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

OMB No 1545-0052

2014

Department of the Treasury Internal Revenue Service

► Do not enter social security numbers on this form as it may be made public. ► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

F	or cal	endar year 2014, or tax year beginning	7/01 , 2014	and ending 6/3		**
т	EVIT	N FAMILY FOUNDATION		A	Employer identification nur 76-0572174	mber
		OLONY PARK CIRCLE		В	Telephone number (see inst	ructions)
		ESTON, TX 77551			(409) 763-462	26
_				c	If exemption application is	pending, check here
G	Che	eck all that apply Initial return	Initial return of a form	ner public charity D	1 Foreign organizations, chec	ck here
		Final return	Amended return		2 Foreign organizations meet	ung the 85% test, check
H	Che	Address change eck type of organization $\overline{\chi}$ Section 501	Name change (c)(3) exempt private f	oundation	here and attach computation	
•		Section 4947(a)(1) nonexempt charitable tr		orivate foundation E	If private foundation status	was terminated
ī		market value of all assets at end of year J Acco	ounting method X C	ash Accrual	under section 507(b)(1)(A)	, check here
	(troi ► \$		Other (specify)	,F	If the foundation is in a 60	
П		1,239,322. (Part I, Analysis of Revenue and	column (d) must be or		under section 507(b)(1)(B)	
Ľ	<u>ajt i</u>	Expenses (The total of amounts in	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable
		columns (b), (c), and (d) may not neces- sarily equal the amounts in column (a)				purposes (cash basis only)
_		(see instructions))			2 8 8 4 2 3 2 8 . 3	
		1 Contributions, grifts, grants, etc, received (attach schedule) 2 Ck ► X if the foundn is not required to attach Sch B	· · · · · · · · · · · · · · · · · · ·			
						417 11 4114
		3 Interest on savings and temporary cash investments 4 Dividends and interest from securities	35,386.	35,386	. 35,386.	
		5 a Gross rents	33,300.	337300		200 140
	_	b Net rental income or (loss)	46.027			
	R E	6 a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 103, 697.	46,837.			
E	V E	assets on line 6a 103, 697. 7 Capital gain net income (from Part IV, line 2).		46,837		
2012	N U	Net short-term capital gain. Income modifications			46,837.	
Ø	Ĕ	10 a Gross sales less				
(3)		allowances.				
AUG		b Less Cost of goods sold	. 7			
		c Gross profit or (loss) (attach schedule) 11 Other income (attach schedule)			<u> </u>	
		See Statement 1	-2,621.			
Z-		12 Total. Add lines 1 through 11	79,602.	82,223	. 82,223. . 7,200.	10,800.
SCANNED		13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages	18,000.	7,200	. 1,200.	10,800.
		15 Pension plans, employee benefits.				
	A	16 a Legal fees (attach schedule)				1 605
	D M	b Accounting fees (attach sch) See St 2 c-Other;prof fees (attach sch) See St 3	2,675. 1,504.	1,070 602	. 1,070. . 601.	1,605. 903.
	O I	c-Other prof fees (attachrsch) See St 3	1,304.	002	. 001.	503.
	P S	18 Taxes (attach schedule)(see instrs) See Stm 4	1,557.			
	E T R R A A T	Depreciation (attach) 15 Ch				
	I i	20 Occupancy				
	ĞĖ	21 Travel, conferences, and meetings 22 Printing and publications		- "		
	A E N X D P	23 Other expenses (attach schedule)				
	E N		62.	25	. 25.	36.
	S E	24 Total operating and administrative expenses. Add lines 13 through 23	23,798.	8,897	. 8,896.	13,344.
	·	25 Contributions, gifts, grants paid Part XV	37,000.	1624 171		37,000.
		26 Total expenses and disbursements. Add lines 24 and 25	60,798.	8,897	. 8,896.	50,344.
-		27 Subtract line 26 from line 12.		8,897		
		a Excess of revenue over expenses and disbursements	18,804.			
		b Net investment income (if negative, enter -0-)		73,326		
		C Adjusted net income (if negative, enter -0-)	31 (73,327.	3 * ' 1 ' 1 ' 2

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Part	TIT F	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End o	
		(See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
		Cash — non-interest-bearing	95,274.	110,610.	110,610.
		Savings and temporary cash investments	60,585.	73,153.	73,153.
	3	Accounts receivable		e andream according to the second and the second according to	
	_	Less: allowance for doubtful accounts			
	4	Pledges receivable		المناع المستعجم المساعد المكتمدات المساعدين	
	_	Less allowance for doubtful accounts			
		Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			~
Š		Less: allowance for doubtful accounts >			
A S S E T	_	Inventories for sale or use	<u></u>		
Ŧ	9	Prepaid expenses and deferred charges	ļ	931.	931.
S		Investments — U S and state government obligations (attach schedule) Statement 6	34,597.	35,659.	37,349.
		Investments — corporate stock (attach schedule) Statement 7	391,756.	384,684.	514,531.
	С	Investments — corporate bonds (attach schedule) Statement 8	28,373.	25,429.	26,112.
	11	Investments — land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)			
	12	Investments - mortgage loans			
		Investments — other (attach schedule)			
	14	Land, buildings, and equipment: basis		<u> </u>	
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe See Statement 9	219,748.	219,748.	476,636.
	16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	830,333.	850,214.	1,239,322.
Ļ	17	Accounts payable and accrued expenses			, ,
A B	18	Grants payable			, , , , i
В	19	Deferred revenue			,** ·
Ĺ	20	Loans from officers, directors, trustees, & other disqualified persons			
†	21	Mortgages and other notes payable (attach schedule)			
Ī	22	Other liabilities (describe	943.		
S	23	Total liabilities (add lines 17 through 22)	943.	0.	, ;, ;, ;
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	(
NF	24	Unrestricted	829,390.	850,214.	
E U T N	25	Temporarily restricted			
D	26	Permanently restricted			
A B A L A N		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
ĔĹ	27	Capital stock, trust principal, or current funds			
SNC	28	Paid-in or capital surplus, or land, bldg, and equipment fund			*
O E R S	29	Retained earnings, accumulated income, endowment, or other funds			
R S	30	Total net assets or fund balances (see instructions)	829,390.	850,214.	
	31	Total liabilities and net assets/fund balances (see instructions)	830,333.	850,214.	
Par	t III]	Analysis of Changes in Net Assets or Fund Balanc			
1	Total	I net assets or fund balances at beginning of year - Part II, col of-year figure reported on prior year's return)		gree with	829,390.
2		or-year figure reported on prior year's return) r amount from Part I, line 27a		2	18,804.
2 3		increases not included in line 2 (itemize) See Statement	10	3	2,020.
3 4		lines 1, 2, and 3			850,214.
5		ases not included in line 2 (itemize)		5	333,214.
6		I net assets or fund balances at end of year (line 4 minus line 5	5) - Part II, column (b), I	<i>_</i> _	850,214.

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Ran		<u>.osses for Tax on Investmer</u>					
	(a) List and describe 2-story brick warehouse	the kind(s) of property sold (e g , i e, or common stock, 200 shares Mi	eal estate, .C Company)	(b) How acc P — Purch D — Dona	ase	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	LEVIN VENTURES LP			P		Various	Various
b	LEVIN VENTURES LP			P		<u>Various</u>	Various
с	SEE ATTACHED MERRIL	L LYNCH STMT		P		Various	Various
d	CASH IN LIEU VERITI	V CORP		P		Various	Various
е	CASH IN LIEU GOOGLE	INC		P		Various	Various
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other ba plus expense of sa			(h) Gain or (e) plus (f) m	(loss) sinus (g)
а	2,627.						2,627.
b	35,090.						35,090.
c	65,971.		5	6,860.			9,111.
d							6.
е	3.						3.
		ing gain in column (h) and owned l				(I) Gains (Coli	
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if a			ain minus column (F an -0-) or Losses (fr	
а	-						2,627.
b							35,090.
С							9,111.
d							6.
е							3.
2	Capital gain net income or (ne	t capital loss). If gain, also	enter in Part I, line 7 ter -0- in Part I, line 7	-	2		46,837.
3	Net short-term capital gain or ((loss) as defined in sections 1222(5	and (6)				
	in Part I, line 8	e 8, column (c) (see instructions) I		-	3		46,837.
Par	t V ∣Qualification Undeı	r Section 4940(e) for Reduce	ed Tax on Net Investn	าent Inco	ome		
(For o	optional use by domestic private for	oundations subject to the section 4940					
If sec Was	ction 4940(d)(2) applies, leave the foundation liable for the second, the foundation does not qua	oundations subject to the section 4940 this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not	(a) tax on net investment inc amount of any year in the t complete this part	come) pase perio		Yes	X No
If sec	ction 4940(d)(2) applies, leave the foundation liable for the second, the foundation does not qua	oundations subject to the section 4940 this part blank ction 4942 tax on the distributable a	(a) tax on net investment incompant of any year in the tecomplete this part structions before making any	come) pase perio			X No
Was If 'Ye 1	ction 4940(d)(2) applies, leave the foundation liable for the second, the foundation does not qua	oundations subject to the section 4940 this part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not	(a) tax on net investment inc amount of any year in the t complete this part	come) pase perior rentries	d?	Yes (d) Distribution umn (b) divided	n ratio
Was If 'Ye 1	the foundation liable for the sec es, the foundation does not qua Enter the appropriate amount in (a) Base period years Calendar year (or tax year	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not e each column for each year; see the in	amount of any year in the temperature to the second temperature that the structions before making any (c) Net value of noncharitable-use as	come) pase perior rentries	d?	(d) Distribution	ratio by column (c)) 0.048917
Was If 'Ye 1	the foundation liable for the sec es, the foundation does not qua Enter the appropriate amount in Base period years Calendar year (or tax year beginning in)	cundations subject to the section 4940 this part blank ction 4942 tax on the distributable alify under section 4940(e). Do not each column for each year; see the in Adjusted qualifying distributions	amount of any year in the temperature to the temperature this part structions before making any (c) Net value of noncharitable-use as	come) pase perio y entries	d?	(d) Distribution	n ratio by column (c))
Was If 'Ye 1	ction 4940(d)(2) applies, leave to the foundation liable for the sector, the foundation does not quate the appropriate amount in (a) Base period years Calendar year (or tax year beginning in)	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not each column for each year; see the in (b) Adjusted qualifying distributions	mount of any year in the temperature of any year in the temperature of the part structions before making any (c) Net value of noncharitable-use as 1,04	pase periony entries sets 8,204.	d?	(d) Distribution	ratio by column (c)) 0.048917
Was If 'Ye 1	ction 4940(d)(2) applies, leave to the foundation liable for the sector, the foundation does not quate the appropriate amount in Base period years Calendar year (or tax year beginning in) 2013 2012	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not each column for each year; see the in (b) Adjusted qualifying distributions 51,275. 31,209.	amount of any year in the temperature of any year in the temperature of the part structions before making any (c) Net value of noncharitable-use as 1,04	come) coase perior centries sets 8,204. 5,379.	d?	(d) Distribution	n ratio by column (c)) 0.048917 0.032667
Was If 'Ye 1	ction 4940(d)(2) applies, leave to the foundation liable for the sectors, the foundation does not quate the appropriate amount in Base period years Calendar year (or tax year beginning in) 2013 2012 2011	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not e each column for each year; see the in Adjusted qualifying distributions 51,275. 31,209. 25,329.	mount of any year in the temperature of any year in the temperature of the structions before making any (c) Net value of noncharitable-use as 1,04 95 64	pase periody entries sets 8,204. 5,379. 4,419.	d?	(d) Distribution	0.048917 0.032667 0.039305
Was If 'Ye 1	the foundation liable for the seces, the foundation does not quate the appropriate amount in Base period years Calendar year (or tax year beginning in) 2013 2012 2011 2010	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not e each column for each year; see the in (b) Adjusted qualifying distributions 51,275. 31,209. 25,329. 27,047.	mount of any year in the temperature of any year in the temperature of the structions before making any (c) Net value of noncharitable-use as 1,04 95 64	pase periode y entries seets 8,204. 5,379. 4,419. 3,543.	d?	(d) Distribution	0.048917 0.032667 0.039305 0.047158
Was If 'Ye 1	ction 4940(d)(2) applies, leave to the foundation liable for the seces, the foundation does not quate the appropriate amount in (a) Base period years Calendar year (or tax year beginning in) 2013 2012 2011 2010 2009 Total of line 1, column (d) Average distribution ratio for the	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not e each column for each year; see the in (b) Adjusted qualifying distributions 51,275. 31,209. 25,329. 27,047.	mount of any year in the templete this part structions before making any (c) Net value of noncharitable-use as 1,04 95 64 57 58	pase periody entries 8,204. 5,379. 4,419. 3,543. 3,410.	d? (coli	(d) Distribution	0.048917 0.032667 0.039305 0.047158 0.072990
Was If 'Ye 1	ction 4940(d)(2) applies, leave to the foundation liable for the seces, the foundation does not quate the appropriate amount in (a) Base period years Calendar year (or tax year beginning in) 2013 2012 2011 2010 2009 Total of line 1, column (d) Average distribution ratio for the number of years the foundation	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not each column for each year; see the in (b) Adjusted qualifying distributions 51,275. 31,209. 25,329. 27,047. 42,583.	mount of any year in the templete this part structions before making any (c) Net value of noncharitable-use as 1,04 95 64 57 58	pase periody entries 8,204. 5,379. 4,419. 3,543. 3,410.	(colu	Distribution (b) divided	0.048917 0.032667 0.039305 0.047158 0.072990
Was If 'Ye 1 2 3	ction 4940(d)(2) applies, leave to the foundation liable for the seces, the foundation does not quate the appropriate amount in (a) Base period years Calendar year (or tax year beginning in) 2013 2012 2011 2010 2009 Total of line 1, column (d) Average distribution ratio for the number of years the foundation	chis part blank ction 4942 tax on the distributable alify under section 4940(e) Do not each column for each year; see the in (b) Adjusted qualifying distributions 51,275. 31,209. 25,329. 27,047. 42,583.	mount of any year in the templete this part structions before making any (c) Net value of noncharitable-use as 1,04 95 64 57 58	pase periody entries 8,204. 5,379. 4,419. 3,543. 3,410.	(coli	Distribution (b) divided	0.048917 0.032667 0.039305 0.047158 0.072990 0.241037
Was If 'Ye 1 2 3	ction 4940(d)(2) applies, leave to the foundation liable for the second the foundation does not quate the appropriate amount in the second that	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not each column for each year; see the in (b) Adjusted qualifying distributions 51,275. 31,209. 25,329. 27,047. 42,583. the 5-year base period — divide the in has been in existence if less than ritable-use assets for 2014 from Pa	mount of any year in the templete this part structions before making any (c) Net value of noncharitable-use as 1,04 95 64 57 58	pase periody entries 8,204. 5,379. 4,419. 3,543. 3,410.	(colu	Distribution (b) divided	0.048917 0.032667 0.039305 0.047158 0.072990 0.241037 0.048207
Was If 'Ye 1 2 3 4 5	ction 4940(d)(2) applies, leave to the foundation liable for the seces, the foundation does not quate the appropriate amount in Base period years Calendar year (or tax year beginning in) 2013 2012 2011 2010 2009 Total of line 1, column (d) Average distribution ratio for the number of years the foundation Enter the net value of nonchar Multiply line 4 by line 3	chis part blank ction 4942 tax on the distributable a alify under section 4940(e) Do not each column for each year; see the in (b) Adjusted qualifying distributions 51,275. 31,209. 25,329. 27,047. 42,583. the 5-year base period — divide the in has been in existence if less than ritable-use assets for 2014 from Pa	mount of any year in the templete this part structions before making any (c) Net value of noncharitable-use as 1,04 95 64 57 58	pase periody entries 8,204. 5,379. 4,419. 3,543. 3,410.	(colu	Distribution (b) divided	0.048917 0.032667 0.039305 0.047158 0.072990 0.241037 0.048207 1,111,244.
If sec Was If 'Ye 1 1 2 3 4 5 6	ction 4940(d)(2) applies, leave to the foundation liable for the seces, the foundation does not qual Enter the appropriate amount in Base period years Calendar year (or tax year beginning in) 2013 2012 2011 2010 2009 Total of line 1, column (d) Average distribution ratio for the number of years the foundation. Enter the net value of nonchar Multiply line 4 by line 3 Enter 1% of net investment inc. Add lines 5 and 6 Enter qualifying distributions for	chis part blank ction 4942 tax on the distributable alify under section 4940(e) Do not each column for each year; see the in (b) Adjusted qualifying distributions 51,275. 31,209. 25,329. 27,047. 42,583. the 5-year base period — divide the in has been in existence if less than ritable-use assets for 2014 from Particles.	mount of any year in the templete this part structions before making any (c) Net value of noncharitable-use as 1,04 95 64 57 58 total on line 2 by 5, or by 15 years	come)	(column 2 3 4 5 6 7 8	Distribution umn (b) divided	0.048917 0.032667 0.039305 0.047158 0.072990 0.241037 0.048207 1,111,244. 53,570.

	330-F (2014) LEVIN FAMILI FOUNDATION /6-05/21		Page	. 4
Par		ions)		
1 a	Exempt operating foundations described in section 4940(d)(2), check here	<u> </u>	غــــــــــــــــــــــــــــــــــــ	ــــــــــــــــــــــــــــــــــــــ
	Date of ruling or determination letter (attach copy of letter if necessary - see instrs)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V,		1,467	•
	check here. ► and enter 1% of Part I, line 27b	_	,	
С	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			
_	foundations only. Others enter -0-)		0	
3	Add lines 1 and 2		1,467	_
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		0	_
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		<u>1,467</u>	·
6	Credits/Payments	33.	ž.	
	2014 estimated tax pmts and 2013 overpayment credited to 2014			
	Exempt foreign organizations — tax withheld at source 6 b			,
	Tax paid with application for extension of time to file (Form 8868) 6 c			4
	Backup withholding erroneously withheld Tatal and the and assessed Add the second of	<u> </u>		
_	Total credits and payments. Add lines 6a through 6d		2,400	•
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached			_
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		0	_
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		933	
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax 933. Refunded 11		0	•
	t VII-A Statements Regarding Activities		Vac N	
1 a	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?	1 a	Yes No	_
				_
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1 b	x	
	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			
	Did the foundation file Form 1120-POL for this year?	1 c	X	,
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	,		
	(1) On the foundation \$\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	<u>0.</u>		
	foundation managers \$ 0.	·		že C
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	X	
	If 'Yes,' attach a detailed description of the activities.			<u> </u>
3	Has the foundation made any changes, not previously reported to the IPS, in its governing instrument, articles			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3	X	Tangina P N
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4 a	Х	
ь	If 'Yes,' has it filed a tax return on Form 990-T for this year?	4 b	N/A	_
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	Х	_
	If 'Yes,' attach the statement required by General Instruction T.	34.5	£ .	<u>, 3,</u>
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	234 832		. · 22
	with the state law remain in the governing instrument?	6	Х	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	Х	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions)			, ´.
	TX			
b	of 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 <i>General Instruction G² If 'No,' attach explanation</i>	8 ь		`-
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)			_
J	for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If 'Yes,' complete Part X	₩ 9	X	
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names			_
	and addresses	10	X	
BAA		Form 990)-PF (2014)

Part VII-A* Statements Regarding Activities (continued)		990-PF (2014) LEVIN FAMILY FOUNDATION	76-05	72174	F	Page 5
12 Dit the foundation make a detination to a donor advised fund over which the foundation or a disqualified person had advisory provides 2°F 17's 2° allich statements (see instructions) 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 14 The books are in care of * GERRY L. HORNSTSIN Zer 4.* 7251 15 Section 4947(0)(1) nonexempt chamble trusts filing Form 990-PF in lieu of Form 1041 — Check here and enter the amount of lax-exempt interest received or accrued during the year 16 At any time during calendar year 2014, dut 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, See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1). If Yes, See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1). If Yes, See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1). If Yes, See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1). If Yes, See the substitutions for exceptions for FinCEN Form 114, (formerly TD F 90-22 1). If Yes, See the substitution of the first first provided in the Yes' column, unless an exception applies. 1 During the year did the foundation (either directly or indirectly). (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or remitting the foundation of either activities or personal foundation from the foundation of acception from the foundation of acception foundation of the seeks of the s	Par	t VIII-A Statements Regarding Activities (continued)				
advisory privileges? If Yes," attack statement (see instructions) 13. Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address 14. The books are in care of ** GERRY I. HORISTEIN Telephone no.** (409) 763-4626 Located at ** 6.3 COLONY PARK CIRCLE. GALVESTON TX. Located at ** 6.3 COLONY PARK CIRCLE. GALVESTON TX. 15. Section 497(2(6)) nonexompt charitable trusts fining from 990-PT in locu of form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 16. At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bark, secritives, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinoEN Form 114, (formerly TD F 90-22 I) If Yes, enter the name of the foreign country. Part VILE 1 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. 12. During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, land money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Transfer any income or assets to a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person? (6) Agree to pay money a property to a disqualified person? (7) Agree to pay money a property to a poyriment official? (Exception, Check No! if the foundation agreed to make a grant to or to employ the efficial for a period after termination of poyriminent service, it termination within 90 days.) 15. Transfer any promotery to a poyriment of property to a period after termination of poyriminent service, it termination within 90 days.) 16. Agree to pay money any or pro	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
Website address ### Analytime during calendar year 2014, ### Analytime during calendar year 2015 ### Analytime 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? ### Section 4947(a)(1) nonexempt character freeword or accrued during the year and enter the amount of tax-exempt interest received or accrued during the year and enter the amount of tax-exempt interest received or accrued during the year and enter the amount of tax-exempt interest received or accrued during the year and the long country	12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified pers advisory privileges? If 'Yes,' attach statement (see instructions)	on had	12		X
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15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in Neu of Form 1041 — Check here and enter the amount of tax-exempt interest received or accrued during the year and enter the amount of tax-exempt interest received or accrued during the year and enter the amount of tax-exempt interest received or accrued during the year and enter the amount of tax-exempt interest received or accrued during the year of the 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. Part.WII-B: I 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. 1 During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception, Check 'No.' if the foundation section 53 4941(0)3 or in a government service, it ferminating within 90 days; bif year passwer in Yes' to 1a(1) (6), did any of the acts fail to qualify under the exceptions described in Regulations section 5444(0)3 or in an operament official? (Exception, Check No.' if the foundation section 3444(0)3 or 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? 2 Taxes on failure to distribute mome (section 4942(0)30) or 4942(0)30 or applying the provisions of section 4942(0)20 to all years	14	The books are in care of GERRY L. HORNSTEIN Telephone			3-462	<u> </u>
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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) c if the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ≥ 20, 20, 20 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? yes X 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) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?	;	and 6e, Part XIII) for tax year(s) beginning before 2014?	Yes	No		
(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) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ≥ 20, 20, 20 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ≥ b If 'Yes,' did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?			?(a)(2)			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? b If 'Yes,' did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) 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?	'	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942	(a)(2) to		2 b [I/A
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.) 4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4 a 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?	•		here			
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4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4 a 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? 4 b X		or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approve 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	ed		3 b 1	J/A
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	4	a Did the foundation invest during the year any amount in a manner that would jeopardize its				X
		b Did the foundation make any investment in a prior year (but after December 31, 1969) that could ieopardize its charitable purpose that had not been removed from jeopardy before the first day of				
	DA A		<u></u>			

Form 990-PF (2014) LEVIN FAMILY FOUND	ATION_		76-05	72174 Page 6
Part VIIB Statements Regarding Activiti		4720 May Be Requ	uired (continued)	
5a During the year did the foundation pay or incu	•			
(1) Carry on propaganda, or otherwise attemp	_	,	∐ Yes ∑	No No
(2) Influence the outcome of any specific publ on, directly or indirectly, any voter registra	tion drive?	•		No
(3) Provide a grant to an individual for travel,	study, or other similar i	ourposes?	∐ Yes ∑	No 🏥 🐧
(4) Provide a grant to an organization other the in section 4945(d)(4)(A)? (see instructions	nan a charıtable, etc, or)	ganızatıon described	Yes	No
(5) Provide for any purpose other than religious educational purposes, or for the prevention			Yes ∑	
b If any answer is 'Yes' to 5a(1)-(5), did any of t described in Regulations section 53 4945 or in (see instructions)?	the transactions fail to a a current notice regard	qualify under the exceptions disaster assistance	tions	5 b N/A
Organizations relying on a current notice regal	rding disaster assistanc	e check here	▶ [
c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure response	the foundation claim ex- sibility for the grant?	emption from the	N/A Yes	_ ∏No
If 'Yes,' attach the statement required by Regu		5-5(d)		
6a Did the foundation, during the year, receive ar on a personal benefit contract?		•	∐ Yes ∑	K No
b Did the foundation, during the year, pay premi	ums, directly or indirec	tly, on a personal bene	fit contract?	6 b X
If 'Yes' to 6b, file Form 8870. 7a At any time during the tax year, was the found	tation a party to a prob	ibited tay shelter transa	action? Yes	¬
b If 'Yes,' did the foundation receive any procee				N/A 7b
Part VIII Information About Officers, Di				
and Contractors	, , , , , , , , , , , , , , , , , , , ,	•	, ,	
1 List all officers, directors, trustees, foundation	n managers and their o	compensation (see inst	ructions).	
(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	
WILLIAM HORNSTEIN	Director	6,000.	0.	0.
63 COLONY PARK CIRCLE	2.00	·		
GALVESTON, TX 77551				
SUSAN L. HORNSTEIN	Director	6,000.	0.	0.
63 COLONY PARK CIRCLE	2.00			
GALVESTON, TX 77551				
GERRY LEE HORNSTEIN	SECRETARY/TR	6,000.	0.	0.
63 COLONY PARK CIRCLE	6.00			
GALVESTON, TX 77551				
GENE HORNSTEIN	President	0.	0.	0.
63 COLONY PARK CIRCLE	2.00			
GALVESTON, TX 77551 2 Compensation of five highest-paid employees (or	ther than those included	on line 1 — see instructio	ns) If none enter 'NON	 F'
(a) Name and address of each employee	(b) Title, and average	(c) Compensation	(d)Contributions to	(e) Expense account,
paid more than \$50,000	hours per week devoted to position		employee benefit plans and deferred compensation	other allowances
None				
				•
	ļ	Ì		
Total number of other employees paid over \$50,000)	<u> </u>		<u> </u>
recover and a recovery according to a factor and a factor				

Form 990-PF (2014) LEVIN FAMILY FOUNDATION	76-057	2174 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Manual Contractors (continued)	inagers, Highly Paid E	mployees,
3 Five highest-paid independent contractors for professional services (see instructions	. If none, enter 'NONE.'	
) 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 organizations and other beneficiaries served, conferences convened, research papers produced, etc.	such as the number of	Expenses
1 CONTRIBUTIONS TO 501(C)(3), RELIGIOUS AND GOVERNMENTAL		
PROMOTE THE CHARITABLE PURPOSES OF THE FOUNDATION.		
		37,000.
2		
3		
·		
4		
Part IX-B Summary of Program-Related Investments (see instructions)		
Describe the two largest program-related investments made by the foundation during the tax year o	n lines 1 and 2	Amount
1		
<u>N/A</u>		
2		
All other program-related investments See instructions		
3		
Total, Add lines 1 through 3	>	0.

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rai	see instructions.)	reigri	ioundations,
1 a	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes. Average monthly fair market value of securities	1 a	493,329.
	Average of monthly cash balances	1 b	158,201.
	Fair market value of all other assets (see instructions)	1 c	476,636.
	Total (add lines 1a, b, and c)	1 d	1,128,166.
	Reduction claimed for blockage or other factors reported on lines 1a and 1c	C.03x	1,120,100.
·	(attach detailed explanation)	7 7	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,128,166.
			1,120,100.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	16,922.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,111,244.
6	Minimum investment return. Enter 5% of line 5	6	55,562.
Par		ting fo	oundations
	and certain foreign organizations check here ▶ ☐ and do not complete this part.)		
1	Minimum investment return from Part X, line 6.	1	55,562.
	Tax on investment income for 2014 from Part VI, line 5 2a 1,467.	J -,	
Ł	Income tax for 2014 (This does not include the tax from Part VI.)		
c	Add lines 2a and 2b	2c	<u>1,467.</u>
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	54,095.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	<u>54,095.</u>
6	Deduction from distributable amount (see instructions)	6	
7_	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	54,095.
Par	t XIII Qualifying Distributions (see instructions)	_	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	ا المركزية المثلثات	
		1 a	50,344.
	Program-related investments – total from Part IX-B	1 b	
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 Suitability test (prior IRS approval required)	3 a	
	Cash distribution test (attach the required schedule).	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	50,344.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.		
_	Enter 1% of Part I, line 27b (see instructions)	5	EO 244
6	Adjusted qualifying distributions. Subtract line 5 from line 4	ــــــــــــــــــــــــــــــــــــــ	50,344.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the four	ındatıon	ı

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				54,095.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			36,803.	
b Total for prior years 20, 20, 20		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009 b From 2010		57 \$83.3 81 (83.5)		
c From 2011				
d From 2012				
e From 2013.				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part	<u>.</u>	,,		
XII, line 4 ► \$ 50,344.				
a Applied to 2013, but not more than line 2a			36,803.	
b Applied to undistributed income of prior years				
(Election required — see instructions)		0.		
c Treated as distributions out of corpus		* 4 99\$ 3 ' \ '		
(Election required - see instructions)	0.	*		
d Applied to 2014 distributable amount		(* <u>1</u>)	246-71 to 10	13,541.
e Remaining amount distributed out of corpus	0.			<i>31</i> 218 218 4
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the	0.		*	0.
same amount must be shown in column (a))				
6 Enter the net total of each column as				
indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5	o.			
			3	
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)	25 24 344			
tax has been previously assessed		0.	1 873 874	
d Subtract line 6c from line 6b Taxable	*			
amount – see instructions	8 7 6 7 2 7 7 7 7 7	0.	<u> </u>	13 2 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount — see instructions.			0.	
THE 22 TAXABLE ARROUND SEE HIST ACTION		2323		****
f Undistributed income for 2014 Subtract lines				
4d and 5 from line 1. This amount must be distributed in 2015.				40,554.
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 (see instructions)				
	0.	3	* * *	
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.		***	
10 Analysis of line 9:			×.	7 . 7
a Excess from 2010	•	d.	_	\$
b Excess from 2011]		\$>	, , , ,
c Excess from 2012.]	4	/«	, ,
d Excess from 2013] ,	>		
e Excess from 2014	<u> </u>	*		
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Form 990-PF (2014) LEVIN FAMILY FOU				76-0572174	Page 10
Part-XIV Private Operating Founda					N/A
1 a If the foundation has received a ruling or det is effective for 2014, enter the date of the	ruling				
b Check box to indicate whether the founda		erating foundation d		4942(j)(3) or	4942(J)(5)
2 a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year	(b) 2012	Prior 3 years	(4) 2011	(e) Total
investment return from Part X for each year listed	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
b 85% of line 2a		ļ			
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a 'Assets' alternative test — enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)		ļ		···	
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	
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income	(0)			¢ 5.000	*
Part XV Supplementary Information assets at any time during the	i (Complete this ne year — see ii	s part only if the nstructions.)	toungation had	\$5,000 or more	ın
1 Information Regarding Foundation Mana a List any managers of the foundation who has close of any tax year (but only if they hav None	e contributed more	than 2% of the total cethan \$5,000) (See	ontributions received to section 507(d)(2))	by the foundation befo	ore the
b List any managers of the foundation who ow	n 10% or more of the	e stock of a corporation	on (or an equally large	portion of the owners	ship of
a partnership or other entity) of which the None	foundation has a	10% or greater inter	est		- F -
2 Information Regarding Contribution, Grace Check here X if the foundation only make requests for funds. If the foundation make complete items 2a, b, c, and d	akes contributions to es gifts, grants, etc	preselected charitab (see instructions) to	le organizations and conditions and conditions are conditionals or orga	nizations under othe	
a The name, address, and telephone number of	or e-mail address of	the person to whom a	applications should be	addressed	
b The form in which applications should be	submitted and info	ormation and materia	als they should inclu	de.	
c Any submission deadlines					
d Any restrictions or limitations on awards,	such as by geogra	phical areas, charita	able fields, kinds of i	nstitutions, or other	factors.

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3 Grants and Contributions Paid During the	ear or Approved for Fut	ure Paymen	t	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Y	Amount
Name and address (home or business)	substantial contributor	recipient		
a Paid during the year				
See Statement 11				
			▶ 3;	27.000
Total b Approved for future payment			7 33	37,000.
b Approved for facure payment				
	-			
			1	
		<u> </u>	L	
Total			▶ 3	b]

Part XVI-A Analysis of Income-Producing Activities

	amazumta umlaga atlaanuusa umdusutuul	T 11 1 1	1.1	1 5 1 1 1		
Litter gross	s amounts unless otherwise indicated	(a) Business	(b) Amount	(c) Exclu-	by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Progr	am service revenue	code		sion		(See instructions)
a				1		
b						
c						
d						
´ e						
f						
	and contracts from government agencies					
	pership dues and assessments			 	·	· · · · · · · · · · · · · · · · · · ·
	t on savings and temporary cash investments			<u> </u>		
	ends and interest from securities	× ***	. ***	14	35,386.	
	ental income or (loss) from real estate	\$ M aft 3: 4		3.7%	7. 11. 11. 2.	
	financed property			 		
	ebt-financed property			1		
	ntal income or (loss) from personal property			1 1	0 601	
	r investment income			14	<u>-2,621.</u>	
	r (loss) from sales of assets other than inventory ncome or (loss) from special events			18	46,837.	
	s profit or (loss) from sales of inventory			 		
	revenue	* ****	**	\$2:4	vil.	
a	Tevenue	3 3 2 2 7 8	*****		<u>viss. (c.)</u>	<u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>
Б				1 1	·· ·	<u> </u>
c				 		
d		 		† †		
е						
12 Subto	otal Add columns (b), (d), and (e)	7		10	79,602.	
	otal Add columns (b), (d), and (e) Add line 12, columns (b), (d), and (e)			1	79, 602.	79,602.
13 Total		cions)				79,602.
13 Total (See works	. Add line 12, columns (b), (d), and (e)		ishment of Exemp		13	79,602.
13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	
13 Total (See works Part XVI Line No.	. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate	e Accompl		ot Purpo	oses 13	
13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	
13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	
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13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	
13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	
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13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	
13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	
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13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	
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13 Total (See works Part XVI Line No.	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. Relationship of Activities to the	e Accompl		ot Purpo	oses 13	

Form 990-PF (2014) LEVIN FAMILY FOUNDATION 76-0572174 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

des	the organization directions	c) of the Code (o	ngage in any of the fol ther than section 501(c	llowing with ar	ny other organization ions) or in section 5	n 27,		Yes	No
	ating to political organization								i
	nsfers from the reporti	ng foundation to	a noncharitable exemp	ot organization	n of:				
	Cash						1 a (1)		<u>X</u>
(2)	Other assets						1 a (2)		X
b Oth	er transactions						\$ '>		أنند
(1)	Sales of assets to a n	oncharitable exe	mpt organization				1 b (1)		X
(2)	Purchases of assets f	rom a noncharita	ible exempt organization	on			1 b (2)		X
(3)	Rental of facilities, eq	uipment, or othe	r assets				1 b (3)		X
(4)	Reimbursement arran	gements					1 b (4)		X_
(5)	Loans or loan guarant	ees					1 b (5)		Χ
(6)	Performance of service	es or membersh	ip or fundraising solicit	tations			1 b (6)		X
c Sha	aring of facilities, equip	ment, mailing lis	sts, other assets, or pa	ıd employees			1 c		X
d If the the any	ne answer to any of the goods, other assets, or so transaction or sharing	e above is 'Yes,' services given by arrangement, s	complete the following the reporting foundation how in column (d) the	schedule Co If the foundativalue of the g	lumn (b) should alw on received less than oods, other assets,	ays show the fair r fair market value in or services receive	market val d	ue of	
(a) Line n	o (b) Amount involved	(c) Name (of noncharitable exempt orga	nization	(d) Description of trans	sfers, transactions, and	sharing arrai	ngemen	is
N/A									
									
	-								
									
					······································		*****		
			······································						
			···			 -	_		
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		 	<u> </u>						
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		-							
									
									
des	he foundation directly or scribed in section 501 (c) of the Code (o	d with, or related to, one ther than section 501(d	or more tax-ex c)(3)) or in sec	kempt organizations ction 527?		Ye	s X	No
D IT	Yes,' complete the follo		(IN Time of an		1 /2) Description of rel	ationshin		
	(a) Name of organiz	ation	(b) Type of or	ganization	(0) Description of fer	ationship	_	
N/A									
						 -			
			· · · -						
									
			<u> </u>			the best of my keepleds	a and ballaf	it is true	
;	Under penalties of perjury, I de correct, and complete Declara	clare that I have exam tion of preparer (other	ilned this return, including acc than taxpayer) is based on all	ompanying schedu Linformation of whi	ies and statements, and to ich preparer has any know	the best of my knowledgledge	je and bener,	it is true	•
Sign							May the this retu	IRS disc	uss
Here	Kran L	Hornste	July Duly	252015	Treasurer		preparer	shown	below
l	Signature of officer or trustee	i su u	Date		Title		_ (see inst	Yes	No l
	Print/Type preparer's		Preparer's ignatur	/	Date	Check If	PTIN	1	
				MARCIN	JR. 7/21/15	self-employed	P0120	1721	
Paid		WALSH, JR.	[EDWARD J.		DK. 1/21/15	, 			
Prepar		Edward J.		lates		Firm's EIN 76-0	625995	-	
Use O	nly Firm's address	P.O. Box							_
		Galveston	<u>, TX 77553\0538</u>	3		Phone no (409	, 	_	
BAA							Form 99	0-PF	(2014)

2014	Federal Statements	Page 1
Client 4611	LEVIN FAMILY FOUNDATION	76-0572174
7/21/15		02 37PM
Statement 1 Form 990-PF, Part I, Line 11 Other Income		
	(a) (b) Net Revenue Investment per Books Income	(c) Adjusted Net Income
Other Investment Income	Total $\frac{\$ -2,621.}{\$ -2,621.}$ $\frac{\$ 0.}{\$}$	\$ 0.
Statement 2 Form 990-PF, Part I, Line 16b Accounting Fees		
E J WALSH ASSOC	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income \$ 2,675. \$ 1,070. \$ 1,070 Total \$ 2,675. \$ 1,070. \$ 1,070	. \$ 1,605.
Statement 3 Form 990-PF, Part I, Line 16c Other Professional Fees		
MERRILL LYNCH	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income \$ 1,504. \$ 602. \$ 601 Total \$ 1,504. \$ 602. \$ 601	. \$ 903.
Statement 4 Form 990-PF, Part I, Line 18 Taxes		
EXCISE TAXES FOREIGN TAXES PAID	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income \$ 1,469.	(d) Charitable Purposes \$ 0.

2014	Federal Sta	atements				Page 2
Client 4611	LEVIN FAMILY F	FOUNDATION				76-0572174
7/21/15	-					02.37PN
Statement 5 Form 990-PF, Part I, Line 23 Other Expenses						
OFFICE EXPENSES	(a Expens <u>per Boo</u> \$ Total \$	es Investm	ent	(c) Adjusted Net Incom \$ 25		(d) aritable Purposes 36. 36.
Statement 6 Form 990-PF, Part II, Line 10a Investments - U.S. and State Gove	rnment Obligations					
U.S. Government Obligations		Valuation Metho <u>d</u>	1	Book Value		Market alue
MERRILL LYNCH A/C #518-0412		Cost	- <u>\$</u>	35,659. 35,659.		37,349. 37,349.
		Tota	T \$	35, 639.		3,7013.
Statement 7 Form 990-PF, Part II, Line 10b Investments - Corporate Stocks		Tota	1 \$	35, 639.	· *	3773.33.
Form 990-PF, Part II, Line 10b Investments - Corporate Stocks		Valuation		Book	Fair	Market
Form 990-PF, Part II, Line 10b			\$		Fair V \$	

2014	Federal Stat	tements		Page 3
Client 4611	LEVIN FAMILY FO	OUNDATION		76-0572174
7/21/15			· · · · · · · · · · · · · · · · · · ·	02 37PN
Statement 9 Form 990-PF, Part II, Line 15 Other Assets				
LEVIN VENTURES LIMITED PARTN	NERSHIP	Tota	<u>Book Value</u> \$ 219,748. \$	Fair Market Value 476,636. 476,636.
Statement 10 Form 990-PF, Part III, Line 3 Other Increases				
US TREASURY REFUND			Total §	\$ 2,020. \$ 2,020.
Statement 11 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
ROSENBERG LIBRARY 2310 SEALY GALVESTON, TX 77550	NONE	PUBLIC	GENERAL	\$ 5,000
RONALD MC DONALD HOUSE 1415 MECHANIC STREET GALVESTON, TX 77550	NONE	PUBLIC	GENERAL	250
GRAND 1894 OPERA HOUSE 2020 POSTOFFICE STREET GALVESTON, TX 77550	NONE	PUBLIC	GENERAL	3,500
UTMB-GALVESTON TEXAS 301 UNIVERSITY BLVD GALVESTON, TX 77555	NONE	PUBLIC	GENERAL	16,750
TEMPLE B'NAI ISRAEL 3006 AVENUE O GALVESTON, TX 77550	NONE	RELIG.	GENERAL	5,00
JUNIOR LEAGUE OF GALVESTON CO 210 KEMPNER GALVESTON, TX 77550	NONE	PUBLIC	GENERAL	50
GALVESTON ISLAND HUMANE SOCIETY 6814 BROADWAY	NONE	PUBLIC	GENERAL	5,50

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2014	Federal Sta	tements				Page 4
Client 4611	LEVIN FAMILY FO	DUNDATION				76-057217
7/21/15					•	02·37PI
Statement 11 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year						
Name and Address	Donee Relationship	Found- ation Status	Purpose Gran	e of t		Amount
AMERICAN HEART ASSOCIATION 1415 LA CONCHA HOUSTON, TX 77054	NONE	PUBLIC	GENERAL		\$	500
				Total	\$	37,000
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ED WALSH & ASSOCIATES

FISCAL YEAR ACTIVITY

Credit	3.06	9.33	Gain or (Loss)	229.62 LT 142.4 LT 166.34 LT 88.48 LT 84.87 ST 7.11 ST 30.13 ST (26.18) ST (26.18) ST (36.56) ST (36.56) ST (36.59) LT (33.90) LT 40.21 LT 81.49 LT
Debit	1.70 336.45 0.98 0.28 1.58 334.80 1.79 0.16	1,365.86	Cost Basis	377.60 36.58 494.35 359.81 1,063.81 136.43 440.24 440.24 253.98 296.30 383.87 85.31 1,000.00 2,921.85 69.50 57.10
Price		SSUMMARY	Sale Amount	607.22 50.82 660.69 448.29 1,148.68 143.54 440.37 230.32 270.12 347.31 77.96 2,000.00 1,000.00 2,831.95 109.71
	Other Activity RGY INC NEW RU 03/31/15 ACTCL INDS ADR A PLC SPND ADR RGY INC NEW RGY INC NEW RU 06/30/15 SHS CL C ACTCL INDS ADR SPON ADR	ED CAPITAL GAIN AND LOSS SUMMARY	Date of Liquidation	07/01/14 07/01/14 07/01/14 07/02/14 07/02/14 07/23/14 07/24/14 08/08/14 08/08/14 08/08/14 08/08/14 09/15/14 09/09/14
Description	SUNCOR ENERGY INC NEW BR PI FEE THRU 03/31/15 TEVA PHARMACTCL INDS ADR ASTRAZENECA PLC SPND ADR SUNCOR ENERGY INC NEW BR PI FEE THRU 06/30/15 GOOGLE INC SHS CL C TEVA PHARMACTCL INDS ADR BP PLC SPON ADR SUNCOR ENERGY INC NEW	Net Total REALIZED CAP	Date of Acquisition	07/10/12 10/24/12 12/17/12 01/14/13 01/14/13 01/10/14 02/07/14 02/07/14 02/07/14 08/08/13 08/
Quantity			Security Description	CVS CAREMARK CORP INTL PAPER CO INTL PAPER CO INTL PAPER CO INTL PAPER CO UNITEDHEALTH GROUP INC WHIRLPOOL CORP WETAPP INC NETAPP INC NETAP
Transaction	14 Fgn Div Tax 15 Journal Entry 15 Fgn Div Tax 15 CertlF fee 15 Fgn Div Tax 15 Cash in Lieu 15 Fgn Div Tax 15 Fgn Div Tax 15 Fgn Div Tax		Quantity Secur	8.0000 CVS CAREM, 1.0000 INTL PAPER 13.0000 INTL PAPER 9.0000 INTL PAPER 14.0000 UNITEDHEAL 1 0000 WHIRLPOOL 3.0000 WHIRLPOOL C.0000 NETAPP INC 2.0000 NETAPP INC 2.0000 US TSY 1.75 2.0000 US TSY 1.75 2.0000 US TSY 1.75 2.0000 AMERICAN II 1.0000 AMGEN INC 1.0000 AMGEN INC 2.0000 AMGEN INC 2.0000 US TSY 1.75 2.0000 AMGEN INC 2.00
Date	12/24/14 01/08/15 03/03/15 03/23/15 04/09/15 06/04/15 06/25/15			4 − w [×]



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ED WALSH & ASSOCIATES

			REALIZED CAPI'	ED CAPITAL GAIN AND LOSS SUMMARY	SUMMARY		
	Quantity	Security Description Da	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
	7.0000	APPLE INC	06/26/12	08/27/14	706.87	570.86	136 01 1T
	1.0000	APPLE INC	06/27/12	09/09/14	99.47	82.10	17.37 LT
	1.0000	DEC	06/11/13	09/09/14	329.41	222.12	107.29 LT
	2.0000	BP PLC SPON ADR	01/08/14	09/09/14	90.51	97.28	(6.77) ST
	4.0000	COMCAST CORP NEW CL A	09/24/12	09/09/14	224.07	145.67	
	4.0000	CITIGROUP INC COM NEW	06/12/12	09/09/14	205.79	109.27	96.52 LT
	8 0000	CISCO SYSTEMS INC COM	08/08/13	09/09/14	198.50	209.91	(11.41) LT
	4.0000	DELTA AIR LINES INC	03/14/14	09/09/14	156.59	137.11	••
	2.0000	DISCOVER FINL SVCS	05/23/11	09/09/14	126.57	49 01	77.56 LT
	2.0000	DISNEY (WALT) CO COM STK	12/11/12	09/09/14	179.55	99.45	_
	1.0000	DOVER CORP	05/29/08	09/09/14	87.08	45.06	
	3.0000		10/21/13	09/09/14	161.33	123.87	37.46 ST
	1.0000	EXXON MOBIL CORP COM	07/10/12	09/09/14	97.88	83.51	14.37 LT
	1.0000	GOOGLE INC CL A	06/26/12	09/09/14	593.94	282.41	
	1 0000	GOOGLE INC SHS CL C	06/27/12	09/09/14	583.05	284.94	298.11 LT
	2.0000	HALLIBURTON COMPANY	08/08/13	09/09/14	133.71	92.12	41.59 LT
	1.0000	HESS CORP	05/29/14	09/09/14	100.37	90.55	
	2.0000	JPMORGAN CHASE & CO	06/12/12	09/09/14	118.53	66.52	
	1.0000	JPMORGAN CHASE & CO	06/13/12	09/09/14	59.27	34.31	
	3.0000	LOWE'S COMPANIES INC	04/29/13	09/09/14	160.01	114.65	
	1.0000	MCKESSON CORPORATION COM	60/60/80	09/09/14	198.29	38.95	
	3.0000	MERCK AND CO INC SHS	06/27/12	09/09/14	182 87	121.74	-
	1.0000	MARATHON PETROLEUM CORP	05/29/14	09/09/14	92.13	89.62	٠,
	2 0000		12/29/09	09/09/14	327.73	219.71	_
	2.0000		12/29/09	09/23/14	233.56	156.94	76 62 LT
	2.0000		12/30/09	09/23/14	326.99	217.10	
	7.0000	MICROSOFT CORP	12/31/09	09/23/14	326.99	215.10	111.89 LT
	2.0000	MICROSOFT CORP	01/04/10	09/23/14	233.56	154.91	
	17.0000	MICROSOFT CORP	01/11/10	09/23/14	794.14	515.91	278.23 LT
	2.0000		05/29/14	09/09/14	95.47	99.16	(3.69) ST
1+-	4.0000	ORACLE CORP \$0.01 DEL	10/31/12	09/09/14	162.63	124.29	38.34 LT
102	7.0000	PHILLP MORRIS INTL INC	10/17/11	09/15/14	588.39	471.70	116.69 LT
P-0/	2.0000	PHILIP MORRIS INTL INC	01/03/12	09/15/14	168.12	158.52	9.60 LT
n (e	1.0000	PFIZER INC	08/14/12	09/09/14	29.26	24.00	_
	3.0000	PFIZER INC	08/15/12	09/09/14	87.81	72.22	15.59 LT
٠.۵	2.0000	SCHLUMBERGER LTD	10/10/13	09/09/14	210.67	177.59	
AC.	4.0000	SUNCOR ENERGY INC NEW	01/14/13	09/09/14	158.79	136.95	
n-	1.0000	ົວ	01/15/13	09/09/14	39.70	34.32	
/ I - M	3.0000	SUNTRUST BKS INC COM	01/14/13	09/09/14	115.37	84.33	31.04 LT
v.	7.0000		71/97/90	03/03/14	67:697	172.11	117.58 1.1
Ĺ		PLEASE SEE REVERSE SIDE Page Statement Period	Account No.				2114
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ED WALSH & ASSOCIATES

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description Date	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1.0000	TRW AUTOMOTIVE HLDGS CRP	02/20/13	09/09/14	99.93	60 69	71 76 PF
1.0000	I RAVELERS COS INC	01/23/07	09/09/14	92.74	52.01	20.24 EI
4.000	US BANCORP (NEW)	07/24/12	09/09/14	166.95	133.36	33 50 LT
2.0000	UNITED CONTL HLDGS INC	01/29/13	09/09/14	104.61	48.26	
0000.1	WS IN DIGITAL CORP DEL	01/28/14	09/09/14	09.66	83.58	16.02 ST
2,000.0000	BP CAP MARKEIS PL 3 87% 15	03/10/09	10/28/14	2,025.96	1.977.80	
0000.1	BIOGEN IDEC INC	06/11/13	10/13/14	304.41	222.12	82 29 TI
0000.1	BIOGEN IDEC INC	06/11/13	10/15/14	301.91	222.13	
9.000	DISNET (WALT) CO COM STR	12/11/12	10/27/14	532.26	298.35	
3.0000 6.000	უ ე	12/12/12	10/27/14	443.56	248.77	194.79 LT
1,0000	MEDITONIC INC. COM	08/05/13	10/27/14	398.13	331.48	
0000 a		08/05/13	10/27/14	66.35	57.93	
4 0000		08/06/13	10/27/14	530.84	441.94	88.30 LT
14 0000		06/08/13	10/2//14	265.43	222.09	
2 0000	MYLANING	05/29/14	10/02/14	654.69	694.14	
1 0000	50 CO 01	41/00/00	10/03/14	339.00	350.59	=
16 0000	ORACI FICORP FOOT DEL	10/31/12	10/2//14	38.48	31.07	
16.0000		21/10/11	10/2//14	615.80	501.91	
17 0000	PEIZER INC	08/15/12	10/27/14	464.96	385.17	79.79 LT
1 000 0000	GO! DMAN CACHS GDO 6 75% 22 CV	71/91/00	10/27/14	494.04	407.66	
1 000 000	CO PARA COO SUCKS SENT COO	08/01/12	04/24/14	1,137.04	1,084.68	_
0000.000,	IDMODES NOT SEASON OF A 2001	08/01/12	04/24/14	1,137.04	1,084.67	
2,000,000	DMORON CHASE & 0.12% 14 CXL	06/26/07	09/15/14	2,000.00	1,912.22	_
1,000,000	PERCHASE & D. LANGE OF THE PERCHASE & D. LANGE & D. LAN	06/26/07	09/15/14	2,000.00	2,000.00	0.00
1,000,000	PEDSICO INC 3.00 763 UNIO 1.8 CAL	11/21/08	02/27/14	1,135.39	954.07	(181.32) LT
21,000	CENNACOTAL FINE INC. CONT. 18	11/21/08	02/27/14	1,135.39	979.52	
21.0000	GENANORI INC COM	01/09/14	11/11/14	172.52	348 72	=
19,000	CENTROLL INC COM	01/10/14	11/11/14	172.52	350.03	(177.51) ST
0000000	GENWORTH FINE INC COM	01/13/14	11/11/14	156.10	313.95	(157.85) ST
0000.000,	TEDERAL NATION ASSOC	09/19/12	12/19/14	3,000.00	3,000.00	
0000.000.	PEDERAL NATE MIG ASSOC	06/03/13	12/19/14	1,000.00	1,000.00	00.00
0000:1	BIOGEN IDEC INC	06/11/13	12/23/14	330.63	222.12	
0000.1	BIOGEN IDEC INC	02/26/14	12/23/14	330.64	350.37	(19.73) ST
0000	BIOCEN IDEC INC	04/16/14	12/24/14	339.53	289 76	
0000	DICKEN IDEC INC	04/17/14	12/26/14	342.96	290 50	
19.0000	DELIA AIR LINES INC	03/14/14	01/15/15	727.09	548.45	
10.000	DELIA AIR LINES INC	03/14/14	01/16/15	452.93	342.78	
4.0000		07/20/10	01/29/15	313 33	157.22	
1.0000		07/20/10	01/30/15	77.95	39.30	
00000.0	UK PEPPEK SNAPPLE GROUP	07/26/10	01/30/15	389.78	200.32	189.46 LT
	E REVER					
66666666 X	rage Statement Period 54 of 60 Year Ending 06/30/15	Account No. 518-04126				



ED WALSH & ASSOCIATES

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
3.0000	DR PEPPER SNAPPLE GROUP	07/26/10	02/02/15	232 11	120.19	111.92 LT
5.0000	DOVER CORP	05/29/08	01/29/15	342 94	225.31	117.63 LT
2.0000	DOVER CORP	05/29/08	01/30/15	484.45	315,44	169.01 LT
4.0000	ROSS STORES INC COM	60/50/50	01/29/15	373.90	76.81	_
4.0000	ROSS STORES INC COM	60/50/50	01/30/15	369.58	76.81	292.77 LT
1,000,0000	US TSY 1.000% OCT 31 2016	11/17/11	02/26/15	1,007.69	1,002.19	
1,000,0000	US TSY 3.125% AUG 15 2044	09/17/14	03/10/15	1,078.98	959.54	
2.0000	AETNA INC NEW	09/18/13	03/10/15	200.57	133.47	
11.0000	BROCADE COMMUNICATIONS	05/29/14	03/10/15	132.76	99.46	
2.0000	CVS HEALTH CORP	07/11/12	03/10/15	203 85	93.73	
1.0000	CITIGROUP INC COM NEW	06/12/12	03/10/15	51.66	27.32	
1.0000	DISCOVER FINL SVCS	05/23/11	03/10/15	58.35	24.50	33.85 LT
1.0000	DR PEPPER SNAPPLE GROUP	07/26/10	03/10/15	96.77	40.06	
3.0000	E M C CORPORATION MASS	11/01/12	03/10/15	82.64	75.22	
2.0000	FACEBOOK INC	05/29/14	03/10/15	156.21	128.06	
3.0000	GENERAL ELECTRIC	11/04/13	03/10/15	76.31	79.32	
2.0000	INTEL CORP	10/27/14	03/10/15	64 07	66.22	
1.0000	JPMORGAN CHASE & CO	06/13/12	03/10/15	60 49	34.32	26.17 LT
1.0000	LAS VEGAS SANDS CORP	06/18/14	03/10/15	52.51	73.91	•,
1.0000	LOWE'S COMPANIES INC	04/29/13	03/10/15	73.63	38.22	
2.0000	MOLSON COOR BREW CO CL. B	05/29/14	03/10/15	147.89	129.99	٠,
2.0000	MASTERCARD INC	12/12/12	03/10/15	180.17	96,91	
1.0000	MERCK AND CO INC SHS	06/27/12	03/10/15	57.01	40.58	16.43 LT
2,0000	MERCK AND CO INC SHS	06/27/12	03/11/15	112.34	81.16	31.18 LT
0000.6	MERCK AND CO INC SHS	06/28/12	03/11/15	505.54	363 36	142.18 LT
6.0000	MERCK AND CO INC SHS	06/29/12	03/11/15	337.04	248.57	88.47 LT
1.0000	MARATHON PETROLEUM CORP	05/29/14	03/10/15	97.19	89.62	
2.0000	PACKAGING CORP AMERICA	02/21/13	03/10/15	155.05	81.70	73.35 LT
1.0000	PFIZER INC	08/16/12	03/10/15	34.08	23.98	10.10 LT
1.0000	PFIZER INC	08/17/12	03/10/15	34.09	23.80	
2.0000	OUALCOMM INC	06/17/14	03/10/15	145.35	158.26	(12.91) ST
1.0000	TEVA PHARMACTCL INDS ADR	07/01/14	03/10/15	56.27	53.60	
1.0000	UNITEDHEALTH GROUP INC	10/27/14	03/10/15	113.91	91.98	
2.0000	US BANCORP (NEW)	07/24/12	03/10/15	88 23	89.99	21.55 LT
1.0000	VALERO ENERGY CORP NEW	11/28/11	03/10/15	57.37	19.47	37.90 LT
1.0000	WAL-MART STORES INC	01/29/15	03/10/15	82.17	87.07	
1.0000	WELLS FARGO & CO NEW DEL	05/29/14	03/10/15	53.63	50.28	3.35 ST
2,000.0000		03/31/10	04/01/15	2,000.00	2,000.00	
2,000.0000		11/17/11	04/13/15	2,016.72	2,004 07	12.65 LT
1,000,0000	US 1SY 1.750% MAY 15 2023	06/05/13	04/15/15	334.23	37.5.66	
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ED WALSH & ASSOCIATES

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description Dat	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1,000.0000	US TSY 1.750% MAY 15 2023	06/26/13	04/15/15	994.30	944.34	49.96 LT
23.0000	HALLIBURTON COMPANY	08/08/13	04/08/15	1,022.00	1,059.41	_
4.0000	MERCK AND CO INC SHS	06/29/12	04/08/15	229.31	165 71	63.60 LT
0000.6	MERCK AND CO INC SHS	09/24/12	04/08/15	515.95	405.49	110.46 LT
6.0000	MERCK AND CO INC SHS	01/14/13	04/08/15	343.98	259.95	84.03 LT
2.0000	MERCK AND CO INC SHS	01/14/13	04/09/15	287.04	216.62	70.42 LT
1,0000	PACKAGING CORP AMERICA	02/21/13	04/08/15	76.22	40.85	35.37 LT
1.0000	PACKAGING CORP AMERICA	02/21/13	04/09/15	78.34	40.84	37.50 LT
2.0000	PACKAGING CORP AMERICA	02/22/13	04/09/15	156.71	83.51	73.20 LT
1.0000	PACKAGING CORP AMERICA	02/22/13	04/10/15	78.67	41.75	36.92 LT
3.0000	PHILIP MORRIS INTL INC	01/03/12	04/16/15	253.18	237.79	15.39 LT
3.0000	PHILIP MORRIS INTL INC	01/04/12	04/16/15	253.17	234.49	18.68 LT
3.0000	PHILIP MORRIS INTL INC	03/12/12	04/16/15	253.18	254.69	(1.51) LT
2.0000	PHILIP MORRIS INTL INC	03/13/12	04/16/15	168.79	170.35	(1.56) LT
1.0000	PHILIP MORRIS INTL INC	03/14/12	04/16/15	84.40	85.39	TJ (0.99)
2.0000	TRW AUTOMOTIVE HLDGS CRP	02/21/13	05/15/15	211.20	114.87	96.33 LT
4.0000	TRW AUTOMOTIVE HLDGS CRP	02/22/13	05/15/15	422.40	231.51	190.89 LT
4.0000	TRW AUTOMOTIVE HLDGS CRP	02/25/13	05/15/15	422.40	232.82	189.58 LT
2.0000	143	02/26/13	05/15/15	211.20	114.08	97.12 LT
1,000.0000	BHP BILLITON FIN 1.62% 17	02/27/12	06/10/15	1,009.81	1,002.90	6.91 LT
1,000 0000	AMERICAN EXPRESS CREDIT		06/11/15	1,018.82	1,017 47	
1 0000	ASTRAZENECA PLC SPND ADR	10/27/14	06/11/15	66.31	70.68	
1.0000	ပ္က	06/27/12	06/11/15	129.45	82.10	
2.0000	BP PLC SPON ADR	01/08/14	08/11/15	83.09	97.28	(14.19) LT
4.0000	BROCADE COMMUNICATIONS	05/29/14	06/11/15	49.53	36 17	13.36 LT
2.0000	COMCAST CORP NEW CL A	09/24/12	06/11/15	117.31	72.84	44.47 LT
1.0000	CVS HEALTH CORP		06/11/15	102.52	46.87	_
3.0000	CITIGROUP INC COM NEW	06/12/12	06/11/15	171.71	81.96	
1.0000		04/08/15	06/11/15	139.53	131.12	
2.0000	CISCO SYSTEMS INC COM	08/08/13	06/11/15	144.86	131.19	_
1.0000	DISCOVER FINL SVCS		06/11/15	59.00	24.51	
1.0000	DR PEPPER SNAPPLE GROUP	07/26/10	06/11/15	74.01	40.06	
1 0000	DISNEY (WALT) CO COM STK	12/12/12	06/11/15	110.83	49.75	61.08 LT
1.0000	DOW CHEMICAL CO	10/21/13	06/11/15	52.18	41 29	
1.0000	E M C CORPORATION MASS	11/01/12	06/11/15	27.32	25.07	2.25 LT
1.0000	GOLDMAN SACHS GROUP INC		06/11/15	214.08	118.93	95.15 LT
32.0000	GENERAL ELECTRIC		06/11/15	878.74	846.12	32.62 LT
6.0000	HESS CORP	05/29/14	06/11/15	417.13	543 29	(126.16) LT
4.0000	HESS CORP	05/30/14	06/11/15	278.10	365.35	_
1.0000	INTEL CORP	10/27/14	06/11/15	32.05	33.11	(1.06) ST
	PLEASE SEE REVERSE SIDE	Account No				
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ED WALSH & ASSOCIATES

REALIZED CAPITAL GAIN AND LOSS SUMMARY

				,		. (
	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
2,0000 AS	AS VEGAS SANDS CORP	06/18/14	06/11/15	104.25	147.82	(43.57) ST
	AS VEGAS SANDS CORP	06/19/14	06/11/15	156.38	224.67	(68.29) ST
	AS VEGAS SANDS CORP	06/20/14	06/11/15	156 38	224 67	(68.29) ST
_	AS VEGAS SANDS CORP	06/23/14	06/11/15	156.39	224.46	(68 07) ST
_	AS VEGAS SANDS CORP	06/24/14	06/11/15	156.39	227.38	TS (99.95)
_	AS VEGAS SANDS CORP	06/25/14	06/11/15	104.26	149.70	(45.44) ST
_	OWE'S COMPANIES INC	04/29/13	06/11/15	69.52	38.22	31.30 LT
_	MASTERCARD INC	12/12/12	06/11/15	565.58	290.75	274 83 LT
	MARATHON PETROLEUM CORP	05/29/14	06/18/15	104.19	89.62	
	MICROSOFT CORP	01/11/10	06/11/15	92.65	60.70	
	MICRON TECHNOLOGY INC	08/07/14	06/11/15	75.95	90 76	(14.81) ST
_	ORACLE CORP \$0.01 DEL	11/01/12	06/11/15	88.43	62.74	25.69 LT
	PARKER HANNIFIN CORP	03/14/14	06/11/15	480.83	467.50	13.33 LT
	PARKER HANNIFIN CORP	03/17/14	06/11/15	601.04	597.50	3.54 LT
	PFIZER INC	08/17/12	06/11/15	34.44	23.80	10.64 LT
	ROSS STORES INC COM	60/50/0	06/11/15	97.92	19.20	78.72 LT
	SCHLUMBERGER LTD	10/10/13	06/11/15	90.93	88.79	2.14 LT
	SUNCOR ENERGY INC NEW	01/15/13	06/11/15	57.95	68.65	(10.70) LT
	SUNTRUST BKS INC COM	01/14/13	06/11/15	87.99	56.22	31.77 LT
•	TEVA PHARMACTCL INDS ADR	07/01/14	06/11/15	61.01	53.60	7.41 ST
• •	3M COMPANY	06/27/12	06/11/15	160.29	87.24	73.05 LT
,-	TRAVELERS COS INC	01/23/07	06/11/15	99.76	52.02	47.74 LT
_	US BANCORP (NEW)	07/24/12	06/11/15	90.03	66.67	23.36 LT
	JNION PACIFIC CORP	04/16/14	06/11/15	604.00	563.41	40 59 LT
_	JNION PACIFIC CORP	04/17/14	06/11/15	805.35	756.82	48.53 LT
	VALERO ENERGY CORP NEW	11/28/11	06/11/15	59.92	19.47	
	WSTN DIGITAL CORP DEL	01/28/14	06/11/15	94.47	83.58	10.89 LT
_	WELLS FARGO & CO NEW DEL	05/29/14	06/11/15	1,090.58	955.23	135.35 LT



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