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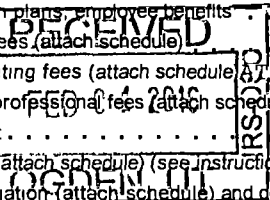
Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning 12/01, 2014, and ending 11/30, 2015

Name of foundation THE EUGENE APPLEBAUM FAMILY FOUNDATION		A Employer identification number 38-2782955
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (248) 593-8840
39400 WOODWARD AVENUE, SUITE 100		
City or town, state or province, country, and ZIP or foreign postal code BLOOMFIELD HILLS, MI 48304		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 917,167.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
1 Contributions, gifts, grants, etc., received (attach schedule)	3,905,209.			
2 Check ☐ If the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	152.			
b Gross sales price for all assets on line 6a	152.			
7 Capital gain net income (from Part IV, line 2)		152.		
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	3,905,361.	152.		
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,500.	1,250.		1,250.
c Other professional fees (attach schedule)	24,000.	12,000.		12,000.
17 Interest				
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23.	26,500.	13,250.		13,250.
25 Contributions, gifts, grants paid	3,421,461.			3,421,461.
26 Total expenses and disbursements. Add lines 24 and 25.	3,447,961.	13,250.	0	3,434,711.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	457,400.			
b Net investment income (if negative, enter -0-)		0		
c Adjusted net income (if negative, enter -0-)				

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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	459,766.	917,167.	917,167.	
	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) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	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)	459,766.	917,167.	917,167.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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	459,766.	917,167.		
	30	Total net assets or fund balances (see instructions)	459,766.	917,167.		
	31	Total liabilities and net assets/fund balances (see instructions)	459,766.	917,167.		

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	459,766.
2	Enter amount from Part I, line 27a	2	457,400.
3	Other increases not included in line 2 (itemize) ▶ ATTCH 3	3	1.
4	Add lines 1, 2, and 3	4	917,167.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	917,167.

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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 PART IV SCHEDULE				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

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	152.
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	0

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	3,130,797.	719,891.	4.348988
2012	2,686,550.	455,042.	5.903961
2011	2,974,299.	612,442.	4.856458
2010	1,575,916.	1,741,458.	0.904941
2009	4,412,083.	4,369,681.	1.009704

2 Total of line 1, column (d)	2	17.024052
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	3.404810
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	622,447.
5 Multiply line 4 by line 3	5	2,119,314.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	2,119,314.
8 Enter qualifying distributions from Part XII, line 4	8	3,434,711.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	0
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	0
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	0
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	61,700.	
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	61,700.	
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	61,700.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 61,700. Refunded ☐	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ 0 (2) On foundation managers ☒ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MI, _____		
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

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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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>PAMELA A. APPLEBAUM</u> Telephone no <u>248-593-8840</u> Located at <u>39400 WOODWARD AVENUE #100, BLOOMFIELD HILLS, MI</u> ZIP+4 <u>48304</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. <u>15</u>			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country <u>N/A</u>	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? ☐ <u>1b</u>	N/A	
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? <u>1c</u>		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 <u></u>		
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) <u>2b</u>	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
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) <u>3b</u>	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <u>4a</u>		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? <u>4b</u>		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A. . . ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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
ATCH 4		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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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		

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	631,926.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	631,926.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	631,926.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	9,479.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	622,447.
6	Minimum Investment return. Enter 5% of line 5	6	31,122.

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	31,122.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	31,122.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	31,122.
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	31,122.

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	3,434,711.
b	Program-related investments - total from Part IX-B	1b	
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	3,434,711.
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	3,434,711.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				31,122.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 12, 20 11, 20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009 4,196,613.				
b From 2010 1,489,925.				
c From 2011 2,943,677.				
d From 2012 2,663,798.				
e From 2013 3,094,802.				
f Total of lines 3a through e	14,388,815.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 3,434,711.				
a Applied to 2013, but not more than line 2a				
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				31,122.
e Remaining amount distributed out of corpus	3,403,589.			
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	17,792,404.			
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
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)	4,196,613.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	13,595,791.			
10 Analysis of line 9				
a Excess from 2010 1,489,925.				
b Excess from 2011 2,943,677.				
c Excess from 2012 2,663,798.				
d Excess from 2013 3,094,802.				
e Excess from 2014 3,403,589.				

Form 990-PF (2014)

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

NOT APPLICABLE

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. 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))

SEE STATEMENT

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

N/A

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

N/A

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

N/A

c Any submission deadlines.

N/A

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

N/A

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				
ATCH 5				
Total			3a	3,421,461.
b Approved for future payment				
Total			3b	

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)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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					
4	Dividends and interest from securities					
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			18	152.	
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)				152.	
13	Total. Add line 12, columns (b), (d), and (e)				152.	152.

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

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
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.			

[illegible]

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

b If "Yes," complete the following schedule

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

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

Signature of officer or trustee

1-29-16
Date

► Treasurer

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

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶		Firm's EIN ▶		
Firm's address ▶		Phone no		

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2014▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization**

THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

Organization type (check one).**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number
38-2782955**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	PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 9,209.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 20,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
5	EUGENE APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 750,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
6	EUGENE APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 750,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization **THE EUGENE APPLEBAUM FAMILY FOUNDATION**Employer identification number
38-2782955**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	EUGENE APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 750,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
8	EUGENE APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 750,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
9	EUGENE APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 750,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
10	LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	\$ 18,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

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

Name of organization THE EUGENE APPLEBAUM FAMILY FOUNDATION

Employer identification number

38-2782955

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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
152.		COMERICA BANK - LITIGATION SETTLEMENT PR PROPERTY TYPE: SECURITIES				P	01/01/2014 152.	11/30/2015
TOTAL GAIN (LOSS)							<u>152.</u>	

ATTACHMENT 1FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PRICEWATERHOUSECOOPERS - PREP	2,500.	1,250.		1,250.
TOTALS	<u>2,500.</u>	<u>1,250.</u>		<u>1,250.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
ARBOR INVESTMENT GROUP	24,000.	12,000.	12,000.
TOTALS	<u>24,000.</u>	<u>12,000.</u>	<u>12,000.</u>

ATTACHMENT 3FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ROUNDING	1.
TOTAL	<u>1.</u>

THE EUGENE APPLEBAUM FAMILY FOUNDATION

38-2782955

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 4

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
EUGENE APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	PRESIDENT PART-TIME	0	0	0
MARCIA APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	V. PRESIDENT PART-TIME	0	0	0
LISA S. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	SECRETARY PART-TIME	0	0	0
PAMELA A. APPLEBAUM 39400 WOODWARD AVENUE, SUITE 100 BLOOMFIELD HILLS, MI 48304	TREASURER PART-TIME	0	0	0
GRAND TOTALS		0	0	0

EOBM 9502F, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 5

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

SEE ATTACHED SCHEDULE

N/A

PC

GENERAL PURPOSE GRANT

3,421,461.

TOTAL CONTRIBUTIONS PAID

3,421,461

FEDERAL FOOTNOTES

PAGE 2 BALANCE SHEET COLUMN C

THIS FOUNDATION HOLDS THE REMAINDER INTEREST IN THE EUGENE APPLEBAUM
CHARITABLE REMAINDER TRUST EIN: 38-3228858

**Eugene Applebaum Family Foundation
Contributions for year ending 11/30/2015**

Foundation Fund

Alpert Jewish Family & Children's Services	5841 Corporate Way, Suite 200 West Palm Beach, FL 33407	Unrelated	Sec 501(c)(3)	Education & Research	200.00
American Friends of Israel Mus	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	25.00
American Friends of Israel Mus	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	180.00
American Friends of Israel Mus	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	100,000.00
American Friends of Israel Mus	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	100,000.00
American Friends of Reuth	4 W 43rd Street, Suite 402 New York, NY 10036	Unrelated	Sec 501(c)(3)	Education & Research	1,800.00
American Friends of Yahad - in Unum	25 W 45th Street 1405 New York, NY 10036	Unrelated	Sec 501(c)(3)	Education & Research	25,000.00
American Friends of Yeshivot	11 Broadway, Suite 901 New York, NY 10004	Unrelated	Sec 501(c)(3)	Education & Research	250.00
American Jewish Committee	6735 Telegraph Road Suite 230 Bloomfield Hills, MI 48301-3135	Unrelated	Sec 501(c)(3)	Education & Research	25.00
Aarevim Philanthropic Group	729 Seventh Avenue, 9th Floor New York, NY 10019	Unrelated	Sec 501(c)(3)	Education & Research	50,000.00
Beaumont Foundation	3711 W 13 Mile Rd Royal Oak, MI 48073	Unrelated	Sec 501(c)(3)	Education & Research	100.00
Beaumont Foundation	3711 W 13 Mile Rd Royal Oak, MI 48073	Unrelated	Sec 501(c)(3)	Education & Research	100.00
Beaumont Foundation	3711 W 13 Mile Rd. Royal Oak, MI 48073	Unrelated	Sec 501(c)(3)	Education & Research	500.00
Beaumont Foundation	3711 W 13 Mile Rd Royal Oak, MI 48073	Unrelated	Sec 501(c)(3)	Education & Research	400,000.00

Beaumont Foundation	3711 W 13 Mile Rd Royal Oak, MI 48073	Unrelated	Sec 501(c)(3)	Education & Research	50 00
Brigham and Women's Hospital	75 Francis Street Boston, MA 02115	Unrelated	Sec 501(c)(3)	Education & Research	250,000 00
Brigham and Women's Hospital	75 Francis Street Boston, MA 02115	Unrelated	Sec 501(c)(3)	Education & Research	5,000 00
Capuchin Soup Kitchen-SOCK	1840 Mt Elliott Detroit, MI 48207	Unrelated	Sec 501(c)(3)	Education & Research	250 00
Children's Hospital of Michigan	3901 Beaubien - Maislot 257 Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	5,000 00
Columbia University Medical School	630 West 168th Street New York, NY 10032	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Congregation Shaarey Zedek - sisterhood	27375 Bell Road Southfield, MI 48034	Unrelated	Sec 501(c)(3)	Education & Research	180 00
Congregation Shaarey Zedek	27375 Bell Road Southfield, MI 48034	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Cranbrook Academy of Art	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	25,000 00
Crohn's and Colitis Foundation	25882 Orchard Lake Road Farmington Hills, MI 48336	Unrelated	Sec 501(c)(3)	Education & Research	350 00
Dana-Farber Cancer Institute	450 Brookline Avenue Boston, MA 02115	Unrelated	Sec 501(c)(3)	Education & Research	2,500 00
David Horodoker Organization	6953 Candlewood Trail W Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	576 00
Detroit Historical Society	5401 Woodward Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	20,000 00
Detroit Institute Of Arts	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	400,000 00
Detroit Institute Of Arts	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	500 00
Detroit Institute Of Arts	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	500 00

Detroit Symphony Orchestra	3711 Woodward Ave Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	25,000 00
Detroit Symphony Orchestra	3711 Woodward Ave Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	250 00
Detroit Symphony Orchestra	3711 Woodward Ave Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	65,000 00
Downtown Detroit Partnership	600 Renaissance Center, Suite 1740 Detroit, MI 48243	Unrelated	Sec 501(c)(3)	Education & Research	50 00
Epilepsy Foundation GLA/C&C Be	5777 W Century Blv , Ste 820 Los Angeles, CA 90045	Unrelated	Sec 501(c)(3)	Education & Research	200 00
Food Allergy Research & Education	7925 Jones Branch Drive, Suite 1100 McLean, VA 22102	Unrelated	Sec 501(c)(3)	Education & Research	500 00
Fresh Air Society	6735 Telegraph Road, Suite 380 Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	200,000 00
Friends of the IDF	PO Box 999 Walled Lake, MI 48390	Unrelated	Sec 501(c)(3)	Education & Research	4,000 00
Friends of the IDF	PO Box 999 Walled Lake, MI 48390	Unrelated	Sec 501(c)(3)	Education & Research	4,000 00
Frndship Circle	6892 West Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Gabriele's Angel Foundation Cancer Research	420 Lexington Avenue, Suite 226 New York, NY 10170	Unrelated	Sec 501(c)(3)	Education & Research	10,000 00
Hadassah	5030 Orchard Lake Road West Bloomfield, MI 48323	Unrelated	Sec 501(c)(3)	Education & Research	100 00
Hillel Day School	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	50 00
Hillel Day School	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	2,500 00
Hillel Day School	32200 Middlebelt Farmington Hills, MI 48334	Unrelated	Sec 501(c)(3)	Education & Research	3,000 00
Jewish Agency for Israel	2576 Broadway, #292 New York, NY 10025	Unrelated	Sec 501(c)(3)	Education & Research	100 00

Jewish Community Center of Metro Detroit	6600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	5,000.00
Joint Distribution Committee	60 Gerard Street Boston, MA 02119	Unrelated	Sec 501(c)(3)	Education & Research	100.00
Jewish Family & Children's Services	6600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	1,000.00
Jewish Federation of Metro Det	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	100.00
Jewish Federation of Metro Det	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	89,166.00
Jewish Federation of Metro Det	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	5,000.00
Jewish Federation of Metro Det	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	205,834.00
Jewish Federation of Palm Beach	4601 Community Drive West Palm Beach, FL 33417	Unrelated	Sec 501(c)(3)	Education & Research	3,000.00
Jewish Federation of Palm Beach	4601 Community Drive West Palm Beach, FL 33417	Unrelated	Sec 501(c)(3)	Education & Research	500.00
Jewish Federation of Palm Beach	4601 Community Drive West Palm Beach, FL 33417	Unrelated	Sec 501(c)(3)	Education & Research	1,800.00
Jewish Federation of Palm Beach	4601 Community Drive West Palm Beach, FL 33417	Unrelated	Sec 501(c)(3)	Education & Research	15,200.00
Jewish Historical Society	6600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	500.00
Jewish Hospice & Chaplaincy Network	6555 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	25.00
Jewish Hospice & Chaplaincy Network	6555 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	50.00
Jewish Hospice & Chaplaincy Network	6555 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	50.00
Jewish Hospice & Chaplaincy Network	6555 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	25,000.00

Jewish Senior Life	6600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	100 00
Jewish Senior Life	6600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	250 00
JVS	29699 Southfield Road Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	2,500 00
Karmanos Cancer Institute	110 E Warren Ave Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Karmanos Cancer Institute	110 E Warren Ave Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Karmanos Cancer Institute	110 E Warren Ave Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Kravis Center for the Performi	701 Okeechobee Blvd West Palm Beach, FL 33401	Unrelated	Sec 501(c)(3)	Education & Research	10,000 00
Matthew Bittker Foundation	6960 Orchard Lake Road, Suite 303 West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Mayo Foundation	200 First Street SW Rochester, MN 55905	Unrelated	Sec 501(c)(3)	Education & Research	60,000 00
Mayo Foundation	200 First Street SW Rochester, MN 55905	Unrelated	Sec 501(c)(3)	Education & Research	600,000 00
Michigan israel Business Bridge Educ Fdn	6735 Telegraph Road Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Michigan Jewish Sports Foundat	2000 E Oakley Park Road, #1-4 Commerce Twp , MI 48390	Unrelated	Sec 501(c)(3)	Education & Research	250 00
Morselife	4920 Loring Drive West Palm Beach, FL 33417	Unrelated	Sec 501(c)(3)	Education & Research	15,000 00
Museum of Jewish Heritage	36 Battery Place New York, NY 10280	Unrelated	Sec 501(c)(3)	Education & Research	500 00
Museum of Contemporary Art - Detroit	4454 Woodward Avenue Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	250 00
National Museum of Am Jew Hi	101 South Independence Mall East Philadelphia, PA 19106	Unrelated	Sec 501(c)(3)	Education & Research	10,000 00

NYU Langone Medical Center	333 East 38th Street New York, NY 10016	Unrelated	Sec 501(c)(3)	Education & Research	250 00
Old Newsboy's Goodfellow Fund	PO Box 44444 Detroit, MI 48244	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Orchards Children's Services	24901 Northwestern Highway, Suite 500 Southfield, MI 48075	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
ORT America	6735 Telegraph Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	250 00
Palm Beach County Food Bank	525 Gator Drive Lantana, FL 33462	Unrelated	Sec 501(c)(3)	Education & Research	500 00
Palm Beach Performing Arts	701 Okeechobee Blvd West Palm Beach, FL	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Palm Beach United Way	P O Box 1141 Palm Beachm FL 33480-1141	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Palm Beach United Way	P O Box 1141 Palm Beachm FL 33480-1141	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Restore Foundation	380 N Old Woodward, Suite 120 Birmingham, MI 48009	Unrelated	Sec 501(c)(3)	Education & Research	150 00
Sholem Aleichem Institute	5600 W Maple Road West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	100 00
Society of the Four Arts	2 4 Arts Plaza Palm Beach, FL 33480	Unrelated	Sec 501(c)(3)	Education & Research	500 00
Starkey Hearing Foundation	6700 Washington Ave South Eden Prairie, MN 55344	Unrelated	Sec 501(c)(3)	Education & Research	5,000 00
Tamarack Camps	6735 Telegraph Road #380 Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	200,000 00
Temple Beth El	7400 Telegraph Road Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	20 00
Temple Beth El	7400 Telegraph Road Bloomfield Hills, MI 48301	Unrelated	Sec 501(c)(3)	Education & Research	500 00
Temple Israel	5275 Walnut Lake Road West Bloomfield, MI 48323	Unrelated	Sec 501(c)(3)	Education & Research	25 00

Temple Israel	5275 Walnut Lake Road West Bloomfield, MI 48323	Unrelated	Sec 501(c)(3)	Education & Research	25,000 00
Temple Israel	5275 Walnut Lake Road West Bloomfield, MI 48323	Unrelated	Sec 501(c)(3)	Education & Research	50 00
United Jewish Foundation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	100 00
United Jewish Foundation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	54,331 00
United Jewish Foundation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	17,500 00
United Jewish Foundation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	100 00
United Jewish Foundation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	15,000 00
University of Detroit Jesuit High School	8400 Cambridge Avenue Detroit, MI 48221	Unrelated	Sec 501(c)(3)	Education & Research	250 00
University of Michigan	Wolverine Tower, Suite 9000 3003 South State Street Ann Arbor, MI 48109-1288	Unrelated	Sec 501(c)(3)	Education & Research	25 00
University of Michigan	Wolverine Tower, Suite 9000 3003 South State Street Ann Arbor, MI 48109-1288	Unrelated	Sec 501(c)(3)	Education & Research	100 00
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	150,000 00
Yeshiva Beth Yehudah	15751 Lincoln Drive Southfield, MI 48076	Unrelated	Sec 501(c)(3)	Education & Research	10,000 00 3,243,862 00
<u>Pamela Applebaum Fund</u>					
AJC Global Jewish Advocacy	6735 Telegraph Road Suite 230 Bloomfield Hills, MI 48301-3135	Unrelated	Sec 501(c)(3)	Education & Research	25 00

Children's Tumor Foundation	120 Wall Street, 16th Floor New York, NY 10005-3904	Unrelated	Sec 501(c)(3)	Education & Research	12,500 00
Congregation Shaarey Zedek	27375 Bell Road Southfield, MI 48034	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Cranbrook Schools	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Cranbrook Schools	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	1,500 00
Cranbrook Schools	PO Box 801 Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	100,000 00
Detroit Institute Of Arts	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	150 00
Detroit Institute Of Arts	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	75 00
Detroit Institute Of Arts	5200 Woodward Ave Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	60 00
Frends of the IDF	PO Box 999 Walled Lake, MI 48390	Unrelated	Sec 501(c)(3)	Education & Research	4,000 00
Jewish Federation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Jewish Federation of Metro Detroit	6735 Telegraph Bloomfield Hills, MI 48303	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Karmanos Cancer Institute	110 E Warren Avenue Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Karmanos Cancer Institute	110 E Warren Avenue Detroit, MI 48201	Unrelated	Sec 501(c)(3)	Education & Research	25 00
Northwood University Football	4000Whiting Drive Midland, MI 48640	Unrelated	Sec 501(c)(3)	Education & Research	100 00
University of Michigan	525 South State Street Ann Arbor, MI 48109	Unrelated	Sec 501(c)(3)	Education & Research	1,200 00
Vanety - The Children's Charity	600 S Adams, Suite 230 Birmingham, MI 48009	Unrelated	Sec 501(c)(3)	Education & Research	25 00

Yad Ezra	2850 11 Mile Road Berkley, MI 48072	Unrelated	Sec 501(c)(3)	Education & Research	25 00	119,810 00
<u>Lisa Applebaum Fund</u>						
American Friends of the Israel Museum	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	2,500 00	
American Friends of the Israel Museum	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	2,500 00	
American Friends of the Israel Museum	500 Fifth Ave Ste 2540 New York, NY 10110	Unrelated	Sec 501(c)(3)	Education & Research	5,000 00	
American Friends of Reuth	4 W 43rd Street, Suite 402 New York, NY 10036	Unrelated	Sec 501(c)(3)	Education & Research	1,370 00	
Children's Tumor Foundation	120 Wall Street, 16th Floor New York, NY 10005-3904	Unrelated	Sec 501(c)(3)	Education & Research	12,500 00	
College for Creative Studies	201 E Kirby Street Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	150 00	
David Horodoker Organization	6953 Candlewood Trail West Bloomfield, MI 48322	Unrelated	Sec 501(c)(3)	Education & Research	54 00	
Detroit Institute of Arts	5200 Woodward Avenue Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	60 00	
The Town School	540 E 76th St New York, NY 10021	Unrelated	Sec 501(c)(3)	Education & Research	6,655 00	
The Town School	540 E 76th St New York, NY 10021	Unrelated	Sec 501(c)(3)	Education & Research	20,000 00	
University of Michigan Museum of Art	525 South State Street Ann Arbor, MI 48109	Unrelated	Sec 501(c)(3)	Education & Research	6,000 00	
Wayne State University	4200 Faculty/Administration Bldg Detroit, MI 48202	Unrelated	Sec 501(c)(3)	Education & Research	1,000 00	57,789 00
						<u>3,421,461.00</u>