

EXTENDED TO FEBRUARY 15, 2017
Return of Private Foundation

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning **APR 1, 2015**, and ending **MAR 31, 2016**

Name of foundation
THE A M FOUNDATION F/K/A USHER AND MIRIAM MEISELS FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
290 HEWES STREET

City or town, state or province, country, and ZIP or foreign postal code
BROOKLYN, NY 11211

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 8,895,032.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

A Employer identification number
03-0463941

B Telephone number
718-624-6008

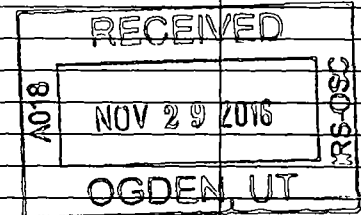
C If exemption application is pending, check here

D 1. Foreign organizations, check here
 2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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)
Revenue	1 Contributions, gifts, grants, etc., received	492,333.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	37,727.	37,727.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents	97,000.	97,000.		STATEMENT 2
	b Net rental income or (loss) 9,420.				STATEMENT 3
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	303,193.	303,193.		STATEMENT 4	
12 Total. Add lines 1 through 11	930,253.	437,920.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	15,600.	15,600.		0.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	6,000.	6,000.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	91,691.	89,454.		0.
	19 Depreciation and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7	1,048.	1,048.		0.	
24 Total operating and administrative expenses Add lines 13 through 23	114,339.	112,102.		0.	
25 Contributions, gifts, grants paid	822,021.			822,021.	
26 Total expenses and disbursements. Add lines 24 and 25	936,360.	112,102.		822,021.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<6,107.>				
b Net investment income (if negative, enter -0-)		325,818.			
c Adjusted net income (if negative, enter -0-)			N/A		



SCANNED NOV 29 2016

**THE A M FOUNDATION F/K/A USHER
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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		12,199.	16,306.	16,306.
	2	Savings and temporary cash investments		1,013,336.	1,035,966.	1,035,966.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶		13,500.		13,500.
	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 ▶	268,000.			
		Less: allowance for doubtful accounts ▶	0.	452,500.	268,000.	268,000.
	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 8	52,500.	52,500.	52,500.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans	STMT 9	716,135.	578,160.	578,160.	
13	Investments - other	STMT 10	1,157,103.	1,473,283.	2,430,600.	
14	Land, buildings, and equipment; basis ▶	4,330,422.				
	Less accumulated depreciation ▶		4,330,422.	4,330,422.	4,500,000.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		7,747,695.	7,754,637.	8,895,032.	
Liabilities	17	Accounts payable and accrued expenses		20,529.	33,604.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		3,817,747.	3,817,748.	
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)	STATEMENT 11)	1,015.	988.	
23	Total liabilities (add lines 17 through 22)		3,839,291.	3,852,340.		
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		0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		3,908,404.	3,902,297.		
30	Total net assets or fund balances		3,908,404.	3,902,297.		
31	Total liabilities and net assets/fund balances		7,747,695.	7,754,637.		

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	3,908,404.
2	Enter amount from Part I, line 27a	2	<6,107.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,902,297.
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	3,902,297.

**THE A M FOUNDATION F/K/A USHER
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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b	NONE		
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2
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 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	575,419.	3,752,515.	.153342
2013	654,488.	5,376,253.	.121737
2012	603,312.	5,747,322.	.104973
2011	675,173.	4,976,029.	.135685
2010	367,332.	3,572,035.	.102835
2 Total of line 1, column (d)			.618572
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			.123714
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			1,053,950.
5 Multiply line 4 by line 3			130,388.
6 Enter 1% of net investment income (1% of Part I, line 27b)			3,258.
7 Add lines 5 and 6			133,646.
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.			822,021.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,258.
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	3,258.
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	3,258.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	5,000.
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	5,000.
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,742.
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of ARTHUR MEISELS Telephone no. 718-624-6008 Located at 290 HEWES ST, BROOKLYN, NY ZIP+4 11211
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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
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
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.)
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?
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)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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? Yes No
 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? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ARTHUR MEISELS 290 HEWES ST BROOKLYN, NY 11211	TRUSTEE 0.00	0.	0.	0.
MIRIAM MEISELS 290 HEWES ST BROOKLYN, NY 11211	TRUSTEE 0.00	0.	0.	0.
MARTIN MEISELS 1517 58TH ST BROOKLYN, NY 11219	TRUSTEE 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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Part X

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	20,000.
c	Fair market value of all other assets	1c	1,050,000.
d	Total (add lines 1a, b, and c)	1d	1,070,000.
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	1,070,000.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,050.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,053,950.
6	Minimum investment return. Enter 5% of line 5	6	52,698.

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	52,698.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,258.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,258.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,440.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	49,440.
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	49,440.

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	822,021.
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	822,021.
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	3,258.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	818,763.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				49,440.
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	192,364.			
b From 2011	426,372.			
c From 2012	320,892.			
d From 2013	390,051.			
e From 2014	387,793.			
f Total of lines 3a through e	1,717,472.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 822,021.				
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				49,440.
e Remaining amount distributed out of corpus	772,581.			
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:	2,490,053.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	192,364.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	2,297,689.			
10 Analysis of line 9:				
a Excess from 2011	426,372.			
b Excess from 2012	320,892.			
c Excess from 2013	390,051.			
d Excess from 2014	387,793.			
e Excess from 2015	772,581.			

**THE A M FOUNDATION F/K/A USHER
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Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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 ▶ 02/19/03
 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				(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:
**ARTHUR MEISELS, 718-624-6008
 290 HEWES ST, BROOKLYN, NY 11211**

b The form in which applications should be submitted and information and materials they should include:
LETTER STATING PURPOSE OF SOLICITATION & ANY APPLICABLE BROCHURES

c Any submission deadlines:

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

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

Form 990-PF (2015)

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Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN FRIENDS OF YESHIVAS ALIYIOS ELIYAHU		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
ARUGATH HABOSEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
AVOSANI HERITAGE FOUNDATION		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
AVOYSEINU		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	36.
BAIS RUCHEL HIGH SCHOOL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	150,000.
Total	SEE CONTINUATION SHEET(S)		▶ 3a	822,021.
b Approved for future payment				
NONE				
Total ▶ 3b 0.				

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2015

Name of the organization

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

Employer identification number

03-0463941

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization THE A M FOUNDATION F/K/A USHER AND MIRIAM MEISELS FAMILY FOUNDATION	Employer identification number 03-0463941
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE ARTHUR & MIRIAM MEISELS FAMILY TRUST 9 WALTON ST BROOKLYN, NY 11206	\$ 92,333.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	ARTHUR MEISELS 290 HEWES ST BROOKLYN, NY 11211	\$ 400,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization THE A M FOUNDATION F/K/A USHER AND MIRIAM MEISELS FAMILY FOUNDATION	Employer identification number 03-0463941
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

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

Name of organization THE A M FOUNDATION F/K/A USHER AND MIRIAM MEISELS FAMILY FOUNDATION	Employer identification number 03-0463941
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
BAIS AMROM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
BAIS CHANA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	400.
BAIS USHER MORDECHAI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
BEKAS HATORAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
BETH HAMEDRESH RACHMAY HAUAB		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
BETH HATFILAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	3,000.
BNOS TSANZ		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
BUSINESS HALACHAH INSTITUTE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
CKCY		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
CIO OF ARGENTINA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	36.
Total from continuation sheets				665,485.

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
CAMP ARUGATH HABOSEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
CHASDEI GUR OF MIDWOOD		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
CHAYIM VCHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
CHEVRA OSAI VCHESED		PUBLIC CHARITY	SOCIAL SERVICES	1,000.
CHEVRA TOMCHE SHABBOS		PUBLIC CHARITY	SOCIAL SERVICES	180.
CONG AY		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
CONG ADAS LEMBERG		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
CONG AHAVAS SHOLOM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
CONG AHAVAS TZEDOKAH VCHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
CONG ARAD		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
Total from continuation sheets				

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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)				
CONG ATZEI CHAYIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	4,600.
CONG AVNEI SHLOMO		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	996.
CONG BJZ		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
CONG BAIS AMRUM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
CONG BAIS ARYE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
CONG BAIS HALEVY		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
CONG BAIS NAFTALI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
CONG BAIS USHER		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
CONG BEIS HAMEDRASH TOSH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
CONG BNEI JOEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
Total from continuation sheets				

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
CONG BNEI SHIMON YISROEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
CONG BNEI YESOSCHER		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
CONG BNEI YOEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
CONG CHASDEI EZRIEL YEHUDA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
CONG CHAYIM V'CHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
CONG DARKEI TESHUVAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	11,100.
CONG DARKEI TSHIVO DINOV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	3,600.
CONG GIVAS PINCHUS DKAPISH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
CONG MEOR EINIYIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
CONG MINCHAS YOSEF		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	245.
Total from continuation sheets				

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
CONG NACHLEI EMUNAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
CONG OF TETH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	6,000.
CONG OHELEY SHEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,350.
CONG OHR LAYESHURIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
CONG SHAREI CHAIM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
CONG SORO B'OHHEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	50.
CONG TALUD TORAH BRESLOV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	3,000.
CONG TEHILAS ARYEH		PUBLIC CHARITY	SOCIAL SERVICES	180.
CONG TIFERES NAFTULA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	7,000.
CONG TOSH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	36,000.
Total from continuation sheets				

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
CONG TZEDAKAH V'CHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
CONG YETEV LEV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	12,350.
CONG YOTZER OHR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	300.
EZRAS YISROEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	200.
HATOV V'HAMATIV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	14,360.
KEREN CHASANIM OF KASHO		PUBLIC CHARITY	SOCIAL SERVICES	2,500.
KEREN HABINYON BAIS RUCHEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	250,000.
KEREN HACHESED		PUBLIC CHARITY	SOCIAL SERVICES	150.
KEREN MENACHEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
KEREN MIKVAOS		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	4,000.
Total from continuation sheets				

THE A M FOUNDATION F/K/A USHER
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03-0463941

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
KEREN OHR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
KEREN V' EZER		PUBLIC CHARITY	SOCIAL SERVICES	249.
KHAL ADAS PAYE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	886.
KHAL BEER MOSHE		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
KOLEL AVREICHIM OF UTA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
KOLEL BAI TORAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
KOLEL BAIS YONAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	50.
KOLEL SHOMREI HACHOMOS		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
KOLEL YETEV LEV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
KOLEL YETEV LEV D'SATMAR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
Total from continuation sheets				

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
KOLLEL BAIS TORAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
KOLLEL WILLIAMSBERG		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
KUPATH EZRA EZRIEL YECHIEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
MACHNE RAV TOV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	35,500.
MEDRASH L'MAN ACHAI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	360.
MIFAL EZRA ZICHRON YEHUDA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	15,000.
MIKVA USA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	100.
MOSDOS BUHUSH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,000.
MOSDOS RADOSHITZ		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
MOSDOS RAMOU		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,800.
Total from continuation sheets				1,800.

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
MOSDOS SATMAR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,100.
MOSDOS SATMAR BNEI BRAK		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	1,000.
MOSDOS YAD YEMIN		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	180.
MOSDOS YETEV LEV OF ANTWERP		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
OHEL TORAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
OHOLEY SHEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	300.
OHR CHODOSH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	250.
ORSHEVOZ		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	75.
RAV CHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	249.
SATMAR BIKUR CHOLIM		PUBLIC CHARITY	SOCIAL SERVICES	1,000.
Total from continuation sheets				1,000.

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
TALMUD TORAH D'NITRA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
TOMER DEVORA		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	3,600.
TOV V'CHESED		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	10,200.
UNITED TALMUDICAL ACADEMY		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	20,000.
UNITED TALMUDICAL SEMINARY		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
YESHIVA ARUGATH HABOSEM		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	7,786.
YESHIVA BAIS HALEVI		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	3,000.
YESHIVA BEIS SHIMON YISROEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
YESHIVA BETH HILLEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	8,900.
YESHIVA KARLIN STOLIN		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	5,000.
Total from continuation sheets				

THE A M FOUNDATION F/K/A USHER
AND MIRIAM MEISELS FAMILY FOUNDATION

03-0463941

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
YESHIVA OHR YISROEL		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	65,000.
YESHIVA YESODA HATORAH		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,500.
YETEV LEV		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	500.
YETEV LEV SATMAR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	2,000.
YOITZER OIR		PUBLIC CHARITY	RELIGIOUS & EDUCATIONAL	400.
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
AMJB LLC	16,704.	16,704.	
FROM K-1 - 70 MALTESE ASSOC LLC	42.	42.	
FROM K-1 - 820 FIRST STREET HOLDINGS	4,852.	4,852.	
FROM K-1 - BC MS INVESTORS	1.	1.	
FROM K-1 - BELLA STERLING MEZZANINE HOLDINGS	2,068.	2,068.	
FROM K-1 - BG MIS PARTNERS LLC	1.	1.	
FROM K-1 - HG KF08 HOLDINGS LLC	4,154.	4,154.	
FROM K-1 - HG KF10 HOLDINGS LLC	2,549.	2,549.	
FROM K-1 - HG KINGWOOD LLC	1.	1.	
FROM K-1 - HGI OPPORTUNITY FUND IX LLC	1,554.	1,554.	
FROM K-1 - JB MCP LAVIE LLC	232.	232.	
FROM K-1 - NG 2215 LANGHORNE MEZZ LLC	1.	1.	
FROM K-1 - NG 707 VIRGINIA STREET	9.	9.	
FROM K-1 - NG COLONY PLAZA LLC	2.	2.	
FROM K-1 - PALM BAY SHOPPING PLAZA LLC	1.	1.	
FROM K-1 - VILLAGE GREEN MEZZANINE HOLDINGS LLC	797.	797.	
SIGNATURE BANK	4,759.	4,759.	
TOTAL TO PART I, LINE 3	37,727.	37,727.	

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
6202 14TH AVENUE	1	97,000.
TOTAL TO FORM 990-PF, PART I, LINE 5A		97,000.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	3
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
REAL ESTATE TAXES		87,580.	
- SUBTOTAL -	1		87,580.
TOTAL RENTAL EXPENSES			87,580.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			9,420.

FORM 990-PF	OTHER INCOME	STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TIDEWATER HOLDINGS CO LLC (REAL ESTATE PARTNERSHIP)	<2,694.>	<2,694.>	
ATLANTA- DALLAS HOLDINGS CO LLC (REAL ESTATE PARTNERSHIP)	<510.>	<510.>	
NASHVILLE DALLAS HOLDINGS LLC	<1,027.>	<1,027.>	
NG 2215 LANGHORNE MEZZ LLC	<4,337.>	<4,337.>	
WEST WASHINGTON HOLDINGS LLC	46.	46.	
BG MIS PARTNERS LLC	<4,763.>	<4,763.>	
HG ARC HOLDINGS LLC	<206.>	<206.>	
HG KINGWOOD LLC	162,078.	162,078.	
HG HAMPTONS HOLDINGS CO LLC	3,637.	3,637.	
LAKESHORE PRESTON HOLDINGS LLC	33,597.	33,597.	
CLEVELAND INDUSTRIAL HOLDINGS LLC	<2,343.>	<2,343.>	
70 MALTESE LLC	<77,698.>	<77,698.>	
HG HOLLY HALL HOLDINGS LLC	56,861.	56,861.	
VIRGINIA MULTIFAMILY HOLDINGS LLC	<1,073.>	<1,073.>	
NASHVILLE PORTFOLIO HOLDINGS LLC	26,136.	26,136.	
FOREST RIDGE LAKESIDE HOLDINGS	27,861.	27,861.	
NY PLAZA HOLDINGS	1.	1.	
FLORIDA MULTIFAMILY HOLDINGS	23,267.	23,267.	
BEVERWYCK HOLDINGS LLC	189,089.	189,089.	
820 FIRST STREET HOLDINGS	<5,174.>	<5,174.>	
PALM BAY SHOPPING PLAZA	<5,307.>	<5,307.>	
NG COLONY PLAZA	2,690.	2,690.	
NG 707 VIRGINIA STREET	<1,184.>	<1,184.>	
BC MS INVESTORS	<1,785.>	<1,785.>	
KEEN EQUITIES	<23,695.>	<23,695.>	
BELLA STERLING MEZZANINE	<148.>	<148.>	
JB MCP LAVIE LLC	<57,920.>	<57,920.>	
JB MCP OPIS LLC	<56.>	<56.>	
57 SPARTA COMMONS LLC	<25,394.>	<25,394.>	
524 RT 46 LLC	<174.>	<174.>	

COVES PREFERRED HOLDINGS	1,652.	1,652.
BEVERLY RETAIL HOLDINGS	<592.>	<592.>
RAPPAHANNOCK DEVELOPMENT	<247.>	<247.>
HGI OPPORTUNITY FUND	<7,941.>	<7,941.>
HG KF08 HOLDINGS	<404.>	<404.>
HG KF10 HOLDINGS	<486.>	<486.>
VILLAGE GREEN MEZZANINE	<33.>	<33.>
ALLIANCEBERNSTEIN US REAL ESTATE PARTNERS II LP	1,469.	1,469.
TOTAL TO FORM 990-PF, PART I, LINE 11	303,193.	303,193.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,000.	6,000.		0.
TO FORM 990-PF, PG 1, LN 16B	6,000.	6,000.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US TREASURY	2,237.	0.		0.
STATE TAXES	600.	600.		0.
PAYROLL TAXES	1,274.	1,274.		0.
REAL ESTATE TAXES	87,580.	87,580.		0.
TO FORM 990-PF, PG 1, LN 18	91,691.	89,454.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS FILING FEES	275.	275.		0.
BANK CHARGES	206.	206.		0.
INSURANCE	567.	567.		0.
TO FORM 990-PF, PG 1, LN 23	1,048.	1,048.		0.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
BW EQUITIES	52,500.	52,500.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	52,500.	52,500.	

FORM 990-PF	MORTGAGE LOANS		STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MORTGAGE RECEIVABLE	578,160.	578,160.	
TOTAL TO FORM 990-PF, PART II, LINE 12	578,160.	578,160.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIP INVEST- TIDEWATER HOLDINGS CO LLC	FMV	<100,441.>	20,000.
PARTNERSHIP INVEST- ATLANTA -DALLAS HOLDINGS CO LLC	FMV	1,283.	30,000.
PARTNERSHIP INVEST - NASHVILLE DALLAS HOLDINGS	FMV	0.	0.
PARTNERSHIP INVEST - HG HAMPTONS HOLDINGS LLC	FMV	<13,578.>	70,000.

PARTNERSHIP INVEST - WEST WASHINGTON HOLDINGS LLC	FMV	337.	30,000.
PARTNERSHIP INVEST - 70 MALTESE ASSOCIATES LLC	FMV	<167,891.>	20,000.
PARTNERSHIP INVEST - NG 2215 LANGHORNE MEZZ LLC	FMV	28,069.	80,000.
PARTNERSHIP INVEST - BG MIS PARTNERS LLC	FMV	<21,112.>	10,000.
PARTNERSHIP INVEST - HG ARC HOLDINGS LLC	FMV	0.	0.
PARTNERSHIP INVEST - HG KINGWOOD LLC	FMV	1,406.	20,000.
PARTNERSHIP INVEST - LAKESHORE PRESTON HOLDINGS	FMV	<21,410.>	30,000.
PARTNERSHIP INVEST - CLEVELAND INDUSTRIAL HOLDINGS LLC	FMV	0.	0.
PARTNERSHIP INVEST - BMAI ASSOC LLC	COST	33,106.	40,000.
PARTNERSHIP INVEST - HG HOLLY HALL HOLDINGS	FMV	2,670.	35,000.
PARTNERSHIP INVEST - VIRGINIA MULTI FAMILY HOLDINGS LLC	FMV	0.	0.
PARTNERSHIP INVEST - 57 SPARTA COMMONS LLC	FMV	0.	0.
PARTNERSHIP INVEST - 221 N WASHINGTON	FMV	36,666.	40,000.
PARTNERSHIP INVEST - BEVERWYC HOLDINGS	FMV	0.	0.
PARTNERSHIP INVEST - KEEN EQUITIES	FMV	486,884.	490,000.
PARTNERSHIP INVEST - NY PLAZA	FMV	0.	0.
PARTNERSHIP INVEST- NG LIBERTY SQUARE	FMV	8,441.	30,000.
PARTNERSHIP INVEST-PALM BAY SHOPPING PLAZA LLC	FMV	45,666.	90,000.
PARTNERSHIP INVEST-NG COLONY PLAZA LLC	FMV	1,793.	40,000.
PARTNERSHIP INVEST- 524 RT.46 LLC	FMV	17,550.	20,000.
PARTNERSHIP INVEST - NG VIRGINIA ST LLC	FMV	46,177.	100,000.
PARTNERSHIP INVEST - BC MS INVESTOR LLC	FMV	29,254.	50,000.
PARTNERSHIP INVEST - FLORIDA MULTIFAMILY HOLDINGS LLC	FMV	17,071.	40,000.
PARTNERSHIP INVEST - 820 FIRST STREET HOLDINGS	FMV	41,029.	50,000.
PARTNERSHIP INVEST - NASHVILLE PORTFOLIO HOLDINGS	FMV	6,242.	25,000.
PARTNERSHIP INVEST - FOREST RIDGE LAKESIDE HOLDINGS	FMV	31,196.	50,000.
PARTNERSHIP INVEST-BELLA STERLING MEZZANINE HOLDINGS	COST	21,961.	40,000.
PARTNERSHIP INV-JB MCP LAVIE LLC	COST	136,212.	150,000.
PARTNERSHIP INVEST-JB MCP OPIS LLC	COST	2,819.	5,000.
PARTNERSHIP INVEST-KNOXVILLE	COST		
PARTICIPATION PURCHASER		170,600.	170,600.

PARTNERSHIP INVEST - COVES PREFERRED HOLDINGS	COST	28,998.	30,000.
PARTNERSHIP INVEST - BEVERLY RETAIL HOLDINGS	COST	48,988.	50,000.
PARTNERSHIP INVEST - RAPPAHANNOCK DEVE	COST	49,753.	50,000.
PARTNERSHIP INVEST - HGI OPPORTUNITY FUND IX	COST	139,111.	150,000.
PARTNERSHIP INVEST - HG KF08 HOLDINGS	COST	98,527.	100,000.
PARTNERSHIP INVEST - HGKF10 HOLDINGS	COST	149,923.	150,000.
PARTNERSHIP INVEST - VILLAGE GREEN MEZZANINE HOLDING	COST	100,764.	110,000.
PARTNERSHIP INVEST - ALLIANCEBERNSTEIN US REAL ESTATE PARTNERS II LP	COST	15,219.	15,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,473,283.	2,430,600.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 11
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES WITHHELD PAYABLE	1,015.	988.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,015.	988.