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

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OMB No 1545-0052

2014**Open to Public Inspection**

For calendar year 2014, or tax year beginning Nov 1, 2014, and ending Oct 31, 2015

Name of foundation

Joseph Weintraub Family Foundation Inc

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

801 Brickell Avenue

Room/suite

2470

City or town, state or province, country, and ZIP or foreign postal code

MiamiFL 33131**A** Employer identification number59-0975815**B** Telephone number (see instructions)(305) 377-6942**C** If exemption application is pending, check here. ☐**D 1** Foreign organizations, check here. ☐**2** Foreign organizations meeting the 85% test, check here and attach computation. ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here. ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐**G** Check all that apply.☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change**H** Check type of organization:☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation**I** Fair market value of all assets at end of year
(from Part II, column (c), line 16)► \$ 7,418,321.**J** Accounting method☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (attach schedule)**2** Ck ☒ if the foundn is not required to attach Sch B**3** Interest on savings and temporary cash investments251.251.**4** Dividends and interest from securities180,079.180,079.**5a** Gross rents**b** Net rental income or (loss)**6a** Net gain or (loss) from sale of assets not on line 10**b** Gross sales price for all assets on line 6a**7** Capital gain net income (from Part IV, line 2)97,003.**8** Net short-term capital gain25,396.**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 11.180,330.277,333.25,396.

ADMINISTRATIVE AND EXPENSES

13 Compensation of officers, directors, trustees, etc.28,500.28,500.**14** Other employee salaries and wages**15** Pension plans, employee benefits855.855.**16a** Legal fees (attach schedule)**b** Accounting fees (attach sch.)**c** Other prof fees (attach sch.)**17** Interest19,902.19,902.**18** Taxes (attach schedule) (see instrs)2,335.2,335.**19** Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule)Miscellaneous Expense655.655.**24** Total operating and administrative expenses. Add lines 13 through 2352,247.52,247.**25** Contributions, gifts, grants paid385,500.**26** Total expenses and disbursements. Add lines 24 and 25437,747.52,247.385,500.**27** Subtract line 26 from line 12.**a** Excess of revenue over expenses and disbursements-257,417.**b** Net investment income (if negative, enter -0-)225,086.**c** Adjusted net income (if negative, enter -0-)25,396.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
ASSETS	1	Cash — non-interest-bearing		1,527,172.	1,712,067.	1,712,067.	
	2	Savings and temporary cash investments					
	3	Accounts receivable	1,645.				
		Less: allowance for doubtful accounts		3,896.	1,645.	1,645.	
	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 sch)					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments — U.S. and state government obligations (attach schedule) L-10a. Stmt . .		2,614,542.	1,520,052.	1,590,448.	
	b	Investments — corporate stock (attach schedule) . L-10b. Stmt . .		2,265,520.	3,047,736.	3,775,246.	
	c	Investments — corporate bonds (attach schedule) . L-10c. Stmt . .		364,132.	331,095.	338,915.	
	LIABILITIES	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).		6,775,262.	6,612,595.	7,418,321.	
17		Accounts payable and accrued expenses		0.			
18		Grants payable					
NET ASSETS OR FUND BALANCES	19	Deferred revenue					
	20	Loans from officers, directors, trustees, & other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe)					
	23	Total liabilities (add lines 17 through 22)		0.			
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
27	Capital stock, trust principal, or current funds						
28	Paid-in or capital surplus, or land, bldg, and equipment fund						
29	Retained earnings, accumulated income, endowment, or other funds		6,775,262.	6,612,595.			
30	Total net assets or fund balances (see instructions)		6,775,262.	6,612,595.			
31	Total liabilities and net assets/fund balances (see instructions)		6,775,262.	6,612,595.			

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	6,775,262.
2	Enter amount from Part I, line 27a	2	-257,417.
3	Other increases not included in line 2 (itemize) <u>Capital Gains FYE 10-31-15</u>	3	97,003.
4	Add lines 1, 2, and 3	4	6,614,848.
5	Decreases not included in line 2 (itemize) <u>See Other Decreases Stmt</u>	5	2,253.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	6,612,595.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 1500 shs CBIZ Inc		P	06/17/11	10/21/15
b 300 shs Comcast Corp		P	07/21/11	02/20/15
c 150 shs CVS Health Corp		P	10/21/10	12/23/14
d 450 shs Jarden Corp		P	01/25/06	02/19/15
e See Columns (a) thru (d)				

(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 16,722.		11,170.	5,552.
b 17,562.		7,485.	10,077.
c 14,592.		4,753.	9,839.
d 24,343.		5,059.	19,284.
e See Columns (e) thru (h)		427,711.	52,251.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			5,552.
b			10,077.
c			9,839.
d			19,284.
e See Columns (i) thru (l)			52,251.

2 Capital gain net income or (net capital loss)	— [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	97,003.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	25,396.

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.

(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 (column (b) divided by column (c))
2013	379,696.	7,681,185.	0.049432
2012	379,100.	7,736,560.	0.049001
2011	375,000.	7,677,108.	0.048847
2010	310,000.	7,692,917.	0.040297
2009	386,894.	7,412,615.	0.052194

2 Total of line 1, column (d)	2	0.239771
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047954
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	7,497,750.
5 Multiply line 4 by line 3	5	359,547.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,251.
7 Add lines 5 and 6.	7	361,798.
8 Enter qualifying distributions from Part XII, line 4	8	385,500.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1			
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, check here ☒ and enter 1% of Part I, line 27b		1	2,251.
c 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-)		2	0.
3 Add lines 1 and 2		3	2,251.
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	2,251.
6 Credits/Payments:			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a	3,896.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d		7	3,896.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	1,645.
11 Enter the amount of line 10 to be Credited to 2015 estimated tax	1,645.	11	Refunded

Part VII-A Statements Regarding Activities

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

BAA

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of <u>Sandra S. Spooner</u> Telephone no <u>(305) 377-6938</u> Located at <u>801 Brickell Avenue #2470, Miami, FL</u> ZIP + 4 <u>33131</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See 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				X

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

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

		Yes	No
1 a	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? ☐ 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)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	
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?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ 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.)	2 b	
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 __ .		
3 a	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)	3 b	
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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b

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? ☐ Yes ☐ No

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

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

6 b

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

7 b

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
MICHAEL WEINTRAUB 801 Brickell Av., Ste. 2470 Miami FL 33131	Pres & Trustee 5.00	0.	0.	0.
SANDRA S. SPOONER 801 Brickell Av., Ste. 2470 Miami FL 33131	VP/Treas/Secy 5.00	17,500.	525.	0.
CHRISTINA K. TAM 801 Brickell Av., Ste. 2470 Miami FL 33131	Asst Secy 5.00	11,000.	330.	0.
See Information about Officers, Directors, Trustees, Etc		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 ☐

None

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	1 a	5,384,820.
b Average of monthly cash balances	1 b	2,227,109.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	7,611,929.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	7,611,929.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	114,179.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,497,750.
6 Minimum investment return. Enter 5% of line 5	6	374,888.

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	374,888.
2 a Tax on investment income for 2014 from Part VI, line 5	2 a	2,251.
b Income tax for 2014. (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	2,251.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	372,637.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	372,637.
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	372,637.

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	1 a	385,500.
b Program-related investments — total from Part IX-B.	1 b	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)	3 a	
b 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	385,500.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	2,251.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	383,249.

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				372,637.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			381,866.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2014				
a From 2009 0.				
b From 2010 0.				
c From 2011 0.				
d From 2012 0.				
e From 2013				
f Total of lines 3a through e 0.				
4 Qualifying distributions for 2014 from Part XII, line 4: \$ 385,500.				
a Applied to 2013, but not more than line 2a			381,866.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2014 distributable amount				3,634.
e Remaining amount distributed out of corpus 0.				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 0.				
b Prior years' undistributed income Subtract line 4b from line 2b 0.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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				369,003.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) 0.				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a 0.				
10 Analysis of line 9:				
a Excess from 2010 0.				
b Excess from 2011 0.				
c Excess from 2012 0.				
d Excess from 2013 0.				
e Excess from 2014 0.				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or

☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a 'Assets' alternative test — enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

MICHAEL WEINTRAUB

801 BRICKELL AVENUE, SUITE 2470

MIAMI

FL 33131

(305) 377-6942

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

NAME AND ADDRESS OF ORGANIZATION AND DESCRIPTION OF SERVICES PROVIDED

c Any submission deadlines:

NONE

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

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
MAYO FOUNDATION 4500 San Pablo Rd. Jacksonville FL 32224	N.A.	Public	Unrestricted gift	50,000.
UNITED WAY OF DADE COUNTY 3250 SW Third Ave. Miami FL 33129	N.A.	Public	Unrestricted gift	35,000.
UNIVERSITY OF MIAMI P.O. Box 248073 Coral Gables FL 33124	N.A.	Public	Restricted gifts	230,000.
WPBT CHANNEL 2 P.O.Box 610002, Miami, FL 33261	N.A.	Public	Unrestricted gift	2,500.
CHILDREN'S RESOURCES 8571 SW 112 Ave. Miami FL 33156	N.A.	Public	Unrestricted gift	5,000.
ARHS FOUNDATION PO Box 2600 Boone NC 28607	N.A.	Public	Unrestricted gift	10,000.
THE BOLLES SCHOOL 7400 San Jose Boulevard Jacksonville FL 32217	N.A.	Public	Unrestricted gift	5,000.
KRISTI HOUSE INC 1265 NW 12 Ave Miami FL 33136	N.A.	Public	Unrestricted gift	1,000.
GREATER MIAMI JEWISH FEDERATION 4200 Biscayne Blvd. Miami FL 33145	N.A.	Public	Unrestricted gift	13,000.
See Line 3a statement				34,000.
Total				385,500.
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

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) Exclu- sion 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	523000	251.			
4 Dividends and interest from securities	523000	180,079.			
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 . . .					
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)		180,330.			
13 Total. Add line 12, columns (b), (d), and (e)					180,330.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Foreign Taxes	155.	155.		
Payroll Taxes	2,180.	2,180.		
Total	2,335.	2,335.		

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

Federal Tax FYE 10-31-15	2,251.
Rounding Adjustment	2.
Total	2,253.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
500 shs Carrolls Restaurant Group	P	04/03/13	09/22/15
750 shs Tech Data	P	01/03/13	10/01/15
\$15000 Leucadia Natl Corp Sr Note 8.125%	P	08/16/10	09/15/15
\$15000 Leucadia Natl Corp Sr Note 8.125%	P	05/22/12	09/15/15
1000 shs Alabama Power 5.3% Pfd	P	09/02/10	05/15/15
1000 shs Cherokee Inc	P	01/12/04	01/09/15
2000 shs Intel Corp	P	05/14/02	07/16/15
1500 shs Intel Corp	P	08/10/10	07/15/15
500 shs Shake Shack Inc	P	02/06/15	05/21/15
10 Yahoo Sep'15 @37 Call Options	P	09/21/15	08/13/15
GNMA #165545 - 9%	P	01/16/91	11/01/14
GNMA #363898 - 7.5%	P	04/21/94	11/01/14
GNMA #401060 - 8%	P	07/20/94	11/01/14
GNMA #531729 - 8%	P	04/10/01	11/01/14
GNMA #550985 - 7%	P	03/08/02	11/01/14
GNMA #553488 - 6.5%	P	06/19/02	11/01/14
GNMA #552613 - 6.5%	P	07/16/02	11/01/14
GNMA #557485 - 7%	P	06/27/01	11/01/14
GNMA #565047 - 6%	P	11/07/01	11/01/14
GNMA #604969 - 6%	P	09/22/04	11/01/14
GNMA II #3133 - 6.5%	P	09/21/01	11/01/14
GNMA #635306 - 6%	P	05/23/06	11/01/14
GNMA #652587 - 6%	P	05/01/06	11/01/14
GNMA #617626 - 6%	P	06/07/07	11/01/14
GNMA #656292 - 6%	P	07/19/07	11/01/14
GNMA #606304 - 5.5%	P	02/19/08	11/01/14
GNMA #678401 - 5.5%	P	03/06/08	11/01/14
GNMA #689729 - 5.5%	P	05/28/08	11/01/14
GNMA #782365 - 6%	P	06/12/08	11/01/14
GNMA #688037 - 6%	P	07/12/08	11/01/14
GNMA #782144 - 6%	P	10/27/08	11/01/14

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
GNMA #704411 - 4.5%	P	01/16/09	11/01/14
GNMA #724181 - 5%	P	06/08/09	11/01/14
BAC Settlement Distribution	P	12/30/85	06/26/15

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (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)
6,666.		2,550.	4,116.
50,194.		39,347.	10,847.
15,000.		16,069.	-1,069.
15,000.		16,969.	-1,969.
25,000.		24,986.	14.
19,443.		21,623.	-2,180.
59,695.		60,308.	-613.
44,771.		29,931.	14,840.
45,242.		20,882.	24,360.
1,036.		0.	1,036.
199.		198.	1.
5,507.		5,518.	-11.
100.		100.	0.
14.		14.	0.
90.		92.	-2.
3,093.		3,158.	-65.
533.		542.	-9.
29.		29.	0.
5,295.		5,394.	-99.
8,140.		8,137.	3.
967.		982.	-15.
5,189.		5,186.	3.
7,031.		7,031.	0.
4,859.		4,847.	12.
25,217.		25,028.	189.
16,434.		16,424.	10.
27,005.		26,946.	59.
8,469.		8,449.	20.
5,350.		5,350.	0.
5,037.		5,012.	25.
13,827.		13,809.	18.
20,159.		20,475.	-316.
32,396.		32,325.	71.
2,975.		0.	2,975.
Total		427,711.	52,251.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (i) thru (l)

• Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

			(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			4,116.
			10,847.
			-1,069.
			-1,969.
			14.
			-2,180.
			-613.
			14,840.
			24,360.
			1,036.
			1.
			-11.
			0.
			0.
			-2.
			-65.
			-9.
			0.
			-99.
			3.
			-15.
			3.
			0.
			12.
			189.
			10.
			59.
			20.
			0.
			25.
			18.
			-316.
			71.
			2,975.
Total			52,251.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person . ☐ Business . ☐ MILES GAUNTT 801 Brickell Av., Ste. 2470 Miami FL 33131	Trustee 0.00	0.	0.	0.
Person . ☐ Business . ☐ BARBARA A. WEINTRAUB 801 Brickell Av., Ste. 2470 Miami FL 33131	Trustee 0.00	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
FLORIDA HEART RESEARCH INSTITUTE 4770 Biscayne Blvd Miami FL 33137	N.A.	Public	Unrestricted gift	Person or ☐ Business ☒ 10,000.
CHABAD IN THE GROVE 3713 Main Highway Miami FL 33133		Public	Restricted gift	Person or ☐ Business ☒ 10,000.
BARRY UNIVERSITY 11300 NE Second Ave Miami Shores FL 33161		Public	Unrestricted gift	Person or ☐ Business ☒ 2,000.
KERRINGTON'S HEART PO Box 911074 Lexington KY 40591		Public	Unrestricted	Person or ☐ Business ☒ 1,000.
SOUTHERN APPALACHIAN HIGHLANDS CONSERVANCY 34 Wall St, Suite 502 Asheville NC 28801		Public	Unrestricted	Person or ☐ Business ☒ 1,000.
UNIVERSITY OF VIRGINIA 580 Massie Road Charlottesville VA 22903		Public	Restricted	Person or ☐ Business ☒ 10,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox
				Amount
a Paid during the year				

Total

34,000.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Northern Trust Bank	Custody Account Services	820.			
GNMA Servicer	MBS Servicing	4,055.			
First Manhattan Co	Investment Management	15,027.			

Total

19,902.

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
GNMA POOL #165545			53.	54.
GNMA POOL #363898			0.	0.
GNMA POOL #401060			576.	581.
GNMA POOL #531729			389.	383.
GNMA POOL #550985			2,079.	2,492.
GNMA POOL #557485			893.	904.
GNMA POOL #565047			12,092.	13,797.
GNMA POOL #553488			5,871.	6,597.
GNMA POOL #552613			3,765.	4,270.
GNMA POOL #604969			55,153.	63,533.
GNMA-II POOL #3133			5,105.	5,933.
GNMA POOL #635306			19,137.	22,174.
GNMA POOL #652587			15,644.	18,146.
GNMA POOL #617626			27,405.	31,218.
GNMA POOL #656292			78,298.	89,665.
GNMA Pool #606314			13,404.	14,989.
GNMA Pool #678401			34,643.	38,894.

Form 990-PF, Page 2, Part II, Line 10a

Continued

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
GNMA Pool #688037			18,130.	20,706.
GNMA Pool #689729			43,215.	48,527.
GNMA Pool #704411			50,604.	53,983.
GNMA Pool #724181			70,093.	77,214.
GNMA Pool #782144			47,546.	54,979.
GNMA Pool #782365			15,879.	18,043.
USTB Mat 12-04-14			0.	0.
USTB Mat 01-22-15			0.	0.
USTB Mat 05-15-17			500,703.	501,849.
USTB Mat 08-15-17			499,375.	501,517.
Total			<u>1,520,052.</u>	<u>1,590,448.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
500 ABBOTT LABORATORIES	11,368.	22,400.
1500 ABBVIE INC	61,167.	89,325.
1000 AMERICAN AIRLINES GROUP INC	48,087.	46,220.
95 BANK OF AMERICA 7.25% PFD	103,350.	104,954.
4000 BB&T CORP 5.625% PFD	98,607.	103,040.
1597 COUSINS PROPERTIES INC	39,791.	16,034.
500 CHEVRON CORP	47,507.	45,440.
450 EI DuPONT De NEMOURS 4.5% PFD	40,514.	42,885.
1000 CONSOLIDATED EDISON INC	45,590.	65,750.
1000 EMERSON ELECTRIC CO	49,216.	47,230.
1000 EXXON MOBILE CORP	86,464.	82,740.
500 FREEPORT McMORAN COPPER & GOLD	15,428.	5,885.
6000 GENERAL ELECTRIC CO	165,904.	173,520.
500 GILEAD SCIENCES INC	35,357.	54,065.
2000 GOLDMAN SACHS GROUP INC 6.125% PFD	49,664.	49,960.
1000 GOLDMAN SACHS GROUP INC 5.95% PFD	25,457.	25,580.
1000 HEALTH CARE REIT INC SERIES J PFD	24,757.	26,550.
400 iSHARES IBOX HIGH YLD ETF	35,310.	34,228.
1000 iSHARES US PREFERRED STOCK	39,607.	39,260.
2000 BLACKROCK CORPORATE HIGH YIELD FUND INC	24,021.	20,780.
500 ILLINOIS TOOL WORKS	21,846.	45,970.
2000 JOHNSON & JOHNSON	116,666.	202,060.
2500 JP MORGAN & CO 5.5% PFD	53,739.	61,725.
1500 KINDER MORGAN INC	59,404.	41,025.
500 McDONALDS CORP	37,171.	56,125.
2000 ALTRIA GROUP	64,345.	120,940.
3000 MERCK & CO INC	107,488.	163,980.
2000 NORTHERN TRUST CORP 5.85% PFD	50,164.	52,540.
1151 ONE LIBERTY PROPERTIES INC	24,309.	27,117.

Form 990-PF, Page 2, Part II, Line 10b

Continued

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
3000 OPKO HEALTH INC	37,824.	28,350.
3500 PIMCO CORP INC FUND	52,686.	48,160.
2500 PFIZER INC	57,456.	84,550.
1000 PHILIP MORRIS INTERNATIONAL INC	69,603.	88,400.
1500 PNC FINANCIAL SERVICE GROUP 5.375% PFD	33,757.	38,085.
1000 TRANSOCEAN LTD	47,357.	15,830.
2000 REAVES UTILITY INCOME FUND	57,114.	59,340.
2000 US BANCORP 5.85% PFD	49,507.	50,660.
700 VANGUARD REIT ETF	49,987.	55,923.
2000 VERIZON COMMUNICATIONS	81,493.	93,760.
70 WELLS FARGO & CO 7.5% SERIES L PFD	72,723.	83,195.
2500 WELLS FARGO & CO 5.2% SERIES N PFD	61,448.	62,650.
1250 WISDOMTREE EUROPE HEDGED FUND	77,479.	75,975.
1000 YAHOO INC	32,607.	35,620.
3200 AGROFRESH SOLUTIONS INC	25,330.	22,624.
1000 AMERICAN INTERNATIONAL GROUP INC	31,597.	63,060.
3000 AV HOMES INC	57,887.	39,720.
1875 BROOKFIELD ASSET MANAGEMENT INC	23,941.	65,569.
3500 CBIZ INC	22,257.	37,625.
4000 CARROLS RESTAURANT GROUP INC	9,781.	47,040.
800 CITIGROUP INC	41,604.	42,536.
1000 CHESAPEAKE ENERGY CORP	19,370.	7,130.
950 COMCAST CORP CLASS A	23,704.	59,489.
500 CVS CAREMARK CORP	16,214.	49,390.
2750 DUNDEE BANCORP, INC	28,396.	15,808.
1750 FOREST CITY ENTERPRISES INC	21,965.	38,675.
4000 WINTHROP REALTY TRUST	51,730.	57,960.
800 HORIZON GLOBAL CORPORATION	2,497.	7,032.
4000 HRG GROUP INC	52,469.	53,800.
2500 IGNITE RESTAURANT GROUP INC	20,742.	9,900.
1500 JARDEN CORP	17,475.	67,200.
2000 LEUCADIA NATIONAL CORP	40,179.	40,020.
1250 MICROSOFT CORP	32,364.	65,800.
1250 ONE LIBERTY PROPERTIES INC	16,986.	29,450.
1000 ONEX CORP	15,046.	60,602.
1500 PRESTIGE BRANDS HOLDINGS	11,224.	73,515.
3500 PACIFIC MERCANTILE BANCORP	19,027.	23,730.
300 RANGE RESOURCES CORP	8,731.	9,132.
2250 SAFEGUARD SCIENTIFIC INC	24,898.	39,938.
2500 TRIMAS CORP	18,811.	50,025.
1500 TITAN INTERNATIONAL INC	30,172.	10,650.
Total	3,047,736.	3,775,246.

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
BAC Sr Int Note 6.75% 08-15-19	53,286.	57,216.
Brookfield Asset Mgmt 5.8% 04-25-17	34,057.	31,606.
Jarden Corp Sr Nt 7.5% 05-01-17	12,762.	16,162.
Jeffries Group Inc Sr Deb 3.875% 11-01-29	16,450.	20,450.
Chesapeake Energy Sr Note 6.5% 08-15-17	25,781.	22,969.
Merrill Lynch & Co Sr Unsec Note 8.4% 11-01-19	114,100.	119,879.
JP Morgan Chase & Co 4.75% 07-29-31	74,659.	70,633.
Total	<u>331,095.</u>	<u>338,915.</u>