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EXTENDED TO NOVEMBER 16, 2015

Return of Private Foundation

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

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OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

A Employer identification number

THE BFF FOUNDATION INC.

11-3261912

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

Room/suite

C/O 1428 36TH STREET

200

B Telephone number

718-975-5303

City or town, state or province, country, and ZIP or foreign postal code

BROOKLYN, NY 11218

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

J Accounting method: ☒ Cash ☐ Accrual

(from Part II, col (c), line 16)

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

\$ 26,796,248. (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))

(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				
	2	Check ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	30,087.	30,087.	30,087.	
	4	Dividends and interest from securities	571,257.	571,257.	571,257.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	601,958.			
	b	Gross sales price for all assets on line 6a	601,958.			
	7	Capital gain net income (from Part IV, line 2)		601,958.		
	8	Net short-term capital gain			N/A	
Operating and Administrative Expenses	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	130,350.	130,350.	130,350.	STATEMENT 1
	12	Total. Add lines 1 through 11	1,333,652.	1,333,652.	731,694.	
	13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees				
	c	Other professional fees				
	17	Interest				
	18	Taxes	34,509.	5,329.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses	53,771.	53,771.	0.	0.
	24	Total operating and administrative expenses. Add lines 13 through 23	88,280.	59,100.	0.	0.
	25	Contributions, gifts, grants paid	1,171,959.			1,171,959.
	26	Total expenses and disbursements. Add lines 24 and 25	1,260,239.	59,100.	0.	1,171,959.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	73,413.			
	b	Net investment income (if negative, enter -0-)		1,274,552.		
	c	Adjusted net income (if negative, enter -0-)			731,694.	

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6

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,646,086.	615,598.	615,598.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable STMT 4 ▶ 255,000.			
	Less: allowance for doubtful accounts ▶ 0.	431,000.	255,000.	255,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 5	846,298.	0.	0.
	b Investments - corporate stock STMT 6	9,736,618.	10,933,886.	10,933,886.
	c Investments - corporate bonds STMT 7	9,435,537.	11,887,981.	11,887,981.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	3,628,861.	3,103,783.	3,103,783.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	26,724,400.	26,796,248.	26,796,248.	
Liabilities	17 Accounts payable and accrued expenses	5,500.	15,953.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 9)	71,532.	81,932.	
23 Total liabilities (add lines 17 through 22)	77,032.	97,885.		
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	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	26,647,368.	26,698,363.		
30 Total net assets or fund balances	26,647,368.	26,698,363.		
31 Total liabilities and net assets/fund balances	26,724,400.	26,796,248.		

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	26,647,368.
2 Enter amount from Part I, line 27a	2	73,413.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	26,720,781.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN	5	22,418.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,698,363.

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 SEE ATTACHED - NET GAIN ON SALES		P		
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 601,958.			601,958.
b			
c			
d			
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			601,958.
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	601,958.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	601,958.

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))
2013	2,602,575.	26,786,957.	.097158
2012	1,370,355.	31,379,961.	.043670
2011	1,475,730.	28,130,415.	.052460
2010	1,426,693.	29,056,747.	.049100
2009	1,158,044.	28,799,817.	.040210

2 Total of line 1, column (d)	2	.282598
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	.056520
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	26,388,689.
5 Multiply line 4 by line 3	5	1,491,489.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,746.
7 Add lines 5 and 6	7	1,504,235.
8 Enter qualifying distributions from Part XII, line 4	8	1,171,959.

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)		1	25,491.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	25,491.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	25,491.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	24,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	24,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	173.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,664.	
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 2015 estimated tax	11		

Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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>ROTH AND COMPANY</u> Telephone no. ► <u>718-236-1600</u> Located at ► <u>1428 36TH ST, BROOKLYN, NY</u> ZIP+4 ► <u>11218</u>			
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 ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2014, 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 FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <u>N/A</u>	1b	
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ► _____	☐ Yes ☒ 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.)	<u>N/A</u>	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2014 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 2014.)	<u>N/A</u>	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 2014?	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 4945(d)(4)(A)? (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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSEPH BISTRITZKY 4625 POST AVENUE MIAMI BEACH, FL 33140	PRESIDENT 5.00	0.	0.	0.
SHEILA BISTRITZKY 4625 POST AVENUE MIAMI BEACH, FL 33140	TREASURER 5.00	0.	0.	0.
YEHUDIS GOLD 1078 EAST 26TH STREET BROOKLYN, NY 11210	SECRETARY 1.00	0.	0.	0.

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

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

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

0

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A**Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2014)

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	22,069,542.
b	Average of monthly cash balances	1b	1,362,622.
c	Fair market value of all other assets	1c	3,358,383.
d	Total (add lines 1a, b, and c)	1d	26,790,547.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	26,790,547.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	401,858.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,388,689.
6	Minimum investment return. Enter 5% of line 5	6	1,319,434.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,319,434.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	25,491.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	25,491.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,293,943.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,293,943.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,293,943.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,171,959.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,171,959.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,171,959.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				1,293,943.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			186,168.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 1,171,959.				
a Applied to 2013, but not more than line 2a			186,168.	
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 2014 distributable amount				985,791.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				308,152.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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.)**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

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

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

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

- 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				
AGUDATH ISRAEL OF MADISON 2122 AVENUE S BROOKLYN, NY 11229		TAX EXEMPT	TO FURTHER JEWISH CAUSES	11,000.
AMERICAN FRIENDS OF CHASDEI LEV 3512 QUENTIN ROAD BROOKLYN, NY 11234		TAX EXEMPT	TO FURTHER JEWISH CAUSES	126,000.
AMERICAN FRIENDS OF MAGEN DAVID ADO 352 7TH AVENUE NEW YORK, NY 10001		TAX EXEMPT	TO FURTHER JEWISH CAUSES	100.
AMERICAN FRIENDS OF TZOHAR 1274 49TH STREET BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	200.
AMERICAN SOCIETY FOR YAD VASHEM P.O. BOX 170305 MILWAUKEE, WI 53217		TAX EXEMPT	TO FURTHER JEWISH CAUSES	100.
Total	SEE CONTINUATION SHEET(S)			1,171,523.
b Approved for future payment				
NONE				
Total				0.

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

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

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

Sign Here   **DIRECTOR**

Signature of officer or trustee _____ Date _____ Title _____

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	HESHY KATZ	HESHY KATZ	11/12/15		P00841428
	Firm's name ▶ ROTH & COMPANY, LLP				Firm's EIN ▶ 11-3360065
	Firm's address ▶ 1428 36TH STREET SUITE 200 BROOKLYN, NY 11218			Phone no. 718-236-1600	

FORM 990-PF

OTHER INCOME

STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 INCOME- RENTAL	29,277.	29,277.	29,277.
K-1 ORDINARY INCOME	101,073.	101,073.	101,073.
TOTAL TO FORM 990-PF, PART I, LINE 11	130,350.	130,350.	130,350.

FORM 990-PF

TAXES

STATEMENT

2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	28,680.	0.	0.	0.
STATE TAXES	500.	0.	0.	0.
FOREIGN TAX	5,329.	5,329.	0.	0.
TO FORM 990-PF, PG 1, LN 18	34,509.	5,329.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	170.	170.	0.	0.
INVESTMENT EXPENSES	52,251.	52,251.	0.	0.
OFFICE EXPENSE	1,177.	1,177.	0.	0.
LICENSES & FEES	173.	173.	0.	0.
TO FORM 990-PF, PG 1, LN 23	53,771.	53,771.	0.	0.

FORM 990-PF OTHER NOTES AND LOANS REPORTED SEPARATELY STATEMENT 4

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
AGUDAH ISRAEL OF MADISON			ON DEMAND	.00%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
11/18/12		25,000.	NONE	0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
NONE			CHARITY		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			5,000.	0.	5,000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
AREM			ONE YEAR	5.00%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
01/10/13	01/10/14	400,000.	NONE	0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
NONE			INVESTMENT		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			0.	0.	0.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
BAIS SHMUEL			ON DEMAND	.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
01/21/14		150,000.	NONE	0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
NONE	CHARITY

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	150,000.	0.	150,000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
AGUDAH ISRAEL OF MADISON			3-5 YEARS	.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
06/15/14	06/15/19	100,000.	NONE	0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
NONE	CHARITY

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
	100,000.	0.	100,000.

TOTAL TO FORM 990-PF, PART II, LINE 7	255,000.	0.	255,000.
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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SANFORD BERNSTEIN	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SANFORD BERNSTEIN	7,583,529.	7,583,529.
SANFORD BERNSTEIN	1,773,877.	1,773,877.
SANFORD BERNSTEIN	1,576,480.	1,576,480.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,933,886.	10,933,886.

FORM 990-PF

CORPORATE BONDS

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SANFORD BERNSTEIN	544,360.	544,360.
SANFORD BERNSTEIN	8,756,633.	8,756,633.
SANFORD BERNSTEIN	741,406.	741,406.
SANFORD BERNSTEIN	1,250,269.	1,250,269.
SANFORD BERNSTEIN	595,313.	595,313.
TOTAL TO FORM 990-PF, PART II, LINE 10C	11,887,981.	11,887,981.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LAKEWOOD REGENCY (PARTNERSHIP)	COST	193,256.	193,256.
FRIDAY INVESTMENT LLC	COST	896,125.	896,125.
THURSDAY INVESTMENTS, LLC	COST	2,014,402.	2,014,402.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,103,783.	3,103,783.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
QUALIFIED NON INTEREST LOAN	71,532.	81,932.	
TOTAL TO FORM 990-PF, PART II, LINE 22	71,532.	81,932.	

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 039-32484)

January 1, 2014 - December 31, 2014

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
SHORT-TERM								
12/10/2013	11/26/2014	132.411	BERNSTEIN GOVERNMENT	12.54	12.53	1,660.44	1,559.11	1.33
12/20/2013	11/26/2014	15.912	BERNSTEIN GOVERNMENT	12.54	12.53	199.54	199.38	0.16
12/31/2013	11/26/2014	4.012	BERNSTEIN GOVERNMENT	12.54	12.52	50.31	50.23	0.08
01/17/2014	11/26/2014	8.315	BERNSTEIN GOVERNMENT	12.54	12.52	104.27	104.11	0.16
02/20/2014	11/26/2014	15.291	BERNSTEIN GOVERNMENT	12.54	12.53	191.75	191.59	0.16
03/20/2014	11/26/2014	8.335	BERNSTEIN GOVERNMENT	12.54	12.51	104.52	104.27	0.25
04/17/2014	11/26/2014	8.820	BERNSTEIN GOVERNMENT	12.54	12.52	110.60	110.43	0.17
05/20/2014	11/26/2014	7.362	BERNSTEIN GOVERNMENT	12.54	12.54	92.32	92.32	0.00
06/20/2014	11/26/2014	8.248	BERNSTEIN GOVERNMENT	12.54	12.52	103.43	103.26	0.17
07/18/2014	11/26/2014	2.081	BERNSTEIN GOVERNMENT	12.54	12.52	26.10	26.06	0.04
08/20/2014	11/26/2014	0.167	BERNSTEIN GOVERNMENT	12.54	12.51	2.09	2.09	0.00
09/19/2014	11/26/2014	0.356	BERNSTEIN GOVERNMENT	12.54	12.50	4.46	4.45	0.01
10/20/2014	11/26/2014	9.194	BERNSTEIN GOVERNMENT	12.54	12.55	115.29	115.38	(0.09)
11/20/2014	11/26/2014	1.944	BERNSTEIN GOVERNMENT	12.54	12.53	24.38	24.36	0.02
SUBTOTAL FOR SHORT-TERM						2,789.50	2,787.04	2.46
LONG-TERM								
08/18/2010	02/21/2014	27,910.886	BERNSTEIN GOVERNMENT	12.54	12.87	350,000.00	359,210.63	(9,210.53)
08/18/2010	11/26/2014	3,112.041	BERNSTEIN GOVERNMENT	12.54	12.87	39,024.99	40,051.97	(1,026.98)
08/19/2010	11/26/2014	795.823	BERNSTEIN GOVERNMENT	12.54	12.88	9,979.62	10,250.20	(270.58)
08/20/2010	11/26/2014	3.117	BERNSTEIN GOVERNMENT	12.54	12.87	39.09	40.11	(1.02)
09/02/2010	11/26/2014	0.136	BERNSTEIN GOVERNMENT	12.54	12.87	1.71	1.75	(0.04)
09/16/2010	11/26/2014	31,682.207	BERNSTEIN GOVERNMENT	12.54	12.87	397,294.87	407,750.00	(10,455.13)
09/20/2010	11/26/2014	25.937	BERNSTEIN GOVERNMENT	12.54	12.87	325.25	333.81	(8.56)
10/20/2010	11/26/2014	41.211	BERNSTEIN GOVERNMENT	12.54	12.91	516.79	532.04	(15.25)
11/19/2010	11/26/2014	50.057	BERNSTEIN GOVERNMENT	12.54	12.87	627.71	644.23	(16.52)
12/07/2010	11/26/2014	233.427	BERNSTEIN GOVERNMENT	12.54	12.81	2,927.17	2,990.20	(63.03)
12/20/2010	11/26/2014	42.893	BERNSTEIN GOVERNMENT	12.54	12.79	537.88	548.60	(10.72)
12/31/2010	11/26/2014	17.978	BERNSTEIN GOVERNMENT	12.54	12.80	225.44	230.12	(4.68)
01/20/2011	11/26/2014	36.079	BERNSTEIN GOVERNMENT	12.54	12.79	452.43	461.45	(9.02)
02/18/2011	11/26/2014	863.133	BERNSTEIN GOVERNMENT	12.54	12.77	10,823.69	11,022.21	(198.52)
03/18/2011	11/26/2014	55.467	BERNSTEIN GOVERNMENT	12.54	12.81	695.56	710.53	(14.97)

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Capital Gains Report

THE BFF FOUNDATION INC. (Account: 039-32484)

January 1, 2014 - December 31, 2014

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
07/19/2013	11/26/2014	9.180	BERNSTEIN GOVERNMENT	12.54	12.53	115.12	115.03	0.09
08/20/2013	11/26/2014	9.721	BERNSTEIN GOVERNMENT	12.54	12.52	121.90	121.71	0.19
09/20/2013	11/26/2014	13.227	BERNSTEIN GOVERNMENT	12.54	12.54	165.87	165.87	0.00
10/18/2013	11/26/2014	31.982	BERNSTEIN GOVERNMENT	12.54	12.54	401.06	401.05	0.01
11/20/2013	11/26/2014	16.910	BERNSTEIN GOVERNMENT	12.54	12.55	212.05	212.22	(0.17)
SUBTOTAL FOR LONG-TERM						845,739.59	867,427.53	(21,687.94)
TOTAL						\$848,529.09	\$870,214.57	(\$21,685.48)

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L	(\$21,685.48)
SHORT-TERM	\$2.46
LONG-TERM	(\$21,687.94)

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 888-22399)

January 1, 2014 - December 31, 2014

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
SHORT-TERM COVERED								
03/19/2013	01/16/2014	375	MARATHON PETROLEUM CORP	85.40	88.14	32,025.11	33,051.34	(1,026.23)
05/03/2013	01/16/2014	125	MARATHON PETROLEUM CORP	85.40	78.20	10,675.04	9,775.55	899.49
03/19/2013	01/27/2014	150	EBAY INC	53.27	50.91	7,989.83	7,636.74	353.09
03/15/2013	02/03/2014	275	ILLINOIS TOOL WORKS	78.15	61.47	21,491.80	16,903.37	4,588.43
05/06/2013	02/03/2014	175	ILLINOIS TOOL WORKS	78.15	65.67	13,676.60	11,491.39	2,185.21
06/03/2013	02/03/2014	100	ILLINOIS TOOL WORKS	78.15	70.33	7,815.20	7,032.95	782.25
03/25/2013	02/03/2014	50	INTL BUSINESS MACHINES CORP	174.41	210.92	8,720.53	10,545.77	(1,825.24)
02/07/2013	02/04/2014	275	PATTERSON COS INC	39.18	37.13	10,774.17	10,209.63	564.54
05/21/2013	02/04/2014	175	PATTERSON COS INC	39.18	39.12	6,856.29	6,846.65	9.64
03/11/2013	02/06/2014	25	***EVEREST RE GROUP LTD	137.70	127.20	3,442.50	3,179.93	262.57
03/18/2013	02/07/2014	55	WW GRAINGER INC	234.08	224.00	12,874.49	12,319.95	554.54
03/21/2013	02/10/2014	150	CELGENE CORP	156.40	111.95	23,459.38	16,792.29	6,667.09
01/08/2014	02/10/2014	45	CELGENE CORP	156.40	165.85	7,037.82	7,463.07	(425.25)
02/20/2013	02/14/2014	450	***AMDOCS LTD	44.05	35.99	19,821.38	16,194.01	3,627.37
05/01/2013	02/14/2014	75	ALLERGAN INC	124.62	99.54	9,346.43	7,465.59	1,880.84
05/20/2013	02/20/2014	200	KINDER MORGAN INC	33.13	40.81	6,625.38	8,161.98	(1,536.60)
07/15/2013	02/20/2014	200	KINDER MORGAN INC	33.13	40.22	6,625.38	8,043.98	(1,418.60)
03/18/2013	02/20/2014	15	WW GRAINGER INC	248.56	224.00	3,728.38	3,359.99	368.39
05/24/2013	02/20/2014	30	WW GRAINGER INC	248.56	258.12	7,456.77	7,743.61	(286.84)
08/23/2013	02/24/2014	200	CONAGRA FOODS INC	28.55	35.09	5,710.20	7,018.32	(1,308.12)
05/24/2013	02/26/2014	30	WW GRAINGER INC	249.97	258.12	7,498.99	7,743.60	(244.61)
08/26/2013	02/26/2014	45	WW GRAINGER INC	249.97	253.87	11,248.48	11,424.19	(175.71)
12/03/2013	02/27/2014	650	GENERAL MOTORS CO	36.40	37.90	23,659.94	24,632.73	(972.79)
04/10/2013	03/14/2014	10	PRICELINE GROUP INC/THE	1,277.24	718.53	12,772.36	7,185.32	5,587.04
09/27/2013	03/27/2014	100	PARKER HANNIFIN CORP	118.03	109.03	11,803.36	10,903.28	900.08
10/08/2013	04/09/2014	275	VERISK ANALYTICS INC-CL A	58.98	64.79	16,220.08	17,817.50	(1,597.42)
03/10/2014	04/09/2014	150	VERISK ANALYTICS INC-CL A	58.98	63.30	8,847.31	9,494.42	(647.11)
06/17/2013	04/10/2014	200	CBS CORP-CLASS B NON VOTING	61.45	47.80	12,290.22	9,560.24	2,729.98
03/07/2014	04/14/2014	125	***EATON CORP PLC	71.07	76.26	8,884.09	9,532.70	(648.61)
05/30/2013	04/22/2014	100	COSTCO WHOLESALE CORP	113.89	113.08	11,388.50	11,307.72	80.78
10/30/2013	04/24/2014	100	HASBRO INC	54.80	52.38	5,479.65	5,237.58	242.07
01/21/2014	04/28/2014	275	FISERV INC	56.10	57.08	15,426.32	15,697.80	(271.48)

BERNSTEIN

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Capital Gains Report

HE BFF FOUNDATION INC. (Account: 888-22399)

January 1, 2014 - December 31, 2014

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
01/28/2014	04/28/2014	225	FISERV INC	56.10	56.60	12,621.53	12,734.91	(113.38)
05/01/2013	04/29/2014	100	ALLERGAN INC	166.14	99.54	16,613.55	9,954.12	6,659.43
06/17/2013	05/01/2014	500	CBS CORP-CLASS B NON VOTING	57.77	47.80	28,884.70	23,900.60	4,984.10
07/16/2013	05/01/2014	150	CBS CORP-CLASS B NON VOTING	57.77	52.91	8,665.41	7,936.04	729.37
07/09/2013	05/06/2014	850	REGAL ENTERTAINMENT GROUP-A	18.57	19.00	15,788.33	16,147.54	(359.21)
04/17/2014	05/20/2014	1,000	NAVIENT CORP	16.00	16.76	16,000.60	16,755.59	(754.99)
06/26/2013	05/27/2014	300	GENWORTH FINANCIAL INC-CL A	17.43	11.17	5,227.56	3,351.99	1,875.57
06/05/2013	05/30/2014	75	COSTCO WHOLESALE CORP	115.59	109.65	8,669.48	8,223.56	445.92
06/26/2013	05/30/2014	400	GENWORTH FINANCIAL INC-CL A	16.99	11.17	6,797.28	4,469.32	2,327.96
11/18/2013	06/06/2014	100	FEDEX CORP	142.92	137.38	14,291.94	13,737.99	553.95
11/21/2013	06/06/2014	75	FEDEX CORP	142.92	137.81	10,718.96	10,335.80	383.16
07/22/2013	06/06/2014	600	PULTE GROUP INC	20.08	19.05	12,048.00	11,432.70	615.30
12/11/2013	06/10/2014	100	MEAD JOHNSON NUTRITION CO	87.72	85.02	8,772.49	8,502.18	270.31
05/22/2014	06/10/2014	12	TIME INC	23.00	24.08	276.01	288.97	(12.96)
10/28/2013	06/12/2014	75	NIKE INC -CL B	74.91	75.48	5,618.23	5,660.94	(42.71)
03/03/2014	06/19/2014	150	EBAY INC	49.60	58.17	7,439.67	8,726.22	(1,286.55)
			WASH SALE-DISALLOWED LOSS					1,286.55
03/27/2014	06/19/2014	15	INTUITIVE SURGICAL INC	402.43	428.67	6,036.42	6,430.04	(393.62)
09/27/2013	06/19/2014	50	PARKER HANNIFIN CORP	126.72	109.03	6,335.95	5,451.64	884.31
02/07/2014	06/26/2014	75	F5 NETWORKS INC	107.33	107.16	8,049.47	8,036.97	12.50
02/04/2014	06/27/2014	100	LORILLARD INC	61.35	48.84	6,134.85	4,883.50	1,251.35
10/21/2013	07/02/2014	950	GANNETT CO	31.76	26.41	30,174.19	25,085.13	5,089.06
05/02/2014	07/02/2014	125	VERTEX PHARMACEUTICALS INC	96.80	67.86	12,100.26	8,482.70	3,617.56
02/07/2014	07/14/2014	50	F5 NETWORKS INC	110.12	107.16	5,505.98	5,357.98	148.00
10/30/2013	07/14/2014	250	HASBRO INC	54.33	52.38	13,583.65	13,093.95	489.70
02/05/2014	07/15/2014	150	HERSHEY CO/THE	95.04	100.53	14,255.93	15,079.02	(823.09)
09/27/2013	07/16/2014	50	PARKER HANNIFIN CORP	124.21	109.03	6,210.65	5,451.64	759.01
01/16/2014	07/17/2014	200	VALERO ENERGY CORP	49.33	50.46	9,866.04	10,091.76	(225.72)
03/03/2014	07/24/2014	400	EBAY INC	53.29	58.17	21,316.56	23,269.92	(1,953.36)
04/14/2014	07/24/2014	75	EBAY INC	53.29	53.90	3,996.86	4,042.71	(45.85)
09/27/2013	07/30/2014	175	PARKER HANNIFIN CORP	117.63	109.03	20,584.57	19,080.74	1,503.83
04/28/2014	08/05/2014	425	MONDELEZ INTERNATIONAL-W/I	36.03	35.89	15,311.52	15,252.23	59.29
10/14/2013	08/07/2014	100	HESS CORP	97.89	80.98	9,788.51	8,098.09	1,690.42

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 888-22399)

January 1, 2014 - December 31, 2014

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
03/21/2014	08/08/2014	400	GENWORTH FINANCIAL INC-CL A	12.88	17.95	5,152.84	7,178.04	(2,025.20)
12/11/2013	08/27/2014	150	MEAD JOHNSON NUTRITION CO	94.98	85.02	14,246.78	12,753.27	1,493.51
04/11/2014	09/08/2014	125	UNITED TECHNOLOGIES CORP	108.71	114.84	13,588.89	14,354.74	(765.85)
06/20/2014	09/08/2014	100	UNITED TECHNOLOGIES CORP	108.71	118.09	10,871.11	11,809.11	(938.00)
02/05/2014	09/11/2014	100	HERSHEY CO/THE	92.08	100.53	9,208.27	10,052.68	(844.41)
02/19/2014	09/11/2014	200	HERSHEY CO/THE	92.08	106.15	18,416.54	21,229.18	(2,812.64)
02/04/2014	09/30/2014	275	LORILLARD INC	80.08	48.84	16,520.85	13,429.63	3,091.22
06/16/2014	10/03/2014	100	***COPA HOLDINGS SA-CLASS A	109.22	139.02	10,921.93	13,902.04	(2,980.11)
07/10/2014	10/03/2014	75	***COPA HOLDINGS SA-CLASS A	109.22	143.76	8,191.45	10,781.76	(2,590.31)
09/08/2014	10/03/2014	275	CBS CORP-CLASS B NON VOTING	52.74	59.04	14,504.55	16,235.15	(1,730.60)
08/11/2014	10/15/2014	500	DISCOVERY COMMUNICATION-A	33.98	42.50	16,991.75	21,251.75	(4,260.00)
08/19/2014	10/15/2014	150	DISCOVERY COMMUNICATION-A	33.98	44.43	5,097.53	6,663.80	(1,566.27)
03/25/2014	10/17/2014	375	LINEAR TECHNOLOGY CORP	39.38	48.69	14,769.00	18,258.49	(3,489.49)
04/17/2014	10/17/2014	325	LINEAR TECHNOLOGY CORP	39.38	46.22	12,799.80	15,021.53	(2,221.73)
05/02/2014	10/17/2014	150	LINEAR TECHNOLOGY CORP	39.38	45.02	5,907.60	6,752.87	(845.27)
05/21/2014	10/17/2014	350	LINEAR TECHNOLOGY CORP	39.38	45.12	13,784.40	15,791.86	(2,007.46)
06/13/2014	10/20/2014	200	HALLIBURTON CO	52.93	66.90	10,586.66	13,380.24	(2,793.58)
03/05/2014	10/20/2014	750	TWENTY-FIRST CENTURY FOX-A	32.67	33.97	24,500.33	25,476.38	(976.05)
08/19/2014	10/20/2014	200	TWENTY-FIRST CENTURY FOX-A	32.67	35.75	6,533.42	7,149.26	(615.84)
06/09/2014	10/22/2014	175	EOG RESOURCES INC	94.00	110.26	16,449.70	19,295.96	(2,846.26)
06/19/2014	10/22/2014	100	EOG RESOURCES INC	94.00	114.76	9,399.83	11,476.18	(2,076.35)
12/04/2013	11/24/2014	250	ASSURANT INC	58.28	64.62	17,069.57	16,154.30	915.27
02/03/2014	11/24/2014	20	ASSURANT INC	68.28	64.51	1,365.57	1,290.18	75.39
06/30/2014	12/05/2014	80	CALIFORNIA RESOURCES CORP	6.66	10.36	532.73	828.94	(296.21)
08/18/2014	12/05/2014	40	CALIFORNIA RESOURCES CORP	6.66	10.13	266.36	405.02	(138.66)
02/04/2014	12/05/2014	300	LINCOLN NATIONAL CORP	57.37	46.67	17,210.58	14,002.26	3,208.32
04/28/2014	12/10/2014	350	DOVER CORP	71.29	85.03	24,952.62	29,760.36	(4,807.74)
06/12/2014	12/10/2014	150	DOVER CORP	71.29	88.72	10,693.98	13,307.34	(2,613.36)
06/13/2014	12/10/2014	50	DOVER CORP	71.29	89.13	3,564.66	4,456.51	(891.85)
10/03/2014	12/10/2014	150	DOVER CORP	71.29	80.10	10,693.98	12,015.56	(1,321.58)
11/24/2014	12/10/2014	156	DOVER CORP	71.29	83.16	11,121.74	12,972.32	(1,850.58)
02/03/2014	12/19/2014	630	OFFICE DEPOT INC	8.46	4.77	5,330.75	3,007.62	2,323.13
09/09/2014	12/23/2014	50	BECTON DICKINSON & CO	138.62	115.68	6,930.98	5,784.17	1,146.81

Capital Gains Report

HE BFF FOUNDATION INC. (Account: 888-22399)

January 1, 2014 - December 31, 2014

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
SUBTOTAL FOR SHORT-TERM COVERED								
						1,107,533.88	1,097,348.18	11,472.25
JNG-TERM COVERED								
08/24/2012	01/10/2014	150	EBAY INC	51.19	47.21	7,678.64	7,082.07	596.57
02/23/2011	01/10/2014	25	NOBLE ENERGY INC	64.76	44.47	1,619.02	1,111.74	507.28
04/21/2011	01/21/2014	75	AT&T INC	33.39	30.66	2,504.53	2,299.52	205.01
07/19/2012	01/21/2014	400	AT&T INC	33.39	35.48	13,357.48	14,191.44	(833.96)
06/15/2012	01/22/2014	10	CHIPOTLE MEXICAN GRILL-CL A	517.60	400.96	5,176.01	4,009.62	1,166.39
07/20/2012	01/22/2014	40	CHIPOTLE MEXICAN GRILL-CL A	517.60	318.24	20,704.04	12,729.76	7,974.28
08/24/2012	01/27/2014	175	EBAY INC	53.27	47.21	9,321.46	8,262.42	1,059.04
01/23/2013	01/27/2014	175	EBAY INC	53.27	53.48	9,321.46	9,359.75	(38.29)
10/24/2011	01/31/2014	10	PRECISION CASTPARTS CORP	252.76	172.38	2,527.61	1,723.76	803.85
10/31/2011	01/31/2014	20	PRECISION CASTPARTS CORP	252.76	163.93	5,055.23	3,278.63	1,776.60
05/31/2012	02/03/2014	5	INTL BUSINESS MACHINES CORP	174.41	193.60	872.05	967.99	(95.94)
08/16/2012	02/03/2014	45	INTL BUSINESS MACHINES CORP	174.41	199.72	7,848.47	8,987.55	(1,139.08)
09/21/2012	02/03/2014	75	INTL BUSINESS MACHINES CORP	174.41	207.50	13,080.79	15,562.81	(2,482.02)
05/21/2012	02/03/2014	75	PHILIP MORRIS INTERNATIONAL	76.37	84.50	5,727.88	6,337.35	(609.47)
08/15/2012	02/03/2014	75	PHILIP MORRIS INTERNATIONAL	76.37	92.69	5,727.88	6,951.57	(1,223.69)
04/29/2011	02/05/2014	60	CITIGROUP INC	47.00	45.58	2,820.12	2,734.68	85.44
05/16/2011	02/05/2014	140	CITIGROUP INC	47.00	41.27	6,580.28	5,778.05	802.23
05/19/2011	02/05/2014	100	CITIGROUP INC	47.00	41.37	4,700.20	4,137.27	562.93
12/26/2012	02/06/2014	50	***EVEREST RE GROUP LTD	137.70	108.92	6,884.99	5,446.18	1,438.81
08/21/2012	02/07/2014	25	BIOMED IDEC INC	315.25	143.87	7,881.20	3,596.70	4,284.50
04/04/2012	02/07/2014	100	COGNIZANT TECH SOLUTIONS-A	96.98	76.09	9,697.83	7,608.71	2,089.12
04/20/2012	02/07/2014	50	COGNIZANT TECH SOLUTIONS-A	96.98	72.18	4,848.92	3,608.77	1,240.15
07/09/2012	02/10/2014	100	ANSYS INC	80.50	58.52	8,049.89	5,851.73	2,198.16
09/30/2011	02/11/2014	25	SCHLUMBERGER LTD	89.97	60.38	2,249.24	1,509.52	739.72
02/23/2011	02/12/2014	75	NOBLE ENERGY INC	66.44	44.47	4,983.07	3,335.22	1,647.85
04/19/2011	02/12/2014	100	NOBLE ENERGY INC	66.44	46.63	6,644.09	4,663.39	1,980.70
09/23/2011	02/13/2014	175	***LYONDELLBASELL INDU-CL A	82.37	4.25	14,413.89	744.23	13,669.66
11/07/2012	02/13/2014	90	LINKEDIN CORP - A	191.73	101.24	17,255.47	9,111.20	8,144.27
09/24/2012	02/14/2014	150	FIDELITY NATIONAL INFORMATION	53.93	32.38	8,088.77	4,857.03	3,231.74
07/13/2011	02/19/2014	100	NOBLE ENERGY INC	66.58	45.44	6,658.06	4,544.46	2,113.60
01/03/2012	02/19/2014	150	NOBLE ENERGY INC	66.58	48.70	9,987.09	7,305.46	2,681.63

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
06/08/2012	02/20/2014	25	CHEVRON CORP	114.58	100.20	2,864.57	2,504.93	359.64
08/17/2012	02/20/2014	150	CHEVRON CORP	114.58	112.91	17,187.40	16,936.77	250.63
11/12/2012	02/20/2014	200	KINDER MORGAN INC	33.13	32.57	6,625.38	6,514.46	110.92
05/21/2012	02/20/2014	250	WAL-MART STORES INC	73.35	62.92	18,337.30	15,729.80	2,607.50
08/16/2012	02/20/2014	100	WAL-MART STORES INC	73.35	72.11	7,334.92	7,211.26	123.66
01/10/2013	02/24/2014	1,200	CONAGRA FOODS INC	28.55	30.55	34,261.20	36,656.28	(2,395.08)
09/05/2012	02/28/2014	650	PULTE GROUP INC	21.02	13.95	13,661.12	9,066.92	4,594.20
09/14/2012	02/28/2014	100	PULTE GROUP INC	21.02	16.46	2,101.71	1,646.01	455.70
05/22/2012	03/04/2014	150	REYNOLDS AMERICAN INC	55.12	41.41	8,267.34	6,211.50	2,055.84
09/12/2012	03/14/2014	50	INTERCONTINENTAL EXCHANGE IN	204.80	135.68	10,239.92	6,784.18	3,455.74
10/31/2012	03/24/2014	125	LIBERTY MEDIA CORP	133.76	98.21	16,719.81	12,275.85	4,443.96
02/12/2013	03/24/2014	50	LIBERTY MEDIA CORP	133.76	110.63	6,687.93	5,531.74	1,156.19
04/20/2012	03/27/2014	50	COGNIZANT TECH SOLUTIONS-A	47.64	36.09	2,382.03	1,804.38	577.65
04/23/2012	03/27/2014	150	COGNIZANT TECH SOLUTIONS-A	47.64	35.84	7,146.09	5,375.69	1,770.40
09/30/2011	03/27/2014	50	SCHLUMBERGER LTD	96.53	60.38	4,826.71	3,019.03	1,807.68
01/12/2012	03/27/2014	100	SCHLUMBERGER LTD	96.53	70.16	9,653.41	7,015.51	2,637.90
09/14/2012	03/28/2014	75	SCHLUMBERGER LTD	98.14	77.91	7,360.57	5,843.15	1,517.42
10/31/2011	04/07/2014	30	PRECISION CASTPARTS CORP	250.24	163.93	7,507.06	4,917.95	2,589.11
02/16/2012	04/07/2014	5	PRECISION CASTPARTS CORP	250.24	167.58	1,251.18	837.90	413.28
08/14/2012	04/14/2014	375	***EATON CORP PLC	71.07	44.54	26,652.26	16,700.73	9,951.53
05/19/2011	04/14/2014	100	CITIGROUP INC	47.31	41.37	4,730.96	4,137.27	593.69
07/11/2011	04/14/2014	50	CITIGROUP INC	47.31	40.73	2,365.48	2,036.30	329.18
09/24/2012	04/23/2014	200	FIDELITY NATIONAL INFORMATION	53.10	32.38	10,619.24	6,476.04	4,143.20
09/12/2012	04/23/2014	35	INTERCONTINENTAL EXCHANGE IN	205.06	135.68	7,177.02	4,748.93	2,428.09
11/14/2012	04/24/2014	15	AMAZON.COM INC	334.78	224.39	5,021.74	3,365.90	1,655.84
07/16/2012	04/24/2014	100	MACYS INC	58.09	33.80	5,808.95	3,379.79	2,429.16
05/22/2012	04/24/2014	150	REYNOLDS AMERICAN INC	53.84	41.41	8,076.56	6,211.50	1,865.06
11/08/2012	04/24/2014	125	REYNOLDS AMERICAN INC	53.84	41.37	6,730.46	5,171.69	1,558.77
11/14/2012	04/25/2014	25	AMAZON.COM INC	305.71	224.39	7,642.87	5,609.84	2,033.03
01/12/2012	04/25/2014	200	CIT GROUP INC	46.47	37.12	9,294.72	7,423.60	1,871.12
01/27/2012	04/25/2014	150	CIT GROUP INC	46.47	38.07	6,971.04	5,710.88	1,260.16
02/01/2012	04/25/2014	200	CIT GROUP INC	46.47	39.02	9,294.72	7,803.28	1,491.44
04/30/2012	04/25/2014	200	CIT GROUP INC	46.47	37.77	9,294.72	7,553.36	1,741.36

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
05/03/2012	04/29/2014	100	COGNIZANT TECH SOLUTIONS-A	47.91	35.85	4,791.43	3,585.08	1,206.35
05/01/2013	05/02/2014	50	ALLERGAN INC	169.26	99.54	8,463.00	4,977.06	3,485.94
09/12/2012	05/02/2014	25	INTERCONTINENTAL EXCHANGE IN	203.73	135.68	5,093.28	3,392.09	1,701.19
07/18/2012	05/05/2014	300	VERIZON COMMUNICATIONS INC	47.17	46.06	14,150.64	13,818.96	331.68
07/16/2012	05/06/2014	500	MACY'S INC	55.66	33.80	27,829.60	16,898.95	10,930.65
06/01/2011	05/12/2014	100	VIACOM INC-CLASS B	84.36	50.82	8,436.16	5,082.04	3,354.12
07/09/2012	05/20/2014	150	ANSYS INC	73.64	58.52	11,046.02	8,777.60	2,268.42
09/12/2012	05/20/2014	25	INTERCONTINENTAL EXCHANGE IN	188.50	135.68	4,712.49	3,392.09	1,320.40
11/14/2012	05/21/2014	45	AMAZON.COM INC	304.66	224.39	13,709.75	10,097.72	3,612.03
05/02/2013	05/21/2014	25	AMAZON.COM INC	304.66	250.80	7,616.53	6,270.06	1,346.47
07/17/2012	06/05/2014	50	BERKSHIRE HATHAWAY INC-CL B	127.62	84.51	6,380.77	4,225.58	2,155.19
04/10/2012	06/05/2014	75	JPMORGAN CHASE & CO	56.00	43.53	4,200.11	3,264.88	935.23
10/10/2012	06/05/2014	25	JPMORGAN CHASE & CO	56.00	41.62	1,400.03	1,040.53	359.50
09/14/2012	06/06/2014	250	PULTE GROUP INC	20.08	16.46	5,020.00	4,115.03	904.97
05/03/2012	06/10/2014	100	COGNIZANT TECH SOLUTIONS-A	47.64	35.85	4,764.48	3,585.07	1,179.41
08/01/2012	06/10/2014	59	TIME INC	23.00	12.81	1,357.03	756.08	600.95
08/20/2012	06/10/2014	22	TIME INC	23.00	14.04	506.01	308.94	197.07
06/25/2012	06/10/2014	100	UNION PACIFIC CORP	101.87	56.79	10,187.16	5,678.60	4,508.56
08/30/2011	06/11/2014	175	HEALTH NET INC	39.96	24.34	6,993.31	4,259.66	2,733.65
07/18/2012	06/19/2014	75	VERIZON COMMUNICATIONS INC	49.42	46.06	3,706.80	3,454.74	252.06
08/17/2012	06/19/2014	75	VERIZON COMMUNICATIONS INC	49.42	44.10	3,706.80	3,307.43	399.37
08/16/2012	06/19/2014	75	WAL-MART STORES INC	76.06	72.11	5,704.64	5,408.45	296.19
04/04/2013	06/19/2014	75	WAL-MART STORES INC	76.06	76.04	5,704.64	5,702.85	1.79
05/20/2013	06/19/2014	150	WAL-MART STORES INC	76.06	77.69	11,409.29	11,653.92	(244.63)
09/30/2011	06/19/2014	75	WALT DISNEY CO/THE	83.67	30.39	6,275.02	2,279.62	3,995.40
09/28/2012	06/25/2014	200	TJX COMPANIES INC	53.28	44.63	10,655.92	8,925.94	1,729.98
01/28/2013	06/30/2014	550	VALERO ENERGY CORP	50.56	35.34	27,807.40	19,435.11	8,372.29
11/05/2012	07/02/2014	125	VERTEX PHARMACEUTICALS INC	96.80	46.07	12,100.27	5,759.17	6,341.10
08/01/2012	07/16/2014	200	TIME WARNER INC	83.49	36.96	16,697.36	7,391.33	9,306.03
01/28/2013	07/17/2014	150	VALERO ENERGY CORP	49.33	35.34	7,399.53	5,300.49	2,099.04
02/14/2013	07/17/2014	200	VALERO ENERGY CORP	49.33	43.12	9,866.04	8,624.29	1,241.75
09/28/2012	07/18/2014	325	TJX COMPANIES INC	52.51	44.63	17,066.43	14,504.66	2,561.77
09/28/2012	07/28/2014	225	TJX COMPANIES INC	52.68	44.63	11,853.79	10,041.68	1,812.11

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/05/2013	07/28/2014	200	TJX COMPANIES INC	52.68	46.82	10,536.70	9,363.96	1,172.74
07/17/2012	07/29/2014	50	BERKSHIRE HATHAWAY INC-CL B	128.00	84.51	6,400.19	4,225.58	2,174.61
06/26/2013	08/08/2014	900	GENWORTH FINANCIAL INC-CL A	12.88	11.17	11,593.89	10,055.97	1,537.92
05/02/2013	08/15/2014	150	BOEING CO/THE	123.38	92.03	18,506.30	13,804.68	4,701.62
01/07/2013	08/15/2014	200	COGNIZANT TECH SOLUTIONS-A	44.85	37.75	8,970.44	7,549.61	1,420.83
04/29/2013	08/15/2014	200	COGNIZANT TECH SOLUTIONS-A	44.85	31.42	8,970.44	6,283.45	2,686.99
05/17/2013	08/15/2014	200	COGNIZANT TECH SOLUTIONS-A	44.85	31.84	8,970.44	6,367.01	2,603.43
02/16/2012	08/15/2014	25	PRECISION CASTPARTS CORP	240.62	167.58	6,015.50	4,189.48	1,826.02
09/12/2012	08/19/2014	15	INTERCONTINENTAL EXCHANGE IN	185.83	135.68	2,787.42	2,035.25	752.17
11/13/2012	08/19/2014	15	INTERCONTINENTAL EXCHANGE IN	185.83	130.32	2,787.41	1,954.82	832.59
03/11/2013	09/03/2014	60	***EVEREST RE GROUP LTD	164.75	127.20	9,885.11	7,631.84	2,253.27
09/26/2012	09/03/2014	150	MEDTRONIC INC	64.32	43.45	9,647.58	6,517.41	3,130.17
07/17/2012	09/05/2014	75	BERKSHIRE HATHAWAY INC-CL B	138.10	84.51	10,357.19	6,338.37	4,018.82
08/21/2012	09/05/2014	75	BERKSHIRE HATHAWAY INC-CL B	138.10	85.72	10,357.18	6,428.85	3,928.33
08/01/2012	09/05/2014	200	TIME WARNER INC	76.97	36.96	15,393.40	7,391.33	8,002.07
06/25/2012	09/08/2014	150	UNION PACIFIC CORP	107.78	56.79	16,166.54	8,517.90	7,648.64
08/26/2013	09/09/2014	450	LINCOLN NATIONAL CORP	54.00	44.18	24,301.22	19,882.94	4,418.28
06/12/2013	09/26/2014	100	GILEAD SCIENCES INC	107.20	51.84	10,720.03	5,184.29	5,535.74
06/10/2011	09/26/2014	200	VIACOM INC-CLASS B	77.08	48.40	15,416.18	9,680.10	5,736.08
07/16/2013	09/26/2014	100	VIACOM INC-CLASS B	77.08	72.42	7,708.09	7,242.07	466.02
06/15/2012	09/30/2014	225	MCDONALD'S CORP	95.00	90.45	21,375.00	20,351.16	1,023.84
07/11/2011	10/01/2014	150	CITIGROUP INC	51.30	40.73	7,694.37	6,108.90	1,585.47
07/22/2011	10/01/2014	300	CITIGROUP INC	51.30	40.18	15,388.74	12,053.79	3,334.95
10/24/2011	10/01/2014	200	CITIGROUP INC	51.30	31.54	10,259.16	6,307.56	3,951.60
10/27/2011	10/01/2014	200	CITIGROUP INC	51.30	33.26	10,259.16	6,652.10	3,607.06
07/30/2012	10/06/2014	100	BECTON DICKINSON & CO	123.07	76.04	12,307.28	7,603.95	4,703.33
09/25/2012	10/06/2014	50	BECTON DICKINSON & CO	123.07	78.99	6,153.64	3,949.49	2,204.15
05/01/2013	10/08/2014	50	ALLERGAN INC	188.10	99.54	9,404.95	4,977.06	4,427.89
09/26/2012	10/17/2014	100	MEDTRONIC INC	61.83	43.45	6,183.42	4,344.94	1,838.48
08/23/2013	10/20/2014	500	HALLIBURTON CO	52.93	48.56	26,466.65	24,278.85	2,187.80
06/25/2012	11/12/2014	175	UNION PACIFIC CORP	120.66	56.79	21,114.85	9,937.55	11,177.30
10/24/2013	11/14/2014	250	LINCOLN NATIONAL CORP	56.21	44.42	14,053.23	11,103.85	2,949.38
02/03/2012	11/24/2014	1	KROGER CO	58.58	24.04	58.58	24.04	34.54

Capital Gains Report

HE BFF FOUNDATION INC. (Account: 888-22399)

January 1, 2014 - December 31, 2014

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
09/26/2012	11/24/2014	75	MEDTRONIC INC	72.56	43.45	5,442.38	3,258.70	2,183.68
11/12/2012	11/24/2014	150	MEDTRONIC INC	72.56	41.51	10,884.75	6,226.02	4,658.73
08/19/2013	11/24/2014	325	MEDTRONIC INC	72.56	54.12	23,583.62	17,590.11	5,993.51
02/20/2013	11/25/2014	25	***AMDOCS LTD	48.35	35.99	1,208.78	899.67	309.11
05/24/2013	11/25/2014	119	***AMDOCS LTD	48.35	35.70	5,753.79	4,248.12	1,505.67
05/13/2013	12/03/2014	117	AMERICAN EXPRESS CO	91.34	69.80	10,686.93	8,166.60	2,520.33
09/12/2013	12/05/2014	240	CALIFORNIA RESOURCES CORP	6.66	9.18	1,598.19	2,203.09	(604.90)
11/06/2013	12/05/2014	150	LINCOLN NATIONAL CORP	57.37	46.90	8,605.29	7,035.30	1,569.99
11/26/2013	12/05/2014	150	LINCOLN NATIONAL CORP	57.37	50.99	8,605.29	7,648.64	956.65
07/26/2012	12/23/2014	250	ALTRIA GROUP INC	50.44	35.70	12,611.05	8,924.43	3,686.62
09/25/2012	12/23/2014	25	BECTON DICKINSON & CO	138.62	78.99	3,465.49	1,974.75	1,490.74
10/11/2012	12/23/2014	75	BECTON DICKINSON & CO	138.62	77.17	10,396.46	5,788.07	4,608.39
01/07/2013	12/23/2014	75	BECTON DICKINSON & CO	138.62	80.60	10,396.46	6,044.88	4,351.58
05/24/2013	12/24/2014	106	***AMDOCS LTD	47.50	35.70	5,035.13	3,784.04	1,251.09
08/23/2013	12/24/2014	8	***AMDOCS LTD	47.50	37.97	380.01	303.77	76.24
11/09/2012	12/29/2014	25	***PARTNERRE LTD	115.26	79.79	2,881.46	1,994.76	886.70
11/12/2012	12/29/2014	65	***PARTNERRE LTD	115.26	78.96	7,491.81	5,132.70	2,359.11
SUBTOTAL FOR LONG-TERM COVERED						1,338,210.95	994,778.50	343,432.45

ONG-TERM NON-COVERED

09/16/2010	01/10/2014	100	NOBLE ENERGY INC	64.76	38.19	6,476.09	3,818.72	2,657.37
12/17/2008	01/10/2014	25	SCHLUMBERGER LTD	87.04	42.57	2,176.01	1,064.29	1,111.72
03/02/2009	01/10/2014	25	SCHLUMBERGER LTD	87.04	36.80	2,176.01	919.96	1,256.05
03/02/2009	01/10/2014	50	SCHLUMBERGER LTD	87.04	36.80	4,352.01	1,839.91	2,512.10
09/17/2009	02/11/2014	100	DANAHER CORP	75.38	34.19	7,538.35	3,419.38	4,118.97
03/02/2009	02/11/2014	25	SCHLUMBERGER LTD	89.97	36.80	2,249.25	919.96	1,329.29
04/06/2010	02/11/2014	100	SCHLUMBERGER LTD	89.97	66.90	8,996.98	6,689.84	2,307.14
11/23/2010	04/11/2014	200	KROGER CO	44.07	22.99	8,814.82	4,598.90	4,215.92
10/25/2010	04/24/2014	50	STARBUCKS CORP	70.47	28.60	3,523.28	1,429.96	2,093.32
11/09/2010	04/24/2014	25	STARBUCKS CORP	70.47	30.57	1,761.64	764.28	997.36
11/30/2006	04/25/2014	50	PFIZER INC	30.72	27.57	1,535.81	1,378.45	157.36
05/14/2007	04/25/2014	150	PFIZER INC	30.72	27.21	4,607.43	4,080.95	526.48
11/26/2010	05/12/2014	150	VIACOM INC-CLASS B	84.36	37.89	12,654.24	5,683.02	6,971.22
11/16/2010	06/11/2014	275	HEALTH NET INC	39.96	27.88	10,989.50	7,667.52	3,321.98

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Capital Gains Report

THE BFF FOUNDATION INC. (Account: 888-22399) January 1, 2014 - December 31, 2014

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
11/23/2010	06/11/2014	400	KROGER CO	47.85	22.99	19,141.20	9,197.80	9,943.40
12/05/2008	06/27/2014	175	APPLE INC	91.52	12.99	16,016.54	2,273.43	13,743.11
09/17/2009	07/29/2014	125	DANAHER CORP	74.23	34.19	9,278.40	4,274.22	5,004.18
02/08/2010	07/29/2014	75	DANAHER CORP	74.23	35.30	5,567.04	2,647.40	2,919.64
12/05/2008	09/26/2014	100	APPLE INC	99.55	12.99	9,955.43	1,299.11	8,656.32
05/14/2007	09/30/2014	450	PFIZER INC	29.60	27.21	13,322.03	12,242.83	1,079.20
07/13/2007	09/30/2014	50	PFIZER INC	29.60	25.97	1,480.22	1,298.55	181.67
12/05/2008	11/14/2014	1	APPLE INC	113.35	12.99	113.35	12.99	100.36
12/05/2008	11/14/2014	48	APPLE INC	113.35	12.99	5,440.70	623.57	4,817.13
11/23/2010	11/24/2014	100	KROGER CO	58.58	22.99	5,857.98	2,299.45	3,558.53
07/13/2007	12/03/2014	150	PFIZER INC	31.43	25.97	4,713.93	3,895.65	818.28
06/10/2009	12/03/2014	143	PFIZER INC	31.43	14.11	4,493.95	2,017.07	2,476.88
SUBTOTAL FOR LONG-TERM NON-COVERED						173,232.19	86,357.21	86,874.98
CIL - COVERED ²								
	07/02/2014		TIME INC			17.11	0.00	17.11
SUBTOTAL FOR CIL - COVERED						17.11	0.00	17.11
TOTAL						\$2,618,994.13	\$2,178,483.89	\$441,796.79

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L	\$441,796.79
SHORT-TERM	\$11,472.25
LONG-TERM	\$430,307.43
CIL - COVERED	\$17.11

[1] The total gain/loss may not always be the difference between total cost and total proceeds due to disallowed losses from wash sales.
 [2] CIL represents cash in lieu of fractional shares.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BONEI OLAM 1755 46TH STREET BROOKLYN, NY 11204		TAX EXEMPT	TO FURTHER JEWISH CAUSES	36.
CHEVRA NACHLAS JOSHUA 1301 E. 27TH STREET BROOKLYN, NY 11210		TAX EXEMPT	TO FURTHER JEWISH CAUSES	200.
CONGREGATION KIBUD AV 3512 QUENTIN ROAD BROOKLYN, NY 11234		TAX EXEMPT	TO FURTHER JEWISH CAUSES	300,000.
CONGREGATION OHAVE SHOLOM 13 MAURICE ROSE STREET WOODRIDGE, NY 12789		TAX EXEMPT	TO FURTHER JEWISH CAUSES	250.
CONGREGATION OHR CHAIM 317 WEST 47TH MIAMI BEACH, FL 33140		TAX EXEMPT	TO FURTHER JEWISH CAUSES	600.
CONGREGATION SANZ KLAUZENBERG 1420 50TH STREET BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	45,500.
CONGREGATION TORAH TEMIMAH 1529 42ND STREET BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	500.
EZRAS YISROEL 4415 14TH AVENUE BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	790.
FRIENDS OF UNITED HATZALAH 208 E. 51ST STREET NEW YORK, NY 10022		TAX EXEMPT	TO FURTHER JEWISH CAUSES	100.
GOMLEI CHESED OF BOYAN 4404 14TH AVENUE BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	225,000.
Total from continuation sheets				1,034,123.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HEBREW DAY SCHOOL OF SULLIVAN COUNT 4718 STATE ROUTE 42 KIAMESHA LAKE, NY 12751		TAX EXEMPT	TO FURTHER JEWISH CAUSES	500.
KEHILAS MORESHES YAAKOV 1632 EAST 21ST STREET BROOKLYN, NY 11210		TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,500.
KEREN HAYELED 1482 41 ST STREET BROOKLYN, NY 11218		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
KEREN OR 350 7TH AVENUE NEW YORK, NY 10001		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
MAYAN YISROEL 3307 AVENUE N BROOKLYN, NY 11234		TAX EXEMPT	TO FURTHER JEWISH CAUSES	4,600.
MESAMCHE LEV 1364 53RD STREET BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	36.
MESIVTA TIFERETH ISRAEL OF RIZHIN 247 E. BROADWAY NEW YORK, NY 10002		TAX EXEMPT	TO FURTHER JEWISH CAUSES	106,800.
SATMAR BIKUR CHOLIM 9 TAYLOR CT. #201 MONROE, NY 10950		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
SIMON WIESENTHAL CENTER 1399 SOUTH ROXBURY DRIVE LOS ANGELES, CA 90035		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
THE ALEPH INSTITUTE 9540 COLLINS AVE. SURFSIDE, FL 33154		TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
TOMCHEI SHABBOS 6225 NEW UTRECHT AVE BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	250.
TORAH ACADEMY H.S. OF BROOKLYN 2066 E. 9TH STREET BROOKLYN, NY 11223		TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,000.
UNITED STATES HOLOCAUST MEMORIAL MU 100 RAOUL WALLENBERG PL. WASHINGTON, DC 20024		TAX EXEMPT	TO FURTHER JEWISH CAUSES	100.
WORLD JEWISH CONGRESS PO BOX 90400 WASHINGTON, DC 20090		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
YESHIVA MEOR HATORAH 1205 37TH STREET BROOKLYN, NY 11218		TAX EXEMPT	TO FURTHER JEWISH CAUSES	360.
YESHIVA ZICHRON MAYIR OF MOUNTAINDA PO BOX 140 MOUNTAINDALE, NY 12763		TAX EXEMPT	TO FURTHER JEWISH CAUSES	250.
AGUDATH ISRAEL BAIS BINYOMIN OF AVENUE L 2913-25 AVENUE L BROOKLYN, NY 11210		TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000.
AMERICAN FRIENDS OF RINAT AHRON 129 6TH STREET LAKEWOOD, NJ 08701		TAX EXEMPT	TO FURTHER JEWISH CAUSES	360.
AMERICAN FRIENDS OF YAD ELIEZER 1102 E. 26TH STREET BROOKLYN, NY 11210		TAX EXEMPT	TO FURTHER JEWISH CAUSES	18.
ANSHEI LUBAVITCH OF GREATER MIAMI 1602 ALTON ROAD #598 MIAMI BEACH, FL 33239		TAX EXEMPT	TO FURTHER JEWISH CAUSES	180.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BATYA L'KALLAH 4712 FT. HAMILTON PKWAY BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	18.
BAYIT LAYELED 1575 50TH STREET BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	36.
CHAI4EVER 1221 MADISON AVENUE LAKEWOOD, NJ 08701		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
CHEVRA KADISHA YERUSHALAYIM 201-03 EAST BROADWAY NEW YORK, NY 10002		TAX EXEMPT	TO FURTHER JEWISH CAUSES	8,700.
CONGREGATION ZICHRON CHAIM 24 CARNETTA DR. LAKEWOOD, NJ 08701		TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000.
CONGREGATION ZICHRON AVOS 183 WILSON ST. PMB 155 BROOKLYN, NY 11211		TAX EXEMPT	TO FURTHER JEWISH CAUSES	54.
EZER HALBOSHO 1507 LEXINGTON AVENUE LAKEWOOD, NJ 08701		TAX EXEMPT	TO FURTHER JEWISH CAUSES	36.
EZRA L'MARPEH 1148 44TH STREET BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
HAAZINU 1164 49TH STREET BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	18.
HACHNOSAS KALLAH 1132 BAY 24TH STREET FAR ROCKAWAY, NY 11691		TAX EXEMPT	TO FURTHER JEWISH CAUSES	180.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
KEREN ANIYEM P.O. BOX 300443 BROOKLYN, NY 11230		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
KEREN HASVIIS 1559 E. 5TH STREET BROOKLYN, NY 11230		TAX EXEMPT	TO FURTHER JEWISH CAUSES	720.
KLEINMAN FAMILY HOLOCAUST EDUCATION CNTR 5923 STRICKLAND AVENUE BROOKLYN, NY 11234		TAX EXEMPT	TO FURTHER JEWISH CAUSES	180.
KOSHER MIAMI P.O. BOX 403225 MIAMI, FL 33140		TAX EXEMPT	TO FURTHER JEWISH CAUSES	100.
LEKOVOD SHABBOS 422 MANETTA AVE. LAKEWOOD, NJ 08701		TAX EXEMPT	TO FURTHER JEWISH CAUSES	50.
NEW YORK BOTA SEFER MESIFTAS 1282 E. 10TH STREET BROOKLYN, NY 11230		TAX EXEMPT	TO FURTHER JEWISH CAUSES	360.
NOAM SHABBOS 1701 45TH STREET BROOKLYN, NY 11204		TAX EXEMPT	TO FURTHER JEWISH CAUSES	100.
OHHEL BAIS EZRA 4510 16TH AVE. BROOKLYN, NY 11204		TAX EXEMPT	TO FURTHER JEWISH CAUSES	160,000.
OHR NAAVA 2201 E. 23RD STREET BROOKLYN, NY 11229		TAX EXEMPT	TO FURTHER JEWISH CAUSES	60,000.
THE HOROWITZ FAMILY FUND 439 W. KENNETH ROAD GLENDALE, CA 91202		TAX EXEMPT	TO FURTHER JEWISH CAUSES	18,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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)				
YESHIVAS OHR HAMEIR P.O. BOX 2130 PEEKSKILL, NY 10566		TAX EXEMPT	TO FURTHER JEWISH CAUSES	2,000.
ZAKA INTERNATIONAL RESCUE AND RECOVERY 11 BROADWAY #1070 NEW YORK, NY 10004		TAX EXEMPT	TO FURTHER JEWISH CAUSES	180.
TIKVAH LAYELED 322 WEST 52ND STREET NEW YORK, NY 10101		TAX EXEMPT	TO FURTHER JEWISH CAUSES	36.
RABBI MEIR BAAL HANES CHARITIES 1473 44TH STREET BROOKLYN, NY 11219		TAX EXEMPT	TO FURTHER JEWISH CAUSES	225.
RENEE SCHICK GEMILAS CHESED 1472 E. 17TH ST BROOKLYN, NY 11230		TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,800.
MESORAH HERITAGE FOUNDATION 4401 SECOND AVENUE BROOKLYN, NY 11232		TAX EXEMPT	TO FURTHER JEWISH CAUSES	85,000.
Total from continuation sheets				