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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation The Stein Family Charitable Foundation		A Employer identification number 45-2732010	
% Foundation Source		B Telephone number (see instructions) (800) 839-1754	
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd Suite 123		C If exemption application is pending, check here ☐	
Room/suite			
City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377		D 1. Foreign organizations, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 1,668,473		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,000,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	119	119		
	4 Dividends and interest from securities.	45,022	45,022		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	56,067			
	b Gross sales price for all assets on line 6a 651,168				
	7 Capital gain net income (from Part IV, line 2) . . .		56,067		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,101,208	101,208		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	11,081	11,081		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,529	18		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10,835			10,835
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	23,445	11,099		10,835
	25 Contributions, gifts, grants paid	237,633			237,633
	26 Total expenses and disbursements. Add lines 24 and 25	261,078	11,099		248,468
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	840,130			
	b Net investment income (if negative, enter -0-)		90,109		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	11,618	116,377	116,377
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)		☒ 3,010	2,948
	b	Investments—corporate stock (attach schedule)	575,643	☒ 1,028,398	1,011,963
	c	Investments—corporate bonds (attach schedule).	254,234	☒ 533,840	537,185
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	841,495	1,681,625	1,668,473	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	841,495	1,681,625	
	30	Total net assets or fund balances (see instructions)	841,495	1,681,625	
31	Total liabilities and net assets/fund balances (see instructions) . .	841,495	1,681,625		

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)	1 841,495
2	Enter amount from Part I, line 27a	2 840,130
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 1,681,625
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 1,681,625

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)
1 a Publicly-traded Securities				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 651,168		595,101	56,067
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			56,067
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	56,067
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	316,734	790,818	0 400514
2012	284,560	819,636	0 347179
2011	115,169	122,459	0 94047
2010	0	0	0 0
2009	0	0	0 0

2 Total of line 1, column (d).	2	1 688163
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 562721
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,603,456
5 Multiply line 4 by line 3.	5	902,298
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	901
7 Add lines 5 and 6.	7	903,199
8 Enter qualifying distributions from Part XII, line 4.	8	248,468

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 page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		11,802	
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3		Add lines 1 and 2.		31,802	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		51,802	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	1,000
b		Exempt foreign organizations—tax withheld at source		6b	
c		Tax paid with application for extension of time to file (Form 8868)		6c	802
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		71,802	
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
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 ☐ Refunded ☐		11	

Part VII-A

Statements Regarding Activities

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

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of Foundation Source Telephone no (800) 839-1754 Located at 501 Silverside Road Suite 123 Wilmington DE ZIP+4 198091377			
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		
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?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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). 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.			
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		No
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 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

b

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

5b

No

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?

YesNo

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?

YesNo

b

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

6b

No

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

7a

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

YesNo

b

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

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Matthew Stein	VP	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377	1 0			
Sara Stein	VP	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377	1 0			
Sharon Stein	VP	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377	1 0			
William J Stein	Pres / Dir / Sec	0		
Foundation Source 501 Silverside Rd Wilmington, DE 198091377	1 0			

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services.		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,425,444
b	Average of monthly cash balances.	1b	202,430
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,627,874
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,627,874
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	24,418
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,603,456
6	Minimum investment return. Enter 5% of line 5.	6	80,173

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	80,173
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	1,802
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,802
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	78,371
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	78,371
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	78,371

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	248,468
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	248,468
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	248,468

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			
2		Undistributed income, if any, as of the end of 2014			
a		Enter amount for 2013 only.			
b		Total for prior years 2012 , 2011 , 2010			
3		Excess distributions carryover, if any, to 2014			
a		From 2009.			
b		From 2010.			
c		From 2011. 112,296			
d		From 2012. 244,210			
e		From 2013. 277,704			
f		Total of lines 3a through e. 634,210			
4		Qualifying distributions for 2014 from Part XII, line 4 \$ 248,468			
a		Applied to 2013, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see instructions).			
c		Treated as distributions out of corpus (Election required—see instructions).			
d		Applied to 2014 distributable amount. 78,371			
e		Remaining amount distributed out of corpus 170,097			
5		Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 804,307			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
c		Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d		Subtract line 6c from line 6b Taxable amount—see instructions.			
e		Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions.			
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).			
8		Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions).			
9		Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a. 804,307			
10		Analysis of line 9			
a		Excess from 2010.			
b		Excess from 2011. 112,296			
c		Excess from 2012. 244,210			
d		Excess from 2013. 277,704			
e		Excess from 2014. 170,097			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary Information (Complete this part only if the organization 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))

See Additional Data Table

b

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

2

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

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

a

The name, address, and telephone number or email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	237,633
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Part XVII

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)	No
-------------------	-------	----

(2) Other assets.	1a(2)	No
---------------------------	-------	----

b Other transactions

(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
--	--------------	--	-----------

(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
--	--------------	-----------

(3) Rental of facilities, equipment, or other assets.	1b(3)	No
--	--------------	-----------

(4) Reimbursement arrangements.	1b(4)	No
--	--------------	-----------

(5) Loans or loan guarantees.	1b(5)	No
---------------------------------------	-------	----

(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
---	-------	----

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
--	-----------	-----------

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

b If "Yes," complete the following schedule

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

Sign Here

* * * * *

2015-07-13

* * * * *

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
Jeffrey D Haskell

Preparer's SignatureDate

Check if self-employed ☐

PTIN
P01345770

Firm's name 
Foundation Sou

Firm's EIN Firm's address 

One Hollow Ln Ste 212 Lake Success, NY 11042

Phone no (800) 839-1754

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors	OMB No 1545-0047
	▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	2014

Name of the organization The Stein Family Charitable Foundation	Employer identification number 45-2732010
---	---

Organization type (check one)

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

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% 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.
- ☐ 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.
- ☐ 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Employer identification number

45-2732010

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	Stein William J 4 Rolling Hills Lane Harrison, NY 10528	\$ 1,000,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization The Stein Family Charitable Foundation	Employer identification number 45-2732010
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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
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____

Name of organization The Stein Family Charitable Foundation	Employer identification number 45-2732010
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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 information once. See instructions.) ▶ \$ _____

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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	

Form 990PF Part XV Line 1a - 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).

SHARON STEIN
WILLIAM J STEIN

Form 990PF Part XV Line 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				
AFTER SCHOOL MATTERS INC 66 E RANDOLPH ST CHICAGO,IL 60601	N/A	PC	General & Unrestricted	5,000
ALLIANCE FOR LUPUS RESEARCH 28 W 44TH ST STE 501 NEW YORK,NY 10036	N/A	PC	Charitable Event	5,000
AMERICAN CANCER SOCIETY INC - CHICAGO 225 N MICHIGAN AVE CHICAGO,IL 60601	N/A	PC	Charitable Event	5,000
AVON WALK FOR BREAST CANCER ONE AVON PLZ RYE,NY 10580	N/A	PC	San Francisco Walk	1,000
BACKYARD SPORTS CARES INC 75 S BROADWAY WHITE PLAINS,NY 10601	N/A	PC	3 vs 3 Fundraiser Sponsorship	2,500
CHALLENGED ATHLETES INC 9591 WAPLES ST SAN DIEGO,CA 92121	N/A	PC	Charitable Event	2,500
CHILDRENS HOPE CHEST INC PO BOX 460 PURCHASE,NY 10577	N/A	PC	Hope for Summer Program - to purchase Summer Camp Supplies	1,000
COMMUNITY FUNDS INC 909 3RD AVE NEW YORK,NY 10022	N/A	PC	Dapper McDonald Memorial Scholarship Fund	10,000
COMMUNITY FUNDS INC 909 3RD AVE NEW YORK,NY 10022	N/A	PC	Dapper Mcdonald Memorial Scholarship Fund	1,000
GILDAS CLUB WESTCHESTER INC 80 MAPLE AVE WHITE PLAINS,NY 10601	N/A	PC	Computer-Upgrade/Maintenance	5,000
HARRISON EDUCATIONAL FOUNDATION INCORPORATED 50 UNION AVE HARRISON,NY 10528	N/A	PC	Drive For Education	1,000
JCCA EDENWALD INC 858 E 29TH ST BROOKLYN,NY 11210	N/A	PC	A Tree Grows In Pleasantville	1,000
LEUKEMIA & LYMPHOMA SOCIETY INC 1311 MAMARONECK AVE WHITE PLAINS,NY 10605	N/A	PC	Blackstone Team in Training Program	5,000
MARRIOTT FOUNDATION FOR PEOPLE WITH DISABILITIES 10400 FERNWOOD RD BETHESDA,MD 20817	N/A	PC	Charitable Event	5,000
MELANOMA RESEARCH FOUNDATION 1411 K ST NW STE 800 WASHINGTON,DC 20005	N/A	PC	Charitable Event	2,500
Total  3a				237,633

Form 990PF Part XV Line 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				
MVP BASKETBALL CAMPS INC 29 HOMESIDE LN WHITE PLAINS,NY 10605	N/A	PC	Basketball Camp Scholarship Fund	2,500
MY SISTERS PLACE INC 1 WATER ST WHITE PLAINS,NY 10601	N/A	PC	General & Unrestricted	1,000
NY POLICE AND FIRE WIDOWS & CHILDRENS BENEFIT FUND 767 5TH AVE NEWYORK,NY 10153	N/A	PC	Charitable Event	2,500
NATIONAL MULTIPLE SCLEROSIS SOCIETY 900 S BROADWAY FL 2 DENVER,CO 80209	N/A	PC	Charitable Event	6,250
NEWYORK NEEDS YOU INC 589 8TH AVE 5TH FL NEWYORK,NY 10018	N/A	PC	Charitable Event	2,500
PURCHASE COMMUNITY INC 3095 PURCHASE ST PURCHASE,NY 10577	N/A	PC	Capital Fund Drive	1,000
REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE ST G395 ANN ARBOR,MI 48109	N/A	PC	Department of Athletics for capital and operating purposes	50,000
REGENTS OF THE UNIVERSITY OF MICHIGAN 300 N INGALLS RM N1406 ANN ARBOR,MI 48109	N/A	PC	Gift of a Bear Program	1,000
SAINTS BRIGADE LTD 219 WESTCHESTER AVE 5th floor PORT CHESTER,NY 10573	N/A	POF	Expenditure Responsibility Grant	25,000
STARLIGHT CHILDRENS FOUNDATION 1560 BROADWAY STE 600 NEWYORK,NY 10036	N/A	PC	Charitable Event	10,000
STEPHEN M ROSS SCHOOL OF BUSINESS UNIV OF MICHIGAN 701 TAPPAN ST RM D1235 ANN ARBOR,MI 48109	N/A	PC	Stein Faculty Enrichment Fund	50,000
SYLVIA CENTER INCORPORATED 304 HUDSON ST NEWYORK,NY 10013	N/A	PC	Charitable Event	5,000
TICK-BORNE DISEASE ALLIANCE 1719 MARBLE AVE PLEASANTVILLE,NY 10570	N/A	PC	Charitable Event	1,000
UNITED WAY OF NEWYORK CITY 205 E 42ND ST FL 12 NEWYORK,NY 10017	N/A	PC	Blackstone 2014 United Way Campaign	5,000
VILLAGE ACADEMIES INC 35 W 124TH ST NEWYORK,NY 10027	N/A	PC	Charitable Event	10,000
Total  3a				237,633

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
YOUNG MENS CHRISTIAN ASSOCIATION OF GREATER NY 5 W 63RD ST 6TH FL NEW YORK,NY 10023	N/A	PC	Strong Kids Winter Camp	2,175
YOUNG MENS CHRISTIAN ASSOCIATION OF GREATER NY 5 W 63RD ST 6TH FL NEW YORK,NY 10023	N/A	PC	Strong Kids Campaign	9,250
YOUNG MENS CHRISTIAN ASSOCIATION OF GREATER NY 5 W 63RD ST 6TH FL NEW YORK,NY 10023	N/A	PC	Strong Kids Winter Camp	958
Total  3a				237,633

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: The Stein Family Charitable Foundation

EIN: 45-2732010

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Expenditure Responsibility Statement

Name: The Stein Family Charitable Foundation

EIN: 45-2732010

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
Saints Brigade	219 Westchester Avenue 5th Floor Port Chester, NY 10573	2013-06-26	25,000	To fund the Saints Brigade Scholarship Program	25,000	NO	6/2/14, 2/4/15		None Necessary
Saints Brigade	219 Westchester Avenue 5th Floor Port Chester, NY 10573	2014-06-10	25,000	To fund the Saints Brigade Scholarship Program	5,500	NO	2/4/15		None Necessary

TY 2014 Investments Corporate Bonds Schedule

Name: The Stein Family Charitable Foundation

EIN: 45-2732010

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AES CORP - 7.375% - 07/01/2021	3,308	3,390
ALABAMA POWER CO - 3.55% - 12/	5,016	5,270
AMERICAN TOWER CORP - 4.5% - 0	10,394	10,604
AMERICAS FIN CORP - 7.0% - 05/	2,085	2,070
ANHEUSER-BUSCH - 3.700% - 02/0	10,109	10,388
APACHE CORP SR NT - 3.250% - 0	5,022	4,913
AVIS BUDGET CAR RENT LLC - 5.5	5,063	5,100
B&G FOODS INC - 4.625% - 06/01	5,993	5,857
BALTIMORE GAS & ELEC - 3.350%	9,935	10,250
BANK AMER FDG CORP SRNT-L 5.62	4,940	5,693
BANK NEW YORK - 3.400% - 05/15	14,991	15,269
BECTON DICKINSON & CO - 3.125%	5,128	5,019
BRISTOL-MYERS SQUIBB - 3.250%	14,962	15,295
BRISTOW GROUP INC SR NT - 6.25	1,890	1,990
CATERPILLAR INC - 3.40% - 05/1	14,996	15,415
CCO HLDGS LLC/CAP CORP BOND -	2,970	2,933
CENTURYLINK INC - 5.80% - 03/1	2,995	3,113
CHC HELICOPTER SR NT - 9.250%	4,922	4,376
CHESAPEAKE ENERGY - 5.750% - 0	4,000	4,120
CHS/CMNTY HEALTH SYS - 6.875%	5,400	5,297

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CINCINNATI BELL INC SR NT - 8.	4,390	4,200
CINEMARK USA INC SR NT - 4.875	5,013	4,725
CITIGROUP INC - 3.375% - 03/01	4,800	5,045
CITIGROUP INC SR NT - 4.500% -	5,073	5,464
COCA-COLA CO 03.20% 11/01/2023	4,892	5,144
COMCAST CORP - 3.6% - 3/1/2024	15,161	15,752
CONSTELLATION BRANDS - 6.000%	5,638	5,525
CONTINENTAL AIR 2012-1 - CL A	4,631	4,758
CSCO - 3.625% - 03/04/2024	5,108	5,210
DELTA AIR LINES 2011-1 - 5.300	3,610	3,702
DENBURY RES INC - 4.625% - 07/	5,786	5,205
DIRECTV HOLDINGS/FING - 4.450%	9,963	10,463
EOG RESOURCES INC - 4.100% - 0	5,421	5,365
EQUINIX INC NOTE - 5.375% - 04	5,095	5,000
FERRELLGAS L P / FERRELLGAS -	4,218	3,900
GE - 3.450% - 05/15/2024	9,958	10,333
GENERAL DYNAMICS CORP 2.250% -	4,508	4,820
GENERAL ELEC CAP CORP- 4.650%	5,176	5,636
GEORGIA PWR CO - 2.850% - 05/1	4,991	5,028
GRAPHIC PACKAGING - 4.75% - 04	4,020	4,030

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HAWAIIAN AIRLINES 13-1A - 3.90	9,750	9,825
HCA INC - 5.875% - 05/01/2023	2,068	2,108
HCA INC CORP - 5.00% - 03/15/2	2,025	2,055
HEALTHSOUTH - 5.750% - 11/01/2	2,055	2,080
HEWLETT-PACKARD CO - 4.050% -	5,011	5,080
HUNTSMAN INTL 4.875% - 11/15/	5,975	5,955
IBM CORP 3.625% - 02/12/2024	10,112	10,418
INTELSAT JACKSON HLDGS - 5.500	6,000	6,000
IRON MOUNTAIN INC BOND - 5.750	4,960	5,031
JPM - 3.625% - 05/13/2024	9,951	10,236
JPMORGAN CHASE & CO-4.50%-01/2	4,997	5,459
L-3 COMMUNICATIONS CORP-4.95%-	5,352	5,434
LEVEL 3 FING INC - 6.125% - 01	3,165	3,105
MEDIACOM BROADBAND LLC & MEDIA	5,220	5,125
MEDTRONIC INC SR NT 2.750% - 0	4,999	4,862
MGM RESORTS INTERNATIONAL - 7.	2,370	2,215
MGM RESORTS INTERNATIONAL 6.62	3,165	3,150
NRG ENERGY INC - 6.625% - 03/1	5,305	5,200
NT NEXTEL CORP - 6.000% - 11/1	6,148	5,520
NUCOR CORP - 4.125% - 09/15/20	5,431	5,322

Name of Bond	End of Year Book Value	End of Year Fair Market Value
OFFSHORE GROUP INVT LTD - 7.12	2,640	2,190
OFFSHORE GROUP INVT LTD - 7.50	3,180	2,235
ORACLE CORP - 3.40% - 07/08/20	5,023	5,110
ORACLE CORP - 3.625% - 07/15/2	4,955	5,244
PEABODY ENERGY CORP - 7.875% -	5,379	4,250
PENSKE AUTOMOTIVE GRP INC - 5.	4,073	4,150
PEPSICO INC - 2.750% - 03/05/2	5,021	4,992
PERKINELMER INC - 5.000% - 11/	5,317	5,440
PNC FUNDING CORP - 3.300% - 03	4,972	5,112
POLYMER GROUP INC - 7.750% - 0	3,173	3,109
QWEST CORPORATION-6.750%-12/01	5,419	5,782
RANGE RES CORP - 5.000% - 03/1	1,015	1,000
RANGE RES CORP SR SUB NT - 5.0	2,976	3,000
RAYTHEON CO SR NT 2.50000% - 1	4,985	4,872
REGAL ENTERTAINMENT CORP - 5.7	4,886	4,600
ROSETTA RESOURCES INC - 5.875	3,800	3,560
ROYAL CARIBBEAN CRUISES - 7.50	2,317	2,250
ROYAL CARIBBEAN CRUISES LTD -	5,134	5,250
RR DONNELLEY & SONS CO - 6.000	6,035	5,910
SABINE PASS LIQUEFACTION - 5.6	5,000	4,888

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SERVICE CORP INTL - 7.500% - 0	5,425	5,625
SIMON PROPERTY GROUP LP BOND 0	10,086	10,502
SPECTRUM BRANDS INC - 6.625% -	3,158	3,173
SUBURBAN PROPANE PTNRS - 5.500	6,000	5,790
TEEKAY CORPORATION - 8.500% -	5,218	5,586
TOLL BROS - 5.875% - 02/15/202	16,193	16,012
UNITED AIRLINES - 4.300% - 02/	5,163	5,175
UNITED RENTALS NORTHAM - 6.125	3,056	3,150
UNITED TECHNOLOGIES CORP - 3.1	4,996	5,102
US AIRWAYS SER 2011-1 CL A-7.1	3,975	4,748
US AIRWAYS TRUST SER 4.625% -	4,777	4,755
US BANCORP - 2.95% - 07/15/202	9,721	9,858
WEATHERFORD INTL LTD - 4.500%	4,993	4,450
WELLS FARGO - 4.125% - 08/15/2	5,160	5,248
WELLS FARGO CO - 3.500% - 03/0	4,989	5,220

**TY 2014 Investments Corporate
Stock Schedule****Name:** The Stein Family Charitable Foundation**EIN:** 45-2732010

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ANGEL OAK MULTI-STRATEGY INCOM	153,999	154,225
BLACKROCK EQ DIVIDEND I	111,495	113,992
BLACKROCK STRAT INC OPP - INS	216,743	214,785
DOUBLELINE TOTAL RETURN BOND	137,041	136,995
JP MORGAN STRATEGIC INCOME OPP	139,136	136,729
MERRILL LYNCH PFD CAP TR III 7	2,696	2,936
OAKMARK INTERNATIONAL FUND CL	155,875	138,587
RIVERPARK FDS TR WEDGEWOOD FDI	111,413	113,714

TY 2014 Investments Government Obligations Schedule

Name: The Stein Family Charitable Foundation

EIN: 45-2732010

**US Government Securities - End of
Year Book Value:**

3,010

**US Government Securities - End of
Year Fair Market Value:**

2,948

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2014 Other Expenses Schedule

Name: The Stein Family Charitable Foundation

EIN: 45-2732010

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	10,810			10,810
State or Local Filing Fees	25			25

TY 2014 Other Professional Fees Schedule

Name: The Stein Family Charitable Foundation

EIN: 45-2732010

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	11,081	11,081		

TY 2014 Taxes Schedule**Name:** The Stein Family Charitable Foundation**EIN:** 45-2732010

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2014	1,000			
990-PF Extension for 2013	511			
Foreign Tax Paid	18	18		