laud	FL	33315	275.00
Trees of Hope	620 SE 9 ST	FT LAUD	FL	33316	250.00
University of Georgia IA -Center for Global Health	101 Foster Rd. Wright Hall	Athens	GA	30602	2,500.00
University of Georgia IA -Center for Global Health	101 Foster Rd. Wright Hall	Athens	GA	30602	2,000.00
Voices for Children	10097 Cleary Blve, #70	Plantation	FL	33334	350.00
TOTAL 2013 CHARITY CONTRIBUTION					74,470.00

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	21,280.	21,280.
TOTAL	21,280.	21,280.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE		2,000.	1,000.		1,000.
	TOTALS	2,000.	1,000.	NONE	1,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NORTHERN INVESTMENT ADVISORY F	2,495.	2,495.
TOTALS	2,495.	2,495.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PROIR YEAR TAX		287.	
ESTIMATED TAX		681.	
FOREIGN TAX		444.	444.
	TOTALS	1,412.	444.

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FIDELITY LIFE PREMIUM	8,185.	8,185.
FL ANNUAL FILING FEE	61.	61.
TOTALS	8,246.	8,246.

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		376,453.	486,047.
	TOTALS	376,453.	486,047.

ALAN & MARSHA LEVY CHARITABLE FOUNDATION, 26-1556590

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		373,914.	384,333.
	TOTALS	373,914.	384,333.

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

ALAN J. LEVY
75 ROYAL PALM DRIVE
FT LAUDERDALE, FL 33301

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2013

Name of estate or trust	Employer identification number
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,	26-1556590

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	27,855.	29,181.		-1,326.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . ▶	7	-1,326.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	176,683.	166,794.		9,889.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13 Capital gain distributions.	13	31,918.
14 Gain from Form 4797, Part I.	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	16	41,807.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			-1,326.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			41,807.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			40,481.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.*

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of: a The loss on line 19, column (3) **or** b $3,000	20	( )

Note: *If the loss on line 19, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*

- *Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24. If zero or less, enter -0-			26			
27	Subtract line 26 from line 21. If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,450			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶					30	
31	Enter the smaller of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $11,950			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33. If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15% ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38. If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,	26-1556590

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You ***must*** **check Box A, B,** ***or*** **C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
20. MFB NORTHN INTL EQTY I	02/20/2014	03/05/2014	248.00	243.00			5.00
60. MFB NORTHN INTL EQTY I	12/05/2013	06/25/2014	773.00	724.00			49.00
17. MFB NORTHN INTL EQTY I	12/05/2013	07/17/2014	217.00	205.00			12.00
14. MFB NORTHN INTL EQTY I	12/05/2013	08/26/2014	177.00	169.00			8.00
2138.07 MFB NORTHN INTL EQ	12/05/2013	10/15/2014	24,310.00	25,785.00			-1,475.00
6. MFB NORTHERN MULTI MANA LISTEDINFRASTRUCTURE FU	02/20/2014	03/05/2014	76.00	75.00			1.00
39. MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	06/25/2014	532.00	486.00			46.00
11. MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	07/17/2014	150.00	137.00			13.00
10. MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	08/26/2014	137.00	125.00			12.00
44. MFB NORTHERN MULTI MAN LISTEDINFRASTRUCTURE FU	02/20/2014	10/15/2014	550.00	548.00			2.00
66.85 MFB NORTHERN FUNDS U FIXED INCOME FD	10/15/2014	10/15/2014	685.00	684.00			1.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			27,855.	29,181.			-1,326.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form 8949 (2013) Attachment Sequence No **12A** Page **2**

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,	26-1556590

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
X **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
12. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	02/20/2014	417.00	440.00			-23.00
12. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	03/05/2014	418.00	440.00			-22.00
8. MFC FLEXSHARES TR MORNI GLOBAL UPSTREAM NAT RES	01/24/2013	05/06/2014	287.00	293.00			-6.00
28. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	06/25/2014	1,040.00	1,027.00			13.00
10. MFC FLEXSHARES TR MORN GLOBAL UPSTREAM NAT RES	01/24/2013	07/17/2014	376.00	367.00			9.00
8. MFC FLEXSHARES TR MORNI GLOBAL UPSTREAM NAT RES	01/24/2013	08/26/2014	298.00	293.00			5.00
205. MFC FLEXSHARES TR MOR GLOBAL UPSTREAM NAT RES	01/24/2013	10/15/2014	6,564.00	7,518.00			-954.00
3. MFC FLEXSHARES TR TR IB TARGET DURATION TIPS IN	01/24/2013	02/20/2014	75.00	76.00			-1.00
13. MFC FLEXSHARES TR TR I TARGET DURATION TIPS IN	01/14/2013	03/05/2014	325.00	330.00			-5.00
8. MFC FLEXSHARES TR TR IB TARGET DURATION TIPS IN	03/18/2013	05/06/2014	200.00	204.00			-4.00
31. MFC FLEXSHARES TR TR I TARGET DURATION TIPS IN	03/18/2013	06/25/2014	781.00	792.00			-11.00
11. MFC FLEXSHARES TR TR I TARGET DURATION TIPS IN	03/18/2013	07/17/2014	276.00	281.00			-5.00
9. MFC FLEXSHARES TR TR IB TARGET DURATION TIPS IN	03/18/2013	08/26/2014	225.00	230.00			-5.00
10. MFC FLEXSHARES TR TR I TARGET DURATION TIPS IN	03/18/2013	10/15/2014	248.00	255.00			-7.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Form **8949** (2013)

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,	26-1556590

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.**		(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
16. MFB NORTHERN FUNDS ULT FIXED INCOME FD	11/02/2012	03/05/2014	164.00	164.00			
49. MFB NORTHERN FUNDS ULT FIXED INCOME FD	11/02/2012	06/25/2014	501.00	501.00			
13. MFB NORTHERN FUNDS ULT FIXED INCOME FD	11/02/2012	07/17/2014	133.00	133.00			
11. MFB NORTHERN FUNDS ULT FIXED INCOME FD	11/02/2012	08/26/2014	113.00	113.00			
1644.15 MFB NORTHERN FUNDS FIXED INCOME FD	07/29/2013	10/15/2014	16,853.00	16,818.00			35.00
6. MFB NORTHN FDS MULTI-MA REALESTATE FD	12/19/2012	02/20/2014	100.00	108.00			-8.00
20. MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	03/05/2014	338.00	360.00			-22.00
12. MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	05/06/2014	207.00	216.00			-9.00
47. MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	06/25/2014	838.00	847.00			-9.00
16. MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	07/17/2014	288.00	288.00			
14. MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	08/26/2014	253.00	252.00			1.00
58. MFB NORTHN FDS MULTI-M GLOBAL REALESTATE FD	12/19/2012	10/15/2014	981.00	1,024.00			-43 00
184. MFB NORTHN FDS MULTI- EMERGING MKTS EQTY FD	09/01/2011	12/05/2013	3,479.00	3,864.00			-385.00
774. MFB NORTHN FDS MULTI- EMERGING MKTS EQTY FD	01/24/2013	02/20/2014	14,087.00	15,489.00			-1,402.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Form **8949** (2013)

Form 8949 (2013) Attachment Sequence No **12A** Page **2**

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,	26-1556590

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	 (g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
31. MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	10/02/2009	03/05/2014	569.00	597.00			-28.00
21. MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	10/02/2009	05/06/2014	404.00	404.00			
73. MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	10/02/2009	06/25/2014	1,452.00	1,405.00			47.00
26. MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	10/02/2009	07/17/2014	528.00	501.00			27.00
22. MFB NORTHN FDS MULTI-M EMERGING MKTS EQTY FD	10/02/2009	08/26/2014	458.00	423.00			35.00
650. MFB NORTHN FDS MULTI- EMERGING MKTS EQTY FD	11/06/2012	10/15/2014	12,227.00	11,994.00			233.00
2127. MFB NORTHERN FUNDS M LARGE CAP FD	12/17/2009	12/05/2013	23,163.00	16,378.00			6,785 00
415. MFB NORTHERN FUNDS MU LARGE CAP FD	12/19/2012	02/20/2014	4,113.00	3,577.00			536.00
157. MFB NORTHERN FUNDS MU LARGE CAP FD	12/19/2012	03/05/2014	1,584.00	1,353.00			231.00
100. MFB NORTHERN FUNDS MU LARGE CAP FD	12/19/2012	05/06/2014	977.00	862.00			115.00
368. MFB NORTHERN FUNDS MU LARGE CAP FD	12/19/2012	06/25/2014	3,787.00	3,172.00			615.00
127. MFB NORTHERN FUNDS MU LARGE CAP FD	12/19/2012	07/17/2014	1,303.00	1,095.00			208.00
111. MFB NORTHERN FUNDS MU LARGE CAP FD	12/19/2012	08/26/2014	1,174.00	957.00			217.00
197. MFB NORTHN MULTI-MANA EQTY FD FD	12/13/2010	12/05/2013	2,100.00	1,946.00			154.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Form 8949 (2013) Attachment Sequence No **12A** Page **2**

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,	26-1556590

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You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo , day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
130. MFB NORTHN MULTI-MANA EQTY FD FD	12/13/2010	03/05/2014	1,416.00	1,284.00			132.00
83. MFB NORTHN MULTI-MANAG FD FD	12/13/2010	05/06/2014	915.00	820.00			95.00
306. MFB NORTHN MULTI-MANA EQTY FD FD	12/13/2010	06/25/2014	3,464.00	3,023.00			441.00
105. MFB NORTHN MULTI-MANA EQTY FD FD	12/13/2010	07/17/2014	1,182.00	1,037.00			145.00
93. MFB NORTHN MULTI-MANAG FD FD	07/29/2013	08/26/2014	1,048.00	934.00			114.00
494. MFB NORTHN MULTI-MANA EQTY FD FD	09/19/2013	10/15/2014	4,994.00	5,281.00			-287.00
3304. MFB NORTHN MULTI-MAN EQTY FD FD	09/19/2013	11/20/2014	34,989.00	33,720.00			1,269.00
48. MFB NORTHN MULTIMGR SM	09/01/2011	12/05/2013	626.00	457.00			169.00
3. MFB NORTHN MULTIMGR SMA	01/24/2013	02/20/2014	34.00	31.00			3.00
7. MFB NORTHN MULTIMGR SMA	01/24/2013	03/05/2014	83.00	71.00			12.00
22. MFB NORTHN MULTIMGR SM	01/14/2013	06/25/2014	255.00	219.00			36.00
6. MFB NORTHN MULTIMGR SMA	12/19/2012	07/17/2014	67.00	59.00			8.00
5. MFB NORTHN MULTIMGR SMA	12/19/2012	08/26/2014	58.00	49.00			9.00
18. MFB NORTHN MULTIMGR SM	12/19/2012	11/20/2014	210.00	172.00			38.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949** (2013)

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,	26-1556590

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Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
239. MFB NORTHN MULTIMGR M	12/08/2011	12/05/2013	3,702.00	2,699.00			1,003 00
31. MFB NORTHN MULTIMGR MI	01/24/2013	02/20/2014	425.00	374.00			51.00
19. MFB NORTHN MULTIMGR MI	12/19/2012	03/05/2014	266.00	226.00			40.00
13. MFB NORTHN MULTIMGR MI	12/19/2012	05/06/2014	177.00	155.00			22.00
46. MFB NORTHN MULTIMGR MI	12/19/2012	06/25/2014	655.00	532.00			123.00
16. MFB NORTHN MULTIMGR MI	12/08/2011	07/17/2014	225.00	177.00			48.00
14. MFB NORTHN MULTIMGR MI	07/25/2013	08/26/2014	202.00	202.00			
22. MFB NORTHN FDS SMALL C	12/13/2010	12/05/2013	482.00	316.00			166.00
3. MFB NORTHN FDS SMALL CA	01/24/2013	03/05/2014	65.00	52.00			13.00
12. MFB NORTHN FDS SMALL C	01/14/2013	06/25/2014	257.00	203.00			54.00
3. MFB NORTHN FDS SMALL CA	01/14/2013	07/17/2014	62.00	51.00			11.00
3. MFB NORTHN FDS SMALL CA	01/14/2013	08/26/2014	64.00	51.00			13.00
14. MFB NORTHN FDS SMALL C	01/14/2013	11/20/2014	304.00	222.00			82.00
84. MFB NORTHN HI YIELD FX	01/24/2013	02/20/2014	636.00	642.00			-6.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)
ALAN & MARSHA LEVY CHARITABLE FOUNDATION,

Social security number or taxpayer identification number
26-1556590

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
109. MFB NORTHN HI YIELD F	01/14/2013	03/05/2014	831.00	832.00			-1.00
70. MFB NORTHN HI YIELD FX	01/14/2013	05/06/2014	534.00	534.00			
258. MFB NORTHN HI YIELD F	01/14/2013	06/25/2014	1,989.00	1,969.00			20.00
88. MFB NORTHN HI YIELD FX	01/14/2013	07/17/2014	673.00	671.00			2.00
78. MFB NORTHN HI YIELD FX	01/14/2013	08/26/2014	595.00	567.00			28.00
100. MFB NORTHERN FDS FIXE	11/04/2011	12/05/2013	1,016.00	1,055.00			-39.00
76. MFB NORTHERN FDS FIXED	01/14/2013	02/20/2014	775.00	806.00			-31.00
169. MFB NORTHERN FDS FIXE	01/14/2013	03/05/2014	1,732.00	1,793.00			-61.00
109. MFB NORTHERN FDS FIXE	01/14/2013	05/06/2014	1,126.00	1,156.00			-30 00
399. MFB NORTHERN FDS FIXE	01/24/2013	06/25/2014	4,150.00	4,233.00			-83.00
138. MFB NORTHERN FDS FIXE	01/24/2013	07/17/2014	1,434.00	1,456.00			-22.00
121. MFB NORTHERN FDS FIXE	12/08/2011	08/26/2014	1,261.00	1,276.00			-15.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			176,683.	166,794.			9,889.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
2,807 380	19 37	0 00	54,378 95	44,065 89	10,313 06	0 00	10,313 06
Total USD		0 00	54,378 95	44,065 89	10,313 06	0 00	10,313 06
Total Emerging Markets Region		0 00	54,378 95	44,065 89	10,313 06	0 00	10,313 06
Global Region - USD							
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407							
1,111 000	32 61	0 00	36,229 71	38,911 37	-2,681 66	0 00	-2,681 66
Total USD		0 00	36,229 71	38,911 37	-2,681 66	0 00	-2,681 66
Total Global Region		0 00	36,229 71	38,911 37	-2,681 66	0 00	-2,681 66
International Region - USD							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
9,981 240	10 70	0 00	106,799 26	86,930 02	19,869 24	0 00	19,869 24
Total USD		0 00	106,799 26	86,930 02	19,869 24	0 00	19,869 24
Total International Region		0 00	106,799 26	86,930 02	19,869 24	0 00	19,869 24
United States - USD							
MFB NORTHERN FDS MULTI MANAGER LARGE CAPFD CUSIP 665162517							
19,580 590	10 75	0 00	210,491 34	143,636 98	66,854 36	0 00	66,854 36
MFB NORTHERN FUNDS SMALL CAP CORE FUND CUSIP 665162665							
487 500	21 78	0 00	10,617 75	7,607 87	3,009 88	0 00	3,009 88

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Equity funds							
United States - USD							
MFB NORTHERN MULTI MANAGER GLOBAL LISTEDINFRASTRUCTURE FUND CUSIP 665162384							
1,425 780	13 14	0 00	18,734 74	17,799 93	934 81	0 00	934 81
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
2,602 370	14 66	0 00	38,150 74	29,524 25	8,626 49	0 00	8,626 49
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
905 910	11 75	0 00	10,644 44	7,976 20	2,668 24	0 00	2,668 24
Total USD		0 00	288,639 01	206,545 23	82,093 78	0 00	82,093 78
Total United States		0 00	288,639 01	206,545 23	82,093 78	0 00	82,093 78
Total Equity Funds							
38,901.770		**0.00**	**486,046.93**	**376,452.51**	**109,594.42**	**0 00**	**109,594.42**
Total Equity Securities							
38,901.770		**0.00**	**486,046.93**	**376,452.51**	**109,594.42**	**0.00**	**109,594.42**
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHERN FDS FIXED INCOME FD CUSIP 665162806							
24,815 890	10 43	0 00	258,829 73	255,518 01	3,311 72	0 00	3,311 72
Issue Date 25 Aug 08							

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
12,139 450	7 38	0 00	89,589 14	81,568 85	8,020 29	0 00	8,020 29
Issue Date 25 Aug 08							
Total USD		0 00	348,418 87	337,086 86	11,332 01	0 00	11,332 01
Total United States		0 00	348,418 87	337,086 86	11,332 01	0 00	11,332 01
Total Corporate/Government							
36,955.340		**0.00**	**348,418.87**	**337,086.86**	**11,332.01**	**0.00**	**11,332 01**
Other bonds							
United States - USD							
MFC FLEXSHARES TR TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD CUSIP 33939L506							
1,454 000	24 70	0 00	35,913 80	36,826 90	-913 10	0 00	-913 10
Issue Date 07 Dec 12							
Total USD		0 00	35,913 80	36,826 90	-913 10	0 00	-913 10
Total United States		0 00	35,913 80	36,826 90	-913 10	0 00	-913 10
Total Other Bonds							
1,454.000		**0.00**	**35,913.80**	**36,826.90**	**-913.10**	**0.00**	**-913.10**
Total Fixed Income Securities							
38,409.340		**0.00**	**384,332.67**	**373,913.76**	**10,418.91**	**0.00**	**10,418.91**

Real Estate

Real estate funds

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Real Estate							
Real estate funds							
Global Region - USD							
MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475							
2,137 740	18 05	0 00	38,586 20	32,093 64	6,492 56	0 00	6,492 56
Total USD		0 00	38,586 20	32,093 64	6,492 56	0 00	6,492 56
Total Global Region		0 00	38,586 20	32,093 64	6,492 56	0 00	6,492 56
Total Real Estate Funds **2,137.740**		**0.00**	**38,586.20**	**32,093.64**	**6,492.56**	**0.00**	**6,492.56**
Total Real Estate **2,137.740**		**0.00**	**38,586.20**	**32,093.64**	**6,492.56**	**0.00**	**6,492.56**
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	0 00	21,196 89	21,196 89	0 00	0 00	0 00
Total short term - all currencies		0 00	21,196 89	21,196 89	0 00	0 00	0 00
Total short term - all countries		0 00	21,196 89	21,196 89	0 00	0 00	0 00
Total Short Term **21,196.890**		**0.00**	**21,196.89**	**21,196.89**	**0.00**	**0.00**	**0.00**
Total Cash and Short Term Investments **21,196.890**		**0.00**	**21,196.89**	**21,196.89**	**0.00**	**0.00**	**0.00**

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Adjustments To Cash							
Pending trade purchases							
USD - United States dollar							
	1 00	0 00	-3,263 49	-3,263 49	0 00	0 00	0 00
Total pending trade purchases - all currencies		0 00	-3,263 49	-3,263 49	0 00	0 00	0 00
Total pending trade purchases - all countries		0 00	-3,263 49	-3,263 49	0 00	0 00	0 00
Total Pending trade purchases **0.000**		**0.00**	**-3,263.49**	**-3,263.49**	**0.00**	**0 00**	**0.00**
Total Adjustments To Cash **0.000**		**0.00**	**-3,263.49**	**-3,263.49**	**0.00**	**0.00**	**0.00**
Total **100,645.740**		**0.00**	**926,899 20**	**800,393.31**	**126,505.89**	**0.00**	**126,505.89**