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For calendar year 2015, or tax year beginning 10-01-2015 , and ending 09-30-2016

Name of foundation THE MILSTEIN FAMILY FOUNDATION		A Employer identification number 95-4824595
Number and street (or P O box number if mail is not delivered to street address) 16027 VENTURA BLVD	Room/suite	B Telephone number (see instructions) (818) 995-7965
City or town, state or province, country, and ZIP or foreign postal code ENCINO, CA 91436		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 16,369,662	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,293,267			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	15,333	15,333		
	4 Dividends and interest from securities	487,876	487,876		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	5,480			
	b Gross sales price for all assets on line 6a _____ 5,480				
	7 Capital gain net income (from Part IV , line 2)		5,480		
	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) (attach schedule)				
	11 Other income (attach schedule)	-5,526	-5,752		
	12 Total. Add lines 1 through 11	1,796,430	502,937		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	105,359	29,497		
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	4,425			
	b Accounting fees (attach schedule).	38,000	10,639		
	c Other professional fees (attach schedule)	12,649	12,649		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,792			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	49,473			
	21 Travel, conferences, and meetings.	5,582			
	22 Printing and publications				
	23 Other expenses (attach schedule).	49,794			
	24 Total operating and administrative expenses. Add lines 13 through 23	273,074	52,785		0
	25 Contributions, gifts, grants paid	1,445,210			1,445,210
	26 Total expenses and disbursements. Add lines 24 and 25	1,718,284	52,785		1,445,210
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	78,146			
	b Net investment income (if negative, enter -0-)		450,152		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		199,421	472	472
	2	Savings and temporary cash investments		20,274	6,127	6,127
	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 (attach schedule) (see instructions).				
	7	Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)				
	b	Investments—corporate stock (attach schedule)		11,919,105	11,884,021	12,180,367
	c	Investments—corporate bonds (attach schedule)		263,543	262,286	261,661
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		250,000	250,000	78,246
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	15	Other assets (describe ▶ _____)		3,134,313	3,461,979	3,842,789
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		15,786,656	15,864,885	16,369,662
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule).				
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities (add lines 17 through 22)			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				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		15,786,656	15,864,885	
	30	Total net assets or fund balances (see instructions)		15,786,656	15,864,885	
	31	Total liabilities and net assets/fund balances (see instructions)		15,786,656	15,864,885	

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	15,786,656
2	Enter amount from Part I, line 27a	2	78,146
3	Other increases not included in line 2 (itemize) ▶ _____	3	83
4	Add lines 1, 2, and 3	4	15,864,885
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,864,885

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a Capital Gain Dividends				
b				
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a			5,480
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) 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	5,480
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) (see instructions) 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 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	1,105,900	15,486,835	0 07141
2013	1,205,548	15,032,907	0 08019
2012	1,429,603	14,447,535	0 09895
2011	1,635,801	14,344,675	0 11404
2010	1,208,636	13,753,520	0 08788

2 Total of line 1, column (d).	2	0 452467
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	0 090493
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	15,735,628
5 Multiply line 4 by line 3.	5	1,423,964
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	4,502
7 Add lines 5 and 6.	7	1,428,466
8 Enter qualifying distributions from Part XII, line 4.	8	1,445,210

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

Part VII

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	4,502
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	
3 Add lines 1 and 2.		3	4,502
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-		5	4,502
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	9,600	
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	9,600
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	5,098
11 Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 5,098 Refunded <input type="checkbox"/>		11	

Part VII-A

Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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		No
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
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		No
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		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
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	Yes	
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	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____			
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	Yes	
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		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 	10	Yes	

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).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.milsteinff.org</u>	13	Yes	
14	The books are in care of ► <u>FISHMAN BLOCK DIAMOND LLP</u> Telephone no ► <u>(818) 783-7140</u> Located at ► <u>16830 VENTURA BLVD SUITE 400 ENCINO CA</u> ZIP+4 ► <u>91436</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b	No
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	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
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).	2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>).	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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)?

5b

No

Organizations relying on a current notice regarding disaster assistance check here. ☐

c

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

☐ Yes ☒ No

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

6a

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

☐ Yes ☒ No

b

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

6b

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?

7b

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 (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ADAM MILSTEIN	President	0		
16027 VENTURA BLVD 550 ENCINO,CA 91436	0 00			
GILA MILSTEIN	Secretary	0		
16027 VENTURA BLVD 550 ENCINO,CA 91436	0 00			

2

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

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

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

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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 (see instructions). 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. ▶

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

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	12,315,079
b	Average of monthly cash balances.	1b	113,147
c	Fair market value of all other assets (see instructions).	1c	3,547,031
d	Total (add lines 1a, b, and c).	1d	15,975,257
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	
3	Subtract line 2 from line 1d.	3	15,975,257
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	239,629
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,735,628
6	Minimum investment return. Enter 5% of line 5.	6	786,781

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	786,781
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	4,502
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,502
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	782,279
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	782,279
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	782,279

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	1,445,210
b	Program-related investments—total from Part IX-B.	1b	
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	1,445,210
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 (see instructions).	5	4,502
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,440,708

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				782,279
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				167,345
b From 2011.				936,825
c From 2012.				712,020
d From 2013.				460,717
e From 2014.				340,847
f Total of lines 3a through e.	2,617,754			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,445,210				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				782,279
e Remaining amount distributed out of corpus	662,931			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,280,685			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				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).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	167,345			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	3,113,340			
10 Analysis of line 9				
a Excess from 2011. . . .				936,825
b Excess from 2012. . . .				712,020
c Excess from 2013. . . .				460,717
d Excess from 2014. . . .				340,847
e Excess from 2015. . . .				662,931

Part XIV

b Check box to indicate whether the organization is a:

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

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))

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

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data TableSee Additional Data Table				
Total			▶ 3a	1,445,210
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No


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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes
☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here 	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** _____ Signature of officer or trustee	2017-01-16 _____ Date	***** _____ Title

May the IRS discuss this return with the preparer shown below
 (see instr.)? ☐ Yes ☒ No

Paid Preparer Use Only	Print/Type preparer's name STEVEN J FISHMAN CPA	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00160721
	Firm's name <input type="checkbox"/> Fishman Block Diamond LLP			Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/> 16830 Ventura Blvd Ste 400 Encino, CA 914361726			Phone no. <input type="checkbox"/> (818) 783-7140	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN ISRAEL EDUCATION FOUNDATIO 251 H STREET NW WASHINGTON,DC 20001	N/A	CHARITY	GENERAL USE	200,000
ASHREINU A JEWISH EDUCATION NETWORK 369 N FAIRFAX AVE 5 LOS ANGELES,CA 90036	N/A	CHARITY	GENERAL USE	35,000
CHABAD ISRAEL HOUSE 1520 SOUTH ROBERTSON BLVD LOS ANGELES,CA 90035	N/A	CHARITY	GENERAL USE	20,000
HASBARA FELLOWSHIPS 520 8TH AVENUE 20TH FLOOR NEW YORK,NY 10018	N/A	CHARITY	GENERAL USE	51,000
ISRAELI AMERICAN COUNCIL IAC 9440 SOUTH SANTA MONICA BOULEVARD BEVERLY HILLS,CA 90210	N/A	CHARITY	GENERAL USE	150,000
STAND WITH US PO BOX 341069 LOS ANGELES,CA 90034	N/A	CHARITY	GENERAL USE	60,000
TZEDAKA FUND 312 N DETROIT LOS ANGELES,CA 90036	N/A	CHARITY	GENERAL USE	10,000
ACADEMIC EXCHANGE 9100 WILSHIRE BLVD SUITE 400W BEVERLY HILLS,CA 90212	N/A	CHARITY	GENERAL USE	24,000
CAMERA PO BOX 35040 BOSTON,MA 02135	N/A	CHARITY	GENERAL USE	20,000
CHABAD OF BAKERSFIELD 6901 MCDIVITT DRIVE C BAKERSFIELD,CA 93313	N/A	CHARITY	GENERAL USE	6,000
CHRISTIANS UNITED FOR ISRAEL PO BOX 1307 SAN ANTONIO,TX 78295	N/A	CHARITY	GENERAL USE	1,000
HERITAGE RETREATS 557 FENLON BLVD CLIFTON,NJ 07014	N/A	CHARITY	GENERAL USE	500
JEWISH PARTISAN EDUCATIONAL FOUNDAT 2107 VAN NESS AVE STE 302 SAN FRANCISCO,CA 94109	N/A	CHARITY	GENERAL USE	1,000
OHR ELIYAHU ACADEMY 241 S DETROIT ST LOS ANGELES,CA 90036	N/A	CHARITY	GENERAL USE	60,000
PRAGER UNIVERSITY 2325 DULLES CORNER BLVD SUITE 670 HERNDON,VA 20171	N/A	CHARITY	GENERAL USE	10,000
Total ▶ 3a				1,445,210

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALPHA EPSILON PI 2 WISCONSIN CIRCLE SUITE 700 CHEVY CHASE, MD 20815	N/A	CHARITY	GENERAL USE	36,000
CHABAD OF STANFORD 1289 COLLEGE AVENUE PALO ALTO, CA 94306	N/A	CHARITY	GENERAL USE	15,000
EM HABANIM 5850 LAUREL CANYON BLVD VALLEY VILLAGE, CA 91607	N/A	CHARITY	GENERAL USE	1,000
LARGER THAN LIFE 18034 VENTURA BLVD 257 ENCINO, CA 91316	N/A	CHARITY	GENERAL USE	3,600
LEUKEMIA LYMPHOMA SOCIETY 1311 MAMARONECK AVENUE SUITE 310 WHITE PLAINS, NY 10605	N/A	CHARITY	GENERAL USE	1,000
PEYLIM LEV L'ACHIM 1034 EAST 12TH STREET BROOKLYN, NY 11230	N/A	CHARITY	GENERAL USE	25,000
STAND BY ME 21781 VENTURA BLVD 520 WOODLAND HILLS, CA 91364	N/A	CHARITY	GENERAL USE	10,000
AMERICAN FRIENDS OF IDC 116 EAST 16TH STREET 11TH FLOOR NEW YORK, NY 10033	N/A	CHARITY	GENERAL USE	2,000
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	N/A	CHARITY	GENERAL USE	27,000
CHILDRENS HOSPITAL OF LOS ANGELES 4650 W SUNSET BLVD LOS ANGELES, CA 90027	N/A	CHARITY	GENERAL USE	1,000
FRIENDS OF THE IDF 6505 WILSHIRE BLVD SUITE 625 LOS ANGELES, CA 90048	N/A	CHARITY	GENERAL USE	10,000
MESIVTA OF GREATER LOS ANGELES 25115 MUREAU ROAD CALABASAS, CA 91302	N/A	CHARITY	GENERAL USE	2,000
SHA-I-L-I 5825 RESEDA BLVD 339 TARZANA, CA 91356	N/A	CHARITY	GENERAL USE	2,000
THE INVESTIGATIVE PROJECT 5614 CONNECTICUT AVE NW NO 341 WASHINGTON, DC 20015	N/A	CHARITY	GENERAL USE	5,000
UNITED BREAST CANCER FOUNDATION 205 DEPOT ROAD HUNTINGTON STATION, NY 11746	N/A	CHARITY	GENERAL USE	1,000
Total ► 3a				1,445,210

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY,OK 73123	N/A	CHARITY	GENERAL USE	1,000
AMERICAN FRIENDS OF TEL AVIV UNIVER 39 BROADWAY NEW YORK,NY 10006	N/A	CHARITY	GENERAL USE	25,000
AMERICAN SOCIETY FOR YAD VASHEM 500 FIFTH AVENUE 42ND FLOOR NEW YORK,NY 10110	N/A	CHARITY	GENERAL USE	20,000
HESCHEL DAY SCHOOL 17701 DEVONSHIRE STREET NORTHRIDGE,CA 91325	N/A	CHARITY	GENERAL USE	5,000
HILLEL AT USC 3300 S HOOVER STREET LOS ANGELES,CA 90007	N/A	CHARITY	GENERAL USE	2,500
HILLEL AT STANFORD 565 MAYFIELD AVENUE STANFORD,CA 94305	N/A	CHARITY	GENERAL USE	1,500
MAKE-A-WISH FOUNDATION 1875 CENTURY PARK EAST SUITE 950 LOS ANGELES,CA 90067	N/A	CHARITY	GENERAL USE	1,000
MULTIPLE SCLEROSIS SOCIETY 5150 GOLDFLEAF CIRCLE 400 LOS ANGELES,CA 90056	N/A	CHARITY	GENERAL USE	1,000
NEW COMMUNITY JEWISH HIGH SCHOOL 22622 VANOWEN STREET WEST HILLS,CA 91307	N/A	CHARITY	GENERAL USE	5,000
SHOMREI TORAH SYNAGOGUE 7353 VALLEY CIRCLE BOULEVARD WEST HILLS,CA 91304	N/A	CHARITY	GENERAL USE	4,500
AMERICAN ISRAELI COOPERATIVE ENTERP 2810 BLAINE DRIVE CHEVY CHASE,MD 20815	N/A	CHARITY	GENERAL USE	5,000
BIZRAEL 28 PARK AVE MONSEY,NY 10952	N/A	CHARITY	GENERAL USE	5,000
CHAI LIFELINE CHILDREN'S FUND 475 S ROBERTSON BLVD BEVERLY HILLS,CA 90211	N/A	CHARITY	GENERAL USE	1,000
CITY OF HOPE 1055 WILSHIRE BLVD 1200 LOS ANGELES,CA 90017	N/A	CHARITY	GENERAL USE	1,000
HILLEL AT NORTHEASTERN UNIVERSITY 70 SAINT STEPHEN ST BOSTON,MA 02115	N/A	CHARITY	GENERAL USE	11,000
Total ▶ 3a				1,445,210

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HILLEL OF SILICON VALLEY 44 S 11TH ST SAN JOSE, CA 95112	N/A	CHARITY	GENERAL USE	10,500
HILLEL YAD 18900 NE 25 AVE MIAMI BEACH, FL 33180	N/A	CHARITY	GENERAL USE	2,200
HILLEL 818 17729 PLUMMER ST NORTHRIDGE, CA 91325	N/A	CHARITY	GENERAL USE	11,000
ISRAEL ON CAMPUS COALITION 800 8TH ST NW WASHINGTON, DC 20001	N/A	CHARITY	GENERAL USE	25,000
LEHOSHEET YAD 1155 S BOYLE AVE LOS ANGELES, CA 90023	N/A	CHARITY	GENERAL USE	5,000
PEF ISRAEL ENDOWMENT FUNDS INC 630 THIRD AVE NEW YORK, NY 10017	N/A	CHARITY	GENERAL USE	20,000
SOUTHERN NCSY 7200 W CAMINO REAL BOCA RATON, FL 33433	N/A	CHARITY	GENERAL USE	10,000
STUDENTS SUPPORTING ISRAEL 5775 WAYZATA BLVD ST LOUIS PARK, MN 55416	N/A	CHARITY	GENERAL USE	10,000
TAMID GROUP ON CAMPUS 800 EIGHTH STREET NW WASHINGTON, DC 20001	N/A	CHARITY	GENERAL USE	5,500
YAD EPHRAIM 1390 E 22ND ST BROOKLYN, NY 11210	N/A	CHARITY	GENERAL USE	10,000
ADELSON EDUCATIONAL CAMPUS 9700 W HILLPOINTE RD LAS VEGAS, NV 89134	N/A	CHARITY	GENERAL USE	4,000
AISH LA 1417 S DOHENY DRIVE LOS ANGELES, CA 90035	N/A	CHARITY	GENERAL USE	46,000
AMCHA INITIATIVE PO BOX 408 SANTA CRUZ, CA 95061	N/A	CHARITY	GENERAL USE	10,000
AMERICAN FRIENDS OF SHANTI HOUSE 8740 SAINTS IVS DR LOS ANGELES, CA 90069	N/A	CHARITY	GENERAL USE	6,000
ANDRES Y MARIA CARDENAS FAM FOUNDAT PO BOX 920008 SYLMAR, CA 91392	N/A	CHARITY	GENERAL USE	5,000
Total ▶ 3a				1,445,210

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARTISTS 4 ISRAEL 1114 AVENUE OF THE AMERICAS NEW YORK,NY 10036	N/A	CHARITY	GENERAL USE	5,000
BEAUTY BUS FOUNDATION 2716 OCEAN PARK BLVD SUITE 1062 SANTA MONICA,CA 90405	N/A	CHARITY	GENERAL USE	600
BEIT T'SHUVAH 8831 VENICE BLVD LOS ANGELES,CA 90034	N/A	CHARITY	GENERAL USE	4,000
BLACK AND WHITE GLOBAL MEDIA PO BOX 7701 BEVERLY HILLS,CA 90212	N/A	CHARITY	GENERAL USE	4,000
BLUE STAR PR 96 JESSIE STREET SUITE 310 SAN FRANCISCO,CA 94105	N/A	CHARITY	GENERAL USE	5,000
BNEI AKIVA OF LOS ANGELES 9030 W OLYMPIC BLVD BEVERLY HILLS,CA 90211	N/A	CHARITY	GENERAL USE	3,600
CENTER FOR CREATIVE CHANGE 8606 ALLISONVILLE RD SUITE 138 C INDIANAPOLIS,IN 46250	N/A	CHARITY	GENERAL USE	25,000
CHABAD JEWISH STUDENT CENTER AT BER 2516 WARRING STREET BERKELEY,CA 94704	N/A	CHARITY	GENERAL USE	1,000
CHABAD OF THE VALLEY 18181 BURBANK BLVD TARZANA,CA 91356	N/A	CHARITY	GENERAL USE	5,000
FAR WEST REGION UNITED SYNAGOGUE YO 15840 VENTURA BLVD 200 ENCINO,CA 91436	N/A	CHARITY	GENERAL USE	9,000
FRIENDS OF YAMAM 30 CAMPUS DRIVE EDISON,NJ 08837	N/A	CHARITY	GENERAL USE	500
FRIENDS OF THE INSTITUTE FOR ZIONIS 170 53RD STREET BROOKLYN,NY 11232	N/A	CHARITY	GENERAL USE	5,000
GEORGE MASON UNIVERSITY HILLEL 4400 UNIVERSITY DR MS 2C7 FAIRFAX,VA 22030	N/A	CHARITY	GENERAL USE	1,000
GREATER MIAMI HILLEL FOUNDATION 1100 STANFORD DRIVE CORAL GABLES,FL 33146	N/A	CHARITY	GENERAL USE	500
HAYM SALOMON CENTER 5 REVERE DRIVE STE 200 NORTHBROOK,IL 60062	N/A	CHARITY	GENERAL USE	10,000
Total ▶ 3a				1,445,210

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HEROES TO HEROES FOUNDATION 96 LINWOOD PLAZA 305 FORT LEE, NJ 07024	N/A	CHARITY	GENERAL USE	5,000
HILLEL AT BARUCH COLLEGE 55 LEXINGTON AVE NEW YORK, NY 10010	N/A	CHARITY	GENERAL USE	10,000
HILLEL AT SANTA BARBARA 781 EMBARCADERO DEL MAR ISLA VISTA, CA 93117	N/A	CHARITY	GENERAL USE	11,000
HILLEL AT SANTA CRUZ 222 CARDIFF PLACE SANTA CRUZ, CA 95060	N/A	CHARITY	GENERAL USE	1,000
HILLEL AT UCLA 574 HILGARD AVENUE LOS ANGELES, CA 90024	N/A	CHARITY	GENERAL USE	2,500
HILLELS OF GEORGIA 735 GATEWOOD RD NE ATLANTA, GA 30322	N/A	CHARITY	GENERAL USE	400
HONEST REPORTING 165 EAST 56TH STREET 2ND FLOOR NEW YORK, NY 10022	N/A	CHARITY	GENERAL USE	15,000
IMAGINATION PRODUCTIONS 11110 NOB HILL ROAD SUITE 288 SUNRISE, FL 33351	N/A	CHARITY	GENERAL USE	25,000
INSTITUTE FOR STUDY GLOBAL ANTISEMI 165 E 56TH STREET 2ND FLOOR MANHATTAN, NY 10022	N/A	CHARITY	GENERAL USE	5,000
ISRAEL CHRISTIAN NEXUS 13636 VENTURA BLVD 450 SHERMAN OAKS, CA 91423	N/A	CHARITY	GENERAL USE	10,000
JEWISH GRADUATE STUDENT INITIATIVE 8812 W PICO BLVD 211 LOS ANGELES, CA 90035	N/A	CHARITY	GENERAL USE	10,000
JEWISH COMMUNITY CHILDREN'S CHOIR 9326 SAWYER STREET LOS ANGELES, CA 90035	N/A	CHARITY	GENERAL USE	1,000
JEWISH NATIONAL FUND 42 EAST 69TH STREET NEW YORK, NY 10021	N/A	CHARITY	GENERAL USE	25,000
JEWISH NEWS SERVICE PO BOX 610100 NEWTON, MA 02461	N/A	CHARITY	GENERAL USE	12,500
JIMENA 459 FULTON ST 207 SAN FRANCISCO, CA 94102	N/A	CHARITY	GENERAL USE	10,000
Total ► 3a				1,445,210

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
KADIMA DAY SCHOOL 7011 SHOUP AVE WEST HILLS,CA 91307	N/A	CHARITY	GENERAL USE	950
LONG BEACH HILLEL 3801 E WILLOW STREET LONG BEACH,CA 90815	N/A	CHARITY	GENERAL USE	11,000
MATI-ISRAELI COMMUNITY CENTER 19626 VENTURA BLVD STE 214A TARZANA,CA 91356	N/A	CHARITY	GENERAL USE	1,000
MILKEN COMMUNITY HIGH SCHOOL 15800 ZELDINS WAY LOS ANGELES,CA 90049	N/A	CHARITY	GENERAL USE	1,000
PHILOS PROJECT INC 79 MADISON AVE 7TH FL NEW YORK,NY 10016	N/A	CHARITY	GENERAL USE	10,000
REMEMBER US ORG 247 SOUTH ST NEEDHAM,MA 02492	N/A	CHARITY	GENERAL USE	2,000
SCHOLARS FOR PEACE IN THE MIDDLE EA PO BOX 2241 BALA CYNWYD,PA 19004	N/A	CHARITY	GENERAL USE	5,000
SHAARE ZEDEK MEDICAL CENTER 12 SHMUEL BAIT ST JERUSALEM 9103102 IS	N/A	CHARITY	GENERAL USE	10,000
SHALHEVET HIGH SCHOOL 910 S FAIRFAX AVE LOS ANGELES,CA 90034	N/A	CHARITY	GENERAL USE	5,000
TARBUTON 441 SAXONY RD ENCINITAS,CA 92024	N/A	CHARITY	GENERAL USE	10,000
THE CENTAL FUND OF ISRAEL 980 6TH AVE 3RD FLOOR NEW YORK,NY 10018	N/A	CHARITY	GENERAL USE	40,000
THE FOUNDATION FOR DEFENSE DEMOCRAC 1800 M STREET NW 800S WASHINGTON,DC 20036	N/A	CHARITY	GENERAL USE	10,000
THE GERSHON JACOBSON JCC 788 EASTERN PARKWAY SUITE 303 BROOKLYN,NY 11213	N/A	CHARITY	GENERAL USE	5,000
THE ROHR CHABAD CENTER 5700 S WOODLAWN AVE CHICAGO,IL 60637	N/A	CHARITY	GENERAL USE	360
TUFTS HILLEL 220 PACKARD AVENUE MEDFORD,MA 02155	N/A	CHARITY	GENERAL USE	500
Total ▶ 3a				1,445,210

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UCLA FOUNDATION 10920 WILSHIRE BLVD SUITE 900 LOS ANGELES,CA 90024	N/A	CHARITY	GENERAL USE	36,000
VAAD HANOCHOS HATMIMIM INC 788 EASTERN PARKWAY ROOM 303 BROOKLYN,NY 11213	N/A	CHARITY	GENERAL USE	5,000
VALLEY BETH SHALOM 15739 VENTURA BLVD ENCINO,CA 91436	N/A	CHARITY	GENERAL USE	5,000
WEST COAST NCSY 9831 WEST PICO BLVD LOS ANGELES,CA 90035	N/A	CHARITY	GENERAL USE	5,000
Total ▶ 3a				1,445,210

TY 2015 Accounting Fees Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	30,000	8,399	0	0
TAX PREP	8,000	2,240	0	0

TY 2015 Investments Corporate Bonds Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ML STERN NOTES, BONDS & SHARES	12,286	11,661
STATE OF ISRAEL BONDS	250,000	250,000

TY 2015 Investments Corporate Stock Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DODGE & COX INC. & INCOME	3,025,644	3,251,533
INTERNATIONAL EQUITY FUNDS	77,817	202,500
ML STERN EQUITIES	530,195	460,162
TOTAL BERNSTEIN INVESTMENTS	7,310,568	7,692,104
GREY K INVIRONMENTAL HEDGE FUND	439,782	84,047
PRINCIPAL GLOBAL DIVERSIFIED INC CL P	500,015	490,021

TY 2015 Investments - Other Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PAULSON GOLD FUND LTD	AT COST	250,000	78,246

TY 2015 Legal Fees Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	4,425	0	0	0

TY 2015 Other Assets Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
EL CENTRO B NOTE	87,428	87,415	
FREEDOM FINANCIAL DEBT FUND		333,333	333,333
MYDA ADVANTAGE LTD INVESTMENT	2,107,744	2,107,744	2,511,922
NORTH IMPERIAL ASSOCIATES	-58,393	-64,047	
NPN FUND III	997,534	997,534	997,534

TY 2015 Other Expenses Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVERTISING	8,241			
ATTORNEY GENERAL	150			
DUES & SUBSCRIPTIONS	3,086			
EMPLOYEE BENEFITS	4,138			
INSURANCE	278			
INTERNET SERVICE	5,530			
OFFICE EXPENSES	1,043			
PARKING	5,795			
TELEPHONE	3,431			
VIDEO PROJECTS	7,342			
WEBSITE	10,760			

TY 2015 Other Income Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EL CENTRO B NOTE	-13	-13	
MISCELLANEOUS INCOME	226		
NORTH IMPERIAL ASSOCIATES	-5,739	-5,739	

TY 2015 Other Increases Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Description	Amount
BOOK/TAX DIFFERENCE FROM PASSTHROUGH K-1	83

TY 2015 Other Professional Fees Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	12,649	12,649	0	0

TY 2015 Substantial Contributors Schedule

Name: THE MILSTEIN FAMILY FOUNDATION

EIN: 95-4824595

Software ID: 15000324

Software Version: 2015v3.0

Name	Address
ADAM GILA MILSTEIN	16027 VENTURA BLVD 550 ENCINO, CA 91436

TY 2015 Taxes Schedule**Name:** THE MILSTEIN FAMILY FOUNDATION**EIN:** 95-4824595**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FRANCHISE TAX BOARD	10			
PROPERTY TAXES	73			
SECRETARY OF THE STATE	20			
US TREASURY	7,689			

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 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	Employer identification number
THE MILSTEIN FAMILY FOUNDATION	95-4824595

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 other 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 33¹/₃% 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE MILSTEIN FAMILY FOUNDATION	Employer identification number 95-4824595
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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	ADAM GILA MILSTEIN	\$ 1,293,267	Person <input checked="" type="checkbox"/>
	16027 VENTURA BLVD 550		Payroll <input type="checkbox"/>
	ENCINO, CA 91436		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE MILSTEIN FAMILY FOUNDATION	Employer identification number 95-4824595
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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 information once. See instructions.) ► \$ _____

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