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Return of Private Foundation

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation: **APPLEMAN FOUNDATION INC**

Number and street (or P O box number if mail is not delivered to street address): **810 SEVENTH AVENUE, 7TH FLOOR**

City or town, state or province, country, and ZIP or foreign postal code: **NEW YORK, NY 10019**

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 33,967,975.** (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual Other (specify)

A Employer identification number: **13-6154978**

B Telephone number: **212-686-7160**

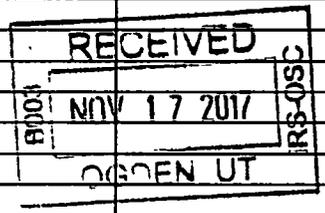
C If exemption application is pending, check here

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

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

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

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		644.	370.		STATEMENT 1
4 Dividends and interest from securities		414,405.	414,405.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		326,854.			
b Gross sales price for all assets on line 6a		4,865,108.			
7 Capital gain net income (from Part IV, line 2)			326,854.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-33,444.	-7,099.		STATEMENT 3
12 Total. Add lines 1 through 11		708,459.	734,530.		
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 4		18,495.	9,248.		9,247.
c Other professional fees STMT 5		187,370.	160,370.		27,000.
17 Interest		6,992.	6,992.		0.
18 Taxes STMT 6		127,853.	6,466.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		39,432.	38,647.		588.
24 Total operating and administrative expenses. Add lines 13 through 23		380,142.	221,723.		36,835.
25 Contributions, gifts, grants paid		598,187.			598,187.
26 Total expenses and disbursements. Add lines 24 and 25		978,329.	221,723.		635,022.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-269,870.			
b Net investment income (if negative, enter -0-)			512,807.		
c Adjusted net income (if negative, enter -0-)				N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,675,454.	5,178,741.	5,178,741.
	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 STMT 8	12,723,376.	14,276,651.	17,893,868.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	12,920,781.	10,594,349.	10,895,366.	
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)	30,319,611.	30,049,741.	33,967,975.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	24,395,962.	24,395,962.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,923,649.	5,653,779.	
30 Total net assets or fund balances	30,319,611.	30,049,741.		
31 Total liabilities and net assets/fund balances	30,319,611.	30,049,741.		

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	30,319,611.
2 Enter amount from Part I, line 27a	2	-269,870.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	30,049,741.
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	30,049,741.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
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 4,865,108.		4,191,256.	326,854.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			326,854.

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	326,854.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	626,889.	33,235,215.	.018862
2014	920,720.	36,526,122.	.025207
2013	9,713,280.	36,100,150.	.269065
2012	1,578,110.	34,680,472.	.045504
2011	2,059,821.	34,534,850.	.059645

2 Total of line 1, column (d)	2	.418283
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	.083657
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	32,750,178.
5 Multiply line 4 by line 3	5	2,739,782.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,128.
7 Add lines 5 and 6	7	2,744,910.
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	635,022.

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	10,256.
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	10,256.
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	10,256.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	60,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	60,000.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	49,744.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 10,280. Refunded <input type="checkbox"/>	11	39,464.

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of TAG ASSOCIATES Telephone no. 212-275-1500 Located at 810 SEVENTH AVENUE, 7TH FLOOR, NEW YORK, NY ZIP+4 10019
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2016 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 2016)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?

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

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?

If "Yes" to 6b, file Form 8870

6b X

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
SUSAN UNTERBERG 810 SEVENTH AVENUE, 7TH FLOOR NEW YORK, NY 10019	PRESIDENT 0.00	0.	0.	0.
ELLEN UNTERBERG CELLI 810 SEVENTH AVENUE, 7TH FLOOR NEW YORK, NY 10019	VICE PRESIDENT 0.00	0.	0.	0.
JAMES SATLOFF 810 SEVENTH AVENUE, 7TH FLOOR NEW YORK, NY 10019	SECRETARY & TREASUER 0.00	0.	0.	0.

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

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

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST MANHATTAN CO. 399 PARK AVENUE, NEW YORK, NY 10022	INVESTMENT ADVISORY	73,662.

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	16,361,495.
b	Average of monthly cash balances	1b	5,936,451.
c	Fair market value of all other assets	1c	10,950,966.
d	Total (add lines 1a, b, and c)	1d	33,248,912.
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	33,248,912.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	498,734.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,750,178.
6	Minimum investment return. Enter 5% of line 5	6	1,637,509.

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	1,637,509.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	10,256.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,256.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,627,253.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,627,253.
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	1,627,253.

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	635,022.
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	635,022.
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	635,022.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,627,253.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	378,778.			
b From 2012				
c From 2013	7,938,954.			
d From 2014				
e From 2015				
f Total of lines 3a through e	8,317,732.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	635,022.			
a Applied to 2015, 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 2016 distributable amount				635,022.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	992,231.			992,231.
6 Enter the net total of each column as indicated below:	7,325,501.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	7,325,501.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013	7,325,501.			
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHEDULE ATTACHED		PC	GENERAL PURPOSES	598,187.
Total			▶ 3a	598,187.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

APPLEMAN FOUNDATION INC

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 SCHEDULE ATTACHED	P		
b SCHEDULE ATTACHED	P		
c OPALEYE LP - SHORT TERM	P		
d OPALEYE LP - LONG TERM	P		
e RRE VENTURES VI - LONG TERM	P		
f OVERBROOK OPPTY FUND II - SHORT TERM	P		
g OVERBROOK OPPTY FUND II - LONG TERM	P		
h SAB OVERSEAS FUND - FINAL PAYOUT	P		
i MISC LITIGATION PROCEEDS	P		
j CAPITAL GAINS DIVIDENDS			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,370,989.		2,494,272.	-123,283.
b 2,424,113.		1,696,984.	727,129.
c			-88,168.
d			56,494.
e			-11,338.
f			-255,605.
g			-48,381.
h 62,399.			62,399.
i 42.			42.
j 7,565.			7,565.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-123,283.
b			727,129.
c			-88,168.
d			56,494.
e			-11,338.
f			-255,605.
g			-48,381.
h			62,399.
i			42.
j			7,565.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	326,854.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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		Purchase Date	Sale Date	Proceeds	Beginning Inventory	Short-term Gain/(loss)	Long-term Gain/(loss)
170,065	901	JPMorgan Strategic Incm Oppty Sclt Shr	3/30/2015	2/11/2016	1,831,585 58	2,000,000 00	(168,414 42)
997	836	JPMorgan Strategic Incm Oppty Sclt Shr	4/28/2015	2/11/2016	10,746 55	11,734 55	(988 00)
407	641	JPMorgan Strategic Incm Oppty Sclt Shr	5/27/2015	2/11/2016	4,390 24	4,789 78	(399 54)
455	104	JPMorgan Strategic Incm Oppty Sclt Shr	6/26/2015	2/11/2016	4,901 41	5,315 61	(414 20)
489	523	JPMorgan Strategic Incm Oppty Sclt Shr	7/29/2015	2/11/2016	5,272 09	5,673 57	(401 48)
465	584	JPMorgan Strategic Incm Oppty Sclt Shr	8/27/2015	2/11/2016	5,014 27	5,344 90	(330 63)
502	651	JPMorgan Strategic Incm Oppty Sclt Shr	9/28/2015	2/11/2016	5,413 48	5,705 09	(291 61)
516	205	JPMorgan Strategic Incm Oppty Sclt Shr	10/28/2015	2/11/2016	5,559 45	5,895 06	(335 61)
540	544	JPMorgan Strategic Incm Oppty Sclt Shr	11/25/2015	2/11/2016	5,821 58	6,086 52	(264 94)
833	667	JPMorgan Strategic Incm Oppty Sclt Shr	12/29/2015	2/11/2016	8,978 48	9,245 37	(266 89)
561	263	JPMorgan Strategic Incm Oppty Sclt Shr	1/27/2016	2/11/2016	6,044 72	6,134 61	(89 89)
1,875		American Eagle Outfitters New	1/5/2016	12/13/2016	32,633 28	30,353 59	2,279 69
230		Garmin Ltd New	1/4/2016	8/31/2016	11,401 05	8,423 76	2,977 29
845		General Electric Co	8/24/2015	1/14/2016	24,650 91	20,150 73	4,500 18
1,720		General Electric Co	8/24/2015	5/18/2016	50,692 27	41,016 87	9,675 40
2,645		General Electric Co	8/24/2015	7/25/2016	83,284 78	63,075 36	20,209 42
170		Merck & Co Inc	10/5/2015	9/13/2016	10,474 20	8,699 94	1,774 26
230		Microchip Technology Inc	8/11/2015	6/16/2016	11,870 68	9,856 05	2,014 63
1,015		Microchip Technology Inc	8/11/2015	6/17/2016	51,841 50	43,495 16	8,346 34
60		Nucor Corp	10/16/2015	7/20/2016	3,230 84	2,513 81	717 03
1,305		Nucor Corp	11/12/2015	7/20/2016	70,270 81	52,388 00	17,882 81
1,185		Qualcomm Inc	1/14/2016	9/30/2016	82,035 58	56,382 35	25,653 23
250		Seagate Technology PLC	11/12/2015	4/19/2016	6,319 76	13,715 87	(7,396 11)
1,030		Seagate Technology PLC	6/11/2015	4/19/2016	26,037 40	56,043 02	(30,005 62)
425		Seagate Technology PLC	9/2/2015	4/19/2016	10,743 59	21,126 82	(10,383 23)
425		RMR Group Inc Class A	12/15/2015	1/19/2016	1,774 56	1,105 77	668 79
					2,370,989 06	2,494,272 16	(123,283 10)
2,100		RECKITT BENCKISER GROUP PLC	3/10/2003	6/1/2016	207,629 72	31,782 63	175,847 09
300		AUTOZONE INC	12/10/2003	6/1/2016	227,697 03	23,518 45	204,178 58
3,710		CVS Health Corp	1/22/2003	8/17/2016	361,944 38	45,689 56	316,254 82
350		DUN & BRADSTREET CORP DEL New	2/12/2010	12/6/2016	42,454 90	24,680 75	17,774 15
1,494		PFIZER INC	10/16/2009	6/1/2016	52,037 07	26,384 04	25,653 03
3,800		Philip Morns Intl Inc	2/24/2015	6/1/2016	376,941 39	317,041 14	59,900 25
800		Philip Morns Intl Inc	4/1/2015	6/1/2016	79,356 08	60,668 76	18,687 32
1,010		AT&T Inc	10/22/2014	1/14/2016	34,838 95	34,953 65	(114 70)
1,630		AT&T Inc	10/22/2014	7/6/2016	69,300 73	56,410 34	12,890 39
2,110		American Eagle Outfitters New	12/11/2014	8/9/2016	37,607 10	27,320 21	10,286 89
3,240		American Eagle Outfitters New	12/11/2014	11/15/2016	57,795 60	41,951 41	15,844 19
755		American Eagle Outfitters New	12/11/2014	12/13/2016	13,140 34	9,775 71	3,364 63
840		BCE Inc New	10/22/2014	4/21/2016	38,648 35	35,921 06	2,727 29
1,045		Buckle Inc	1/13/2015	10/7/2016	22,210 80	52,224 47	(30,013 67)
810		Buckle Inc	1/20/2015	10/7/2016	17,216 03	39,005 83	(21,789 80)
275		Buckle Inc	1/20/2015	10/31/2016	5,486 81	13,242 72	(7,755 91)
1,210		Buckle Inc	4/14/2015	10/31/2016	24,141 96	58,705 20	(34,563 24)
575		Buckle Inc	8/13/2015	10/31/2016	11,472 41	24,056 67	(12,584 26)
725		Cinemark Holdings Inc	10/22/2014	11/17/2016	30,214 53	24,278 45	5,936 08
1,055		Dow Chemical Company	10/22/2014	1/14/2016	46,677 63	51,130 02	(4,452 39)
1,165		Dow Chemical Company	10/22/2014	5/18/2016	58,880 17	56,461 11	2,419 06
555		Eaton Corp PLC	10/22/2014	5/31/2016	34,045 50	32,395 66	1,649 84
905		Federated Investors PA Cl B	10/22/2014	5/17/2016	27,833 91	26,333 72	1,500 19
915		Merck & Co Inc	7/13/2015	9/13/2016	56,375 81	52,852 58	3,523 23
320		Microchip Technology Inc	10/22/2014	3/22/2016	15,459 67	12,494 13	2,965 54
915		Microchip Technology Inc	10/22/2014	6/16/2016	47,224 67	35,396 45	11,828 22
320		Nucor Corp	10/27/2014	3/22/2016	14,809 64	16,701 63	(1,891 99)
670		Nucor Corp	10/27/2014	4/26/2016	32,726 74	34,969 04	(2,242 30)
455		Nucor Corp	10/27/2014	5/17/2016	21,262 32	23,747 63	(2,485 31)
920		Nucor Corp	12/22/2014	5/17/2016	42,991 94	45,453 36	(2,461 42)
10		Nucor Corp	12/22/2014	7/20/2016	538 47	494 06	44 41
265		Nucor Corp	1/14/2015	7/20/2016	14,269 55	11,659 04	2,610 51
4,150		OUTFRONT Media Inc	10/22/2014	2/19/2016	79,023 74	124,093 87	(45,070 13)
504		OUTFRONT Media Inc	12/31/2014	2/19/2016	9,597 10	13,295 28	(3,698 18)
4,400		Peoples United Finl Inc	10/22/2014	11/10/2016	79,136 52	63,104 13	16,032 39
635		Regal Entertainment Group	10/22/2014	7/5/2016	13,803 71	12,222 12	1,581 59
1,235		Seagate Technology PLC	10/22/2014	4/19/2016	33,742 25	68,204 14	(34,461 89)
710		Lamar Advertising New Cl A	10/22/2014	1/11/2016	41,614 67	35,019 21	6,595 46
360		Lamar Advertising New Cl A	10/22/2014	7/5/2016	23,821 59	17,673 54	6,148 05
320		Lamar Advertising New Cl A	10/22/2014	10/31/2016	20,143 44	15,672 56	4,470 88
					2,424,113 22	1,696,984 33	727,128 89

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB GOVT MONEY FUND	295.	295.	
CHARLES SCHWAB MUNI MONEY FUND	274.	0.	
PERSHING LLC	75.	75.	
TOTAL TO PART I, LINE 3	644.	370.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB - NOMINEE 0935	81,705.	0.	81,705.	81,705.	
CHARLES SCHWAB - NOMINEE 1290	200,973.	7,565.	193,408.	193,408.	
ENTERPRISE PRODUCTS PARTNERS LP	12.	0.	12.	12.	
EQT MIDSTREAM PARTNERS LP	77.	0.	77.	77.	
OPALEYE LP	824.	0.	824.	824.	
OVERBROOK OPPORTUNITY FUND II	10,437.	0.	10,437.	10,437.	
PERSHING LLC - NOMINEE	127,778.	0.	127,778.	127,778.	
RRE VENTURES VI LP	135.	0.	135.	135.	
SPECTRA ENERGY PARTNERS LP	29.	0.	29.	29.	
TO PART I, LINE 4	421,970.	7,565.	414,405.	414,405.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OPALEYE LP	-6,277.	-6,277.	
OPALEYE LP - OTHER INCOME	-55.	-55.	
OVERBROOK OPPTY FUND II	-2,447.	-2,447.	
OVERBROOK OPPTY FUND II - OTHER			
PORT INC	1,681.	1,681.	
ORDINARY LOSSES	-159.	-1.	
ENTERPRISE PRODUCTS PARTNERS	-9,199.	0.	
EQT MIDSTREAM PARTNERS	-7,475.	0.	
SPECTRA ENERGY PARTNERS	-9,513.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-33,444.	-7,099.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTANT FEES	18,495.	9,248.		9,247.
TO FORM 990-PF, PG 1, LN 16B	18,495.	9,248.		9,247.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	73,662.	73,662.		0.
INVESTMENT ADVISORY FEES	45,335.	45,335.		0.
INVESTMENT ADVISORY FEES	41,373.	41,373.		0.
CONSULTANT FEES	27,000.	0.		27,000.
TO FORM 990-PF, PG 1, LN 16C	187,370.	160,370.		27,000.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US EXCISE TAX ON NET INVESTMENT INCOME	121,387.	0.		0.
FOREIGN TAX WITHHELD	6,466.	6,466.		0.
TO FORM 990-PF, PG 1, LN 18	127,853.	6,466.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELAWARE FEES	588.	0.		588.
ADR FEES	419.	419.		0.
OPALEYE LP	21,598.	21,598.		0.
OVERBROOK OPPTY FUND II	3,010.	3,010.		0.
RRE VENTURES VI LP	13,620.	13,620.		0.
NON-DEDUCTIBLE EXPENSES	197.	0.		0.
TO FORM 990-PF, PG 1, LN 23	39,432.	38,647.		588.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	14,276,651.	17,893,868.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,276,651.	17,893,868.

Appleman Foundation Inc
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		<u>Cost</u>	<u>FMV</u>
3,500	AMDOCS LTD	60,610 91	203,875 00
2,200	Accenture PLC Class A Shs	79,379.00	257,686 00
1,700	RECKITT BENCKISER GROUP PLC	25,728 79	144,618 39
1,000	Abbvie Inc	15,728 29	62,620 00
16,000	Ally Financial Inc	308,631.40	304,320 00
3,000	Amensource Bergen Corp	227,008 90	234,570 00
1,400	AMGEN INC	94,421 68	204,694 00
3,500	APPLE INC	200,334 04	405,370 00
600	AUTOZONE INC	47,036 90	473,874.00
2,400	Berkshire Hathaway Inc Del Cl B New	209,678 35	391,152.00
7,000	CBS Corp New Cl B	361,090 60	445,340.00
540	CVS Health Corp	6,650 23	42,611 40
4,700	CISCO SYSTEMS INC	80,889 64	142,034 00
2,756	DISCOVERY COMMUNICATIONS INC SER A	19,766 51	75,541 96
8,268	DISCOVERY COMMUNICATIONS INC SER C	54,618 62	221,417 04
850	DUN & BRADSTREET CORP DEL New	59,938 97	103,122 00
6,700	FRANKLIN RESOURCES INC	293,644 95	265,186 00
3,500	GILEAD SCIENCES INC	259,983 65	250,635 00
8,600	Microsoft Corp	349,332 92	534,404 00
2,400	MOODYS CORP	95,753 56	226,248 00
4,500	OMNICOM GROUP INC	263,185.32	382,995 00
5,600	Oracle Corp	225,045.32	215,320 00
3,082	Reynolds American Inc	111,183.15	172,715.28
5,400	Robert Half Intl Inc	224,540 80	263,412 00
2,100	S&P Global Financial Inc	94,949 06	225,834.00
6,200	Teva Pharmaceutical Inds Ltd ADR	202,206 86	224,750 00
2,700	Time Warner Inc New Com New	205,560 07	260,631 00
2,160	UNITEDHEALTH GROUP INC	64,522 13	345,686 40
5,100	VIACOM INC NEW CL B	260,526 12	179,010 00
2,100	Western Union Co	27,029 52	45,612 00
73,861.803	Baron Emerging Markets Fund Inst	783,112 96	811,002.60
45,604 070	MFS Intl Value Cl I	1,628,141 60	1,666,372.72
11,200 000	SPDR S&P 500 ETF	2,301,781.97	2,503,536.00
4,460	AT&T Inc	154,302.45	189,683 80
8,430	ABB Ltd ADR	167,202.34	177,620.10
2,615	Abbvie Inc	146,786.32	163,751.30
3,345	Amern Eagle Outfits	51,244 67	50,743 65
3,475	BCE Inc New	148,219.66	150,259.00
2,690	Cinemark Holdings	88,755.59	103,188 40
5,370	Cisco Systems Inc	131,655.37	162,281.40
2,045	Dow Chemical Company	96,376.56	117,014.90
2,605	Eaton Corp PLC	145,966 69	174,769 45
2,640	Emerson Electric Co	126,099 80	147,180 00
10,545	FNB Corporation	127,845.65	169,036 35
3,400	Federated Invs PA Class B	102,011 02	96,152.00
7,175	Flowers Foods Inc	109,185 52	143,284.75
1,135	Garmin Ltd	41,569.44	55,036.15
6,055	General Motors Co	205,940.18	210,956.20

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		<u>Cost</u>	<u>FMV</u>
3,730	GlaxoSmithKline PLC Spons ADR	165,723.29	143,642.30
2,300	Intel Corp	74,985.96	83,421.00
3,790	Kohls Corp	165,446.21	187,150.20
2,289	MDC Holdings Inc	57,438.43	58,735.74
5,030	Mattel Incorporated	155,155.93	138,576.50
3,785	Maxim Integrated Prods	113,754.64	145,987.45
1,795	Merck & Co Inc	92,957.70	105,671.65
2,135	Meredith Corp	102,443.54	126,285.25
6,160	Peoples United Finl Inc	88,345.78	119,257.60
5,140	Pfizer Incorporated	160,239.45	166,947.20
3,930	Pub Svc Enterprise Group Inc	152,206.72	172,448.40
2,415	Qualcomm Inc	117,131.26	157,458.00
7,390	Regal Entertainment Group	145,157.56	152,234.00
3,055	Royal Dutch Shell ADR CI B	154,980.71	177,098.35
3,975	Sanofi Spons ADR	161,859.44	160,749.00
5,440	Vodafone Group ADR	176,949.16	132,899.20
2,515	Westrock Co	106,146.85	127,686.55
5,610	Hospitality Pptys Trust	157,879.81	178,061.40
1,710	Lamar Advertising New CI A	88,304.41	114,980.40
2,840	Ryman Hospitality Pptys	137,964.08	178,948.40
5,679	Weyerhaeuser Co	152,398.77	170,881.11
6,050	Enterprise Products LP	156,133.72	163,592.00
2,120	EQT Midstream Partners LP	148,998.86	162,561.60
3,740	Spectra Energy Partners LP	158,875.06	171,441.60
		<u>14,276,651.39</u>	<u>17,893,868.14</u>

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OPALEYE LP	COST	1,298,352.	1,107,771.
OVERBROOK OPPORTUNITY FUND II	COST	215,355.	215,355.
RRE VENTURES VI LP	COST	267,733.	387,397.
BASSO INVESTORS LTD	COST	1,500,000.	1,641,665.
EMPYREAN CAPITAL OVERSEAS FUND	COST	1,500,000.	1,648,876.
KLS DIVERSIFIED FUND LTD	COST	1,500,000.	1,572,035.
POST LTD TERM HIGH YIELD OFFSHORE	COST	1,750,000.	1,865,317.
SENVEST PARTNERS LTD	COST	1,000,000.	932,824.
STRATEGIC PTNRS OFFSHORE REAL ESTATE FUND VI		62,909.	77,173.
TWIN OFFSHORE LTD	COST	1,500,000.	1,446,953.
TOTAL TO FORM 990-PF, PART II, LINE 13		10,594,349.	10,895,366.

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Beth Israel Hospital	1,000.00
The Bogliasco Foundation	10,000.00
The Brearley School	1,500.00
Brooklyn Academy of Music	2,500.00
Citivas	500.00
Citizen's Committee for Children	10,000.00
Colby College	25,000.00
Collegiate School	2,000.00
Eakins Press Foundation	500.00
Education Fund of the Women's Forum	1,000.00
Fieldston School	10,000.00
Film Society of Lincoln Center	5,000.00
FJC	304,750.00
Friends of Lincoln Center	500.00
The Grand Street Settlement	25,000.00
The Jewish Museum	5,000.00
Kenyon College	10,000.00
Metropolitan Museum of Art	20,000.00
Mouni Sinai Health System	5,000.00
Museum of Modern Art	10,812.00
Neighborhood Coalition for Shelter	500.00
National Institute for Reproductive Health	2,500.00
Neue Galerie	275.00
The New-York Historical Society	5,000.00
New York Public Radio	1,200.00
Nuzzles & Co Pet Rescue and Adoption	200.00
Planned Parenthood	7,500.00
Rodeph Sholom	8,700.00
Sara Lawrence College	10,000.00
Signature Theater	1,000.00
Storefront Academy Harlem	1,000.00
Whitney Museum of American Art	40,000.00
Yaddo	70,250.00

598,187.00
