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**Return of Private Foundation**

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

**2014**

Open to Public Inspection

Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2014 or tax year beginning **APR 1, 2014**, and ending **MAR 31, 2015**

Name of foundation  
**THE A M FOUNDATION F/K/A USHER AND MIRIAM MEISELS FAMILY FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) **290 HEWES STREET**

Room/suite

City or town, state or province, country, and ZIP or foreign postal code  
**BROOKLYN, NY 11211**

A Employer identification number  
**03-0463941**

B Telephone number  
**718-624-6008**

C If exemption application is pending, check here

D 1 Foreign organizations, check here   
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

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

G Check all that apply:  
 Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

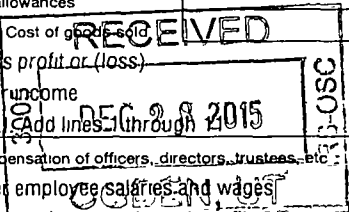
H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
**\$ 8,897,770.**

J Accounting method:  Cash  Accrual  
 Other (specify)

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		166,654.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		36,228.	36,228.		STATEMENT 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<88,756.>	<88,756.>		STATEMENT 2
12 Total (Add lines 1 through 11)		114,126.	<52,528.>		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages		15,600.	15,600.		0.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		6,650.	6,650.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 4		8,948.	3,948.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		816.	816.		0.
24 Total operating and administrative expenses Add lines 13 through 23		32,014.	27,014.		0.
25 Contributions, gifts, grants paid		575,419.			575,419.
26 Total expenses and disbursements. Add lines 24 and 25		607,433.	27,014.		575,419.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<493,307.>			
b Net investment income (if negative, enter -0-)			0.		
c Adjusted net income (if negative, enter -0-)				N/A	

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**THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION**

<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>	1 Cash - non-interest-bearing	34,889.	12,199.	12,199.	
	2 Savings and temporary cash investments	643,969.	1,013,336.	1,013,336.	
	3 Accounts receivable ▶ 13,500.				
	Less: allowance for doubtful accounts ▶	23,897.	13,500.	13,500.	
	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 ▶ 452,500.				
	Less: allowance for doubtful accounts ▶ 0.	996,709.	452,500.	452,500.	
	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 6	0.	52,500.	52,500.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶					
12 Investments - mortgage loans STMT 7	847,395.	716,135.	716,135.		
13 Investments - other STMT 8	1,420,774.	1,157,103.	2,237,600.		
14 Land, buildings, and equipment: basis ▶ 4,330,422.					
Less: accumulated depreciation ▶	0.	4,330,422.	4,400,000.		
15 Other assets (describe ▶ )	435,000.	0.	0.		
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,402,633.	7,747,695.	8,897,770.		
<b>Liabilities</b>	17 Accounts payable and accrued expenses		20,529.		
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons		3,817,747.		
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ STATEMENT 9)	922.	1,015.		
23 <b>Total liabilities</b> (add lines 17 through 22)	922.	3,839,291.			
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	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 ▶ <input checked="" type="checkbox"/>	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	4,401,711.	3,908,404.		
30 <b>Total net assets or fund balances</b>	4,401,711.	3,908,404.			
31 <b>Total liabilities and net assets/fund balances</b>	4,402,633.	7,747,695.			

**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	4,401,711.
2 Enter amount from Part I, line 27a	2	<493,307.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,908,404.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,908,404.

**THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION**

**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	<b>NONE</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			
b			
c			
d			
e			

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

**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	654,488.	5,376,253.	.121737
2012	603,312.	5,747,322.	.104973
2011	675,173.	4,976,029.	.135685
2010	367,332.	3,572,035.	.102835
2009	129,723.	2,978,342.	.043555

2 Total of line 1, column (d)	2	.508785
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	.101757
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	3,752,515.
5 Multiply line 4 by line 3	5	381,845.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	381,845.
8 Enter qualifying distributions from Part XII, line 4	8	575,419.

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.

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**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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	0.
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	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,763.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,237.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,000.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	5,000.
11	Enter the amount of line 10 to be: <b>Credited to 2015 estimated tax</b> <input checked="" type="checkbox"/> <b>5,000.</b> <b>Refunded</b> <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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**THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION**

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

<p>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)</p>	11		X
<p>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)</p>	12		X
<p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u></p>	13	X	
<p>14 The books are in care of ► <u>ARTHUR MEISELS</u> Telephone no. ► <u>718-624-6008</u> Located at ► <u>290 HEWES ST, BROOKLYN, NY</u> ZIP+4 ► <u>11211</u></p>			
<p>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 <u>N/A</u></p>			
<p>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 ►</p>	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
<p><b>1a</b> During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p>			
<p><b>b</b> If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <u>N/A</u></p>	1b		
<p><b>c</b> 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?</p>	1c		X
<p><b>2</b> 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)):</p> <p><b>a</b> 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 ► _____, _____, _____</p> <p><b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement - see instructions.) <u>N/A</u></p> <p><b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► _____, _____, _____</p>	2b		
<p><b>3a</b> 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</p> <p><b>b</b> If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) <u>N/A</u></p>	3b		
<p><b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	4a		X
<p><b>b</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?</p>	4b		X

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

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

(1) Carry on propoganda, 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)?  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  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?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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
ARTHUR MEISELS 290 HEWES ST BROOKLYN, NY 11211	TRUSTEE 0.00	0.	0.	0.
MIRIAM MEISELS 290 HEWES ST BROOKLYN, NY 11211	TRUSTEE 0.00	0.	0.	0.
MARTIN MEISELS 1517 58TH ST BROOKLYN, NY 11219	TRUSTEE 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶ 0.</span>	

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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	0.
b	Average of monthly cash balances	1b	855,925.
c	Fair market value of all other assets	1c	2,953,735.
d	<b>Total</b> (add lines 1a, b, and c)	1d	3,809,660.
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	3,809,660.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,145.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,752,515.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	187,626.

**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	187,626.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	187,626.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	187,626.
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	187,626.

**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	575,419.
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	575,419.
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	575,419.

**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.

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				187,626.
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				
b From 2010	192,364.			
c From 2011	426,372.			
d From 2012	320,892.			
e From 2013	390,051.			
f Total of lines 3a through e	1,329,679.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 575,419.				
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				187,626.
e Remaining amount distributed out of corpus	387,793.			
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.	1,717,472.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	0.			
9 Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	1,717,472.			
10 Analysis of line 9:				
a Excess from 2010	192,364.			
b Excess from 2011	426,372.			
c Excess from 2012	320,892.			
d Excess from 2013	390,051.			
e Excess from 2014	387,793.			



THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

Form 990-PF (2014)

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**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)				
<b>a Paid during the year</b>				
BAIS AMROM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
BAIS YAAKOV HAYUSHEN		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
BAIS YAAKOV ADAS YEREIM VIEN		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	250.
BAIS NUSEN		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
BAIS YOSEF TZVI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>575,419.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

**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
BIKUR CHOLIM D'SATMAR		PUBLIC CHARITY	SOCIAL SERVICES	4,250.
BNEI YOEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,750.
BNOS CHAYIL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
BONEI OLAM		PUBLIC CHARITY	SOCIAL SERVICES	50.
BRACHA V'HATZLACHA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
CA ELT		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	50.
CHAI V'CHESEED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
CHASDEI MENASHA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
CHESED AKERMAN		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	36.
CHEVRA TOMCHEI SHABBOS		PUBLIC CHARITY	SOCIAL SEVICES	280.
<b>Total from continuation sheets</b>				<b>574,169.</b>

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

**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
CONGREGATION		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	7,000.
CONGREGATION AHAVAS YISROEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
CONGREGATION AITZE CHAYIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
CONGREGATION ARAD		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	300.
CONGREGATION ATERES SHMIEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	800.
CONGREGATION ATZEI CHAIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
CONGREGATION AVNEI SHLOMO		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	7,700.
CONGREGATION CHAIM V'CHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
CONGREGATION DARKEI TESHUVA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
CONGREGATION DARKEI TSUVO OF DINOV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	4,500.
<b>Total from continuation sheets</b>				<b>4,500.</b>

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
CONGREGATION DARKEI TZVI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	3,600.
CONGREGATION GIVAS PINCHAS D'KAPISH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	600.
CONGREGATION KDISHAS YOM TOV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
CONGREGATION OHR SHRAGA TZVI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
CONGREGATION OHR SHEVAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
CONGREGATION OHR LAYESHURIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	250.
CONGREGATION PAEI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
CONGREGATION SHAREI CHAIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
CONGREGATION TIFERES EZIAL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
EVOCHORTO BACHAIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
<b>Total from continuation sheets</b>				

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

**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
FRIENDS OF MOSDOS GUER		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,500.
GEMACH CHASDEI SHIMON		PUBLIC CHARITY	SOCIAL SERVICES	1,000.
GEMACH CHASDEI YITZCHOK		PUBLIC CHARITY	SOCIAL SERVICES	1,000.
HATOV V'HAMATIV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
K.C.K.V		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
KAHAL YETEV LEV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	730.
KEREN CHASANIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
KEREN CHASIDIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
KEREN CHAIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
KEREN ELUZER		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	640.
<b>Total from continuation sheets</b>				

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KEREN HACHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
KEREN HATZOLAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
KEREN MENACHEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
KEREN OHR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
KEREN YESHIMIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
KEREN ADAS PAYE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
KHAL ADAS PEI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	50.
KHAL BEER MOSHE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
KHAL CHAREIDIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
KHAL KNESES CHASKEL DAGE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
<b>Total from continuation sheets</b>				

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

**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
KHAL YETEV LEV D'SATMAR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
KOLLEL ADAS YEREIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
KOLLEL YETEV LEV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
KOLLEL AVREICHIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
KOLLEL AVREICHIM OF UTA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,500.
KOLLEL BAIS TORAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	750.
KOLLEL BAIS YONA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	50.
KOLLEL ZICHRON MENACHEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
KUPAS EZRA KEREN EZRIEL YECHIEL		PUBLIC CHARITY	SOCIAL SERVICES	200.
LADIES AUXILIARY OF UTA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
<b>Total from continuation sheets</b>				

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
BAIS CHANA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
BAIS HEMEDRISH BAIS YESHAYA D'UDVURI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
BAIS HILLEL KRASNA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
BAIS RACHEL HIGH SCHOOL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	315,000.
CONGREGATION BAIS YISROEL H'AHARON		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
CONGREGATION BETH YESHAYA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
CONGREGATION BNEI YESOCHER		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	20,000.
CONGREGATION CATV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
CONGREGATION KEREN OHR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
CONGREGATION NACHLEI EMUNAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
<b>Total from continuation sheets</b>				

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

**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
CONGREGATION NER BORUCH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
CONGREGATION NETA SORAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
CONGREGATION TOSH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
CONGREGATION YETEV LEV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
DARKEI CHAIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
DONATIONS		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
MINCHAS YOSEF		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
MOSDOS SATMAR BNEI BRAK		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
MOSDOS BNEI NRAK		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
MOSDOS RADIN		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
<b>Total from continuation sheets</b>				180.

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

**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
MOSODOS RADOSHITS		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
MOSDOS REMU		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
MOSDOS SATMAR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
NACHLAS YISROEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
NER BURECH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
OHEL REFAUL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	600.
OHR PNEI SHIYA GALANTA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	325.
ONEG SHABBOS		PUBLIC CHARITY	SOCIAL SERVICES	10,000.
ONEG SHABBOS & YOM TOV		PUBLIC CHARITY	SOCIAL SERVICES	5,000.
PIDYON SHEVUYEM		PUBLIC CHARITY	SOCIAL SERVICES	180.
<b>Total from continuation sheets</b>				

THE A M FOUNDATION F/K/A USHER  
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**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
RAFIE HEALTH LINE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
RAV CHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
RECHOVES HANOHOR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
SANZ		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
TORAS CHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
TOV V' CHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,400.
TOV YERUSHALAYIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	34,000.
UNITED TALMUDICAL ACADEMY		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	400.
UTA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	380.
YAADIR TORAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	18,000.
<b>Total from continuation sheets</b>				

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
YAD L'ACHIM		PUBLIC CHARITY	SOCIAL SERVICES	2,000.
YESHIVA ARUGATH HABOSEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,500.
YESHIVA BAIS HALEVI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	4,000.
YESHIVA BETH HILLEL OF WILLIAMSBURG		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
YESHIVA GEDOLAH OF BRONX		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
YESHIVA GEDOLAH OHR YOSROEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
YESHIVA OF NITRA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
YESHIVA OHR YISROEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
YESHIVA SHAAR YISOSCHAR DINOV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
YESHIVA TORAS AISH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
<b>Total from continuation sheets</b>				

THE A M FOUNDATION F/K/A USHER  
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03-0463941

**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
YESHIVAH KOL ARYE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
YETEV LEV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
YETEV LEV JERUSALEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
ZICHRON MENACHEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
<b>Total from continuation sheets</b>				





**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

THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION

Employer identification number

03-0463941

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 <b>THE A M FOUNDATION F/K/A USHER AND MIRIAM MEISELS FAMILY FOUNDATION</b>	Employer identification number <b>03-0463941</b>
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**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE ARTHUR & MIRIAM MEISELS FAMILY TRUST  9 WALTON ST  BROOKLYN, NY 11206	\$ 166,654.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

**THE A M FOUNDATION F/K/A USHER  
AND MIRIAM MEISELS FAMILY FOUNDATION**

**03-0463941**

**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

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

Name of organization <b>THE A M FOUNDATION F/K/A USHER                  AND MIRIAM MEISELS FAMILY FOUNDATION</b>	Employer identification number <b>03-0463941</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ \_\_\_\_\_  
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

(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 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
AMJB LLC	23,420.	23,420.	
FROM K-1 - 70 MALTESE ASSOC LLC	49.	49.	
FROM K-1 - 820 FIRST STREET HOLDINGS	4,520.	4,520.	
FROM K-1 - BC MS INVESTORS	6.	6.	
FROM K-1 - HG ARC HOLDINGS LLC	1.	1.	
FROM K-1 - JB MCP LAVIE LLC	152.	152.	
FROM K-1 - NG 2215 LANGHORNE MEZZ LLC	1.	1.	
FROM K-1 - NG 707 VIRGINIA STREET	2.	2.	
FROM K-1 - NG COLONY PLAZA LLC	5.	5.	
FROM K-1 - NG LIBERTY SQUARE LLC	6.	6.	
FROM K-1 - PALM BAY SHOPPING PLAZA LLC	5.	5.	
FROM K-1 - TIDEWATER HOLDINGS	1.	1.	
FROM K-1 - VIRGINIA MULTIFAMILY HOLDINGS	1.	1.	
SIGNATURE BANK	3,559.	3,559.	
YGS	4,500.	4,500.	
TOTAL TO PART I, LINE 3	36,228.	36,228.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TIDEWATER HOLDINGS CO LLC (REAL ESTATE PARTNERSHIP)	<4,159.>	<4,159.>	
ATLANTA- DALLAS HOLDINGS CO LLC (REAL ESTATE PARTNERSHIP)	31,398.	31,398.	
NASHVILLE DALLAS HOLDINGS LLC	43,701.	43,701.	
NG 2215 LANGHORNE MEZZ LLC	<57.>	<57.>	
WEST WASHINGTON HOLDINGS LLC	518.	518.	
BELLA VIDA PROPERTIES LLC	<232.>	<232.>	
BG MIS PARTNERS LLC	<18,050.>	<18,050.>	
HG ARC HOLDINGS LLC	<420.>	<420.>	
HG KINGWOOD LLC	<2,274.>	<2,274.>	
HG HAMPTONS HOLDINGS CO LLC	3,175.	3,175.	

LAKESHORE PRESTON HOLDINGS LLC	<1,428.>	<1,428.>
CLEVELAND INDUSTRIAL HOLDINGS LLC	7,819.	7,819.
70 MALTESE LLC	<121,783.>	<121,783.>
HG HOLLY HALL HOLDINGS LLC	441.	441.
VIRGINIA MULTIFAMILY HOLDINGS LLC	25,106.	25,106.
NASHVILLE PORTFOLIO HOLDINGS LLC	7,491.	7,491.
FOREST RIDGE LAKESIDE HOLDINGS	<19,611.>	<19,611.>
NY PLAZA HOLDINGS	<32.>	<32.>
FLORIDA MULTIFAMILY HOLDINGS	<2,674.>	<2,674.>
NG LIBERTY SQUARE LLC	<4,959.>	<4,959.>
BEVERWYCK HOLDINGS LLC	2,205.	2,205.
820 FIRST STREET HOLDINGS	<5,328.>	<5,328.>
PALM BAY SHOPPING PLAZA	<3,654.>	<3,654.>
NG COLONY PLAZA	<10,361.>	<10,361.>
NG 707 VIRGINIA STREET	<6,584.>	<6,584.>
BC MS INVESTORS	<8,679.>	<8,679.>
KEEN EQUITIES	<21,617.>	<21,617.>
BELLA STERLING MEZZANINE	242.	242.
JB MCP LAVIE LLC	22,978.	22,978.
JB MCP OPIS LLC	7,784.	7,784.
57 SPARTA COMMONS LLC	<8,942.>	<8,942.>
524 RT 46 LLC	<770.>	<770.>
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>&lt;88,756.&gt;</b>	<b>&lt;88,756.&gt;</b>

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,650.	6,650.		0.
TO FORM 990-PF, PG 1, LN 16B	6,650.	6,650.		0.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US TREASURY	5,000.	0.		0.
STATE TAXES	1,949.	1,949.		0.
PAYROLL TAXES	1,999.	1,999.		0.
TO FORM 990-PF, PG 1, LN 18	8,948.	3,948.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NYS FILING FEES	250.	250.			0.
BANK CHARGES	543.	543.			0.
INSURANCE	23.	23.			0.
TO FORM 990-PF, PG 1, LN 23	816.	816.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
BW EQUITIES	52,500.	52,500.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	52,500.	52,500.		

FORM 990-PF	MORTGAGE LOANS		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
MORTGAGE RECEIVABLE	716,135.	716,135.		
TOTAL TO FORM 990-PF, PART II, LINE 12	716,135.	716,135.		

FORM 990-PF	OTHER INVESTMENTS			STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE		
PARTNERSHIP INVEST- TIDEWATER HOLDINGS CO LLC	FMV	<97,527.>	20,000.		
PARTNERSHIP INVEST- ATLANTA -DALLAS HOLDINGS CO LLC	FMV	2,091.	30,000.		
PARTNERSHIP INVEST - NASHVILLE DALLAS HOLDINGS	FMV	3,049.	75,000.		
PARTNERSHIP INVEST - HG HAMPTONS HOLDINGS LLC	FMV	<12,466.>	80,000.		

PARTNERSHIP INVEST - WEST WASHINGTON HOLDINGS LLC	FMV	291.	30,000.
PARTNERSHIP INVEST - 70 MALTESE ASSOCIATES LLC	FMV	<97,395.>	50,000.
PARTNERSHIP INVEST - NG 2215 LANGHORNE MEZZ LLC	FMV	32,405.	90,000.
PARTNERSHIP INVEST - BELLA VIDA PROPERTIES	FMV	0.	0.
PARTNERSHIP INVEST - BG MIS PARTNERS LLC	FMV	<15,600.>	15,000.
PARTNERSHIP INVEST - HG ARC HOLDINGS LLC	FMV	2,130.	20,000.
PARTNERSHIP INVEST - HG KINGWOOD LLC	FMV	<46,805.>	20,000.
PARTNERSHIP INVEST - LAKESHORE PRESTON HOLDINGS	FMV	<54,296.>	10,000.
PARTNERSHIP INVEST - CLEVELAND INDUSTRIAL HOLDINGS LLC	FMV	3,163.	10,000.
PARTNERSHIP INVEST - BMAI ASSOC LLC	COST	33,106.	40,000.
PARTNERSHIP INVEST - HG HOLLY HALL HOLDINGS	FMV	7,908.	40,000.
PARTNERSHIP INVEST - VIRGINIA MULTI FAMILY HOLDINGS LLC	FMV	2,363.	50,000.
PARTNERSHIP INVEST - 57 SPARTA COMMONS LLC	FMV	34,611.	40,000.
PARTNERSHIP INVEST - 221 N WASHINGTON	FMV	36,666.	30,000.
PARTNERSHIP INVEST - BEVERWYC HOLDINGS	FMV	64,426.	100,000.
PARTNERSHIP INVEST - KEEN EQUITIES	FMV	455,024.	460,000.
PARTNERSHIP INVEST - NY PLAZA	FMV	265.	5,000.
PARTNERSHIP INVEST- NG LIBERTY SQUARE	FMV	11,131.	30,000.
PARTNERSHIP INVEST-PALM BAY SHOPPING PLAZA LLC	FMV	51,971.	90,000.
PARTNERSHIP INVEST-NG COLONY PLAZA LLC	FMV	63,325.	100,000.
PARTNERSHIP INVEST- 524 RT.46 LLC	FMV	20,724.	20,000.
PARTNERSHIP INVEST - NG VIRGINIA ST LLC	FMV	53,352.	100,000.
PARTNERSHIP INVEST - BC MS INVESTOR LLC	FMV	31,038.	50,000.
PARTNERSHIP INVEST - FLORIDA MULTIFAMILY HOLDINGS LLC	FMV	26,213.	50,000.
PARTNERSHIP INVEST - 820 FIRST STREET HOLDINGS	FMV	43,202.	50,000.
PARTNERSHIP INVEST - NASHVILLE PORTFOLIO HOLDINGS	FMV	15,948.	30,000.
PARTNERSHIP INVEST - 58TH STREET GROUP LLC	FMV	0.	0.
PARTNERSHIP INVEST - FOREST RIDGE LAKESIDE HOLDINGS	FMV	69,173.	80,000.
HARBOR GROUP	COST	0.	0.
PARTNERSHIP INVEST-BELLA STERLING MEZZANINE HOLDINGS	COST	50,242.	52,000.

PARTNERSHIP INV-JB MCP LAVIE LLC	COST	193,900.	200,000.
PARTNERSHIP INVEST-JB MCP OPIS LLC	COST	2,875.	0.
PARTNERSHIP INVEST-KNOXVILLE	COST		
PARTICIPATION PURCHASER		170,600.	170,600.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,157,103.	2,237,600.

FORM 990-PF OTHER LIABILITIES STATEMENT 9

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES WITHHELD PAYABLE	922.	1,015.
TOTAL TO FORM 990-PF, PART II, LINE 22	922.	1,015.