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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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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

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 BET LEV FOUNDATION C/O BAKER TILLY VIRCHOW KRAUSE LLP		A Employer identification number 25-1905937
Number and street (or P.O. box number if mail is not delivered to street address) ONE PENN PLAZA	Room/suite 3000	B Telephone number 212-697-6900
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10119		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,952,343.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1 Contributions, gifts, grants, etc., received		1,684,329.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		84,329.	84,328.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		446,179.			
b Gross sales price for all assets on line 6a		1,072,420.			
7 Capital gain net income (from Part IV, line 2)			446,179.		
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)					
11 Other income		629.	<1,225.>		STATEMENT 2
12 Total. Add lines 1 through 11		2,215,466.	529,282.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		58,437.	0.		58,437.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		11,180.	0.		11,180.
c Other professional fees STMT 4		169,268.	94,268.		75,000.
17 Interest					
18 Taxes STMT 5		5,967.	959.		5,214.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		5,194.	0.		4,828.
24 Total operating and administrative expenses. Add lines 13 through 23		250,046.	95,227.		154,659.
25 Contributions, gifts, grants paid		399,318.			399,318.
26 Total expenses and disbursements. Add lines 24 and 25		649,364.	95,227.		553,977.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,566,102.			
b Net investment income (if negative, enter -0-)			434,055.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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2014.04030 BET LEV FOUNDATION C/O BAKE 83365_81

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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	3,112,388.	4,754,773.	4,754,772.
	3 Accounts receivable ▶ 6,440.			
	Less: allowance for doubtful accounts ▶	2,335.	6,440.	6,440.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7		7,872,660.	7,792,272.	8,185,602.
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ TRANSFER/EXCHANGE)		5,529.	5,529.	5,529.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		10,992,912.	12,559,014.	12,952,343.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	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	10,992,912.	12,559,014.	
30 Total net assets or fund balances	10,992,912.	12,559,014.		
31 Total liabilities and net assets/fund balances	10,992,912.	12,559,014.		

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	10,992,912.
2 Enter amount from Part I, line 27a	2	1,566,102.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,559,014.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,559,014.

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 1,072,420.		626,241.	446,179.

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			
b			
c			
d			
e			446,179.

2 Capital gain net income or (net capital loss) 2 446,179.

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 N/A

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	518,416.	11,144,060.	.046519
2012	610,784.	10,512,038.	.058103
2011	103,563.	1,760,940.	.058811
2010	77,449.	114,162.	.678413
2009	188,711.	227,568.	.829251

2 Total of line 1, column (d)	2 1.671097
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 .334219
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4 12,506,553.
5 Multiply line 4 by line 3	5 4,179,928.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 4,341.
7 Add lines 5 and 6	7 4,184,269.
8 Enter qualifying distributions from Part XII, line 4	8 553,977.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	8,681.
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	0.
3	Add lines 1 and 2	3	8,681.
4	Substitute A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	8,681.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,199.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	17,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	19,199.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	7.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,511.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.

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	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
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) TX		
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	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of BAKER TILLY VIRCHOW KRAUSE LLP Telephone no. 212-697-6900 Located at ONE PENN PLAZA, SUITE 3000, NEW YORK, NY ZIP+4 10119			
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	N/A	
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

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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BET LEV FOUNDATION

Form 990-PF (2014).

C/O BAKER TILLY VIRCHOW KRAUSE LLP

25-1905937

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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)?

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?

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

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

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

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
HOLLY LEV	DIRECTOR			
C/O BTVK LLP - ONE PENN PLAZA, SUITE				
NEW YORK, NY 10119	0.00	0.	0.	0.
YOAV LEV	DIRECTOR			
C/O BTVK LLP - ONE PENN PLAZA, SUITE				
NEW YORK, NY 10119	0.00	0.	0.	0.
STEVEN BOOKOFF	DIRECTOR			
7 HUNT VALLEY VIEW TERRACE				
PHOENIX, MD 21131	0.00	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

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MOUNTAIB OF LOVE PRODUCTIONS INC	CONSULTING	75,000.
2574 PINE FLAT ROAD, SANTA CRUZ, CA 95060		

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

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

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,089,822.
b	Average of monthly cash balances	1b	4,367,328.
c	Fair market value of all other assets	1c	4,239,858.
d	Total (add lines 1a, b, and c)	1d	12,697,008.
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	12,697,008.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	190,455.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,506,553.
6	Minimum investment return. Enter 5% of line 5	6	625,328.

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	625,328.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	8,681.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	128.
c	Add lines 2a and 2b	2c	8,809.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	616,519.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	616,519.
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	616,519.

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	553,977.
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	553,977.
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	553,977.

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

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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				616,519.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	177,367.			
b From 2010	71,747.			
c From 2011	15,517.			
d From 2012	89,185.			
e From 2013				
f Total of lines 3a through e	353,816.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$	553,977.			
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				553,977.
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))	62,542.			62,542.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	291,274.			
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 instructions			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
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	114,825.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	176,449.			
10 Analysis of line 9:				
a Excess from 2010	71,747.			
b Excess from 2011	15,517.			
c Excess from 2012	89,185.			
d Excess from 2013				
e Excess from 2014				

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Form 990-PF (2014)

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) **N/A**

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

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

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

NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail 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:

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				
ASPEN CULTURAL HEALING SOCIETY 12547 BLACKSTOCK STREET MAPLE RIDGE, BC V2X 5N7	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	14,300.
CENTER FOR SACRED STUDIE PO BOX 4266 SONORA, CA 95370	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	11,000.
CULTURAL & ECOLOGICAL ENHANCEMENT NETWORK 135 KERBY MAINLINE ROAD KERBY, OR 97531	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	10,000.
EARTH GUARDIANS AT GAYA 3980 BROADWAY #103-229 BOULDER, CO 80304	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	24,000.
FROM PASS-THROUGH ENTITIES	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	18.
Total	SEE CONTINUATION SHEET(S)			399,318.
b Approved for future payment				
NONE				
Total				0.

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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	84,329.		
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			14	629.		
8 Gain or (loss) from sales of assets other than inventory			14	446,179.		
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)		0.		531,137.		0.
13 Total. Add line 12, columns (b), (d), and (e)						531,137.

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

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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


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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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		

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		May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	 Signature of officer or trustee	11/6/15 Date	

Paid Preparer Use Only	Print/Type preparer's name RENEE EICKHOLT, CPA PARTNER	Preparer's signature 	Date 11/5/15	Check <input type="checkbox"/> if self-employed	PTIN P00638498
	Firm's name ▶ BAKER TILLY VIRCHOW KRAUSE, LLP			Firm's EIN ▶ 39-0859910	
	Firm's address ▶ ONE PENN PLAZA - SUITE 3000 NEW YORK, NY 10119			Phone no. (212) 697-6900	

Form 990-PF (2014)

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	DAVENPORT & CO - CGD	P		
b	DAVENPORT & CO - STCG - SEE ATTACHED	P		
c	DAVENPORT & CO - LTCG - SEE ATTACHED	P		
d	DAVENPORT & CO - LTCG - SEE ATTACHED	P		
e	DAVENPORT-SHORT TERM GAIN-RETURN OF PRINCIPAL - S	P		
f	FROM PASS-THROUGH ENTITIES-SHORT TERM GAIN	D		
g	FROM PASS-THROUGH ENTITIES-LONG TERM GAIN	D		
h	FROM PASS-THROUGH ENTITIES-SECTION 1231 GAIN	D		
i	FROM PASS-THROUGH ENTITIES-SECTION 1256 LOSS	D		
j	LOSS ON DISPOSITION - LAL CRESCENT INVESTOR LLC	D		
k	GAIN ON EXCESS DISTRIBUTIONS-RIVER PARTNERS OSP L	D		
l	LOSS ON DISPOSITION - LOEBOX COMPANY LLC	D		
m				
n				
o				

(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 17,421.			17,421.
b 72,575.		68,060.	4,515.
c 151,930.		89,986.	61,944.
d 755,556.		441,046.	314,510.
e 8,282.		8,282.	0.
f 8,916.			8,916.
g 43,533.			43,533.
h 6,714.			6,714.
i		2,362.	<2,362.>
j		11,029.	<11,029.>
k 7,493.			7,493.
l		5,476.	<5,476.>
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			17,421.
b			4,515.
c			61,944.
d			314,510.
e			0.
f			8,916.
g			43,533.
h			6,714.
i			<2,362.>
j			<11,029.>
k			7,493.
l			<5,476.>
m			
n			
o			

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	446,179.
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	N/A

BET LEV FOUNDATION
C/O BAKER TILLY VIRCHOW KRAUSE LLP

25-1905937

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
GESUNDHEIT' INSTITUTE 122 FRANKLIN STREET URBANA, IL 61801	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	75,000.
INQUIRING SYSTEMS INC. P.O. BOX 2037 SONOMA, CA 95476	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	2,000.
MANCOS VALLEY RESOURCES PO BOX 204 MANCOS, CO 81328	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	25,000.
THE EARTH ORGANIZATION 4312 TALOPA AVE TOLUCA LAKE, CA 91602	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	43,500.
THE JERUSALEM FOUNDATION INC. 420 LEXINGTON AVENUE NEW YORK, NY 10170	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	14,500.
THE NEW SCHOOL AT COMMONWEAL PO BOX 316 BOLINAS, CA 94924	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	50,000.
VANGUARD CHARITABLE DONOR ADVISED FUND P.O. BOX 55766 BOSTON, MA 02205	NONE	501(C)(3) TAX EXEMPT	GENERAL CHARITABLE SUPPORT	130,000.
Total from continuation sheets				340,000.

990-PF Attachment

BET LEV FOUNDATION
E.I.N. # 25-1905937
ATTACHMENT TO 2014 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: ASPEN CULTURAL HEALING SOCIETY

(2) Date Paid in Current Tax Year: 4/21/2014

(3) Total Paid:

\$ 14,300 paid on 4/21/2014

(4) Purpose: *To support Psych-K training for native American prison workers*

(5) Amount of Grant Spent by Grantee: \$14,300

(6) Diversion:

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

(7) Date of Report(s) Received from Grantee:

4/21/2014

(8) Verification

BET LEV FOUNDATION did not undertake any verification of the grantee's reports as there has not been any reason to doubt their accuracy or reliability (Reg. 53.4945-5(c)).

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DAVENPORT & CO	76,534.	0.	76,534.	76,534.	
FROM PASS-THROUGH ENTITIES	7,795.	0.	7,795.	7,794.	
TO PART I, LINE 4	84,329.	0.	84,329.	84,328.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT INCOME FROM PASS-THROUGH ENTITIES	629.	629.	
LESS: UBTI FROM PASS-THROUGH ENTITIES REPORTED ON FORM 990-T	0.	<1,854.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	629.	<1,225.>	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	11,180.	0.		11,180.
TO FORM 990-PF, PG 1, LN 16B	11,180.	0.		11,180.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	94,268.	94,268.		0.
CONSULTING FEES	75,000.	0.		75,000.
TO FORM 990-PF, PG 1, LN 16C	169,268.	94,268.		75,000.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FROM PASS-THROUGH ENTITIES-FOREIGN TAXES	206.	206.		206.
PAYROLL TAX	5,008.	0.		5,008.
FOREIGN TAXES	753.	753.		0.
TO FORM 990-PF, PG 1, LN 18	5,967.	959.		5,214.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LIABILITY INSURANCE	1,575.	0.		1,575.
BANK FEES	515.	0.		515.
FROM PASS-THROUGH ENTITIES-NON DEDUCTIBLE EXPENSES	366.	0.		0.
PAYROLL SERVICE FEES	2,013.	0.		2,013.
DUES / MEMBERSHIP FEES	725.	0.		725.
TO FORM 990-PF, PG 1, LN 23	5,194.	0.		4,828.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PASS-THROUGH INVESTMENTS-SEE ATTACHED SCHEDULES	COST	884,662.	1,424,798.
FORESTER DIVERSIFIED LTD	COST	2,300,000.	2,539,648.
FRONTEGRA MFG GLOBAL EQUITY FUND	COST	249,463.	266,488.
SECUTIRIES AT DAVENPORT	COST	4,358,147.	3,954,668.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,792,272.	8,185,602.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	8
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NAME OF CONTRIBUTOR	ADDRESS
ESTATE OF ANN L BRONFMAN	C/O BTVK LLP-ONE PENN PLAZA, SUITE 3000 NEW YORK, NY 10119
THE ANN L. BRONFMAN TRUST	C/O BTVK LLP-ONE PENN PLAZA, SUITE 3000 NEW YORK, NY 10119

The Bet Lev Foundation
Form 990-PF
December 31, 2014
Attachment to part II Line 13-Investments-Other

FMV of Investments

Description. For securities, give CUSIP number. If trust, partnership, or closely held entity, give EIN.	FMV OF INVESTMENT	COST OF INVESTMENT
River Partners 2001 -- BBI LLC 15.873% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	81,830	29,012
River Partners 2002 -- EDGE LLC 19 8% (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	2,070	576
River Partners 2002 -- NCH LLC 14 105% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	11,123	18,516
River Partners 2003 -- NEA LLC 22 11% interest(Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	37,331	14,681
River Partners 2004 -- BRN LLC 19 996% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	53,095	36,051
River Partners 2004 -- CCH LLC 22 198% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	65,333	49,549
River Partners 2004 -- CVL LLC 19.875% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	19,924	18,150
River Partners 2004 -- DEN LLC 17 653% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	8,702	14,510
River Partners 2005 -- NCH2 LLC 15 309% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	20,671	11,909
River Partners 2005 -- SAK LLC 24 763% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	11,604	2,590
River Partners 2006 -- AF06 LLC 25% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	74,749	33,462

The Bet Lev Foundation
Form 990-PF
December 31, 2014
Attachment to part II Line 13-Investments-Other

FMV of Investments

Description. For securities, give CUSIP number. If trust, partnership, or closely held entity, give EIN.	FMV OF INVESTMENT	COST OF INVESTMENT
River Partners 2006 -- LS LLC 17.771% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	61,790	17,259
River Partners 2006 -- OLIF LLC 23 529% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	46,828	34,478
River Partners 2006 -- TAP LLC 24.877% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	44,046	15,553
River Partners 2006 -- WRIF LLC 23 535% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	45,428	31,352
River Partners 2007 -- AF07 LLC 20% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	49,314	23,467
River Partners 2007 -- AP LLC 19 934% interest (Value per appraisal of Management Planning, enclosed as Exhibit 23)	73,562	10,527
River Partners 2007 -- BWAY LLC 14.996% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	6,172	2,585
River Partners 2007 -- BWAY2 LLC 15% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	6,402	6,402
River Partners 2007 -- HPC LLC 24 852% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	83,347	32,557
River Partners 2007 -- LEE LLC 21.617% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	82,627	34,913
River Partners 2007 -- MSRE LLC 24.736% interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	28,304	0

The Bet Lev Foundation

Form 990-PF

December 31, 2014

Attachment to part II Line 13-Investments-Other

FMV of Investments

Description. For securities, give CUSIP number. If trust, partnership, or closely held entity, give EIN.	FMV OF INVESTMENT	COST OF INVESTMENT
River Partners 2007 -- OSP LLC <u>(Ospraie Fund LP)</u> 20% interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	2,853	0
LAA Associates, LLC 5.7143% Class A membership interest(Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	0	15,325
LAL Crescent Investor, LLC 2.95203% Class A membership interest (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	0	0
LA Stoughton, LLC 6.14723% Class A membership interest(Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	0	(30,781)
LAT Associates, LLC 4.545455% Class A membership interest(Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	0	10,776
Park Hill Lane Associates LP 1.82930% limited partnership interest(Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	0	(13,739)
Princeton LR LLC and Princeton LR II, LLC 2.27270% membership interest(Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	15,406	15,406
L One Canal Place, LLC 1.62040% membership interest(Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	11,409	11,409
LPR Boston Hotel Investor LLC 1.1893435% Class A membership interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	0	0
Presidential Estates Associates 9.701% limited partnership interest (Value per Section 0 of the appraisal of Management Planning, Inc , enclosed as Exhibit 23)	0	(36,267)

The Bet Lev Foundation
Form 990-PF
December 31, 2014
Attachment to part II Line 13-Investments-Other

FMV of Investments

Description. For securities, give CUSIP number. If trust, partnership, or closely held entity, give EIN.	FMV OF INVESTMENT	COST OF INVESTMENT
LHC Limited Partnership 3 9237% limited partnership interest (Value per Section I of the appraisal of Management Planning, Inc., enclosed as Exhibit 23)	4,523	4,522
EES Acquisition Fund LP limited partnership interest (Value per appraisal of Management Planning Inc, enclosed as Exhibit 23)	13,417	13,417
Acquisition Fund Four LP limited partnership interest (Value per appraisal of Management Planning, Inc. enclosed as Exhibit 23)	4,643	3,324
Overseas Acquisition Fund Two LP limited partnership interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	2,004	4,505
L & R Exploration Venture 0 75% interest (Value per Section R of the appraisal of Management Planning, Inc., enclosed as Exhibit 23)	0	1,250
Carl M Loeb & Co LLC 1 6518831% interest (Value per Section F of the appraisal of Management Planning, Inc , enclosed as Exhibit 23)	0	0
BGT Investors LLC 250,000 uta (Value per appraisal of Management Planning, Inc., enclosed as Exhibit 23)	17,151	17,151
Airloeb Company LLC .87290% membership interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	0	(488)
Loebox Company LLC .87290% membership interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	0	0
Reloeb Company LLC 87290% membership interest (Value per appraisal of Management Planning, Inc , enclosed as Exhibit 23)	0	0
Loeb Holding Corp A	54,893	46,502
Loeb Holding Corp B	384,250	384,250
Total	1,424,798	884,662

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

2014

Name of the organization

BET LEV FOUNDATION
C/O BAKER TILLY VIRCHOW KRAUSE LLP

Employer identification number

25-1905937

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

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For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

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For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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.

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

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For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization BET LEV FOUNDATION C/O BAKER TILLY VIRCHOW KRAUSE LLP	Employer identification number 25-1905937
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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	ESTATE OF ANN L BRONFMAN C/O BTVK LLP - ONE PENN PLAZA, SUITE 3000 NEW YORK, NY 10119	\$ 1,682,829.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization BET LEV FOUNDATION C/O BAKER TILLY VIRCHOW KRAUSE LLP	Employer identification number 25-1905937
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Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization BET LEV FOUNDATION C/O BAKER TILLY VIRCHOW KRAUSE LLP	Employer identification number 25-1905937
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee