



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

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.

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning MAY 1, 2015, and ending APR 30, 2016

Name of foundation

HOWARD FRANKENTHAL FAMILY
FOUNDATION, LTD

A Employer identification number

39-1642921

Number and street (or P O box number if mail is not delivered to street address)

10535 N. PORT WASHINGTON ROAD

Room/suite

B Telephone number

414-241-7000

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

MEQUON, WI 53092-5560

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated
under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

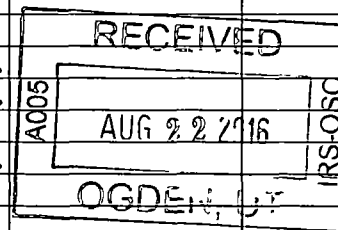
\$ 973,887. (Part I, column (d) must be on cash basis.)

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			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	892.	892.		
	4	Dividends and interest from securities	9,357.	9,357.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	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				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	Total. Add lines 1 through 11	10,249.	10,249.		
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 1	1,050.	0.		0.
	c	Other professional fees STMT 2	2,104.	2,104.		0.
	17	Interest				
	18	Taxes STMT 3	417.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 4	27.	27.		0.
	24	Total operating and administrative expenses. Add lines 13 through 23	3,598.	2,131.		0.
	25	Contributions, gifts, grants paid	76,090.			76,090.
	26	Total expenses and disbursements. Add lines 24 and 25	79,688.	2,131.		76,090.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-69,439.			
	b	Net investment income (if negative, enter -0-)		8,118.		
	c	Adjusted net income (if negative, enter -0-)		N/A		



**HOWARD FRANKENTHAL FAMILY
FOUNDATION, LTD**

Form 990-PF (2015)

39-1642921 Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	447,565.	370,839.	370,839.	
	2 Savings and temporary cash investments	87,961.	95,148.	95,148.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
		11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 5		182,271.	182,271.	507,900.	
14 Land, buildings, and equipment; basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		717,797.	648,258.	973,887.	
Liabilities		17 Accounts payable and accrued expenses	100.		
		18 Grants payable			
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)	100.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	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	717,697.	648,258.			
30 Total net assets or fund balances	717,697.	648,258.			
31 Total liabilities and net assets/fund balances	717,797.	648,258.			

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	717,697.
2 Enter amount from Part I, line 27a	2	-69,439.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	648,258.
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	648,258.

**HOWARD FRANKENTHAL FAMILY
FOUNDATION, LTD**

39-1642921 Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b 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				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2
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	85,700.	1,059,846.	.080861
2013	104,442.	1,052,794.	.099205
2012	101,630.	1,100,638.	.092337
2011	83,913.	1,119,398.	.074963
2010	99,627.	1,175,387.	.084761

2 Total of line 1, column (d)	2	.432127
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	.086425
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	984,613.
5 Multiply line 4 by line 3	5	85,095.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	81.
7 Add lines 5 and 6	7	85,176.
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	76,090.

HOWARD FRANKENTHAL FAMILY

Form 990-PF (2015)

FOUNDATION, LTD

39-1642921

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	162.
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	162.
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	162.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		162.
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?	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		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	2		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	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	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	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> WI			
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	8b	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	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

N/A

Form 990-PF (2015)

	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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	

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

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

- | | | | |
|--|--|--|----------|
| <p>1a During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A</p> <p>Organizations relying on a current notice regarding disaster assistance check here <input checked="" type="checkbox"/></p> <p>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</p> | | | |
| <p>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)):</p> <p>a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," list the years <input checked="" type="checkbox"/> _____, _____, _____, _____</p> <p>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</p> <p>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</p> <p><input checked="" type="checkbox"/> _____, _____, _____, _____</p> | | | |
| <p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015) N/A</p> | | | |
| <p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a</p> <p>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</p> | | | X |

**HOWARD FRANKENTHAL FAMILY
FOUNDATION, LTD**

39-1642921

Page 6

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)
5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A
5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A
☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b
X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A
7b
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors
1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HOWARD M FRANKENTHAL 9160 N. UPPER RIVER ROAD RIVER HILLS, WI 53217-1027	PRES/DIR/TRE 5.00	0.	0.	0.

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

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

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

Form 990-PF (2015)

**HOWARD FRANKENTHAL FAMILY
FOUNDATION, LTD**

Form 990-PF (2015)

39-1642921 Page **8**

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	467,823.
b	Average of monthly cash balances	1b	531,784.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	999,607.
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	999,607.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,994.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	984,613.
6	Minimum investment return. Enter 5% of line 5	6	49,231.

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	49,231.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	162.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	162.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,069.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	49,069.
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	49,069.

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	76,090.
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	76,090.
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	76,090.

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)

**HOWARD FRANKENTHAL FAMILY
FOUNDATION, LTD**

Form 990-PF (2015)

39-1642921 Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				49,069.
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	41,005.			
b From 2011	28,134.			
c From 2012	46,697.			
d From 2013	52,288.			
e From 2014	32,906.			
f Total of lines 3a through e	201,030.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	76,090.			
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				49,069.
e Remaining amount distributed out of corpus	27,021.			
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:	228,051.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	228,051.			
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	41,005.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	187,046.			
10 Analysis of line 9:				
a Excess from 2011	28,134.			
b Excess from 2012	46,697.			
c Excess from 2013	52,288.			
d Excess from 2014	32,906.			
e Excess from 2015	27,021.			

Form 990-PF (2015)

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

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

Form **990-PF** (2015)

HOWARD FRANKENTHAL FAMILY
FOUNDATION, LTD

Form 990-PF (2015)

39-1642921 Page 11

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				
SEE ATTACHED SCHEDULE 10535 N PORT WASHINGTON RD MEQUON, WI 53092-5560	NONE	NONE	GENERAL PURPOSES	76,090.
Total			3a	76,090.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A

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	892.	
4 Dividends and interest from securities				
		14	9,357.	
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a _____				
b _____				
c _____				
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e)				
	0.		10,249.	0.
13 Total. Add line 12, columns (b), (d), and (e)				
			13	10,249.

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

Part XVI-B[illegible]

Part XVII

		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

[illegible]

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

☒ Yes ☐ No

and believe it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Preparer's Signature: Howard W. Frankenthal, President **Date:** Aug. 17, 2016 **Title:** PRESIDENT

Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name STEVEN OVERLY CPA CVA	Preparer's signature <i>Steven Overly CPA 8-8-16</i>	Date 8-8-16	Check <input type="checkbox"/> if self-employed	PTIN P00163484
	Firm's name ▶ HAWKINS ASH CPAS, LLC			Firm's EIN ▶ 39-0912608	
	Firm's address ▶ 2360 DUCK CREEK PARKWAY GREEN BAY, WI 54303-3300			Phone no. 920.336.9850	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	1,050.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,050.	0.		0.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSE	2,104.	2,104.		0.	
TO FORM 990-PF, PG 1, LN 16C	2,104.	2,104.		0.	

FORM 990-PF	TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES WITHHELD	417.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	417.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WI ANNUAL FEE	22.	22.		0.	
INTEREST EXP	5.	5.		0.	
TO FORM 990-PF, PG 1, LN 23	27.	27.		0.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS COMMON STOCKS .	COST	182,271.	507,900.
TOTAL TO FORM 990-PF, PART II, LINE 13		182,271.	507,900.

HOWARD FRANKENTHAL FAMILY FOUNDATION, LTD
TAX ID NUMBER 39-1642921
CONTRIBUTIONS FOR YEAR ENDED APRIL 30, 2016

RECIPIENT	ADDRESS	CITY & STATE	ZIP CODE	PURPOSE	AMOUNT
American Cancer Society	N19W24350 Riverwood Drive	Waukesha, WI	53188	General	\$100.00
Alzheimer's Association	480 Pleasant Street	Watertown, MA	02472	General	\$250.00
ADL	120 S. LaSalle, Suite 1150	Chicago, Illinois	60603	General	\$180.00
B'Nai B'Rith Youth Org.-BBYO	6255 N Santa Monica Blvd	Milwaukee, WI	53217	General	\$180.00
B'Nai B'Ruth International	2020 K Street NW, 7th Floor	Washington, DC	20006	General	\$115.00
Big Brothers/Big Sisters-Milwaukee	788 North Jefferson Street	Milwaukee, WI	53202	General	\$100.00
Big Brothers/Big Sisters-Green Bay	1345 W. Mason Street	Green Bay, WI	54303	General	\$100.00
Big Brothers/Big Sisters-Ozaukee	885 Badger Circle	Grafton, WI	53024	General	\$100.00
Boys & Girls Club-Milwaukee	1558 North 6th Street	Milwaukee, WI	53212	General	\$500.00
Camp Ramah	65 E Wacker Place-Suite 1200	Chicago, IL	60601	General	\$500.00
Cancer Blows	1515 N Town East Blvd	Dallas, TX	75150	General	\$500.00
Casa Romero Renewal Center	2604 W Orchard Street	Milwaukee, WI	53204	General	\$100.00
Michael Daniel Cavanaugh Foundation	3909 Seneca Lane	Manitowoc, WI	54220	General	\$500.00
Coalition for Jewish Learning	6255 N Santa Monica Blvd.	Milwaukee, WI	53217	General	\$100.00
Congregation Shalom	7630 N Santa Monica Blvd.	Milwaukee, WI	53217	General	\$3,000.00
Development Corporation for Israel	8989 Port Washington Rd-Suite 200	Milwaukee, WI	53217	General	\$1,000.00
Door County Land Trust	P O Box 65	Sturgeon Bay, WI	54235	General	\$100.00
Friends of Schlitz	111 E. Brown Deer Road	Milwaukee, WI	53217	General	\$250.00
Grand Avenue Club, Inc.	210 E Michigan Street	Milwaukee, WI	53202	General	\$500.00
Hillel Foundation-Madison WI	611 Langdon Street	Madison, WI	53703	General	\$360.00
Hillel Milwaukee	3053 N Stowell Avenue	Milwaukee, WI	53211	General	\$360.00
Holocaust Resource Center	1360 N Prospect Ave	Milwaukee, WI	53202	General	\$20,000.00
Humane Society-Ozaukee	2073 Highway W	Grafton, WI	53024	General	\$100.00
Jewish Community Pantry	6255 N Santa Monica Blvd	Milwaukee, WI	53217	General	\$100.00
JFS/Jewish Family Services	1300 N Jackson Street	Milwaukee, WI	53202	General	\$250.00
Jewish National Fund	6270 N Port Washington Rd	Milwaukee, WI	53217	General	\$180.00
Kathy's House	600 N 103rd Street	Milwaukee, WI	53226	General	\$100.00
Literacy Council of Brown County	424 S. Monroe, Room 3	Green Bay, WI	54301	General	\$250.00
Literacy Services of Wisconsin, Inc	2724 W Wells Street	Milwaukee, WI	53208	General	\$250.00
Make-A-Wish Foundation	13195 W Hampton Ave	Buller, WI	53007	General	\$350.00
Milwaukee Homeless Veterans	7222 W Fond du lac Avenue	Milwaukee, WI	53218	General	\$100.00
Milwaukee Jewish Community Chorale	P O Box 170211	Milwaukee, WI	53217	General	\$100.00
Milwaukee Jewish Federation	1360 N Prospect Ave	Milwaukee, WI	53202	P.O. Box 1	\$18,380.00
Milwaukee Jewish Day School	6401 Santa Monica Blvd.	Milwaukee, WI	53217	Education	\$25,000.00
Milwaukee Public Museum	800 West Wells Street	Milwaukee, WI	53233	General	\$100.00
Milwaukee Symphony Orchestra	700 North Water St/suite 700	Milwaukee, WI	53202	General	\$100.00
Milwaukee Youth Symphony Orchestra	325 Walnut Street	Milwaukee, WI	53212	General	\$100.00
Neighborhood House	2819 W Richardson Place	Milwaukee, WI	53208	General	\$100.00
Ozaukee Family Services	885 Badger Circle	Grafton, WI	53024	General	\$100.00
Paul's Pantry/ST Vincent DePaul	1529 Leo Frigo Way	Green Bay, WI	54302	General	\$100.00
Tourette Syndrome Association	42-40 Bell Blvd-Suite 205	Bayside, NY	11361	General	\$200.00
Torah Academy of Milwaukee	6789 N Green Bay Avenue	Glendale, WI	53209	Education	\$100.00
UPAF	929 North Water Street	Milwaukee, WI	53202	General	\$300.00
Wisconsin Agricultural Education Center	1290 North Avenue	Cleveland, WI	53015	General	\$500.00
Wisconsin Council of the Blind	754 Williamson Street	Madison, WI	53703	Medical	\$100.00
Wisconsin Institute for Torah Study	3288 N Lake Drive	Milwaukee, WI	53211	General	\$100.00
Zoological Society	1005 W Blue Mound Road	Milwaukee, WI	53226	General	\$135.00
					\$76,090.00