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EXTENDED TO OCTOBER 17, 2016

Return of Private Foundation

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

OMB No. 1545-0052

2014

Open to Public Inspection

Form 990-PF

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

For calendar year 2014 or tax year beginning DEC 1, 2014, and ending NOV 30, 2015

Name of foundation THE THELMA AND MELVIN LENKIN FAMILY CHARITABLE FOUNDATION, INC.		A Employer identification number 52-2071692			
Number and street (or P O box number if mail is not delivered to street address) 1500 SOUTH OCEAN BLVD.		Room/suite			
City or town, state or province, country, and ZIP or foreign postal code BOCA RATON, FL 33432					
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change					
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 7,109,445.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____				
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books			
Revenue	1 Contributions, gifts, grants, etc., received	0.	(b) Net investment income		
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
	3				
	4 Dividends and interest from securities	244,375.	244,375.	STATEMENT 2	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	382,747.		STATEMENT 1	
	7 Capital gain net income (from Part IV line 2)		328,295.		
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns				
	10a and allowances				
	b Less Cost of goods sold				
c Gross profit or (loss)					
11 Other income	134,554.	116,061.	0.	STATEMENT 3	
12 Total. Add lines 1 through 11	761,676.	688,731.	0.		
Operating and Administrative Expenses		(c) Adjusted net income			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	(d) Disbursements for charitable purposes (cash basis only)		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	6,525.	3,263.	0.	3,262.
	b Accounting fees	5,500.	2,750.	0.	2,750.
	c Other professional fees				
	17 Interest				
	18 Taxes	3,199.	399.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	160,890.	144,178.	0.	1,040.
	24 Total operating and administrative expenses. Add lines 13 through 23	176,114.	150,590.	0.	7,052.
25 Contributions, gifts, grants paid	309,525.			309,525.	
26 Total expenses and disbursements. Add lines 24 and 25	485,639.	150,590.	0.	316,577.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	276,037.				
b Net investment income (if negative, enter -0-)		538,141.			
c Adjusted net income (if negative, enter -0-)			0.		

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	183,694.	601,508.	
	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			
	7 Other notes and loans receivable ►			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings and equipment basis ►			
Less accumulated depreciation ►				
12 Investments - mortgage loans				
13 Investments - other	STMT 9	5,129,104.	6,448,003.	
14 Land, buildings, and equipment basis ►				
Less accumulated depreciation ►				
15 Other assets (describe ►)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,312,798.	7,049,511.	7,109,445.	
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			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	5,312,798.	7,049,511.		
30 Total net assets or fund balances	5,312,798.	7,049,511.		
31 Total liabilities and net assets/fund balances	5,312,798.	7,049,511.		

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	5,312,798.
2 Enter amount from Part I, line 27a	2	276,037.
3 Other increases not included in line 2 (itemize) ► TRANSFERRED ASSETS FROM CHARITY II	3	1,460,676.
4 Add lines 1, 2, and 3	4	7,049,511.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,049,511.

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Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
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 391,983.		63,688.	328,295.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			328,295.		
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	328,295.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{		3	N/A	

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	233,801.	6,655,233.	.035130
2012	217,010.	5,978,770.	.036297
2011	209,915.	4,109,514.	.051080
2010	249,514.	4,113,841.	.060652
2009	214,192.	4,817,375.	.044462

2 Total of line 1, column (d)	2	.227621
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	.045524
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	7,089,269.
5 Multiply line 4 by line 3	5	322,732.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,381.
7 Add lines 5 and 6	7	328,113.
8 Enter qualifying distributions from Part XII, line 4	8	379,100.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	1	5,381.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	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-)	3	5,381.
3	Add lines 1 and 2		
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-		
6	Credits/Payments:	6a 6b 6c 6d	7 8 9 10
a	2014 estimated tax payments and 2013 overpayment credited to 2014		
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	123.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	5,504.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ►	11	Refunded ►

Part VII-A Statements Regarding Activities

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?	Yes	No
1a		X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	Yes	No
1b		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?	Yes	No
c		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?	Yes	No
2		X	
If "Yes," attach a detailed description of the activities			
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	Yes	No
3		X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
4a		X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
b		X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	Yes	No
5		X	
If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	Yes	No
6		X	
●	By language in the governing instrument, or	Yes	No
●	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?	Yes	No
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	Yes	No
7		X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
8a	FL		
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	Yes	No
b		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	Yes	No
9		X	
10	Did any persons become substantial contributors during the tax year? If "Yes" attach a schedule listing their names and addresses	Yes	No
10		X	

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14 The books are in care of ► <u>MELVIN LENKIN</u>		Telephone no. ► <u>301-654-2100</u>
Located at ► <u>4922-A ST. ELMO AVENUE, BETHESDA, MD</u> ZIP+4 ► <u>20814</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> N/A		
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></u>		

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 ► <u></u>	N/A	
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?	1b	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► <u></u> , <u></u> , <u></u> , <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.)	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> , <u></u> , <u></u> , <u></u>	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	4b	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)?

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?

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?

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MELVIN LENKIN 4922-A ST. ELMO AVENUE	SECRETARY-TREASURER 1.00	0.	0.	0.
THELMA LENKIN 4922-A ST. ELMO AVENUE	PRESIDENT 1.00	0.	0.	0.
EDWARD J. LENKIN 4922-A ST. ELMO AVENUE	DIRECTOR 1.00	0.	0.	0.
JUDY LENKIN LERNER 4922-A ST. ELMO AVENUE	DIRECTOR 1.00	0.	0.	0.

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

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

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

► 0

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

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

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

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.

1		Expenses
SEE STATEMENT 10		309,525.
2		
3		
4		

Part IX-B | Summary of Program-Related Investments

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

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3 ►		0.

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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	6,043,367.
b	Average of monthly cash balances	1b	1,153,860.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,197,227.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,197,227.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	107,958.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,089,269.
6	Minimum investment return. Enter 5% of line 5	6	354,463.

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	354,463.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,381.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	13,785.
c	Add lines 2a and 2b	2c	19,166.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	335,297.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	335,297.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	335,297.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	379,100.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	379,100.
b	Cash distribution test (attach the required schedule)	5	5,381.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	373,719.
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		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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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THE THELMA AND MELVIN LENKIN FAMILY
CHARITABLE FOUNDATION, INC.

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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				335,297.
2 Undistributed income, if any, as of the end of 2014			286,729.	
a Enter amount for 2013 only				
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013	34,370.	34,370.		
f Total of lines 3a through e			286,729.	
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 379,100.				92,371.
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				92,371.
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))	34,370.			34,370.
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			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				208,556.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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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).

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:

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

c. Any submission deadlines

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

THE THELMA AND MELVIN LENKIN FAMILY
CHARITABLE FOUNDATION, INC.

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Part XV: Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
ALZHEIMERS DRUG DISCOVERY FOUNDATION		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	900.
AMERICAN CANCER SOCIETY		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	500.
BETHESDA CHEVY CHASE RESCUE SQUAD		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	3,000.
B'NAI ISRAEL CONGREGATION		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	10,000.
CHEVY CHASE FIRE DEPARTMENT INC		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	100.
Total	SEE CONTINUATION SHEET(S)			► 3a 309,525.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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

9 Net income or (loss) from special events

10 Gross profit or (loss) from sales of inventory

11 Other revenue

a SEE STATEMENT 11
b
c
d
e

12 Subtotal. Add columns (b), (d), and (e)

13 Total. Add line 12, columns (b), (d), and (e)

(See worksheet in line 13 instructions to verify calculations.)

	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
1				
2				
3				
4				
5				
6				
7				
8				
9	900099	54,452.	18	328,295.
10				
11				
12		15,975.		77,177.
13		70,427.		691,249.
				0.
				13 761,676.

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1	THE THELMA AND MELVIN LENKIN CHARITABLE FOUNDATION, INC. WAS
2	INCORPORATED IN THE STATE OF FLORIDA ON DECEMBER 1997. THE FOUNDATION
3	IS ORGANIZED EXCLUSIVELY FOR CARRYING OUT CHARITABLE, RELIGIOUS,
4	SCIENTIFIC, LITERARY OR EDUCATIONAL PURPOSES. THE FOUNDATION'S
5	PRIMARY PURPOSE IS TO PROVIDE SUPPORT TO CHARITABLE INSTITUTIONS WITH
6	AN EMPHASIS ON AIDING ART, RELIGIOUS, SCIENTIFIC, LITERARY AND
7	EDUCATIONAL ORGANIZATIONS.

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

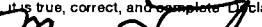
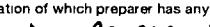
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, column (d) the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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	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			May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	 Signature of officer or trustee		10/14/16		 PRESIDENT
	Date	Title			
Paid Preparer Use Only	Print/Type preparer's name JAMES MCCANN	Preparer's signature 	Date 10/13/16	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01281491
	Firm's name ► BAKER TILLY VIRCHOW KRAUSE, LLP			Firm's EIN ► 39-0859910	
	Firm's address ► 8219 LEESBURG PIKE, SUITE 800 TYSONS, VA 22182			Phone no (703) 923-8300	

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THE THELMA AND MELVIN LENKIN FAMILY
CHARITABLE FOUNDATION, INC.

CONTINUATION FOR 990-PF, PART IV
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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 UBS ACCOUNTS			VARIOUS	VARIOUS
b EJF DEBT OPPORTUNITIES FUND, LP (FROM PASSTHROUGH)			VARIOUS	VARIOUS
c KKR & CO LP (FROM PASSTHROUGH ENTITY)			VARIOUS	VARIOUS
d THE CARLYLE GROUP L.P. (FROM PASSTHROUGH ENTITY)			VARIOUS	VARIOUS
e THE BLACKSTONE GROUP L.P. (FROM PASSTHROUGH ENTIT			VARIOUS	VARIOUS
f NATURAL RESOURCE PARTNERS (FROM PASSTHROUGH ENTIT			VARIOUS	VARIOUS
g EAGLE ROCK (FROM PASSTHROUGH ENTITY)			VARIOUS	VARIOUS
h NATURAL RESOURCE PARTNERS (ADJUSTMENT TO BASIS)			VARIOUS	VARIOUS
i LLR ENERGY (ADJUSTMENT TO BASIS)			VARIOUS	VARIOUS
j EAGLE ROCK (ADJUSTMENT TO BASIS)			VARIOUS	VARIOUS
k LINN ENERGY (ADJUSTMENT TO BASIS)			VARIOUS	VARIOUS
l MIDCON (ADJUSTMENT TO BASIS)			VARIOUS	VARIOUS
m QR ENERGY (ADJUSTMENT TO BASIS)			VARIOUS	VARIOUS
n FROM FORM 8621			VARIOUS	VARIOUS
o				
	(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 235,961.				235,961.
b 133,813.			50,433.	83,380.
c 9,155.				9,155.
d 4,837.				4,837.
e 2,682.			425.	2,257.
f 58.			3,594.	<3,536.>
g			7,767.	<7,767.>
h 132.				132.
i 50.				50.
j			1,469.	<1,469.>
k 3,389.				3,389.
l 732.				732.
m 1,168.				1,168.
n 6.				6.
o				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				235,961.
b				83,380.
c				9,155.
d				4,837.
e				2,257.
f				<3,536.>
g				<7,767.>
h				132.
i				50.
j				<1,469.>
k				3,389.
l				732.
m				1,168.
n				6.
o				
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	328,295.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

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Part XV: Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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)				
CHILDREN'S INN		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	1,000.
DC JEWISH COMMUNITY CENTER		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	10,000.
DR. DON CARDEA MEMORIAL TOURNAMENT		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	200.
FREER AND SACKLER GALLERIES		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	1,000.
GERALD LUSTINE FOUNDATION		501-(C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	5,000.
HEADFIRST SUMMER CAMPS		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	501.
HOLY REDEEMER SCHOOL		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	10,631.
JCC OF GREATER WASHINGTON		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	10,000.
JEWISH HOMES FOUNDATION		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	25,000.
JILL'S HOUSE		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	1,000.
Total from continuation sheets				295,025.

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Part XV] Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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)				
JOHN CARROLL HIGH SCHOOL		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	15,000.
JUVENILE DIABETES RESEARCH FOUNDATION		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	1,000.
NATIONAL GALLERY OF ART		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	20,000.
OHEV SHALOM CONGREGATION		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	10,000.
PHILLIPS COLLECTION		501-(C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	10,000.
SAAM		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	45,000.
SHRINE OF ST. JUDE		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	5,000.
SIBLEY MEMORIAL HOSPITAL		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	10,000.
SMILE TRAIN		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	2,750.
ST. JOHN'S COLLEGE HIGH SCHOOL		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	10,000.
Total from continuation sheets				

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CHARITABLE FOUNDATION, INC.

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
SULAM		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	5,000.
THE KENNEDY CENTER		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	60,000.
THE MUSEUM OF FINE ARTS BOSTON		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	5,000.
UNITED JEWISH APPEAL		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	31,743.
W.E.T.A		501 (C) 3	TO ASSIST CHARITY IN ITS STATED GOAL	200.
Total from continuation sheets				

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FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
	UBS ACCOUNTS				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
235,961.	0.	0.	0.	235,961.	
(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EJF DEBT OPPORTUNITIES FUND, LP (FROM PASSTHROUGH ENTITY)			VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
133,813.	0.	0.	0.	133,813.	
(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KKR & CO LP (FROM PASSTHROUGH ENTITY)			VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
9,155.	0.	0.	0.	9,155.	
(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THE CARLYLE GROUP L.P. (FROM PASSTHROUGH ENTITY)			VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
4,837.	0.	0.	0.	4,837.	

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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
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THE BLACKSTONE GROUP L.P. (FROM PASSTHROUGH ENTITIY)	VARIOUS	VARIOUS	
---	---------	---------	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,682.	0.	0.	0.	2,682.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--------------------	------------------	-----------

NATURAL RESOURCE PARTNERS (FROM PASSTHROUGH ENTITY)	VARIOUS	VARIOUS	
--	---------	---------	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
58.	0.	0.	0.	58.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--------------------	------------------	-----------

EAGLE ROCK (FROM PASSTHROUGH ENTITY)	VARIOUS	VARIOUS	
--------------------------------------	---------	---------	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	7,767.	0.	0.	<7,767. >

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--------------------	------------------	-----------

NATURAL RESOURCE PARTNERS (ADJUSTMENT TO BASIS)	VARIOUS	VARIOUS	
--	---------	---------	--

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
132.	0.	0.	0.	132.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LLR ENERGY (ADJUSTMENT TO BASIS)		VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50.	0.	0.	0.	50.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EAGLE ROCK (ADJUSTMENT TO BASIS)		VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	1,469.	0.	0.	<1,469.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LINN ENERGY (ADJUSTMENT TO BASIS)		VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,389.	0.	0.	0.	3,389.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MIDCON (ADJUSTMENT TO BASIS)		VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
732.	0.	0.	0.	732.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
QR ENERGY (ADJUSTMENT TO BASIS)		VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,168.	0.	0.	0.	1,168.

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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
<u>FROM FORM 8621</u>			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
6.	0.	0.	0.
			6.
<u>CAPITAL GAINS DIVIDENDS FROM PART IV</u>			
<u>TOTAL TO FORM 990-PF, PART I, LINE 6A</u>			
			382,747.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 2	
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	167,079.	0.	167,079.	167,079.	167,079.
EAGLE ROCK	2,362.	0.	2,362.	2,362.	2,362.
EJF DEBT OPPORTUNITIES					
FUND, LP	67,557.	0.	67,557.	67,557.	67,557.
FROM FORM 8621	119.	0.	119.	119.	119.
KKR & CO LP	3,723.	0.	3,723.	3,723.	3,723.
LINN ENERGY	41.	0.	41.	41.	41.
NATURAL RESOURCE PARTNERS	256.	0.	256.	256.	256.
POWERSHARES	26.	0.	26.	26.	26.
THE BLACKSTONE GROUP L.P.	2,150.	0.	2,150.	2,150.	2,150.
THE CARLYLE GROUP L.P.	1,062.	0.	1,062.	1,062.	1,062.
TO PART I, LINE 4	244,375.	0.	244,375.	244,375.	244,375.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	33,738.	33,738.	0.
SECTION 1231 GAIN - THE BLACKSTONE GROUP L.P.	555.	555.	0.
SECTION 1231 GAIN - KKR & CO	17.	0.	0.
SECTION 1231 GAIN - NATURAL RESOURCE PARTNERS	4,154.	3,594.	0.
SECTION 1231 GAIN - EAGLE ROCK	2,972.	2,972.	0.
SECTION 1231 LOSS - EAGLE ROCK	<34.>	<34.>	0.
OTHER INCOME - EJF DEBT			
OPPORTUNITIES FUND, LP	61,002.	39,761.	0.
OTHER INCOME - KKR & CO LP	1,567.	847.	0.
OTHER INCOME - THE BLACKSTONE GROUP L.P.	573.	513.	0.
OTHER INCOME - THE CARLYLE GROUP L.P.	270.	270.	0.
OTHER INCOME - EAGLE ROCK	1,160.	2.	0.
OTHER INCOME - NATURAL RESOURCES PARTNERS	1,423.	<2,136.>	0.
OTHER INCOME - LRR ENERGY	19,847.	24,933.	0.
OTHER INCOME - LINN ENERGY	5,040.	9,757.	0.
OTHER INCOME - MIDCON	206.	206.	0.
OTHER INCOME - POWERSHARES	<532.>	<532.>	0.
OTHER INCOME - QR ENERGY	2,596.	3,556.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	134,554.	118,002.	0.

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	6,525.	3,263.	0.	3,262.
TO FM 990-PF, PG 1, LN 16A	6,525.	3,263.	0.	3,262.

THE THELMA AND MELVIN LENKIN FAMILY CHAR

52-2071692

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	5,500.	2,750.	0.	2,750.
TO FORM 990-PF, PG 1, LN 16B	5,500.	2,750.	0.	2,750.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	399.	399.	0.	0.
INTERNAL REVENUE SERVICE	2,800.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	3,199.	399.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	37,194.	37,194.	0.	0.
EJF DEBT OPPORTUNITIES FUND, LP	36,440.	36,440.	0.	0.
KKR & CO LP	2,252.	0.	0.	0.
THE CARLYLE GROUP L.P.	354.	0.	0.	0.
THE BLACKSTONE GROUP L.P.	114.	114.	0.	0.
LLR ENERGY	24,364.	24,364.	0.	0.
NATURAL RESOURCE PARTNERS	2,103.	0.	0.	0.
EAGLE ROCK	36,313.	36,313.	0.	0.
LINN ENERGY	9,753.	9,753.	0.	0.
MIDCON	6,678.	0.	0.	0.
POWERSHARES	437.	0.	0.	0.
QR ENERGY	3,848.	0.	0.	0.
BANK FEES	736.	0.	0.	736.
FILING FEES	304.	0.	0.	304.
TO FORM 990-PF, PG 1, LN 23	160,890.	144,178.	0.	1,040.

FOOTNOTES

STATEMENT 8

ON JUNE 30, 2015 THE THELMA Z. AND MELVIN LENKIN FOUNDATION II, INC. (EIN: 30-0059962) DISSOLVED AND MERGED INTO THIS FOUNDATION. UNDER INTERNAL REVENUE SERVICE REVENUE RULING 78-387, BECAUSE THE SURVIVING FOUNDATION RECEIVED ALL OF THE THELMA Z. AND MELVIN LENKIN FOUNDATION II, INC.'S ASSETS AND IT IS CONTROLLED BY THE SAME PERSONS WHO CONTROLLED THE THELMA Z. AND MELVIN LENKIN FOUNDATION II, INC., THE THELMA Z. AND MELVIN LENKIN FOUNDATION II, INC'S CARRYOVER OF EXCESS QUALIFYING DISTRIBUTIONS MAY REDUCE THE FOUNDATION'S DISTRIBUTABLE AMOUNT UNDER INTERNAL REVENUE CODE SECTION 4942(D).

PER THE ABOVE FACTS, INCLUDED IN PAGE 9, PART XII IS \$62,623 OF EXCESS QUALIFYING DISTRIBUTIONS NOT INCLUDED IN THE CALCULATED AMOUNT FROM THE TRANSFEROR FOUNDATION.

THE PRIOR PERIOD EXCESS DISTRIBUTION CARRYOVER OF \$34,370 FROM THE TRANSFEROR FOUNDATION HAS BEEN REPORTED ON PART XII LINE 3E.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9
DESCRIPTION	VALUATION METHOD	FAIR MARKET VALUE
INVESTMENTS	COST	BOOK VALUE
TOTAL TO FORM 990-PF, PART II, LINE 13		
		6,448,003.
		6,507,937.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 10
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ACTIVITY ONE

THE FOUNDATION MAKES CONTRIBUTIONS TO VARIOUS CHARITIES AND ORGANIZATIONS TO FURTHER THEIR WORK IN THE AREAS OF ART, RELIGION, MEDICAL AND OTHER SOCIAL SERVICES TO THE COMMUNITY.

TO FORM 990-PF, PART IX-A, LINE 1	EXPENSES
	309,525.

FORM 990-PF

OTHER REVENUE

STATEMENT 11

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
OTHER INCOME - EJF DEBT OPPORTUNITIES FUND, LP	900099	21,241.	01	39,761.	
OTHER INCOME - KKR & CO LP	900099	720.	01	847.	
OTHER INCOME - THE BLACKSTONE GROUP L.P.	900099	60.	01	513.	
OTHER INCOME - THE CARLYLE GROUP L.P.			01	270.	
OTHER INCOME - EAGLE ROCK	900099	1,158.	01	2.	
OTHER INCOME - NATURAL RESOURCES PARTNERS	900099	3,559.	01	<2,136.>	
OTHER INCOME - LRR ENERGY	900099	<5,086.>	01	24,933.	
OTHER INCOME - LINN ENERGY	900099	<4,717.>	01	9,757.	
OTHER INCOME - MIDCON			01	206.	
OTHER INCOME - POWERSHARES			01	<532.>	
OTHER INCOME - QR ENERGY	900099	<960.>	01	3,556.	
TOTAL TO FORM 990-PF, PG 12, LN 11		15,975.		77,177.	