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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

2014

Open to Public
Inspection

For calendar year 2014, or tax year beginning 09-01-2014 , and ending 08-31-2015

Name of foundation SHERRY AND ALAN LEVENTHAL FAMILY C/O BEACON CAPITAL		A Employer identification number 26-3358768	
Number and street (or P O box number if mail is not delivered to street address) 200 STATE STREET 5TH FL		B Telephone number (see instructions) (617) 457-0489	
C If exemption application is pending, check here ► <input type="checkbox"/>			
D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>			
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 4,074,328		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	4,552,064			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	121	121		
	4 Dividends and interest from securities.	2,680	2,680		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	4,685,881			
	b Gross sales price for all assets on line 6a 7,563,816				
	7 Capital gain net income (from Part IV, line 2)		4,685,881		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	9,240,746	4,688,682		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	1,878	0		1,878
	b Accounting fees (attach schedule)	2,500	625		1,875
	c Other professional fees (attach schedule)	18,450	0		18,450
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	93,578	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,653	1,726		927
	24 Total operating and administrative expenses.	119,059	2,351		23,130
	Add lines 13 through 23	4,047,930			4,047,930
	25 Contributions, gifts, grants paid.	4,166,989	2,351		4,071,060
	27 Subtract line 26 from line 12	5,073,757			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		4,686,331		
	c Adjusted net income (if negative, enter -0-)				

	Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		665,587	4,053,328	4,053,328
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ► 21,000				
	Less allowance for doubtful accounts ► 0		0	21,000	21,000
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)		3,018,807		
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		3,684,394	4,074,328	4,074,328
Liabilities	17 Accounts payable and accrued expenses		1,000	2,500	
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)	0	29,669	0	37,282
	23 Total liabilities (add lines 17 through 22)		30,669		39,782
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		3,653,725	4,034,546	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		3,653,725	4,034,546	
	31 Total liabilities and net assets/fund balances (see instructions)		3,684,394	4,074,328	

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	3,653,725
2	Enter amount from Part I, line 27a	2	5,073,757
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	8,727,482
5	Decreases not included in line 2 (itemize) ►	5	4,692,936
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,034,546

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 See Additional Data Table				
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 See Additional Data Table				
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 See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right.$		2	4,685,881
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see instructions)} \\ \text{If (loss), enter -0- in Part I, line 8} \end{array} \right.$		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	3,924,540	1,831,843	2 142400
2012	2,267,369	1,505,265	1 506292
2011	2,161,307	688,626	3 138579
2010	2,167,323	722,697	2 998937
2009	1,026,200	23,734	43 237550
2 Total of line 1, column (d).			2 53 023758
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 10 604752
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 4,040,431
5 Multiply line 4 by line 3.			5 42,847,769
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 46,863
7 Add lines 5 and 6.			7 42,894,632
8 Enter qualifying distributions from Part XII, line 4.			8 4,071,060

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	93,727
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	93,727
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	93,727
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	56,336
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	56,336
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	40
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>	9	37,431
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	10	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	No
<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MA		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> <input type="checkbox"/>	10	Yes

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ► N/A

14 The books are in care of ► **THE FOUNDATION** Telephone no ► (617) 457-0489
 Located at ► 200 STATE STREET 5TH FLOOR BOSTON MA ZIP +4 ► 02109

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ► **15** 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 bank, securities, or other financial account in a foreign country? ► **16** Yes No
 See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	► Yes	✓ No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	► Yes	✓ No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	► Yes	✓ No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	► Yes	✓ No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	► Yes	✓ No	
	(6) Agree to pay money or property to a government official? (Exception . Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	► Yes	✓ No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b	
	Organizations relying on a current notice regarding disaster assistance check here. ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	► Yes	✓ No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	► Yes	✓ 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)		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b	No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here. ►			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALAN M LEVENTHAL 200 STATE STREET 5TH FLOOR BOSTON, MA 02109	TRUSTEE 2 00	0	0	0
SHERRY M LEVENTHAL 200 STATE STREET 5TH FLOOR BOSTON, MA 02109	TRUSTEE 2 00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

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

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

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 GRANT MAKING	4,066,38
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	0
b	Average of monthly cash balances.	1b	4,080,960
c	Fair market value of all other assets (see instructions).	1c	21,000
d	Total (add lines 1a, b, and c).	1d	4,101,960
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	4,101,960
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	61,529
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,040,431
6	Minimum investment return. Enter 5% of line 5.	6	202,022

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	202,022
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	93,727
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	93,727
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	108,295
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	108,295
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	108,295

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	4,071,060
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,071,060
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,071,060
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years		

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				108,295
2 Undistributed income, if any, as of the end of 2014			0	
a Enter amount for 2013 only.		0		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.	1,025,013			
b From 2010.	2,131,188			
c From 2011.	2,126,876			
d From 2012.	2,213,109			
e From 2013.	3,883,117			
f Total of lines 3a through e.	11,379,303			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 4,071,060			0	
a Applied to 2013, but not more than line 2a		0		
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				108,295
e Remaining amount distributed out of corpus	3,962,765			
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:	15,342,068			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0		
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions			0	
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				0
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	1,025,013			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	14,317,055			
10 Analysis of line 9				
a Excess from 2010.	2,131,188			
b Excess from 2011.	2,126,876			
c Excess from 2012.	2,213,109			
d Excess from 2013.	3,883,117			
e Excess from 2014.	3,962,765			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	3,847,930
b Approved for future payment TULANE UNIVERSITY 6823 ST CHARLES AVENUE NEW ORLEANS, LA 70118	NONE	PUBLIC CHARITY	PRESIDENTIAL OPPORTUNITY FUND	200,000
Total			► 3b	200,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					121
4 Dividends and interest from securities.					2,680
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					4,685,881
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).			0		4,688,682
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)				13	4,688,682

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

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash.	1a(1)	No
(2) Other assets.	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3) Rental of facilities, equipment, or other assets.	1b(3)	No
(4) Reimbursement arrangements.	1b(4)	No
(5) Loans or loan guarantees.	1b(5)	No
(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

* * * * *

2016-04-01

* * * * *

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)? Yes No

Paid Preparer Use Only	Print/Type preparer's name THERESA J CREEDEN	Preparer's Signature	Date 2016-03-23	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00747568
	Firm's name ► KEVIN P MARTIN ASSOCIATES PC			Firm's EIN ► 04-3097400	
	Firm's address ► 10 FORBES WEST BRAINTREE, MA 02184			Phone no (781) 380-3520	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
EAGLE MATERIALS		2014-10-23	2014-10-28
MANAGERS AMG/TIMES SQUARE		2015-02-27	2015-03-02
DELAWARE US GROWTH FUND		2015-02-27	2015-03-02
DELAWARE US GROWTH FUND		2015-06-24	2015-06-25
DELAWARE US GROWTH FUND		2014-09-04	2014-09-05
DELAWARE US GROWTH FUND		2014-09-09	2014-09-10
JP MORGAN		2014-09-04	2014-09-05
JP MORGAN		2014-09-09	2014-09-10
KINDER MORGAN MANAGEMENT		2014-09-04	2014-09-09
MATTHEWS PACIFIC TIGER FUND		2014-09-04	2014-09-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,121,155		196,562	924,593
493,929		400,650	93,279
1,928,480		586,160	1,342,320
500,520		148,264	352,256
318,000		103,245	214,755
238,638		77,978	160,660
446,000		268,665	177,335
337,646		197,756	139,890
184,228		47,808	136,420
172,000		107,890	64,110

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			924,593
			93,279
			1,342,320
			352,256
			214,755
			160,660
			177,335
			139,890
			136,420
			64,110

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
MANAGERS AMG/TIMES SQUARE		2014-09-09	2014-09-10
SEMGROUP CORP		2014-09-04	2014-09-09
TARA RES CORP		2014-09-04	2014-09-09
WILLS COS INC COM		2014-09-09	2014-09-09
MANAGERS AMG/TIMES SQUARE		2014-09-05	2014-09-05
MANAGERS AMG/TIMES SQUARE		2014-09-10	2014-09-10
COMCAST CORP		2015-07-01	2015-07-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
128,996		81,385	47,611
188,205		83,136	105,069
129,017		62,268	66,749
160,755		66,092	94,663
404,000		175,309	228,691
304,266		133,057	171,209
507,981		141,710	366,271

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			47,611
			105,069
			66,749
			94,663
			228,691
			171,209
			366,271

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
02 FOR LIFE RAINFOREST FOUNDATION 23 ELIOT ROAD LEXINGTON, MA 02421	NONE	PUBLIC CHARITY	GENERAL	500
ABILITIES INC AT THE VISCARDI CENTER 201 IU WILLETS ROAD ALBERTSON, NY 11507	NONE	PUBLIC CHARITY	IN MEMORY OF	500
AIDS LIFECYCLE 1035 MARKET STREET SAN FRANCISCO, CA 94103	NONE	PUBLIC CHARITY	IN SUPPORT OF	500
ALLIANCE FOR CHILDREN FOUNDATION 17 OAK STREET NEEDHAM, MA 02492	NONE	PUBLIC CHARITY	GENERAL	12,500
AMERICAN DIABETES ASSOCIATION 330 CONGRESS STREET 501 BOSTON, MA 02210	NONE	PUBLIC CHARITY	IN MEMORY OF	2,500
BAIS YAAKOV OF BOSTON 198 STRATHMORE ROAD BRIGHTON, MA 02135	NONE	PUBLIC CHARITY	GENERAL	10,000
BETH ISRAEL MEDICAL CENTER 330 BROOKLINE AVENUE BOSTON, MA 02210	NONE	PUBLIC CHARITY	GENERAL	20,000
BOSTON BOARD OF HEALTH CONVENTION 1010 MASSACHUSETTS AVE BOSTON, MA 02118	NONE	PUBLIC CHARITY	GENERAL	25,000
BOSTON CHILDREN'S HOSPITAL 300 LONGWOOD AVENUE BOSTON, MA 02115	NONE	PUBLIC CHARITY	IN MEMORY OF	27,500
BOSTON JEWISH FILM FESTIVAL 1001 WATERTOWN STREET NEW NEWTON, MA 02465	NONE	PUBLIC CHARITY	FRIENDSATIONAL CELEBRATION	2,500
BOSTON PUBLIC LIBRARY 700 BOYLSTON STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	ANNUAL	285,000
BOSTON UNIVERSITY 595 COMMONWEALTH AVENUE BOSTON, MA 02215	NONE	PUBLIC CHARITY	BU DEVELOPMENT FUND	1,910,000
BRIDGE OVER TROUBLED WATERS 47 WEST STREET BOSTON, MA 02111	NONE	PUBLIC CHARITY	2015 GALA HONORING	10,000
BRIGHAM & WOMEN'S HOSPITAL 1153 CENTRE STREET BOSTON, MA 02130	NONE	PUBLIC CHARITY	GENERAL	100,000
BROOKLINE FIREFIGHTERS ASSOC PO BOX 771 BROOKLINE VILLAGE, MA 02447	NONE	PUBLIC CHARITY	RELIEF FUND	250
Total				3,847,930
			► 3a	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BUCKINGHAM BROWNE & NICHOLS 80 GERRYS LANDING ROAD CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	ANNUAL FUND	5,000
BUDDY DOG HUMANE SOCIETY PO BOX 296 SUDBURY, MA 01776	NONE	PUBLIC CHARITY	GENERAL	500
CATHOLIC SCHOOLS FOUNDATION 260 FRANKLIN STREET BOSTON, MA 02110	NONE	PUBLIC CHARITY	INNER CITY SCHOLARSHIP FUND	25,000
CF AND MS FUND FOUNDATION 26 OVERLOOK LANE GUILFORD, CT 06437	NONE	PUBLIC CHARITY	GENERAL	2,500
COMBINED JEWISH PHILANTHROPIES 126 HIGH STREET BOSTON, MA 02110	NONE	PUBLIC CHARITY	ANNUAL APPEAL	102,500
DAMON RUNYON CANCER RESEARCH ONE EXCHANGE PLAZA NEW YORK, NY 10006	NONE	PUBLIC CHARITY	GENERAL	250,000
EMERALD NECKLACE CNSERVANCY 125 FENWAY BOSTON, MA 02115	NONE	PUBLIC CHARITY	IN HONOR OF	40,000
FACING HISTORY AND OURSELVES 16 HURD ROAD BROOKLINE, MA 02445	NONE	PUBLIC CHARITY	GENERAL	5,000
FRENCH QUARTER CITIZENS 632 NORTH RAMPART STREET NEW ORLEANS, LA 70112	NONE	PUBLIC CHARITY	GENERAL	1,000
FRIENDS OF THE PUBLIC GARDEN 69 BEACON STREET BOSTON, MA 02108	NONE	PUBLIC CHARITY	GENERAL	5,000
FUND FOR PARKS AND RECREATION 1010 MASS AVENUE BOSTON, MA 02118	NONE	PUBLIC CHARITY	ROSE GARDEN	5,000
GWARC INC 55 CHESTNUT STREET WALTHAM, MA 02453	NONE	PUBLIC CHARITY	IN MEMORY OF	5,000
HEADING HOME SCHRAFFT CENTER CHARLESTOWN, MA 02129	NONE	PUBLIC CHARITY	HOUSEWARMING EVENT	25,000
HEBREW SENIOR LIFE 1200 CENTRE STREET BOSTON, MA 02131	NONE	PUBLIC CHARITY	GENERAL	10,000
ISABELLA STEWART GARDNER MUSEUM 280 THE FENWAY BOSTON, MA 02115	NONE	PUBLIC CHARITY	GENERAL	22,500
Total			► 3a	3,847,930

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ISIDORE NEWMAN SCHOOL 1903 JEFFERSON AVENUE NEWORLEANS, LA 70115	NONE	PUBLIC CHARITY	GENERAL	5,000
MA INSTITUTE OF TECHNOLOGY 77 MASS AVENUE CAMBRIDGE, MA 02139	NONE	PUBLIC CHARITY	CENTER FOR ADVANCED URBANISM	570,000
MAX WARBURG COURAGE CURRICULUM 263 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	PUBLIC CHARITY	GENERAL	1,000
MELANOMA FOUNDATION OF NE 111 OLD ROAD TO NINE ACRE CONCORD, MA 01742	NONE	PUBLIC CHARITY	GENERAL	5,000
MSPCA ANGELL 350 SOUTH HUNTINGTON AVENUE BOSTON, MA 02130	NONE	PUBLIC CHARITY	GENERAL	26,000
MUSEUM OF FINE ARTS BOSTON 465 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	PUBLIC CHARITY	GENERAL	3,000
NEIGHBORHOOD HOUSE CHARTER SCHOOL 21 QUEEN STREET DORCHESTER, MA 02122	NONE	PUBLIC CHARITY	GENERAL	55,000
NEW ENGLAND AQUARIUM CENTRAL WHARF BOSTON, MA 02110	NONE	PUBLIC CHARITY	GENERAL	10,000
NEW YORK UNIVERSITY 20 COOPER STREET NEW YORK, NY 10003	NONE	PUBLIC CHARITY	INSTITUTE FOR PUBLIC KNOWLEDGE	40,000
NO KID HUNGRY PO BOX 75475 BALTIMORE, MD 21275	NONE	PUBLIC CHARITY	GENERAL	20,000
NORTHWESTERN UNIVERSITY 2020 RIDGE AVENUE EVANSTON, IL 60208	NONE	PUBLIC CHARITY	GENERAL	10,000
PAN MASS CHALLENGE 77 FOURTH AVENUE NEEDHAM, MA 02494	NONE	PUBLIC CHARITY	GENERAL	2,000
PLANNED PARENTHOOD LEAGUE OF MA 1055 COMMONWEALTH AVENUE BOSTON, MA 02215	NONE	PUBLIC CHARITY	GENERAL	500
ST FRANCIS HOUSE 39 BOYLSTON STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	GENERAL	10,000
TEMPLE BETH ELOHIM 10 BETHEL ROAD WELLESLEY, MA 02481	NONE	PUBLIC CHARITY	GENERAL	54,180
Total			► 3a	3,847,930

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE BOSTON ANTHENAEUM 10 BEACON STREET BOSTON, MA 02108	NONE	PUBLIC CHARITY	ANNUAL FUND	3,000
THE CHESTNUT HILL SCHOOL 428 HAMMON STREET CHESTNUT HILL, MA 02467	NONE	PUBLIC CHARITY	GENERAL	1,000
TOURO SYNAGOGUE 72 TOURO STREET NEWPORT, RI 02842	NONE	PUBLIC CHARITY	GENERAL	2,500
TRUSTEES DARTMOUTH COLLEGE TUCK SCHOOL OF BUSINESS HANOVER, NH 03775	NONE	PUBLIC CHARITY	GENERAL	50,000
TULANE UNIVERSITY TULANE EDUCATIONAL FUND 6823 ST CHARLES AVENUE NEW ORLEANS, LA 70118	NONE	PUBLIC CHARITY	LAW SCHOOL SENIOR CLASS MATCHING GIFT	20,500
TULANE UNIVERSITY TULANE EDUCATIONAL FUND 6823 ST CHARLES AVENUE NEW ORLEANS, LA 70118	NONE	PUBLIC CHARITY	HELLUVA HULLABALOO	1,000
UNITED WAY OF MASS 51 SLEEPER STREET BOSTON, MA 02210	NONE	PUBLIC CHARITY	GENERAL	25,000
WETA TELEVISION 3939 CAMPBELL AVENUE ARLINGTON, VA 22206	NONE	PUBLIC CHARITY	GENERAL	20,000
WGBH ONE GUEST STREET BOSTON, MA 02135	NONE	PUBLIC CHARITY	GENERAL	1,500
WORLD MUSIC CRASHARTS 720 MASSACHUSETTS AVE CAMBRIDGE, MA 02139	NONE	PUBLIC CHARITY	GENERAL	500
YARMOUTH FIREFIGHTERS AND RELIEF 96 OLD MAIN STREET SOUTH YARMOUTH, MA 02664	NONE	PUBLIC CHARITY	GENERAL	500
Total			► 3a	3,847,930

TY 2014 Accounting Fees Schedule

Name: SHERRY AND ALAN LEVENTHAL FAMILY

C/O BEACON CAPITAL

EIN: 26-3358768

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SANDBERG & CREDEN, P C - TAX	2,500	625		1,875

TY 2014 Legal Fees Schedule

Name: SHERRY AND ALAN LEVENTHAL FAMILY

C/O BEACON CAPITAL

EIN: 26-3358768

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,878	0		1,878

TY 2014 Other Decreases Schedule

Name: SHERRY AND ALAN LEVENTHAL FAMILY
C/O BEACON CAPITAL
EIN: 26-3358768

Description	Amount
NET DIFFERENCE BETWEEN REALIZED TAX AND GAAP BASIS GAIN ON STOCK SOLD	4,692,936

TY 2014 Other Expenses Schedule

Name: SHERRY AND ALAN LEVENTHAL FAMILY

C/O BEACON CAPITAL

EIN: 26-3358768

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	500	0		500
PORTFOLIO FEES	1,258	1,258		0
OFFICE EXPENSES	895	468		427

TY 2014 Other Liabilities Schedule

Name: SHERRY AND ALAN LEVENTHAL FAMILY

C/O BEACON CAPITAL

EIN: 26-3358768

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED TAXES PAYABLE	29,669	37,282

**TY 2014 Other Notes/Loans
Receivable Short Schedule**

Name: SHERRY AND ALAN LEVENTHAL FAMILY
C/O BEACON CAPITAL
EIN: 26-3358768

Name of 501(c)(3) Organization	Balance Due
MURIEL & NORMAN B LEVENTHAL FAMILY FOUNDATION INC	21,000

TY 2014 Other Professional Fees Schedule

Name: SHERRY AND ALAN LEVENTHAL FAMILY

C/O BEACON CAPITAL

EIN: 26-3358768

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RIDGEWAY ADVISORS, LLC PHILANTHROPIC ADVISORS	18,450	0		18,450

TY 2014 Substantial Contributors Schedule

Name: SHERRY AND ALAN LEVENTHAL FAMILY

C/O BEACON CAPITAL

EIN: 26-3358768

Name	Address
ALAN M LEVENTHAL	200 STATE STREET 5TH FLOOR BOSTON, MA 02109

TY 2014 Taxes Schedule

Name: SHERRY AND ALAN LEVENTHAL FAMILY

C/O BEACON CAPITAL

EIN: 26-3358768

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES FY2015	56,336	0		0
FEDERAL ACCRUAL FY15	37,242	0		0

Schedule of Contributors

OMB No 1545-0047

2014

- Attach to Form 990, 990-EZ, or 990-PF.
- Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

Employer identification number

26-3358768

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
- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization SHERRY AND ALAN LEVENTHAL FAMILY C/O BEACON CAPITAL	Employer identification number 26-3358768
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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	ALAN M LEVENTHAL 200 STATE STREET BOSTON, MA 02109	\$ 4,552,064	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organizationSHERRY AND ALAN LEVENTHAL FAMILY
C/O BEACON CAPITAL**Employer identification number**

26-3358768

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	TOTAL OF 17 APPRECIATED STOCKS	\$ 4,552,064	2015-08-31
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization SHERRY AND ALAN LEVENTHAL FAMILY C/O BEACON CAPITAL			Employer identification number 26-3358768
Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4 _____		Relationship of transferor to transferee _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4 _____		Relationship of transferor to transferee _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4 _____		Relationship of transferor to transferee _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4 _____		Relationship of transferor to transferee _____	