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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No. 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE RUSSELL BERRIE FOUNDATION, A NEW JERSEY NONPROFIT CORPORATION		A Employer identification number 22-2620908
Number and street (or P.O. box number if mail is not delivered to street address) 300 FRANK W BURR BLVD, BLD E	Room/suite 7 FL	B Telephone number 201-928-1880
City or town, state or province, country, and ZIP or foreign postal code TEANECK, NJ 07666		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) \$ 211,644,642. (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" 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			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	309,084.	309,084.		STATEMENT 1
4 Dividends and interest from securities	1,252,948.	1,252,948.		STATEMENT 2
5a Gross rents	207,766.	71,337.		STATEMENT 3
b Net rental income or (loss)	207,766.			
6a Net gain or (loss) from sale of assets not on line 10	6,673,753.			
b Gross sales price for all assets on line 6a	48,680,835.			
7 Capital gain net income (from Part IV, line 2)		6,673,753.		
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	205,553.	205,553.		STATEMENT 4
12 Total. Add lines 1 through 11	8,649,104.	8,512,675.		
13 Compensation of officers, directors, trustees, etc.	694,728.	90,294.		604,433.
14 Other employee salaries and wages	587,422.	12,278.		575,144.
15 Pension plans, employee benefits	173,578.	13,886.		159,692.
16a Legal fees STMT 5	53,935.	4,315.		49,620.
b Accounting fees STMT 6	81,275.	6,502.		74,773.
c Other professional fees STMT 7	908,302.	277,526.		630,776.
17 Interest				
18 Taxes STMT 8	238,971.	6,193.		71,221.
19 Depreciation and depletion	6,685.	535.		
20 Occupancy	189,076.	15,126.		173,949.
21 Travel, conferences, and meetings	141,895.	0.		141,895.
22 Printing and publications				
23 Other expenses STMT 9	101,666.	8,133.		93,533.
24 Total operating and administrative expenses. Add lines 13 through 23	3,177,533.	434,788.		2,575,036.
25 Contributions, gifts, grants paid	11,051,489.			10,904,168.
26 Total expenses and disbursements. Add lines 24 and 25	14,229,022.	434,788.		13,479,204.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<5,579,918.>			
b Net investment income (if negative, enter -0-)		8,077,887.		
c Adjusted net income (if negative, enter -0-)			N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2015)

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**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

Form 990-PF (2015)

22-2620908

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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			
	2 Savings and temporary cash investments	5,635,327.	3,408,425.	3,408,425.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 11,357,792.			
	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 STMT 11	12,814,178.	0.	0.
	c Investments - corporate bonds STMT 12	25,689,655.	12,310,210.	12,310,210.
	11 Investments - land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 13	174,736,058.	182,111,536.	182,111,536.	
14 Land, buildings, and equipment: basis ▶ 281,659.				
Less accumulated depreciation STMT 14 ▶ 241,481.	9,007.	40,178.	40,178.	
15 Other assets (describe ▶ OTHER ASSETS)	318,568.	2,416,501.	2,416,501.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	232,723,030.	211,644,642.	211,644,642.	
Liabilities	17 Accounts payable and accrued expenses	76,371.	20,131.	
	18 Grants payable	25,487,964.	25,635,285.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 15)	822,039.	799,579.	
	23 Total liabilities (add lines 17 through 22)	26,386,374.	26,454,995.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	192,816,119.	173,831,855.	
	25 Temporarily restricted	13,520,537.	11,357,792.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	206,336,656.	185,189,647.		
31 Total liabilities and net assets/fund balances	232,723,030.	211,644,642.		

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	206,336,656.
2 Enter amount from Part I, line 27a	2	<5,579,918.>
3 Other increases not included in line 2 (itemize) ▶ DECREASE IN DEFERRED TAX LIABILITY	3	22,460.
4 Add lines 1, 2, and 3	4	200,779,198.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	15,589,551.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	185,189,647.

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 COMMON STOCK - PUBLICLY TRADED	P		
b FIXED INCOME - PUBLICLY TRADED	P		
c LIMITED PARTNERSHIPS (SCHEDULE A)	P		
d OTHER ALTERNATIVE INVESTMENTS	P		
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 22,550,305.		18,091,331.	4,458,974.
b 19,500,000.		19,668,110.	<168,110.>
c 6,579,280.		4,196,391.	2,382,889.
d 51,250.		51,250.	0.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,458,974.
b			<168,110.>
c			2,382,889.
d			0.
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	6,673,753.
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	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	12,055,470.	235,933,327.	.051097
2013	12,374,537.	226,192,234.	.054708
2012	20,475,900.	202,312,145.	.101209
2011	16,243,950.	214,842,772.	.075609
2010	15,722,843.	242,126,349.	.064937

2 Total of line 1, column (d)	2	.347560
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	.069512
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	220,476,878.
5 Multiply line 4 by line 3	5	15,325,789.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	80,779.
7 Add lines 5 and 6	7	15,406,568.
8 Enter qualifying distributions from Part XII, line 4 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.	8	13,479,204.

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	161,558.
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	161,558.
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	161,558.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	161,344.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	161,344.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	214.
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 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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?	X	
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"/> NJ		
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

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? Website address ► RUSSELLBERRIEFOUNDATION.ORG	13	X
14 The books are in care of ► ADAM HIRSCH Telephone no. ► 201-928-1880 Located at ► 300 FRANK W. BURR BLVD., BLDG. EAST, TEANECK, NJ ZIP+4 ► 07666-6704		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

	Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a During the year did the foundation (either directly or indirectly):		
(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 checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>	1b	X
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? If "Yes," list the years ► _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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. ► _____	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 checked="" type="checkbox"/> Yes <input 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)	3b	X
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

**THE RUSSELL BERRIE FOUNDATION,
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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?

☒ 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?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

5b

X

6b

X

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
SEE STATEMENT 16		648,000.	46,728.	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
NAOMI SHANK - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	PROGRAM DIRECTOR 40.00	203,500.	28,281.	0.
JOANN TORTORICI - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ	ACCTN. MANAGER. 40.00	81,500.	19,452.	0.
KARIN VARON - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	PROGRAM OFFICER 40.00	90,500.	2,357.	0.
SUSAN COKE - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	GRANTS ADMINISTRATION 40.00	75,900.	11,734.	0.
MARIANNE VIAUD - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	ACCOUNTING ASSOCIATE 40.00	70,000.	12,725.	0.

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
KAREV INITIATIVES IN EDUCATION 1 MARCUS ST., JERUSALEM, ISRAEL	PHILANTHROPIC CONSULTING	397,697.
TRINET HR CORPORATION 1100 SAN LEANDRO BLVD, SAN LEANDRO, CA 94577	PROFESSIONAL EMP. SVS.	190,058.
PRIME BUCHHOLZ PO BOX 16011, LEWISTON, ME 04243	INVESTMENT CONSULTING	189,620.
MARKS PANETH 685 THIRD AVENUE, NEW YORK, NY 10017	ACCOUNTING SERVICES	86,275.
FLUXX LABS 77 MAIDEN LANE, SAN FRANCISCO, CA 94108	GRANTS MANAGEMENT	59,705.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2015)

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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	38,370,720.
b	Average of monthly cash balances	1b	3,975,837.
c	Fair market value of all other assets	1c	181,487,837.
d	Total (add lines 1a, b, and c)	1d	223,834,394.
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	223,834,394.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,357,516.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	220,476,878.
6	Minimum investment return. Enter 5% of line 5	6	11,023,844.

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	11,023,844.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	161,558.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	161,558.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,862,286.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,862,286.
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	10,862,286.

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	13,479,204.
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	13,479,204.
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	13,479,204.

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)

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				10,862,286.
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	3,709,972.			
b From 2011	5,584,105.			
c From 2012	10,642,785.			
d From 2013	1,208,580.			
e From 2014	419,805.			
f Total of lines 3a through e	21,565,247.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 13,479,204.				
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				10,862,286.
e Remaining amount distributed out of corpus	2,616,918.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	24,182,165.			
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	3,709,972.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	20,472,193.			
10 Analysis of line 9:				
a Excess from 2011	5,584,105.			
b Excess from 2012	10,642,785.			
c Excess from 2013	1,208,580.			
d Excess from 2014	419,805.			
e Excess from 2015	2,616,918.			

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 2015, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

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

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:

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				
AMERICAN FRIENDS OF ITIM 5508 HUNTINGTON PARKWAY BETHESDA, MD 20814		PC	CHARITABLE	50,000.
AMERICAN FRIENDS OF KESHET EILON 25 TRINITY PASS ROAD POUND RIDGE, NY 10576		PC	CHARITABLE	5,000.
ELIZABETH MORROW SCHOOL 435 LYDECKER STREET ENGLEWOOD, NJ 07631		PC	CHARITABLE	10,000.
HEALTH RESOURCES IN ACTION 95 BERKELY ST BOSTON, MA 02116		PC	CHARITABLE	15,000.
ADLER APHASIA CENTER 60 WEST HUNTER AVENUE MAYWOOD, NJ 07607		PC	CHARITABLE	20,000.
Total	SEE CONTINUATION SHEET(S)			10,904,168.
b Approved for future payment				
JEWISH FEDERATION OF NORTHERN NJ 50 EISENHOWER DR PARAMUS, NJ 07652	NONE	PC	CHARITABLE	25,000.
AMERICAN FRIENDS OF RE'UT INSTITUTE 9100 WILSHIRE BLVD. SUITE 400W BERVERLY HILLS, CA 90212		PC	CHARITABLE	97,334.
AMERICAN FRIENDS OF ITIM 5508 HUNTINGTON PARKWAY BETHESDA, MD 20814		PC	CHARITABLE	50,000.
Total	SEE CONTINUATION SHEET(S)			26,221,014.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	309,084.	
4 Dividends and interest from securities			14	1,252,948.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property			14	207,766.	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	205,553.	
8 Gain or (loss) from sales of assets other than inventory			18	6,673,753.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a REFUND					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		8,649,104.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13 8,649,104.

(See worksheet in line 13 instructions to verify calculations)

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		


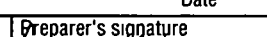
[illegible]

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

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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 		Date _____		Title PRESIDENT		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	ROBERT LYONS		 ROBERT LYONS		10/10/16		P00227472
	Firm's name ▶ MARKS PANETH LLP					Firm's EIN ▶ 11-3518842	
	Firm's address ▶ 685 THIRD AVENUE NEW YORK, NY 10017					Phone no. 212-503-8800	

**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

22-2620908

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)				
COLUMBIA UNIVERSITY 116TH STREET AND BROADWAY NEW YORK, NY 10027		PC	CHARITABLE	547,500.
JEWISH FAMILY SERVICE 1485 TEANECK ROAD TEANECK, NJ 07666		PC	CHARITABLE	10,500.
JEWISH FEDERATION OF NORTH AMERICA P.O BOX 157 NEW YORK, NY 10268	NONE	PC	CHARITABLE	969,000.
AMERICAN SOCIETY FOR TECHNION 5 EAST 59TH STREET NEW YORK, NY 10022-1112	NONE	PC	CHARITABLE	576,164.
SCORE ASSOCIATION 409 3RD STREET SW WASHINGTON, DC 20024		PC	CHARITABLE	5,000.
AMERICAN FRIENDS OF YAHAD IN UNUM 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036-4702		PC	CHARITABLE	150,000.
AMERICAN JEWISH JOINT DISTRIBUTION 711 THIRD AVENUE NEW YORK, NY 10017		PC	CHARITABLE	74,000.
BERGEN PERFORMING ARTS CENTER, INC. 30 N VAN BRUNT ST ENGLEWOOD, NJ 07631		PC	CHARITABLE	10,000.
BERGEN VOLUNTEER MEDICAL INITIATIVE 241 MOORE STREET SUITE 101 HACKENSACK, NJ 07601		PC	CHARITABLE	35,000.
ENGLEWOOD HOSPITAL AND MEDICAL CENTER FOUNDATION 350 ENGLE STREET ENGLEWOOD, NJ 07631		PC	CHARITABLE	260,000.
Total from continuation sheets				10,804,168.

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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
FRIENDS OF BEZALEL ACADEMY ARTS AND DESIGN, INC. 370 LEXINGTON AVENUE SUITE 1612 NEW YORK, NY 10017		PC	CHARITABLE	25,000.
FRIENDS OF YEMIN ORDE 4501 CONNECTICUT AVENUE NW SUITE 813 WASHINGTON, DC 20008		PC	CHARITABLE	10,000.
JEWISH COMMUNITY PROJECT OF LOWER MANHATTAN 146 DUANE STREET NEW YORK, NY 10013		PC	CHARITABLE	2,500.
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DRIVE PARAMUS, NJ 07652	NONE	PC	CHARITABLE	1,215,708.
NEW ISRAEL FUND 2100 M STREET, NW SUITE 619 WASHINGTON, DC 20037		PC	CHARITABLE	86,500.
SHALOM HARTMAN INSTITUTE 11 GEDALYAHU ALON JERUSALEM, ISRAEL		FOREIGN GRANTEE	CHARITABLE	1,950,000.
SISTERS, SERVANTS OF THE IMMACULATE HEART 1140 KING ROAD IMMACULATA, PA 19345-0200		PC	CHARITABLE	6,300.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 5TH AVENUE NEW YORK, NY 10110-0002		PC	CHARITABLE	75,000.
HOLY NAME MEDICAL CENTER FOUNDATION 718 TEANECK ROAD TEANECK, NJ 07666		PC	CHARITABLE	35,000.
JEWISH FUNDERS NETWORK 150 WEST 30TH STREET SUITE 900 NEW YORK, NY 10001		PC	CHARITABLE	35,000.
Total from continuation sheets				

THE RUSSELL BERRIE FOUNDATION,
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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
JEWISH HOME FOUNDATION OF NORTH JERSEY, INC. 10 LINK DRIVE ROCKLEIGH, NJ 07647		PC	CHARITABLE	110,000.
AMERICAN FRIENDS OF RE'UT INSTITUTE 9100 WILSHIRE BLVD. SUITE 400W BERVERLY HILLS, CA 90212		PC	CHARITABLE	227,371.
TANENBAUM CENTER FOR INTERRELIGIOUS UNDERSTANDING 254 WEST 31ST NEW YORK, NY 10001		PC	CHARITABLE	5,000.
AMERICAN JEWISH COMMITTEE P.O. BOX 705 NEW YORK, NY 10150		PC	CHARITABLE	176,500.
SHEBA MEDICAL CENTER SHEBA MEDICAL CENTER RAMAT GAN, ISRAEL 52621		FOREIGN GRANTEE	CHARITABLE	102,124.
AMERICA-ISRAEL CULTURAL FOUNDATION, INC. 1140 BROADWAY, SUITE 304 NEW YORK, NY 10001		PC	CHARITABLE	40,000.
ARNOLD P. GOLD FOUNDATION 619 E. PALISADE AVENUE, 1ST FLOOR ENGLEWOOD CLIFFS, NJ 07632		PC	CHARITABLE	235,000.
SHALOM HARTMAN INSTITUTE OF NORTH AMERICA 1 PENN PLAZA, SUITE 1606 NEW YORK, NY 10119		PC	CHARITABLE	5,000.
AMERICAN FRIENDS OF ASSAF HAROFEH MEDICAL CENTER 12367 E. CORNELL AVE AURORA, CO 80014		PC	CHARITABLE	10,000.
AMERICAN FRIENDS OF BATSHEVA DANCE COMPANY 1201 BROADWAY NEW YORK, NY 10001		PC	CHARITABLE	5,000.
Total from continuation sheets				

THE RUSSELL BERRIE FOUNDATION,
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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
AMERICAN FRIEND OF SHALVA ISRAEL 315 5TH AVENUE NEW YORK, NY 10016		PC	CHARITABLE	25,000.
AMERICAN FRIENDS OF THE ISRAEL SPORT CENTER FOR THE DISABLED PO BOX 667 DEERFIELD, IL 60015		PC	CHARITABLE	15,000.
AMERICAN HEBREW ACADEMY 4334 HOBBS ROAD GREENSBORO, NC 27410		PC	CHARITABLE	25,000.
AMERICAN SOCIETY FOR TECHNION 55 E. 59TH STREET NEW YORK, NY 10022		PC	CHARITABLE	50,000.
ARNOLD P GOLD FOUNDATION 619 E. PALISADE AVENUE, 1ST FLOOR ENGLEWOOD, NJ 07632		PC	CHARITABLE	100,000.
ARTIS CONTEMPORARY ISRAELI ART FUND, INC. 401 BROADWAY NEW YORK, NY 10013		PC	CHARITABLE	10,000.
CENTER FOR INTERRELIGIOUS UNDERSTANDING, INC. 492-C CEDAR LANE TEANECK, NJ 07666		PF	CHARITABLE	10,000.
COUNCIL OF YOUNG JEWISH PRESIDENTS 225 WEST 34TH STREET NEW YORK, NY 10122		PC	CHARITABLE	5,000.
COUNCIL ON THE ENVIRONMENT INC. 100 GOLD STREET, SUITE 3035 NEW YORK, NY 10038		PC	CHARITABLE	5,000.
DALAI LAMA 527 HALE STREET PALO ALTO, CA 94301		PC	CHARITABLE CHARITABLE	10,000.
Total from continuation sheets				

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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
ENGLEWOOD HOSPITAL AND MEDICAL CENTER FOUNDATION 350 ENGLE STREET ENGLEWOOD, NJ 07631		PC	CHARITABLE	5,000.
FOODCORPS, INC. 2544 NW UPSHUR STREET PORTLAND, OR 97210		PC	CHARITABLE	10,000.
FRIENDS OF OFANIM 308 E LANCASTER AVE SUITE 110 WYNNEWOOD, PA 19096		PC	CHARITABLE	100,000.
FRIENDS OF THE ISRAEL DEFENSE FORCES 1430 BROADWAY, RM 1301 NEW YORK, NY 10018		PC	CHARITABLE	3,000.
GLYNWOOD CENTER INC PO BOX 157 COLD SPRING, NY 10516		PC	CHARITABLE	10,000.
GOOD PEOPLE FUND, INC. 384 WYOMING AVE MILLBURN, NJ 07041		PC	CHARITABLE	10,000.
GUIDELINE SERVICES 4032-34 SPRUCE STREET PHILADELPHIA, PA 19104		PC	CHARITABLE	15,000.
HOLY NAME MEDICAL CENTER FOUNDATION 718 TEANECK ROAD TEANECK, NJ 07666		PC	CHARITABLE	20,000.
IMAGINATION PRODUCTIONS, INC. 11110 WEST OAKLAND PARK BLVD. SUNRISE, FL 33351		PC	CHARITABLE	20,000.
INVESTIGATIVE PROJECT ON TERRORISM FOUNDATION 5614 CONNECTICUT AVE NW WASHINGTON, DC 20015		PC	CHARITABLE	5,000.
Total from continuation sheets				

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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)				
ISRAEL EMERGENCY ALLIANCE 6505 WILSHIRE BLVD LOS ANGELES, CA 90048		PC	CHARITABLE	9,000.
ISRAEL IDEAS INC. 3400 SOUTH OCEAN BLVD PALM BEACH, FL 33480		PC	CHARITABLE	5,000.
JESPY HOUSE 102 PROPECT STREET SOUTH ORANGE, NJ 07079		PC	CHARITABLE	15,000.
JEWISH COMMUNITY CENTER OF METROWEST INC. 760 NORTHFIELD AVE WEST ORANGE, NJ 07052		PC	CHARITABLE	102,500.
JEWISH COMMUNITY CENTERS ASSOCIATION OF NORTH AMERICA 520 8TH AVENUE, 20TH FLOOR NEW YORK, NY 10018		PC	CHARITABLE	110,000.
JEWISH COMMUNITY PROJECT OF LOWER MANHATTAN 146 DUANE STREET NEW YORK, NY 10013		PC	CHARITABLE	35,000.
JEWISH FAMILY SERVICE 1485 TEANECK ROAD TEANECK, NJ 07666		PC	CHARITABLE	5,000.
JEWISH FEDERATION OF GREATER METROWEST NJ PO BOX 929 WHIPPANY, NJ 07981		PC	CHARITABLE	15,000.
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DRIVE PARAMUS, NJ 07652		PC	CHARITABLE	84,200.
JEWISH FEDERATONS OF NORTH AMERICA 25 BROADWAY SUITE 1700 NEW YORK, NY 10004		PC	CHARITABLE	2,500.
Total from continuation sheets				

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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)				
JEWISH HOME FOUNDATION OF NORTH JERSEY 10 LINK DRIVE ROCKLEIGH, NJ 07647		PC	CHARITABLE	60,000.
JEWISH SERVICE FOR THE DEVELOPMENTALLY DISABLED OF METROWEST, INC 270 PLEASANT VALLEY WAY WEST ORANGE, NJ 07052		PC	CHARITABLE	10,000.
LAGUARDIA HIGH SCHOOL PARENTS ASSOCIATION INC. 100 AMSTERDAM AVE., 2ND FLOOR NEW YORK, NY 10023		PC	CHARITABLE	10,000.
LOUIS D BRANDEIS CENTER, INC. 1717 PENNSYLVANIA AVE NW WASHINGTON, DC 20006		PC	CHARITABLE	15,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY - NEW YORK CITY, SOUTHERN NY CHAPTER 733 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10017		PC	CHARITABLE	1,000.
NEW JERSEY PERFORMING ARTS CENTER 1 CENTER STREET NEWARK, NJ 07102		PC	CHARITABLE	5,000.
N'KISI INSTITUTE 2576 BROADWAY NEW YORK, NY 10025		PC	CHARITABLE	5,000.
ONE FAMILY FUND 1029 TEANECK ROAD TEANECK, NJ 07666		PC	CHARITABLE	1,000.
PACKER COLLEGIATE INSTITUTE 170 JORALEMON ST BROOKLYN, NY 11201		PC	CHARITABLE	15,000.
PARDES INSTITUTE OF JEWISH STUDIES NORTH AMERICA INC 5 WEST 37TH STREET, SUITE 802 NEW YORK, NY 10018		PC	CHARITABLE	11,800.
Total from continuation sheets				

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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)				
ROSIE'S THEATER KIDS, INC. 445 WEST 45TH STREET NEW YORK, NY 10036		PC	CHARITABLE	20,000.
SEFARIA INC 174 HUDSON STREET NEW YORK, NY 10013		PC	CHARITABLE	20,000.
SHALOM HARTMAN INSTITUTE 1 PENN PLAZA, SUITE 1606 NEW YORK, NY 10119		PC	CHARITABLE	60,000.
SLOW MONEY INC PO BOX 333 YORK HARBOR, ME 03911		PC	CHARITABLE	5,000.
SUMMER SEARCH 90 BROAD STREET NEW YORK, NY 10004		PC	CHARITABLE	10,000.
SUMMER STAGE AT LEONIA 311 OAKDENE AVE LEONIA, NJ 10001		PC	CHARITABLE	1,000.
SYLVIA CENTER INC. 304 HUDSON STREET, 2ND FLOOR NEW YORK, NY 10013		PC	CHARITABLE	5,000.
TANENBAUM CENTER FOR INTERRELIGIOUS UNDERSTANDING 254 WEST 31ST NEW YORK, NY 10001		PC	CHARITABLE	25,000.
THE SOUTHERN DOCUMENTARY FUND 762 NINTH STREET DURHAM, NC 27705		PC	CHARITY	25,000.
TRIBE MEDIA CORP 3250 WILSHIRE BLVD LOS ANGELES, CA 90010		PC	CHARITY	5,000.
Total from continuation sheets				

**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

22-2620908

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)				
NAOMI BERRIE DIABETES CENTER AT COLUMBIA UNIVERSITY MEDICAL CENTER 1150 ST NICHOLAS AVENUE NEW YORK, NY 10032		PC	CHARITY	20,000.
VILLAGE COMMUNITY SCHOOL 272 WEST 10TH STREET NEW YORK, NY 10014		PC	CHARITY	25,000.
WHOLESOME WAVE FOUNDATION CHARITABLE VENTURES INC. 855 MAIN STREET BRIDGEPORT, CT 06604		PC	CHARITY	30,000.
RISING TIDE CAPITAL P.O. BOX 3099 JERSEY CITY, NY 07303		PC	CHARITABLE	65,000.
RUSSIAN AMERICAN FOUNDATION 70 WEST 36TH STREET NEW YORK, NY 10018		PC	CHARITABLE	5,000.
SISTERHOOD OF SALAAM SHALOM 941 CURTIS PL NO. BRUNSWICK, NJ 08902		PC	CHARITABLE	5,000.
TEL HAI COLLEGE QIRYAT SHEMONA UPPER GALILEE, ISRAEL 12208		PC	CHARITABLE	500,000.
TENAFLY CHAVURAH P.O. BOX 1625 FT. LEE, NJ 07024		PC	CHARITABLE	5,000.
WESTED 730 HARRISON STREET SAN FRANCISCO, CA 94107		PC	CHARITABLE	30,000.
WILLIAM PATERSON UNIVERSITY FOUNDATION 300 POMPTON ROAD WAYNE, NJ 07470		PC	CHARITABLE	30,000.
Total from continuation sheets				

**THE RUSSELL BERRIE FOUNDATION,
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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)				
WYCKOFF FRANKLIN LAKES SYNAGOGUE 585 RUSSELL AVE WYCKOFF, NJ 07481		PC	CHARITABLE	1,800.
KBY CONGREGATIONS TOGETHER P.O. BOX 23170 BROOKLYN, NY 11202		PC	CHARITABLE	10,000.
MAOZ-SEAL 4 HAMELACHA ST. LOD, ISRAEL 7152008		PC	CHARITABLE	100,000.
MIDDLE EAST MEDIA AND RESEARCH INSTITUTE P.O. BOX 27837 WASHINGTON, DC 20038		PC	CHARITABLE	250,000.
NLI USA INC. 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036		PC	CHARITABLE	40,000.
OLLENDORFF CENTER 14 LESLIE PLACE TEANECK, NJ 07670		PC	CHARITABLE	5,000.
PROJECT KESHER 600 MAMARONECK AVE HARRISON, NY 10528		PC	CHARITABLE	5,400.
COMMUNITY FOOD BANK OF NJ 31 EVANS TERMINAL HILLSDALE, NJ 07205		PC	CHARITABLE	50,000.
DIABETES MEDIA FOUNDATION 726 BEDFORD PL MERION, PA 19066		PC	CHARITABLE	5,000.
ETZION FOUNDATION 200 PARK AVENUE NEW YORK, NY 10166		PC	CHARITABLE	25,000.
Total from continuation sheets				

**THE RUSSELL BERRIE FOUNDATION,
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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)				
FRANCISCAN FRIARS OF THE ATONEMENT 1350 ROUTE 9 GARRISON , NY 10524		PC	CHARITABLE	10,000.
FRIENDS OF ISRAEL SCOUT 575 8TH AVENUE NEW YORK, NY 10018		PC	CHARITABLE	5,000.
GOOD DOG FOUNDATION P.O. BOX 1484 NEW YORK, NY 10276		PC	CHARITABLE	1,000.
GOOD PEOPLE FUND, INC. 384 WYOMING AVE MILBURN, NJ 07041		PC	CHARITABLE	10,000.
INSTITUTE FOR INTERNATIONAL EDUCATION 809 UNITED NATIONS PLAZA NEW YORK, NY 10017		PC	CHARITABLE	608,694.
INTERNATIONAL DOMINICAN FOUNDATION 1 GALLERIA BLVD METAIRIE, LA 70001		PC	CHARITABLE	10,000.
JERUSALEM FOUNDATION INC. 420 LEXINGTON AVE. #1645 NEW YORK, NEW YORK, ISRAEL 10170		PC	CHARITABLE	50,000.
ASPEN INSTITUTE ONE DUPONT CIRCLE WASHINGTON, DC 20036		PC	CHARITABLE	60,000.
CAUCUS EDUCATIONAL CORPORATION INC. 75 MIDLAND AVE MONTCLAIR, NJ 07042		PC	CHARITABLE	127,500.
CENTER FOR INTERRELIGIOUS UNDERSTANDING, INC. 492-C CEDAR LANE TEANECK, NJ 07666		PF	CHARITABLE	200,000.
Total from continuation sheets				

**THE RUSSELL BERRIE FOUNDATION,
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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)				
AMERICAN COMMITTEE FOR SHAARE ZEDEK 55 WEST 39TH STREET NEW YORK, NY 10018		PC	CHARITABLE	5,000.
AMERICAN FRIENDS OF BEIT HATFUTSAT 633 THIRD AVE NEW YORK, NY 10017		PC	CHARITABLE	25,000.
AMERICAN FRIENDS OF ISRAEL DEMOCRACY INSTITUTE 1266 W. PACE FERRY RD ATLANTA, GA 30327		PC	CHARITABLE	115,000.
AMERICAN FRIENDS OF HEBREW UNIVERSITY 1 BATTERY PARK PLAZA NEW YORK, NY 10004		PC	CHARITALBE	35,000.
AMPLEHARVEST.ORG 24 CLOVER RD NEWFOUNDLAND, NJ 07435		PC	CHARITALBE	5,000.
ANTI-DEFAMATION LEAGUE 605 3RD AVE NEW YORK, NY 10158		PC	CHARITALBE	5,000.
JEWISH FEDERATION OF TULSAWEBSITEDIRECTIONS 2021 E 71ST ST TULSA, OK 74136		PC	CHARITALBE	10,000.
ANNE CIAVAGLIA MCMAHON 180 OLDFIELD AVENUE HASBROUCK HEIGHTS, NJ 07604	NONE	I	AWARD	5,000.
ANTHONY BEVIVINO 122 CARDINAL AVENUE VILLAS, NJ 08251	NONE	I	AWARD	25,000.
BRIAN MEERSMA 23 BERKSHIRE DRIVE PRINCETON, NJ 08550	NONE	I	AWARD	5,000.
Total from continuation sheets				

THE RUSSELL BERRIE FOUNDATION,
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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)				
CAROL EILEEN GRIFFITH 5 COOPER LANE CHESTER, NJ 07930	NONE	I	AWARD	5,000.
DOMINQUE D LEE 286 CLEDENNY AVENUE JERSEY CITY, NJ 07304	NONE	I	AWARD	50,000.
DORA E. ARIAS 1053 BELAIR COURT MOUNTAINSIDE, NJ 07092	NONE	I	AWARD	5,000.
EVANGELIA DAVIS 328 BROWING LANE CHERRY HILL, NJ 08003	NONE	I	AWARD	5,000.
LINDA GILLICK 883 SOMERSET DRIVE TOMS RIVER, NJ 08753	NONE	I	AWARD	35,000.
PAIGE ALENICK 1 DIMINO COURT WOODCLIFF LAKE, NJ 07677	NONE	I	AWARD	5,000.
RAMAPO COLLEGE FOUNDATION 505 RAMAPO VALLEY ROAD MAHWAH, NJ 07430		PC	CHARITABLE	29,607.
THOMAS CASH 2 EAST LANE SHORT HILLS, NJ 07078	NONE	I	AWARD	5,000.
Total from continuation sheets				

**THE RUSSELL BERRIE FOUNDATION,
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Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (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)				
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY 1 BATTERY PARK PLAZA NEW YORK, NY 10004		PC	CHARITABLE	25,000.
AMERICAN FRIENDS OF OF YAHAD IN UNUM 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036		PC	CHARITABLE	150,000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE NEW YORK, NY 10017		PC	CHARITABLE	39,000.
AMERICAN JEWISH COMMITTEE 165 E 56TH STREET NEW YORK, NY 10022		PC	CHARITABLE	353,000.
AMERICAN SOCIETY FOR TECHNION 55 E. 59TH STREET NEW YORK, NY 10022		PC	CHARITABLE	1,508,559.
ASPEN INSTITUTE ONE DUPONT CIRCLE WASHINGTON, DC 20036		PC	CHARITABLE	50,000.
BEZALEL ACADEMY OF ARTS POB 24026 JERUSALEM, ISRAEL 91240		PC	CHARITABLE	5,000,000.
COLUMBIA UNIVERSITY 615 WEST 131ST STREET NEW YORK, NY 10027		PC	CHARITABLE	5,225,000.
ENGLEWOOD HOSPITAL AND MEDICAL CENTER FOUNDATION 350 ENGLE STREET ENGLEWOOD, NJ 07631		PC	CHARITABLE	250,000.
HEALTH RESOUCES IN ACTION 95 BERKELY ST BOSTON, MA 02116		PC	CHARITABLE	15,000.
Total from continuation sheets				26,048,680.

**THE RUSSELL BERRIE FOUNDATION,
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Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (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
HOLY NAME MEDICAL CENTER FOUNDATION 718 TEANECK ROAD TEANECK, NJ 07666		PC	CHARITABLE	5,000,000.
INSTITUTE FOR INTERNATIONAL EDUCATION 5 WEST 37TH STREET NEW YORK, NY 10018		PC	CHARITABLE	2,209,447.
JEWISH FEDERATION OF NORTH AMERICA 25 BROADWAY SUITE 1700 NEW YORK, NY 10004		PC	CHARITABLE CHARITABLE	160,000.
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DRIVE PARAMUS, NY 07652		PC	CHARITABLE	685,798.
MAKING A DIFFERENCE P.O. BOX 94545 SEATTLE, WA 98124		PC	CHARITABLE	200,000.
MIGAL APPLIED RESEARCH P.O. BOX 831 KIRYAT SHMONA, ISRAEL 11016		FOREIGN GRANTEE	CHARITABLE	2,175,000.
NEW ISRAEL FUND 2100 M STREET, NW SUITE 619 WASHINGTON, DC 20037		PC	CHARITABLE	25,000.
SHALOM HARTMAN INSTITUTE 11 GEDALYAHU ALON JERUSALEM, ISRAEL		FOREIGN GRANTEE	CHARITABLE	2,400,000.
SHEBA MEDICAL CENTER TEL HASHOMER RAMAT GAN, ISRAEL 52621		FOREIGN GRANTEE	CHARITABLE	77,876.
TEL HAI COLLEGE QIRYAT SHEMONA UPPER GALILEE, ISRAEL 12208		PC	CHARITABLE	500,000.
Total from continuation sheets				

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
CITI BANK	2,071.	2,071.	
ENTRE RE III	53.	53.	
ENTRE RE IV	61.	61.	
IRVING PLACE CAP.	1,469.	1,469.	
JVP VI	80.	80.	
JVP VII	75.	75.	
KRG	20.	20.	
LOGAN CIRCLE	291,610.	291,610.	
MEJORA ANGORA	485.	485.	
MEJORA DONRUSS	29.	29.	
MONTAUK	97.	97.	
PECAUT & COMPANY	215.	215.	
PRIVATE EQUITY XIV	6,841.	6,841.	
PRIVATE EQUITY XVIII	1,832.	1,832.	
V PARTNERS III	2,661.	2,661.	
VINTAGE	732.	732.	
YACKTMAN	753.	753.	
TOTAL TO PART I, LINE 3	309,084.	309,084.	

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
EATON VANCE	21,061.	0.	21,061.	21,061.	
PECAUT & COMPANY	5,570.	0.	5,570.	5,570.	
PRIVATE EQUITY XIV	1,689.	0.	1,689.	1,689.	
ROYCE FUNDS	110,424.	0.	110,424.	110,424.	
SANDERSON					
INTERNATIONAL SHELTER VENTURE FUND	151,171.	0.	151,171.	151,171.	
V PARTNERS III	1.	0.	1.	1.	
VANGUARD ENERGY	32,103.	0.	32,103.	32,103.	
VANGUARD INST.	95,431.	0.	95,431.	95,431.	
VINTAGE	759,397.	0.	759,397.	759,397.	
YACKTMAN	2,862.	0.	2,862.	2,862.	
	73,239.	0.	73,239.	73,239.	
TO PART I, LINE 4	1,252,948.	0.	1,252,948.	1,252,948.	

FORM 990-PF	RENTAL INCOME	STATEMENT	3
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME/LOSS FROM PARTNERSHIPS	1	207,766.
TOTAL TO FORM 990-PF, PART I, LINE 5A		207,766.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME (LOSS) SCH B	205,553.	205,553.	
TOTAL TO FORM 990-PF, PART I, LINE 11	205,553.	205,553.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	53,935.	4,315.		49,620.
TO FM 990-PF, PG 1, LN 16A	53,935.	4,315.		49,620.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	81,275.	6,502.		74,773.
TO FORM 990-PF, PG 1, LN 16B	81,275.	6,502.		74,773.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	87,906.	87,906.		0.
PHILANTHROPIC CONSULTING & PROGRAM EVALUATION	630,776.	0.		630,776.
INVESTMENT ADVISORY AND CUSTODY FEES	189,620.	189,620.		0.
TO FORM 990-PF, PG 1, LN 16C	908,302.	277,526.		630,776.

FORM 990-PF	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	161,558.	0.		0.
PAYROLL TAXES	77,413.	6,193.		71,221.
TO FORM 990-PF, PG 1, LN 18	238,971.	6,193.		71,221.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	39,311.	3,145.		36,166.
OFFICE EXPENSE	18,188.	1,455.		16,733.
TELEPHONE	16,352.	1,308.		15,044.
MISCELLANEOUS	27,815.	2,225.		25,590.
TO FORM 990-PF, PG 1, LN 23	101,666.	8,133.		93,533.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 10
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DESCRIPTION	AMOUNT
UNREALIZED LOSS ON INVESTMENTS	9,760,335.
RECONCILIATION FROM FINANCIALS TO FORM K-1'S FOR PARTNERSHIPS	5,829,216.
TOTAL TO FORM 990-PF, PART III, LINE 5	15,589,551.

FORM 990-PF	CORPORATE STOCK	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
YACKTMAN ASSET MANAGEMENT	0.	0.
PECAUT & COMPANY	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	0.	0.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
LOGAN CIRCLE	12,310,210.	12,310,210.
TOTAL TO FORM 990-PF, PART II, LINE 10C	12,310,210.	12,310,210.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ROYCE FUNDS	FMV	8,203,183.	8,203,183.
TPG - AXON PARTNERS	FMV	201,731.	201,731.
AXIOM INTERNATIONAL	FMV	11,622,731.	11,622,731.
VARDE INVESTMENT PARTNERS	FMV	12,387,951.	12,387,951.
BRAHMAN PARTNERS II	FMV	9,999,991.	9,999,991.
ONE EAST PARTNERS	FMV	280,354.	280,354.
OCH-ZIFF OVERSEAS FUND II	FMV	10,470,576.	10,470,576.
CANYON VALUE REALIZATION FUND	FMV	9,904,870.	9,904,870.
GSO CAPITAL SOLUTIONS OVERSEAS	FMV	2,425,385.	2,425,385.

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VPARTNERS III	FMV	3,136,814.	3,136,814.
JVP MEDIA V	FMV	1,907,810.	1,907,810.
GOLDMAN SACHS VINTAGE FUND II	FMV	237,592.	237,592.
IRVING PLACE CAPITAL	FMV	46,212.	46,212.
SHELTER VENTURE FUND	FMV	238,358.	238,358.
CERBERUS ASIA PARTNERS	FMV	2,065.	2,065.
ENTREPRENEURIAL III	FMV	4,133.	4,133.
ENTREPRENEURIAL IV	FMV	<1,139.>	<1,139.>
PRIVATE EQUITY PARTNERS XIV	FMV	2,841.	2,841.
MONTAUK SECURITY BUYOUT	FMV	2,150.	2,150.
KRG/GREENBRIAR PARTNERS	FMV	62,991.	62,991.
PRIVATE EQUITY PARTNERS XVIII	FMV	144,212.	144,212.
DISTRESSED OPPORTUNITIES	FMV	<1.>	<1.>
STRUCTURED PRODUCTS III	FMV	33,198.	33,198.
MILLENIUM	FMV	4,611,064.	4,611,064.
MEJOR ANGORA LLC	COST	431,701.	431,701.
MEJOR DONRUSS LLC	COST	<12,651.>	<12,651.>
EDMUNDS HOLDING COMPANY	COST	220,171.	220,171.
SHANNON RIVER PARTNERS	FMV	3,626,509.	3,626,509.
V3 REALTY PARTNERS	FMV	6,609,274.	6,609,274.
JVP OPPURTUNITIES FUND	FMV	1,954,034.	1,954,034.
VANGUARD	FMV	35,124,614.	35,124,614.
HARBOR FUNDS	FMV	2,264,366.	2,264,366.
EATON VANCE	FMV	7,239,236.	7,239,236.
YORK INVESTMENT LIMITED	FMV	10,699,426.	10,699,426.
BLACKSTONE RESOURCES OFFSHORE	FMV	3,040,986.	3,040,986.
HAWKEYES CAPITAL OFFSHORE	FMV	5,177,204.	5,177,204.
LAKEWOOD CAPITAL OFFSHORE FUND, LTD	FMV	5,479,907.	5,479,907.
JVP VII	FMV	1,141,494.	1,141,494.
VIOLA PARTNERS FUND 4	FMV	658,780.	658,780.
HOPLITE OFFSHORE	FMV	5,147,049.	5,147,049.
CORVEX OFFSHORE II LTD	FMV	9,355,222.	9,355,222.
SANDERSON INTERNATIONAL VALUE FUND	FMV	7,765,785.	7,765,785.
JVP VII OPPORTUNITY LP	FMV	263,357.	263,357.
TOTAL TO FORM 990-PF, PART II, LINE 13		182,111,536.	182,111,536.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 14

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND EQUIPMENT	243,803.	234,796.	9,007.
TOTAL TO FM 990-PF, PART II, LN 14	243,803.	234,796.	9,007.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	822,039.	799,579.
TOTAL TO FORM 990-PF, PART II, LINE 22	822,039.	799,579.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 16
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANGELICA BERRIE C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	PRESIDENT/TRUSTEE 20.00	0.	0.	0.
SCOTT BERRIE C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	VICE PRESIDENT 10.00	0.	0.	0.
MYRON ROSNER C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	SECRETARY 15.00	0.	0.	0.
STEPHEN SEIDEN C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TREASURER 10.00	0.	0.	0.
NORMAN SEIDEN C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TRUSTEE 5.00	0.	0.	0.
ILAN KAUFTHAL C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TRUSTEE 5.00	0.	0.	0.

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RUTH SALZMAN	CEO			
C/O THE RUSS BERRIE FD., 300 FRANK				
W. BURR BLVD., BLDG EAST	40.00	404,000.	12,936.	0.
TEANECK, NJ 07666				
ADAM HIRSCH	CFO			
C/O THE RUSS BERRIE FD., 300 FRANK				
W. BURR BLVD., BLDG EAST	40.00	244,000.	33,792.	0.
TEANECK, NJ 07666				
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		648,000.	46,728.	0.

Russell Berrie Foundation a New Jersey Nonprofit Corporation
Form 990 PF
Part IV Line 1c
Statement A

LIMITED PARTNERSHIPS

TPG - Axon Partners (Offshore)	13,644 00
Axiom International	21,571 00
Varde Investment Partners	-
Brahman Partners II Offshore	1,997,335 00
Hoplite Offshore	167,048 00
RIVA RIDGE	189,597 00
One East Partners	63,004 00
Och-Ziff Overseas Fund II	-
Hawkeye Capital Offshore	-
Canyon Value Realization Fund	-
Lakewood Capital Offshore Fund, Ltd	-
Blackstone Resource Select	-
York Investment Ltd	-
Shannon River Partners	-
GSO Capital Solutions Overseas	952,882 00
VPartners III	150,000 00
Viola Partners Fund 4	-
V3 Realty Partners	-
JVP Media V	-
JVP VII	224,453 00
JVP OP VI	1,887,109 00
JVP VII Opportunity LP	-
Goldman Sachs Vintage Fund II	312,739 00
Irving Place Capital	19,112 00
Shelter Venture Fund	-
Cerberus Asia Partners	56,872 00
Entrepreneurial III	75,747 00
Entrepreneurial IV	22,915 00
Private Equity Partners XIV	122,400 00
Montauk Security Buyout	46,300 00
KRG/Greenbriar Partners	151 00
Private Equity Partners XVIII	258,000 00
Distressed Opportunities	141 00
Structured Products III	260 00
LP - Millenium	-
Corvex Offshore II Ltd	-
Sanderson International Value Fund	-
	<u>6,579,280 00</u>

Russell Berrie Foundation a New Jersey Nonprofit Corporation
Form 990 PF
Part I LINE 11
Statement B

	Ordinary/ Income	Other Inc. (Loss)	
Axiom International II	206,031	-	
Cerberus	-	4,182	
Distressed Opp *	-	3,141	
Entre RE III	(12,984)	59,114	
KRG	(19)	508	
Private Equity XIV	(14,459)	4,181	
Structured Prod III	38	-	
GS Cash Account	122	-	
Irving Place Capital	-	5,745	
Vpartners III	-	(1,453)	
Sanderson International	-	(45,433)	
Vintage	421	(3,582)	
	179,150	26,403	205,553

RUSSELL BERRIE FOUNDATION

12/31/2015

EIN: 22-2620908

ATTACHEMENT TO PART VII-B, 5A (4)

Center for Interreligious Understanding (CIU)

FY 2015

Amount and Date of Grants Paid

7/9/2015	\$ 10,000
7/9/2015	\$100,000
12/22/2015	\$100,000

The Purpose of the Grant

General operating support for the mission of the CIU: to explore the theological foundations and common goals of the world's religions, to prevent religious stereotypes and intolerance, and to foster genuine understanding.

Dates reports were received from the Grantee

3/30/2015	A proposed budget for FY 2015-2016
3/30/2015	For the period June 1, 2014 to May 15, 2015; a fundraising report that includes pledge cards/letters and copies of canceled checks of donations received from other sources.
5/15/2015	For the period 7/1/2014 to 3/31/2015: a 3 rd quarter narrative report describing what was accomplished by the Grant including progress made toward achieving the goals of the Grant, what were the outcomes, unexpected circumstances, problems and areas of concern, and successes achieved.
5/18/2015	For the period 7/1/2014 to 3/31/2015; a financial report on how Foundation funds were spent through the 3 rd quarter of CIU's fiscal year; includes a revenue and expense report.
10/1/2015	A final year-end financial statement for the period 7/1/2014 to 6/30/2015 on all expenditures of Grant funds and any income earned on those funds.

10/1/2015 A final cumulative narrative report for the period 7/1/2014 to 6/30/2015 on what was accomplished by the Grant, progress made toward achieving goals, specific outcomes and impact, unexpected circumstances, problems, areas of concern, successes achieved, keys to success and lessons learned.

RUSSELL BERRIE FOUNDATION
12/31/2015
EIN: 22-2620908
ATTACHEMENT TO PART VII-B, 5A (4)

Migal Applied Research Ltd.

**Establishment of a Researcher/Entrepreneur Program to promote regional
development in the Galilee through new biotechnology initiatives
FY 2015**

Amount Paid: \$0 (\$1,000,000 paid in 2014)

The Purpose of the Grant.

To establish a Researcher/Entrepreneur (R/E) Program to promote regional development in the northern periphery of Israel, in the Galilee region, through the development of new biotechnology initiatives and to encourage technological entrepreneurship in the fields of medicine, environment, agriculture and nutrition. These fields will allow development of the economy of the Galilee, creating jobs through the commercialization of intellectual property generated by the Program including earnings to invest in future research and developing technologies and products that have a positive impact on the quality of life for the residents of the Galilee. The Program will provide the academic and laboratory infrastructure of a university, with the business support services of a technological incubator.

Dates of reports received from the Grantee:

- 2/4/2015: For Migal, a projected annual organization budget for the next fiscal year with detailed sources and uses of funds. The budget includes all sources of funds received including from the Israel Government and its Ministries, EU and other philanthropic sources.
- 3/10/2015: For the period 1/1/2014 to 12/31/2014, a grant funds expenditures report on how the Foundation's funds were applied to the budget during the reporting period compared to the projected amount of how the funding would be allocated to the R/E program based on the chart found in Appendix 7 of the MOU.
- 3/10/2015: For the period 1/1/2014 to 12/31/2015, a year-end narrative report that includes an updated work plan that shows which objectives were completed, in process, and incomplete based on the projected work plan in Appendix 1 of the MOU.

- 3/10/2015: For MAR, an actual revenue and expense report compared to the annual organizational budget with explanations of variances from in a reporting format based on the 5-year R/E projected budgets for fiscal years 2013-2016 found in Appendix 8. Includes all sources of funds including Government of Israel and its Ministries, EU, and other philanthropic sources of funds.
- 6/18/2015: For the period 1/1/2014 to 12/31/2014, a year end individual R/E project report on the individual work plans and benchmarks. Includes a report from the Steering Committee that includes (a) description of individual Work Plan for each R/E project; indicates if changes were made; (b) rationale for approving the project, indicates if changes were made; (c) amount of innovation expenses approved for each R/E project & amount of innovation expenses spent to date for each R/E approved project; (d) the benchmarks/milestones for each R/E project; (e) commentary on progress in reaching benchmarks/milestones for each R/E project as reported by the Steering Committee.
- 7/23/2015: Explanation and description of \$1.5 million of lab equipment contributed by Migal to MAR.
- 7/23/2015: Annual audited financial statement for FY 2014 for Migal and MAR.
- 7/27/2015: Migal Organization Budget. Actual revenue & expense report compared to the annual organizational budget with explanations of variances from the original budget; must include all sources of funding.
- 8/5/2015: Agenda & meeting minutes from the May and June MAR board meeting that reports on the progress of the R/E projects as part of the board's agenda.
- 8/5/2015: From the Steering Committee, a rationale for each researcher and project accepted into the R/E program as part of the initial recommendation to the Board, that a R/E be approved along with the work plan and budget to include why a project has scientific merit.
- 8/31/2015: For the period 1/1/2015 to 6/30/2015: a semi-annual narrative report on the individual R/E projects based on work plans and benchmarks. A narrative report from the Steering Committee that includes (a) description of individual Work Plan for each R/E project; indicate if changes were made; (b) rationale for approving the project, indicate if changes were made; (c) amount of innovation expenses approved for each R/E project & amount of innovation expenses spent to date for each R/E approved project; (d) the benchmarks/ milestones for each R/E project; (e) commentary on progress in reaching benchmarks/milestones for each R/E project as reported by the Steering Committee.
- 8/31/2015: For the period 1/1/2015 to 6/30/2015: an updated work plan that shows which objectives are completed, in process, and/or incomplete based on the projected work plan.

- 8/31/2015: For the period 1/1/2015 to 6/30/2015, a semi-annual year-to-date report for the R/E program compared to the current year projected program budget with an explanation of variances based on the 5-year R/E program pro-forma sources of revenue budget.
- 8/31/2015: A rolling cash flow forecast covering the next 12-month period. The report should include Foundation funds and other funds raised for all of the R/E projects including income earned in US dollars.
- 12/15/2015: A projected annual organizational budget for MAR for the next fiscal year using the format found in Appendix 8 of the MOU. The report includes all sources of funds including Government of Israel and its Ministries, EU, and other philanthropic sources.
- 12/15/2015: A projected R/E program budget for 2016 based on the projected program budget found in Appendix 2 of the MOU.
- 12/15/2015: Migal – a projected annual organizational budget for the next fiscal year using the format found in Appendix 9 of the MOU. The report includes all sources of funds including Government of Israel and its Ministries, EU, and other philanthropic sources. Each projected budget shows detailed sources and uses of funds.

RUSSELL BERRIE FOUNDATION

12/31/2015

EIN: 22-2620908

ATTACHEMENT TO PART VII-B, 5A (4)

Shalom Hartman Institute – Be’eri Initiative

FY 2015

Amount and Date of Grants Paid

3/24/2015	\$375,000
5/6/2015	\$375,000
10/30/2015	\$700,000

The Purpose of the Grant

The Be’eri program, which pioneers a new model for secular Jewish pluralism, works with select schools in Israel to empower educators, students, and parents to serve as change agents active in transforming Jewish studies from a marginal discipline into a cornerstone of secular Israeli education.

Dates of reports received from the Grantee

1/14/2015	Organization: (1/1/2015 to 12/31/2015): an annual operating budget. A projected sources and uses operating budget for the coming fiscal year.
1/14/2015	Organization: (1/1/2015 to 12/31/2015): a monthly cash flow report with projections for 12 months rolling forward.
2/2/2015	Organization: (1/1/2014 to 12/31/2014): a detailed fundraising report that includes a list of collected pledges, showing donor name & amount, earned and indirect income, in-kind contributions from public and private sources.
3/30/2015	Be’eri Program: (9/1/2014 to 2/28/2015): a semi-annual analysis on progress of program development & program outputs/outcomes/benchmarks.
3/30/2015	Be’eri Program: (9/1/2014 to 2/28/2015): a report on program expenditures and revenues comparing actual to budgeted amount and explaining positive and negative variances.

- 3/30/2015 Be'eri Program: (9/1/2014 to 2/28/2015): a list of pledged contributions, collected pledges showing donor name & amount, earned & indirect income, in-kind contributions from public and private sources.
- 6/15/2015 Be'eri Program: an annual program budget for the coming academic/program year with an indication of projected expenses and revenues for the program year based on the Be'eri projected program budget for 2014-2017.
- 7/15/2015: Organization: a revised projected operating budget for the current fiscal year, if adopted by the SHI board.
- 7/15/2015 Organization: a monthly cash flow report with projections for 12 months rolling forward.
- 9/30/2015: Be'eri Program: a year-end analysis on progress of program development & program outputs/outcomes/benchmarks.
- 9/30/2015: Be'eri Program. (9/1/2014 to 8/31/2015): a list of pledged contributions showing donor name & amount, earned & indirect income, in-kind contributions from public and private sources that directly correspond to the report of program expenditures and revenues.
- 9/30/2015 Be'eri Program: an updated monthly cash flow projection for 12-months rolling forward.
- 9/30/2015: Be'eri Program: (9/1/14 - 8/31/15: annual report of (1) program expenditures & revenues comparing actual to budget amount & explaining positive & negative variances; (2) comparison of budgeted vs. actual sources & uses of funds statement in US dollars.
- 10/1/2015: Be'eri Program: a logic model that defines projected outputs/outcomes/impact for the different beneficiaries of the Be'eri program.
- 10/15/2015: Organization: (1/1/2015 to 8/31/2015): a semi-annual comparison of budgeted vs. actual sources and uses of funds statement.
- 10/15/2015: Organization (1/1/2015 to 8/31/2015): a detailed fundraising report that includes a list of collected pledges, showing donor name & amount, earned and indirect income, in-kind contributions from public and private sources.

**Shalom Hartman Institute -
David Hartman Center for Intellectual Leadership
FY 2015**

Amount and Date of Grants Paid

7/28/2015 \$200,000

The Purpose of the Grant

To support the Advanced Beit Midrash Program at the David Hartman Center for Intellectual Leadership. The Center, launched in Fall 2014, honors the legacy of Institute founder Rabbi Prof. David Hartman by advancing his mission of creating a training ground for the cultivation of the next generation of committed intellectual leaders. The Advanced Beit Midrash is a text-based study program that challenges exceptional students at the start of their doctoral path to expand their intellectual horizons. Participants benefit from the tutelage and mentorship of leading Hartman Institute scholars and faculty.

Dates of reports received from the Grantee

- 10/15/2015: For the period 9/1/2014 to 8/31/2015, a detailed narrative description of what was accomplished by the grant, including a description of progress made toward achieving the goals, specific outcomes, unexpected circumstances, problems, areas of concern, successes, and lessons learned.
- 10/15/2015: For the period 9/1/2014 to 8/31/2015: a financial statement in US dollars on all expenditures of Foundation funds and any earned income on those funds during the grant period.

Shalom Hartman Institute - Muslim Leadership Initiative
FY 2015

Amount and Date of Grants Paid:

4/7/2015	\$100,000
5/21/2015	\$100,000
12/4/2015	\$100,000

The Purpose of the Grant:

The Muslim Leadership Initiative brings together an elite group of emerging North American Muslim leaders to study Judaism and Israel. Participants are drawn from a cross-section of academic institutions and religious and community organizations. The goal is to help transform the relationship between American Jews and American Muslims.

Dates of reports received from the Grantee:

3/23/2015	A list of participants for Cohort 2
4/1/2015	For the period Sept. 1, 2014 to Feb 28, 2015, a financial statement in US dollars on all expenditures of Foundation grant funds and any income earned on those funds.
4/1/2015	A progress report that describes activities, outcomes, unexpected circumstances, problems, areas of concern, successes achieved from Cohort 1: Alumni Retreat 11/2014; Cohort 2 activities in North America & Israel between Nov 2014-Feb 2015.
10/1/2015	For the period 3/1/15 - 8/31/15: a narrative progress report that describes activities, outcomes, unexpected circumstances, problems, areas of concern, successes from: (a) Cohort 1: Alumni Retreat (Mar 2015) (b) Cohort 2: North America Retreat (Mar 2015) (c) Cohort 2: Long-distance learning (Apr-Aug 2015) (d) Cohort 3: Orientation in North America (Mar 2015) (e) Cohort 3: Summer Seminar in Jerusalem (May-Jun 2015) (f) Cohort 3: Long-distance learning (Jul-Aug 2015)
10/1/2015	For the period 9/1/2014 – 8/31/2015, an annual financial statement in US dollars on all grant expenditures and income earned on those funds

RUSSELL BERRIE FOUNDATION

12/31/2015

EIN: 22-2620908

ATTACHEMENT TO PART VII-B, 5A (4)

Center for Interreligious Understanding (CIU)

FY 2015

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7/9/2015	\$ 10,000
7/9/2015	\$100,000
12/22/2015	\$100,000

The Purpose of the Grant

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3/30/2015	For the period June 1, 2014 to May 15, 2015; a fundraising report that includes pledge cards/letters and copies of canceled checks of donations received from other sources.
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5/18/2015	For the period 7/1/2014 to 3/31/2015; a financial report on how Foundation funds were spent through the 3 rd quarter of CIU's fiscal year; includes a revenue and expense report.
10/1/2015	A final year-end financial statement for the period 7/1/2014 to 6/30/2015 on all expenditures of Grant funds and any income earned on those funds.

10/1/2015 A final cumulative narrative report for the period 7/1/2014 to 6/30/2015 on what was accomplished by the Grant, progress made toward achieving goals, specific outcomes and impact, unexpected circumstances, problems, areas of concern, successes achieved, keys to success and lessons learned.