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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](http://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 <b>ABE LITTENBERG FOUNDATION, INC.</b>		A Employer identification number <b>59-3773771</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O ABRAHAM C. LITTENBERG, 100 HWY 36</b>	Room/suite	B Telephone number <b>7324959480</b>
City or town, state or province, country, and ZIP or foreign postal code <b>MIDDLETOWN, NJ 07748</b>		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) <b>\$ 4,578,687.</b>	J Accounting method: <input type="checkbox"/> Cash <input checked="" 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)
Revenue	1 Contributions, gifts, grants, etc., received	1,307,905.			
	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	120,996.	120,996.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	143,158.			STATEMENT 1
	b Gross sales price for all assets on line 6a	1,333,305.			
	7 Capital gain net income (from Part IV, line 2)		477,593.		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<5,711.>	0.	0.	STATEMENT 3
	12 Total. Add lines 1 through 11	1,566,348.	598,589.	0.	
	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	3,950.	3,950.	0.	0.
	c Other professional fees STMT 5	15,925.	15,925.	0.	0.
17 Interest					
18 Taxes STMT 6	14,674.	1,674.	0.	0.	
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23	34,549.	21,549.	0.	0.	
25 Contributions, gifts, grants paid	214,500.			214,500.	
26 Total expenses and disbursements. Add lines 24 and 25	249,049.	21,549.	0.	214,500.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,317,299.				
b Net investment income (if negative, enter -0-)		577,040.			
c Adjusted net income (if negative, enter -0-)			0.		

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LHA For Paperwork Reduction Act Notice, see instructions.

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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			3,922.	7,472.	7,472.
	2 Savings and temporary cash investments			743,306.	412,078.	412,078.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	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 STMT 7			1,837,904.	3,480,609.	3,876,254.
	c Investments - corporate bonds STMT 8			191,955.	144,483.	145,458.
	Liabilities	11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9				118,675.	121,698.	137,425.
14 Land, buildings, and equipment, basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)				2,895,762.	4,166,340.	4,578,687.
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						
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			2,895,762.	4,166,340.	
	30 Total net assets or fund balances			2,895,762.	4,166,340.	
	31 Total liabilities and net assets/fund balances			2,895,762.	4,166,340.	

## 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	2,895,762.
2 Enter amount from Part I, line 27a	2	1,317,299.
3 Other increases not included in line 2 (itemize) ▶ ADJUSTMENT TO BASIS OF INVESTMENTS	3	3,279.
4 Add lines 1, 2, and 3	4	4,216,340.
5 Decreases not included in line 2 (itemize) ▶ ADJUSTMENT TO PRIOR YEAR	5	50,000.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,166,340.

**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 1,333,305.		855,712.	477,593.

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			477,593.

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	477,593.
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	64,500.	2,857,261.	.022574
2012	102,000.	2,023,240.	.050414
2011	78,000.	1,725,782.	.045197
2010	92,000.	1,135,954.	.080989
2009	81,000.	1,035,578.	.078217

2 Total of line 1, column (d)	2	.277391
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	.055478
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	4,015,533.
5 Multiply line 4 by line 3	5	222,774.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,770.
7 Add lines 5 and 6	7	228,544.
8 Enter qualifying distributions from Part XII, line 4	8	214,500.

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	11,541.
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	11,541.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	11,541.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,778.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	12,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	15,278.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	175.	
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	3,562.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 3,562. Refunded <input checked="" 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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?		
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) NONE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► ABRAHAM LITTENBERG Telephone no. ► 732-495-9480 Located at ► 100 HIGHWAY 36, MIDDLETOWN, NJ ZIP+4 ► 07748			
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 ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► , , ,		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

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

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

7b

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
ABRAHAM C LITTENBERG	PRESIDENT			
41 HICKORY LANE				
LINCROFT, NJ 07738	2.00	0.	0.	0.
LINDA LITTENBERG	VICE PRESIDENT			
41 HICKORY LANE				
LINCROFT, NJ 07738	2.00	0.	0.	0.
SHERYL LITWACK	SECRETARY			
850 ECHO HILL ROAD				
WEST CHESTER, PA 19382	1.00	0.	0.	0.
SUSAN LITTENBERG	TREASURER			
59 DUDLEY AVENUE				
VENICE, CA 90291	1.00	0.	0.	0.

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

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

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

0

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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
NONE		

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

0

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

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

	Expenses
<b>1 CONTRIBUTIONS MADE</b>	
	214,500.
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> 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	3,450,151.
b	Average of monthly cash balances	1b	626,532.
c	Fair market value of all other assets	1c	0.
d	<b>Total</b> (add lines 1a, b, and c)	1d	4,076,683.
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	4,076,683.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,150.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,015,533.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	200,777.

**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	200,777.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	11,541.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,541.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	189,236.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	189,236.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	189,236.

**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	214,500.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	214,500.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	214,500.

**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				189,236.
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	15,804.			
b From 2010	36,561.			
c From 2011				
d From 2012	2,846.			
e From 2013				
f Total of lines 3a through e	55,211.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$	214,500.			
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				189,236.
e Remaining amount distributed out of corpus	25,264.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	80,475.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				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	15,804.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	64,671.			
10 Analysis of line 9:				
a Excess from 2010	36,561.			
b Excess from 2011				
c Excess from 2012	2,846.			
d Excess from 2013				
e Excess from 2014	25,264.			

**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(i)(3) or		4942(i)(5)
--	---------------	--	------------

- 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.

- 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(i)(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).)

ABRAHAM C LITTENBERG

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
<b>a Paid during the year</b>				
AMERICA'S SECOND HARVEST, THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES 3300 ROUTE 66 NEPTURE, NJ 07753	NONE	PUBLIC CHARITY	PROVIDE FOOD FOR INDIGENT FAMILIES	12,500.
AMERICARES 88 HAMILTON AVENUE STAMFORD, CT 06902	NONE	PUBLIC CHARITY	SUPPLY MEDICINES AND MEDICAL EQUIPMENT WORLDWIDE	7,500.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND F NEW YORK, NY 10001	NONE	PUBLIC CHARITY	PROVIDE DOCTORS TO INDIGENT FAMILIES WORLDWIDE	15,000.
LOS ANGELES REGIONAL FOOD BANK 1734 E. 41ST STREET LOS ANGELES, CA 90058	NONE	PUBLIC CHARITY	PROVIDE FOOD FOR INDIGENT FAMILIES	7,500.
LUNCH BREAK 121 DRS. JAMES PARKER BLVD RED BANK, NJ 07701	NONE	PUBLIC CHARITY	PROVIDE FOOD TO SHUT-INS & FREE CLOTHING DISTRIBUTION.	- 50,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>214,500.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>



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

- |  |       |     |    |
|--|-------|-----|----|
| <p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions.</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.</p> |       | Yes | No |
|  | 1a(1) |     | X  |
|  | 1a(2) |     | X  |
|  |       |     |    |
|  | 1b(1) |     | X  |
|  | 1b(2) |     | X  |
|  | 1b(3) |     | X  |
|  | 1b(4) |     | X  |
|  | 1b(5) |     | X  |
|  | 1b(6) |     | X  |
|  | 1c    |     | X  |

[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.

Signature of officer or trustee

Date \_\_\_\_\_

**PRESIDENT**  
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

ANTHONY FAUGNO

Preparer's signature

Anthony J. Lauro

Date \_\_\_\_\_

11/03/2015

Check ☐ if  
self-employed

PTIN

P00235434

Firm's name ► EISNERAMPER LLP

Firm's EIN ▶ 13-1639826

Firm's address ► 111 WOOD AVENUE SOUTH  
ISELIN, NJ 08830-2700

Phone no. 732-243-7000

**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](http://www.irs.gov/form990).

OMB No 1545-0047

**2014**

Name of the organization

ABE LITTENBERG FOUNDATION, INC.

Employer identification number

59-3773771

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 foundationCheck 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 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 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.
- ☐ 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 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	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 249,332.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 17,300.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 17,019.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
4	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 13,435.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
5	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 17,700.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
6	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 17,700.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
7	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 9,842.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
8	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 23,635.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
9	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 6,311.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
10	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 7,696.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
11	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 10,643.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
12	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 9,120.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
13	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 7,877.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
14	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 5,973.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
15	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 4,903.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
16	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 4,060.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
17	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 17,518.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
18	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 10,146.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
19	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 5,763.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
20	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 9,004.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
21	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 4,634.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
22	MATTHEW LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 7,595.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
23	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 3,830.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
24	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 4,639.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
25	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 6,993.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
26	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 5,872.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
27	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 6,352.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
28	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 6,077.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
29	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 8,932.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
30	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 6,020.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
31	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 7,068.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
32	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 5,194.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
33	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 7,732.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
34	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 7,984.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
35	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 3,451.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
36	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 15,880.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
37	SHERYL M. LITWACK (FOUNDER) 850 ECHO HILL ROAD WEST CHESTER, PA 19382	\$ 3,937.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
38	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 6,408.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
39	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 5,668.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
40	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 14,930.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
41	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 4,087.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
42	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 11,122.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
43	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 2,191.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
44	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 7,623.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
45	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 6,274.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
46	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 4,796.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
47	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 3,457.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
48	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 10,405.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
49	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 7,888.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
50	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 5,880.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
51	THE LAIKA TRUST (FOUNDER) 1650 CICERO DRIVE LOS ANGELES, CA 90026	\$ 7,903.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
52	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 23,228.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
53	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 13,944.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
54	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 21,163.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)



Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
55	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 24,473.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
56	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 7,329.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
57	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 8,976.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
58	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 7,534.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
59	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 5,109.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
60	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 13,945.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
61	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 9,356.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
62	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 11,578.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
63	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 18,626.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
64	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 10,961.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
65	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 10,245.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
66	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 15,563.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
67	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 35,550.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
68	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 13,944.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
69	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 41,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
70	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 29,035.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
71	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 33,476.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
72	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 18,978.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
73	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 24,104.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
74	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 24,104.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
75	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 16,252.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
76	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 12,652.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
77	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 24,104.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
78	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 6,326.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
79	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 17,553.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
80	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 60,960.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
81	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 5,438.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
82	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 38,072.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
83	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	\$ 28,028.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
1	9,469.697 UNITS TCW SELECT EQUITIES FUND	\$ 249,332.	09/02/14
2	500 SHARES BANK NEW YORK MELLON (BK)	\$ 17,300.	04/04/14
3	220 SHARES DIRECTTV (DTV)	\$ 17,019.	04/04/14
4	100 SHARES FEDEX (FDX)	\$ 13,435.	04/04/14
5	25 SHARES GRAHAM HOLDINGS COMPANY (GHC)	\$ 17,700.	04/04/14
6	25 SHARES GRAHAM HOLDINGS COMPANY (GHC)	\$ 17,700.	04/04/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
7	100 SHARES JOHNSON & JOHNSON (JNJ)	\$ 9,842.	04/04/14
8	500 SHARES LEGG MASON INC (LM)	\$ 23,635.	04/04/14
9	164 SHARES LEVEL 3 COMMUNICATIONS INC (LVLTT)	\$ 6,311.	04/04/14
10	200 SHARES LEVEL 3 COMMUNICATIONS INC (LVLTT)	\$ 7,696.	04/04/14
11	275 SHARES LEVEL 3 COMMUNICATIONS INC (LVLTT)	\$ 10,643.	04/08/14
12	200 SHARES LEGG MASON INC (LM)	\$ 9,120.	04/08/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
13	100 SHARES DIRECTTV (DTV)	\$ 7,877.	04/08/14
14	150 SHARES MICROSOFT (MSFT)	\$ 5,973.	04/08/14
15	50 SHARES JOHNSON & JOHNSON (JNJ)	\$ 4,903.	04/08/14
16	50 SHARES AON (AON)	\$ 4,060.	04/08/14
17	250 SHARES CONOCOPHILLIPS (COP)	\$ 17,518.	04/08/14
18	200 SHARES BP (BP)	\$ 10,146.	07/18/14



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ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
19	150 SHARES BANK NEW YORK MELLON (BK)	\$ 5,763.	07/18/14
20	200 SHARES UNILEVER (UL)	\$ 9,004.	07/18/14
21	100 SHARES LEVEL 3 COMMUNICATIONS INC (LVL3)	\$ 4,634.	07/18/14
22	50 SHARES FEDEX (FDX)	\$ 7,595.	07/18/14
23	50 SHARES DIRECTV (DTV)	\$ 3,830.	04/29/14
24	125 SHARES LEVEL 3 COMMUNICATIONS INC (LVL3)	\$ 4,639.	04/29/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
25	150 SHARES LEGG MASON (LM)	\$ 6,993.	04/29/14
26	100 SHARES MERCK & CO INC (MRK)	\$ 5,872.	04/29/14
27	200 SHARES PFIZER (PFE)	\$ 6,352.	04/29/14
28	150 SHARES MICROSOFT (MSFT)	\$ 6,077.	04/29/14
29	200 SHARES UNILEVER PLC (UL)	\$ 8,932.	04/29/14
30	500 SHARES JANUS CAPITAL (JNS)	\$ 6,020.	04/29/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
31	150 SHARES WASTE MANAGEMENT (WM)	\$ 7,068.	09/15/14
32	100 SHARES WELLS FARGO & CO (WFC)	\$ 5,194.	09/15/14
33	165 SHARES WEBMD HEALTH CORP (WBMD)	\$ 7,732.	09/15/14
34	200 SHARES BANK NEW YORK MELLON (BK)	\$ 7,984.	09/15/14
35	25 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 3,451.	09/15/14
36	200 SHARES CONOCOPHILLIPS (COP)	\$ 15,880.	09/15/14

Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
37	100 SHARES BANK NEW YORK MELLON (BK)	\$ 3,937.	09/15/14
38	200 SHARES PFIZER (PFE)	\$ 6,408.	04/28/14
39	100 SHARES MERCK & CO INC (MRK)	\$ 5,668.	04/28/14
40	200 SHARES CONOCOPHILLIPS (COP)	\$ 14,930.	04/28/14
41	100 SHARES MICROSOFT (MSFT)	\$ 4,087.	04/28/14
42	145 SHARES DIRECTTV (DTV)	\$ 11,122.	04/28/14

Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
43	50 SHARES WASTE MANAGEMENT (WM)	\$ 2,191.	04/28/14
44	150 SHARES COMCAST CORP (CMCSK)	\$ 7,623.	04/28/14
45	525 SHARES JANUS CAPITAL (JNS)	\$ 6,274.	04/28/14
46	100 SHARES WEBMD HEALTH CORP (WBMD)	\$ 4,796.	09/08/14
47	25 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 3,457.	09/08/14
48	100 SHARES JOHNSON & JOHNSON (JNJ)	\$ 10,405.	09/08/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
49	200 SHARES BANK NEW YORK MELLON (BK)	\$ 7,888.	09/08/14
50	200 SHARES PFIZER (PFE)	\$ 5,880.	09/08/14
51	100 SHARES CONOCOPHILLIPS (COP)	\$ 7,903.	09/08/14
52	400 SHARES MERCK (MRK)	\$ 23,228.	06/16/14
53	400 SHARES BANK NEW YORK MELLON (BK)	\$ 13,944.	06/16/14
54	250 SHARES DIRECTV (DTV)	\$ 21,163.	05/19/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
55	636 SHARES LEVEL 3 COMMUNICATIONS INC (LVL3) _____ _____	\$ 24,473.	04/04/14
56	100 SHARES WALGREENS (WAG) _____ _____	\$ 7,329.	06/16/14
57	100 SHARES AON PLC (AON) _____ _____	\$ 8,976.	06/16/14
58	100 SHARES WALMART (WMT) _____ _____	\$ 7,534.	06/16/14
59	100 SHARES WELLS FARGO (WFC) _____ _____	\$ 5,109.	06/16/14
60	100 SHARES FEDEX (FDX) _____ _____	\$ 13,945.	06/16/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
61	200 SHARES WEBMD HEALTH CORP (WBMD)	\$ 9,356.	06/16/14
62	391 SHARES PFIZER INC (PZE)	\$ 11,578.	06/16/14
63	375 SHARES LEGG MASON (LM)	\$ 18,626.	06/16/14
64	925 SHARES JANUS CAPITAL GROUP (JNS)	\$ 10,961.	06/16/14
65	100 SHARES JOHNSON & JOHNSON (JNJ)	\$ 10,245.	06/16/14
66	375 SHARES MICROSOFT CORP (MSFT)	\$ 15,563.	06/16/14



Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
67	3000 SHARES JANUS (JNS)	\$ 35,550.	06/16/14
68	400 SHARES BANK NEW YORK MELLON (BK)	\$ 13,944.	06/16/14
69	1000 SHARES MICROSOFT CORP (MSFT)	\$ 41,500.	06/16/14
70	500 SHARES MERCK (MRK)	\$ 29,035.	06/16/14
71	400 SHARES CONOCOPHILLIPS (COP)	\$ 33,476.	06/16/14
72	150 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 18,978.	07/17/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
73	200 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 24,104.	07/17/14
74	200 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 24,104.	07/17/14
75	100 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 16,252.	07/17/14
76	100 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 12,652.	07/17/14
77	200 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 24,104.	07/17/14
78	50 SHARES BERKSHIRE HATHAWAY INC (BRKB)	\$ 6,326.	07/17/14

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

**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
79	100 SHARES FEDEX (FDX)	\$ 17,553.	11/24/14
80	1000 SHARES JP MORGAN (JPM)	\$ 60,960.	11/24/14
81	100 SHARES INTEL CORP (INTC)	\$ 5,438.	11/24/14
82	800 SHARES MICROSOFT (MSFT)	\$ 38,072.	11/24/14
83	700 SHARES BANK NEW YORK MELLON (BK)	\$ 28,028.	11/24/14

Name of organization	Employer identification number
<b>ABE LITTENBERG FOUNDATION, INC.</b>	<b>59-3773771</b>

**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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**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.)
<b>1a CAPITAL GAIN DISTRIBUTION</b>		P		
<b>b JP MORGAN 442</b>		D		
<b>c JP MORGAN 442</b>		P		
<b>d JP MORGAN 442</b>		D		
<b>e JP MORGAN 442</b>		P		
<b>f JP MORGAN 443</b>		P		
<b>g US TRUST</b>		P		
<b>h US TRUST</b>		P		
<b>i US TRUST</b>		D		
<b>j</b>				
<b>k</b>				
<b>l</b>				
<b>m</b>				
<b>n</b>				
<b>o</b>				

(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)
<b>a 53,804.</b>			<b>53,804.</b>
<b>b 57,738.</b>		<b>41,639.</b>	<b>16,099.</b>
<b>c 46,774.</b>		<b>35,387.</b>	<b>11,387.</b>
<b>d 569,266.</b>		<b>289,083.</b>	<b>280,183.</b>
<b>e 81,862.</b>		<b>52,054.</b>	<b>29,808.</b>
<b>f 107,254.</b>		<b>73,642.</b>	<b>33,612.</b>
<b>g 6,363.</b>		<b>8,563.</b>	<b>&lt;2,200.&gt;</b>
<b>h 159,202.</b>		<b>155,344.</b>	<b>3,858.</b>
<b>i 251,042.</b>		<b>200,000.</b>	<b>51,042.</b>
<b>j</b>			
<b>k</b>			
<b>l</b>			
<b>m</b>			
<b>n</b>			
<b>o</b>			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
<b>a</b>			<b>53,804.</b>
<b>b</b>			<b>16,099.</b>
<b>c</b>			<b>11,387.</b>
<b>d</b>			<b>280,183.</b>
<b>e</b>			<b>29,808.</b>
<b>f</b>			<b>33,612.</b>
<b>g</b>			<b>&lt;2,200.&gt;</b>
<b>h</b>			<b>3,858.</b>
<b>i</b>			<b>51,042.</b>
<b>j</b>			
<b>k</b>			
<b>l</b>			
<b>m</b>			
<b>n</b>			
<b>o</b>			

<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		<b>2</b>	<b>477,593.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }		<b>3</b>	<b>N/A</b>

**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
PARKER FAMILY HEALTH CLINIC 211 SHREWSBURY AVENUE RED BANK, NJ 07701	NONE	PUBLIC CHARITY	PROVIDE LOW COST HEALTHCARE SERVICES TO FAMILIES	10,000.
PARTNERS IN HEALTH 888 COMMONWEALTH AVENUE BOSTON, MA 02215	NONE	PUBLIC CHARITY	PROVIDED HIGH-QUALITY MEDICAL CARE AND ADDRESSED THE ROOT CAUSES OF DISEASE	5,000.
PHILABUNDANCE 3616 SOUTH GALLOWAY STREET PHILADELPHIA, PA 19148	NONE	PUBLIC CHARITY	PROVIDE FOOD FOR INDIGENT FAMILIES	5,000.
ST ANDREW'S FOOD PANTRY AND NEALS SCHOLARS 217 W. 26TH STREET PO BOX 405 BRYAN, TX 77806	NONE	PUBLIC CHARITY	PROVIDE FOOD FOR INDIGENT FAMILIES AND SCHOLARSHIPS.	14,000.
FEEDING AMERICA 35 E WACKER DRIVE SUITE 2000 CHICAGO, IL 60601	NONE	PUBLIC CHARITY	PROVIDE FOOD FOR INDIGENT FAMILIES	7,500.
FAMILY PROMISE OF BCS PO BOX 11232 COLLEGE STATION, TX 77845	NONE	PUBLIC CHARITY	PROVIDE SHELTER AND FOOD FOR INDIGENT FAMILIES	45,000.
PROJECT PAUL 211 CARR AVENUE KEANSBURG, NJ 07734	NONE	PUBLIC CHARITY	PROVIDE FOOD FOR INDIGENT FAMILIES	8,000.
HORIZONS GREATER WASHINGTON 3000 CATHEDRAL AVENUE NW WASHINGTON, DC 20008	NONE	PUBLIC CHARITY	PROVIDING OPPORTUNITIES FOR UNDERPRIVILEGED CHILDREN	2,500.
AMERICAN RED CROSS 1540 WEST PARK AVENUE OCEAN, NJ 07712	NONE	PUBLIC CHARITY	PROVIDE MEDICAL SERVICES THROUGHOUT THE WORLD	10,000.
UT HEALTH MEDICAL CENTER 7703 FLOYD CURL DRIVE SAN ANTONIO, TX 78229	NONE	PUBLIC CHARITY	PROVIDING MEDICAL RESEARCHERS FUNDS TO CONTINUE RESEARCH	15,000.
Total from continuation sheets				122,000.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CAPITAL GAIN DISTRIBUTION					
	53,804.	0.	0.	0.	53,804.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
JP MORGAN 442					
	57,738.	58,213.	0.	0.	<475.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
JP MORGAN 442					
	46,774.	35,387.	0.	0.	11,387.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
JP MORGAN 442				DONATED		
	569,266.	557,607.	0.	0.	11,659.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
JP MORGAN 442				PURCHASED		
	81,862.	52,054.	0.	0.	29,808.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
JP MORGAN 443				PURCHASED		
	107,254.	73,642.	0.	0.	33,612.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
US TRUST				PURCHASED		
	6,363.	8,563.	0.	0.	<2,200.>	



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
US TRUST	159,202.	155,344.	0.			3,858.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED DONATED	DATE ACQUIRED	(F) GAIN OR LOSS
US TRUST	251,042.	249,337.	0.			1,705.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	143,158.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
DIVIDEND INCOME	120,904.	0.	120,904.	120,904.	120,904.	
INTEREST INCOME	92.	0.	92.	92.	92.	
TO PART I, LINE 4	120,996.	0.	120,996.	120,996.	120,996.	

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UNREALIZED LOSS	<5,711.>	0.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	<5,711.>	0.	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,950.	3,950.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	3,950.	3,950.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	15,925.	15,925.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	15,925.	15,925.	0.	0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	13,000.	0.	0.	0.
FOREIGN TAXES PAID	1,674.	1,674.	0.	0.
TO FORM 990-PF, PG 1, LN 18	14,674.	1,674.	0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN 442 EQUITIES	1,786,269.	1,936,280.
JP MORGAN 443 EQUITIES	923,760.	1,153,916.
US TRUST EQUITIES	706,135.	786,058.
UNREALIZED GAIN	25,878.	0.
UNREALIZED GAIN	38,567.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,480,609.	3,876,254.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN 442 CORPORATE BONDS	24,834.	26,908.
US TRUST 679 CORPORATE BONDS	119,649.	118,550.
TOTAL TO FORM 990-PF, PART II, LINE 10C	144,483.	145,458.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HEDGE FUNDS	COST	80,000.	80,725.
REAL ESTATE	COST	41,698.	56,700.
TOTAL TO FORM 990-PF, PART II, LINE 13		121,698.	137,425.