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Return of Private Foundation

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

OMB No. 1545-0052

2015

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

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE RODGERS FAMILY FOUNDATION, INC C/O J. RUBENSTEIN, ESQ		A Employer identification number 13-6062852
Number and street (or P O box number if mail is not delivered to street address) 575 MADISON AVENUE	Room/suite	B Telephone number 212-940-8800
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10022-2585		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 9,938,523.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		437.	437.		STATEMENT 1
4 Dividends and interest from securities		196,908.	196,908.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		249,402.			
b Gross sales price for all assets on line 6a 3,005,098.					
7 Capital gain net income (from Part IV, line 2)			249,402.		
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)					
11 Other income		46,554.	46,554.	0.	STATEMENT 3
12 Total Add lines 1 through 11		493,301.	493,301.	0.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		19,425.	4,856.	0.	14,569.
b Accounting fees STMT 5		13,507.	6,753.	0.	6,754.
c Other professional fees STMT 6		70,093.	70,093.	0.	0.
17 Interest					
18 Taxes STMT 7		22,995.	5,310.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		126,020.	87,012.	0.	21,323.
25 Contributions, gifts, grants paid		375,000.			375,000.
26 Total expenses and disbursements. Add lines 24 and 25		501,020.	87,012.	0.	396,323.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-7,719.			
b Net investment income (if negative, enter -0-)			406,289.		
c Adjusted net income (if negative, enter -0-)				0.	

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2015)

C/O J. RUBENSTEIN, ESO

13-6062852

Page 2

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

				Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		7,200.	1,982.	1,982.
	2	Savings and temporary cash investments		332,913.	191,776.	191,776.
	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	STMT 8	1,499,507.	998,875.	999,870.
	b	Investments - corporate stock	STMT 9	5,374,664.	5,814,252.	8,126,696.
	c	Investments - corporate bonds	STMT 10	267,351.	466,943.	440,339.
Liabilities	11	Investments - land, buildings and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other	STMT 11	174,783.	174,871.	177,860.
	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)		7,656,418.	7,648,699.	9,938,523.
Net Assets or Fund Balances	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.	
Net Assets or Fund Balances		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		15,765,570.	15,765,570.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		-8,109,152.	-8,116,871.	
Net Assets or Fund Balances	30	Total net assets or fund balances		7,656,418.	7,648,699.	
	31	Total liabilities and net assets/fund balances		7,656,418.	7,648,699.	

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	7,656,418.
2	Enter amount from Part I, line 27a	2	-7,719.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,648,699.
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	7,648,699.

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2015)

C/O J. RUBENSTEIN, ESO

13-6062852 Page 3

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			
b SEE ATTACHED STATEMENTS			
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 3,005,098.		2,755,696.	249,402.

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			249,402.

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	249,402.
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))
2014	369,548.	10,312,439.	.035835
2013	291,815.	9,166,995.	.031833
2012	565,456.	8,370,808.	.067551
2011	718,627.	8,693,831.	.082659
2010	975,220.	8,224,867.	.118570

2 Total of line 1, column (d)	2	.336448
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	.067290
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	10,252,160.
5 Multiply line 4 by line 3	5	689,868.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,063.
7 Add lines 5 and 6	7	693,931.
8 Enter qualifying distributions from Part XII, line 4	8	396,323.

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.

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2015)

C/O J. RUBENSTEIN, ESO

13-6062852 Page 4

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. 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 type="checkbox"/> and enter 1% of Part I, line 27b		1	8,126.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	8,126.
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	8,126.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	13,199.	
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	13,199.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	5,073.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 5,073. Refunded <input type="checkbox"/>	11	0.	

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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?		
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) <input type="checkbox"/> NY		
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 2015 or the taxable year beginning in 2015 (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

N/A

Form 990-PF (2015)

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2015)

C/O J. RUBENSTEIN, ESQ

13-6062852

Page 5

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► N/A		
14 The books are in care of ► WISS & COMPANY, LLP Telephone no. ► 908-782-7300		
Located at ► 5 BARTLES CORNER ROAD, FLEMINGTON, NJ ZIP+4 ► 08822		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	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)?	N/A	1b
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2015?		1c 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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
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	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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 2015 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 2015)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b X

Form 990-PF (2015)

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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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

6b

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

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?

N/A

7b

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
JOSHUA S. RUBENSTEIN, ESQ 575 MADISON AVENUE NEW YORK, NY 100222585	TREASURER - P/T 4.00	0.	0.	0.
JASMINE HANIF, ESQ 575 MADISON AVENUE NEW YORK, NY 100222585	SECRETARY - P/T 4.00	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

Form 990-PF (2015)

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2015)

C/O J. RUBENSTEIN, ESO

13-6062852 Page 7

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
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	
SEE STATEMENT 12	0.
2 CARRYING OUT CHARITABLE ACTIVITIES.	
	0.
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.

	Amount
1 THE FOUNDATION DOES NOT MAINTAIN ANY PROGRAM-RELATED INVESTMENTS.	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2015)

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2015)

C/O J. RUBENSTEIN, ESQ

13-6062852 Page 8

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	9,738,433.
b	Average of monthly cash balances	1b	669,851.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,408,284.
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	10,408,284.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	156,124.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,252,160.
6	Minimum investment return. Enter 5% of line 5	6	512,608.

Part XI**Distributable Amount** (see instructions) (Section 4942(i)(3) and (i)(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	512,608.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	8,126.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,126.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	504,482.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	504,482.
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	504,482.

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	396,323.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	396,323.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	396,323.

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.

Form 990-PF (2015)

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2015)

C/O J. RUBENSTEIN, ESQ

13-6062852

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				504,482.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	572,751.			
b From 2011	301,447.			
c From 2012	151,950.			
d From 2013				
e From 2014				
f Total of lines 3a through e	1,026,148.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	396,323.			
a Applied to 2014, but not more than line 2a			0.	
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 2015 distributable amount				396,323.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	108,159.			108,159.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	917,989.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	464,592.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	453,397.			
10 Analysis of line 9:				
a Excess from 2011	301,447.			
b Excess from 2012	151,950.			
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

N/A

☐ 4942(i)(3) or ☐ 4942(j)(5)

(4) Gross investment income

(e) Total

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

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2015)

C/O J. RUBENSTEIN, ESO

13-6062852 Page 11

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				
ANIMUS THEATRE COMPANY - "THE FIELD" 798 PRESIDENT STREET, UNIT 3L BROOKLYN, NY 11215	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	20,000.
ASIA PACIFIC ENVIRONMENTAL NETWORK 426 17TH STREET, SUITE 500 OAKLAND, CA 94612	NONE	PUBLIC	SEE STATEMENT	3,000.
BERKLEE COLLEGE OF MUSIC 1140 BOYLSTON STREET BOSTON, MA 02215	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
BOYS & GIRLS CLUB OF NORTHERN WESTCHESTER 351 MAIN STREET MOUNT KISCO, NY 10549	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	6,000.
CAMBRIDGE CENTER FOR ADULT EDUCATION P.O. BOX 9113 CAMBRIDGE, MA 02238	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	25,000.
Total SEE CONTINUATION SHEET(S)			► 3a	375,000.
b Approved for future payment				
NONE				
Total			► 3b	0.

523811
11-24-15

* * SEE PURPOSE OF GRANT CONTINUATIONS

Form 990-PF (2015)

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 UNITED STATES TREASURY	P	07/21/14	01/22/15
b UNITED STATES TREASURY	P	02/17/15	08/20/15
c UNITED STATES TREASURY	P	10/20/14	04/23/15
d UNITED STATES TREASURY	P	12/08/14	06/11/15
e TE CONNECTIVITY LTD	P	02/12/15	12/03/15
f ABBIVE INC 1500SHRS	P	12/10/13	12/03/15
g APACHE CORP 500SHRS	P	02/14/12	01/13/15
h CHEMOURS CO 400SHRS	P	03/28/06	08/14/15
i CHEVRON CORP 500SHRS	P	03/27/07	01/13/15
j CHEVRON CORP 1000SHRS	P	12/30/10	12/03/15
k COMCAST CORP 2000SHRS	P	11/22/02	03/24/15
l DU POINT E I DE NEMOURS 500SHRS	P	11/28/05	03/24/15
m DU POINT E I DE NEMOURS 2000SHRS	P	03/23/06	11/12/15
n FREEPORT MCMORAN COPPER 2000SHRS	P	08/10/12	08/14/15
o GOOGLE INC .8237SHRS	P	03/05/08	05/08/15

(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 499,861.		499,861.	0.
b 299,901.		299,901.	0.
c 499,874.		499,874.	0.
d 499,773.		499,773.	0.
e 131,925.		140,797.	-8,872.
f 84,246.		78,445.	5,801.
g 29,102.		53,593.	-24,491.
h 4,145.		4,388.	-243.
i 51,789.		37,197.	14,592.
j 88,674.		73,686.	14,988.
k 115,261.		51,080.	64,181.
l 36,826.		21,473.	15,353.
m 128,421.		81,907.	46,514.
n 20,183.		52,308.	-32,125.
o 439.		186.	253.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			0.
d			0.
e			-8,872.
f			5,801.
g			-24,491.
h			-243.
i			14,592.
j			14,988.
k			64,181.
l			15,353.
m			46,514.
n			-32,125.
o			253.

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	
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	

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 MEDTRONIC INC 1000SHRS	P	08/19/02	01/13/15
b MEDTRONIC INC 3000SHRS	P	03/10/04	01/13/15
c PHILLIPS 66 2000SHRS	P	10/11/13	01/13/15
d SYNCHRONY FINL .0145SHRS	P	12/21/94	11/30/15
e UNILEVER N V 2000SHRS	P	07/26/06	08/14/15
f SPDR GOLD TRUST	P	02/11/09	12/31/15
g SPDR GOLD TRUST	P	03/18/09	12/31/15
h			
i			
j			
k			
l			
m			
n			
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 72,921.		45,380.	27,541.
b 230,850.		149,113.	81,737.
c 123,258.		119,695.	3,563.
d			0.
e 87,183.		46,660.	40,523.
f 233.		190.	43.
g 233.		189.	44.
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			27,541.
b			81,737.
c			3,563.
d			0.
e			40,523.
f			43.
g			44.
h			
i			
j			
k			
l			
m			
n			
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	249,402.
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 XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAMBRIDGE HISTORICAL SOCIETY 159 BRATTLE STREET CAMBRIDGE, MA 02138	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	25,000.
CATAPULT FOUNDATION 446 KENT AVE. APT. 2G BROOKLYN, NY 11249	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
CEDILLE CHICAGO, NFP 1205 W. BALMORAL AVE CHICAGO, IL 60604	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,500.
CHARITY:WATER 200 VARICK STREET, STE 201 NEW YORK, NY 10014	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	20,000.
COMMON SENSE 650 TOWNSEND ST. STE. 435 SAN FRANCISCO, CA 94103	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,000.
COOL EARTH 1116 BEVERLY RD. BROOKLYN, NY 11218	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,000.
CYSTIC FIBROSIS FOUNDATION 424 MADISON AVENUE 6TH FLOOR NEW YORK, NY 10017	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
DOCTORS WITHOUT BORDERS USA P.O.BOX 5030 HAGERSTOWN, MD 21741	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	3,000.
DORSET THEATER FESTIVAL P.O. BOX 510 DORSET, VT 05251	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	42,500.
EARLY DIAGNOSIS & TREATMENT RESEARCH FOUNDATION 178 COLUMBUS AVENUE #237119 NEW YORK, NY 10023	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	500.
Total from continuation sheets				316,000.

THE RODGERS FAMILY FOUNDATION, INC
C/O J. RUBENSTEIN, ESO

13-6062852

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEIFER INTERNATIONAL 1 WORLD AVE LITTLE ROCK, AR 72202	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
IMERMAN'S ANGELS 205 W. RANDOLPH, 19TH FLOOR CHICAGO, IL 60606	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	20,000.
ISRAEL COMMITTEE OF SANTA BARBARA 1187 COAST VILLAGE ROAD SUITE 1432 MONTECECITO, CA 93108	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
SANTA BARBARA JEWISH FEDERATION 524 CHAPALA ST. SANTA BARBARA, CA 93101	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
MAKE-A-WISH AMERICA 4742 NORTH 24TH STREET, SUITE 100 PHOENIX, AZ 85016	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	6,000.
NATURE CONSERVANCY, INC. 4245 N. FAIRFAX DR. ARLINGTON, VA 22203	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,000.
NEW ISRAEL FUND 3250 WILSHIRE BLVD. SUITE 1630 LOS ANGELES 90010	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
NORTH COUNTRY SCHOOL, INC. 4382 CASCADE RD. LAKE PALCID 12946	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,000.
NORTHEAST CHILDREN'S THEATRE COMPANY 606 POST ROAD EAST #713 WESTPORT 06880	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,000.
NORTHERN WESTCHESTER HOSPITAL ASSOC. 400 E. MAIN STREET MOUNT KISCO 10549	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	3,000.
Total from continuation sheets				

THE RODGERS FAMILY FOUNDATION, INC
C/O J. RUBENSTEIN, ESQ

13-6062852

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OPENING ACT INC P.O. BOX 20178 NEW YORK, NY 10001	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
PHILLIPS EXETER ACADEMY 20 MAIN STREET EXETER, NH 03833	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,500.
PLANNED PARENTHOOD FEDERATION OF AMERICA INC 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	20,000.
RIPPOWAM CISQUA SCHOOL P.O. BOX 488 BEDFORD, NY 10506	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
SCLERODERMA RESEARCH FOUNDATION 220 MONTGOMERY STREET, STE 1411 SAN FRANCISCO, CA 94104	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,500.
SOCIAL TEES ANIMAL RESCUE 455 HUDSON ST. #32 NEW YORK, NY 10014	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,000.
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN STREET, SUITE 14 CHARLOTTESVILLE, VA 22902	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	3,500.
THE CHILDREN'S ROOM 1210 MASSACHUSETTS AVENUE ARLINGTON, MA 02476	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	6,250.
THE CLARITY FOUNDATION 4365 EXECUTIVE DRIVE, SUITE 1500 SAN DIEGO, CA 92121	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
THE FOOD BANK FOR WESTCHESTER 200 CLEARBROOK ROAD ELMSFORD, NY 10523	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	6,000.
Total from continuation sheets				

THE RODGERS FAMILY FOUNDATION, INC
C/O J. RUBENSTEIN, ESQ

13-6062852

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE JUILLIARD SCHOOL 60 LINCOLN CENTER NEW YORK, NY 10023	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	3,000.
THE POLYPHONY FOUNDATION 99 RIVER ROAD COS COB, CT 06807	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	6,000.
TRI-COUNTIES ADL 1528 CHAPALA STREET, STE. 301 SANTA BARBARA, CA 93101	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
UC REGENTS UNIVERSITY OF CALIFORNIA SANTA BARBARA, CA 93106	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,500.
UNC-CHAPEL HILL P.O. BOX 309 CHAPEL HILL, NC 27514	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	3,000.
VERMONTERS FOR CLEAN ENVIRONMENT, INC 789 BAKER BROOK ROAD DANBY, VT 05739	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	25,000.
VERMONT OPERA PROJECT P.O. BOX 135 N. CLARENDON, VT 05759	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,000.
VERMONT PUBLIC RADIO 365 TROY AVENUE COLCHESTER, VT 05446	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
WESTON PLAYHOUSE THEATRE COMPANY 703 MAIN STREET WESTON, VT 05161	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,500.
WOLF CONSERVATION CENTER PO BOX 421 SOUTH SALEM, NY 10590	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,500.
Total from continuation sheets				

13-6062852

3 Grants and Contributions Paid During the Year (Continuation)

[illegible]

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ASIA PACIFIC ENVIRONMENTAL NETWORK

TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CITIBANK - MONEY MARKET	15.	15.	15.
CITIGROUP - MDA	422.	422.	422.
TOTAL TO PART I, LINE 3	437.	437.	437.

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
ACCRUED INTEREST	-5.	0.	-5.	-5.	-5.
CITIGROUP - CORP BONDS	4,505.	0.	4,505.	4,505.	4,505.
CITIGROUP - STOCK	190,066.	0.	190,066.	190,066.	190,066.
CITIGROUP - US TREASURY	2,342.	0.	2,342.	2,342.	2,342.
TO PART I, LINE 4	196,908.	0.	196,908.	196,908.	196,908.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BLACKSTONE GROUP L.P.	36,650.	36,650.	0.
CAPITAL GAIN DISTRIBUTIONS	9,904.	9,904.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	46,554.	46,554.	0.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	19,425.	4,856.	0.	14,569.
TO FM 990-PF, PG 1, LN 16A	19,425.	4,856.	0.	14,569.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	13,507.	6,753.	0.	6,754.
TO FORM 990-PF, PG 1, LN 16B	13,507.	6,753.	0.	6,754.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	61,764.	61,764.	0.	0.
CUSTODIAL FEES	8,329.	8,329.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	70,093.	70,093.	0.	0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES & FEES	5,310.	5,310.	0.	0.
FEDERAL EXCISE TAXES	17,685.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	22,995.	5,310.	0.	0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BILL	X		998,875.	999,870.
TOTAL U.S. GOVERNMENT OBLIGATIONS			998,875.	999,870.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			998,875.	999,870.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	5,814,252.	8,126,696.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,814,252.	8,126,696.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	466,943.	440,339.
TOTAL TO FORM 990-PF, PART II, LINE 10C	466,943.	440,339.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	174,871.	177,860.
TOTAL TO FORM 990-PF, PART II, LINE 13		174,871.	177,860.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	12
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ACTIVITY ONE

THE FOUNDATION DOES NOT MAINTAIN A PROGRAM OF CHARITABLE
ACTIVITIES AS DEFINED IN THE INSTRUCTIONS FOR FORM 990-PF.
THE FOUNDATION DOES INCUR NOMINAL EXPENSES TO AID DONEES IN
CARRYING OUT CHARITABLE ACTIVITIES

EXPENSES0.

TO FORM 990-PF, PART IX-A, LINE 1