Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: BEATRICE & LEON FRIEDMAN CHARITABLE FOUNDATION

A Employer identification number: 30-0329155

Number and street (or P O box number if mail is not delivered to street address): C/O JAYE R. LEVY, 149 PINEVIEW

Room/suite:

B Telephone number (see instructions): (714) 730-1217

City or town, state or province, country, and ZIP or foreign postal code: IRVINE, CA 92620

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 622,950.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	16,663.	16,663.	16,663.	ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-12,105.			
	b Gross sales price for all assets on line 6a 511,895.				
	7 Capital gain net income (from Part IV, line 2)		150.		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	4,558.	16,813.	16,663.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 2	4,350.	4,350.	4,350.	
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)[3]	718.	503.	503.	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	5,068.	4,853.	4,853.	
	25 Contributions, gifts, grants paid	36,836.			36,836.
	26 **Total expenses and disbursements.** Add lines 24 and 25	41,904.	4,853.	4,853.	36,836.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-37,346.			
	b **Net investment income** (if negative, enter -0-)		11,960.		
	c **Adjusted net income** (if negative, enter -0-)			11,810.	

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633

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,331.	499.	499.
	2 Savings and temporary cash investments			
	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)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 4	672,166.	643,270.	622,451.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	675,497.	643,769.	622,950.
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.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ▶ [X]			
	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	675,497.	643,769.	
	30 Total net assets or fund balances (see instructions)	675,497.	643,769.	
	31 Total liabilities and net assets/fund balances (see instructions)	675,497.	643,769.	

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	675,497.
2 Enter amount from Part I, line 27a	2	-37,346.
3 Other increases not included in line 2 (itemize) ▶ ATCH 5	3	5,618.
4 Add lines 1, 2, and 3	4	643,769.
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	643,769.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

	(i) F M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	150.
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	0.

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			
2014			
2013			
2012			
2011			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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 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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	239.
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	239.
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	239.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	239.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JAYE LEVY Telephone no ▶ 714-730-1217

Located at ▶ 149 PINEVIEW IRVINE, CA ZIP+4 ▶ 92620

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 |

			Yes	No
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?	16		X
	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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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)?	1b		X
	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?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	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)	2b		
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? ☐ Yes ☒ No			
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)*	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . [ ] Yes [X] No

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

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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . [ ] Yes [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . **7b** No: X

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	(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
ATCH 6		0.	0.	0.

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	(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 . . . . . ▶

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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
N/A		0.

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 N/A	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

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	771,703.
b	Average of monthly cash balances	1b	1,915.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	773,618.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	773,618.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,604.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	762,014.
6	**Minimum investment return.** Enter 5% of line 5	6	38,101.

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	38,101.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	239.		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	239.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	37,862.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	37,862.
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	37,862.

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	36,836.
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	36,836.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	36,836.

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				37,862.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years: 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015 2,173.				
f Total of lines 3a through e	2,173.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 36,836.				
a Applied to 2015, 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)				
d Applied to 2016 distributable amount				36,836.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	1,026.			1,026.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,147.			
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 2015 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 2017				
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 2011 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	1,147.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015 1,147.				
e Excess from 2016				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a 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	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a 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).)

N/A

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.

N/A

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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 7				
Total . . . . ▶ **3a**				36,836.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	900003	16,663.			
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900003				
8 Gain or (loss) from sales of assets other than inventory	900003	-12,105.			
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		4,558.			

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 4,558.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

▶ JAYE R. LEVY *Jaye R. Levy* *Jaye R. Levy* *5-5-17* ▶ *Director*

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
ROBERT B. GRANT	*Robert B. Grant*	*5/2/17*	X	P00436742

Firm's name ▶ ROBERT B. GRANT CPA | Firm's EIN ▶

Firm's address ▶ 2101 E. COAST HIGHWAY, SUITE 200 CORONA DEL MAR, CA 92625 | Phone no. 949 760-4058

JSA
6E1493 1 000
87205J 759R

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					150.	
TOTAL GAIN(LOSS)							150.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDEND INCOME	16,661.	16,661.	16,661.
INTEREST INCOME	2.	2.	2.
TOTAL	16,663.	16,663.	16,663.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	4,350.	4,350.	4,350.	
TOTALS	4,350.	4,350.	4,350.	

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FOREIGN TAX PAID	493.	493.	493.	
STATE TAXES & FEES	10.	10.	10.	
FEDERAL TAXES	215.			
TOTALS	718.	503.	503.	

ATTACHMENT 4

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MARKETABLE SECURITIES	643,270.	622,451.
TOTALS	643,270.	622,451.

ATTACHMENT 5

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
INCOME ADJUSTMENT		5,284.
PRIOR PERIOD ADJUSTMENT		334.
	TOTAL	5,618.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JAYE RUTH FRIEDMAN LEVY C/O JAYE R. LEVY, 149 PINEVIEW IRVINE, CA 92620	DIRECTOR 1.00			
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CITY OF HOPE 1500 EAST DUARTE ROAD DUARTE, CA 91010	501(C)(3)	CHILDREN AND ELDERLY CARE PROGRAMS	5,000.
JEWISH FEDERATION OF ORANGE COUNTY 1 FEDERATION WAY IRVINE, CA 92603	501(C)(3)	RELIGIOUS ACTIVITIES	10,100.
ORANGE COUNTY RESCUE MISSION 1 HOPE DRIVE TUSTIN, CA 92782	501(C)(3)	SHELTER, HOUSING & SUPPORT PROGRAMS	250.
AMERICAN RED CROSS 601 N GOLDEN CIR DRIVE SANTA ANA, CA 92705	501(C)(3)	DISASTER EMERGENCY SERVICES	2,000.
HELLEN KELLER INTERNATIONAL 352 PARK AVENUE SOUTH NEW YORK, NY 10010	501(C)(3)	CHARITABLE PROGRAMS	200.
SADDLEBACK MEMORIAL FOUNDATION 24451 HEALTH CENTER DRIVE LAGUNA HILLS, CA 92653	501(C)(3)	HEALTHCARE ACTIVITIES	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HADASSAH 40 WALL STREET NEW YORK, NY 10005	501(C)(3)	RELIGIOUS HEALTH ORGANIZATION	650.
ARTHRITIS FOUNDATION 4424 S 700 E #180 SALT LAKE CITY, UT 84107	501(C)(3)	MEDICAL RESEARCH	300.
SOLEBURY SCHOOL 6832 PHILLIPS MILL RD NEW HOPE, PA 18938	501(C)(3)	EDUCATIONAL PROGRAM	3,000.
LAGUNA PLAYHOUSE 606 LAGUNA CANYON RD LAGUNA BEACH, CA 92651	501(C)(3)	CULTURAL ARTS	700.
SECOND HARVEST FOOD BANK 8014 MARINE WAY IRVINE, CA 92618	501(C)(3)	PROGRAMS FOR THE HUNGRY	300.
NASW FOUNDATION 750 FIRST ST NE #700 WASHINGTON DC, DC 20002		EDUCATIONAL & CHARITABLE INITIATIVES	400.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FAMILIES FORWARD 8 THOMAS IRVINE, CA 92618		FAMILY SERVICE PROGRAMS	1,000.
ALPHA PROJECT 3737 FIFTH AVE, SUITE 203 SAN DIEGO, CA 92103		EMPLOYMENT, EDUCATION & HOUSING SERVICES	300.
HUMAN OPTIONS 5540 TRABUCO RD IRVINE, CA 92620		FAMILY SUPPORT SERVICES	1,275.
UNIVERSITY OF PITTSBURGH 4200 FIFTH AVE PITTSBURGH, PA 15260		EDUCATION & RESEARCH PROGRAMS	225.
BIOMEDICAL FOUNDATION 1100 VERMONT AVE., STE. 1100 WASHINGTON DC, DC 20005		MEDICAL RESEARCH	2,000.
AMERICAN DIABETES FOUNDATION 4424 S 700 E #100 SALT LAKE CITY, UT 84107		MEDICAL RESEARCH	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ORANGE COUNTY COMMUNITY FOUNDATION 4041 MACARTHUR BLVD #510 NEWPORT BEACH, CA 92660		CHARITABLE SERVICES	150.
SOUTH COAST REPERTORY THEATRE SOUTH COAST PLAZA, 655 TOWN CENTER DR COSTA MESA, CA 92626		FINE ARTS	600.
SUDDEN ARRHYTMIA DEATH SYNDROME FOUNDATION 508 E S TEMPLE SALT LAKE CITY, UT 84102		MEDICAL RESEARCH	500.
HABITAT FOR HUMANITY 2200 RITCHEY STREET SANTA ANA, CA 92705		CHARITABLE PROGRAMS	300.
SIMON'S FUND PO BOX 61 LAFAYETTE HILL, PA 19444		MEDICAL SUPPORT	500.
ASP APPALACHIA SERVICE PROJECT 4523 BRISTOL HIGHWAY JOHNSON CITY, TN 37601		CHARITABLE PROGRAMS	150.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEGERSTROM CENTER SOUTH COAST PLAZA, 600 TOWN CENTER DR COSTA MESA, CA 92626		FINE ARTS	1,000.
ORANGEWOOD CHILDREN'S FOUNDATION 1575 17TH ST SANTA ANA, CA 92705		CHARITABLE PROGRAMS	200.
JBI INTERNATIONAL 110 E 30TH ST NEW YORK, NC 10016		CHARITABLE PROGRAMS	200.
OTHER CHARITIES VARIOUS VARIOUS, CA 99999		CHARITABLE PROGRAMS	101.
NAVY LEAGUE 2300 WILSON BLVD STE 200 ARLINGTON, VA 22201		SUPPORTING SEA SERVICEMEN	55.
DISABLED AMERICAN VETS 701 VAN NESS AVE FRESNO, CA 93721		CHARITABLE PURPOSES	150.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL OSTEOPOROSIS FOUNDATION 251 18TH ST S STE 630 ARLINGTON, VA 22202		MEDICAL RESEARCH	65.
VETERANS OF FORIEGN WARS 3585 N BLYTHE AVE FRESNO, CA 93722		CHARITABLE PURPOSES	15.
PROJECT HOPE PO BOX 5029 HAGERSTOWN, MD 21741-5029		CHARITABLE PROGRAMS	25.
FAMILY ASSISTANCE MINISTRIES 1030 CALLE NEGOCIO SAN CLEMENTE, CA 92673		CHARITABLE PROGRAMS	50.
FRIENDS OF THE CULTURAL ARTS 904 CYPRESS GROVE DRIVE POMPANO BEACH, FL 33069		FINE ARTS	75.
MAZON 10850 WILSHIRE BLVD. SUITE 400 LOS ANGELES, CA 90024		CHARITABLE PROGRAMS	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ELI 1971 WHITEFISH ROAD SAND LAKE, MI 49343		CHARITABLE PROGRAMS	2,000.
		TOTAL CONTRIBUTIONS PAID	36,836.

2016 Year-End Account Summary

As of Date: 02/21/17

Account Number: 2176-3776

BEATRICE & LEON FRIEDMAN
CHARITABLE FOUNDATION

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Please consult with your Financial Advisor or tax advisor regarding specific questions.

Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
TJX COS INC NEW CUSIP: 872540109	400.00000	11/24/2015	05/05/2016	30,355 33	28,649 96	0 00	0.00	1,705 37	Box 6: Gross Proceeds
TEVA PHARMACEUTICAL ADR INDS LTD CUSIP 881624209	600 00000	08/03/2016	11/23/2016	22,421 85	32,481.80	0.00	0.00	-10,059.95	Box 6: Gross Proceeds
WHITEWAVE FOODS CO CLASS A CUSIP. 966244105	400.00000	08/14/2015	07/20/2016	22,036 66	20,113 87	0 00	0 00	1,922 79	Box 6: Gross Proceeds
Totals				$252,703.64	$244,714.38	$0.00	$0.00	$7,989.26	

WELLS FARGO ADVISORS

2016 Year-End Account Summary

As of Date: 02/21/17

Account Number: 2176-3776

BEATRICE & LEON FRIEDMAN
CHARITABLE FOUNDATION

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Proceeds from Broker and Barter Exchange Transactions

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
NHEUSER BUSCH INBEV A/NV-SPONSORED ADR USIP. 03524A108	300 00000	05/05/2016	09/28/2016	39,685 90	37,647 00	0.00	0 00	2,038 90	Box 6: Gross Proceeds
	155 00000	05/19/2016	09/28/2016	20,504.39	19,166.49	0 00	0 00	1,337 90	Box 6: Gross Proceeds
Subtotals	**455.00000**			**$60,190.29**	**$56,813.49**	**$0.00**	**$0.00**	**$3,376.80**	
&G FOODS INC CLASS A CUSIP: 05508R106	400 00000	04/20/2016	06/09/2016	18,065 88	13,376.00	0.00	0 00	4,689 88	Box 6: Gross Proceeds
	100.00000	04/20/2016	06/09/2016	4,516.47	3,350.68	0.00	0 00	1,165.79	Box 6: Gross Proceeds
Subtotals	**500.00000**			**$22,582.35**	**$16,726.68**	**$0.00**	**$0.00**	**$5,855.67**	
OEING CO CUSIP: 097023105	200 00000	10/05/2016	12/09/2016	30,979.08	27,095.92	0 00	0 00	3,883.16	Box 6: Gross Proceeds
RAFT HEINZ CO CUSIP 500754106	300 00000	11/11/2016	12/29/2016	26,091.27	24,431 24	0 00	0 00	1,660.03	Original Basis 24,579.78 Box 6: Gross Proceeds
IONDELEZ INTL INC USIP 609207105	400 00000	06/10/2015	04/08/2016	16,695 35	16,299 47	0 00	0 00	395 88	Original Basis 16,367.47 Box 6. Gross Proceeds
	100 00000	10/06/2015	04/08/2016	4,173.84	4,420.39	0 00	0 00	-246 55	Original Basis 4,437.39 Box 6: Gross Proceeds
	400.00000	10/06/2015	04/20/2016	17,177 62	17,681 56	0 00	0 00	-503 94	Original Basis 17,749.56 Box 6: Gross Proceeds
Subtotals	**900.00000**			**$38,046.81**	**$38,401.42**	**$0.00**	**$0.00**	**($354.61)**	

Account Number. 2176-3776

BEATRICE & LEON FRIEDMAN
CHARITABLE FOUNDATION

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Proceeds from Broker and Barter Exchange Transactions, *continued*

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
ABBVIE INC CUSIP 00287Y109	400.00000	03/04/2015	10/05/2016	25,251 84	24,315 99	0 00	0 00	935 85	**Box 6:** Gross Proceeds
	200 00000	04/14/2015	10/05/2016	12,625 93	12,478 17	0 00	0 00	147 76	**Box 6:** Gross Proceeds
Subtotals	**600.00000**			**$37,877.77**	**$36,794.16**	**$0.00**	**$0.00**	**$1,083.61**	
CBS CORP CL B CUSIP 124857202	300 00000	12/05/2014	08/17/2016	15,359 96	16,715 00	0 00	0 00	-1,355 04	**Box 6:** Gross Proceeds
	200 00000	02/11/2015	08/17/2016	10,239.98	11,522 85	0 00	0 00	-1,282 87	**Box 6** Gross Proceeds
Subtotals	**500.00000**			**$25,599.94**	**$28,237.85**	**$0.00**	**$0.00**	**($2,637.91)**	
CARE CAP PPTYS INC CUSIP. 141624106	75 00000	04/28/2015	05/05/2016	2,039 20	2,839 64	0 00	0 00	-800 44	Original Basis 2,842 26 **Box 6:** Gross Proceeds
MERCK & CO INC NEW CUSIP 58933Y105	400 00000	06/10/2015	10/20/2016	24,636 15	24,040.07	0.00	0 00	596 08	**Box 6:** Gross Proceeds
	300 00000	10/06/2015	10/20/2016	18,477.12	15,114.10	0 00	0 00	3,363.02	**Box 6:** Gross Proceeds
Subtotals	**700.00000**			**$43,113.27**	**$39,154.17**	**$0.00**	**$0.00**	**$3,959.10**	
NOVARTIS AG SPON ADR CUSIP 66987V109	400 00000	11/07/2014	08/03/2016	32,714 28	36,986 82	0 00	0 00	-4,272 54	**Box 6:** Gross Proceeds
	400.00000	04/08/2015	09/12/2016	31,604 07	40,897 35	0 00	0 00	-9,293 28	**Box 6:** Gross Proceeds
Subtotals	**800.00000**			**$64,318.35**	**$77,884.17**	**$0.00**	**$0.00**	**($13,565.82)**	
ROUSE PROPERTIES INC CHG CUSIP 779287101	35.00000	01/13/2012	05/05/2016	598 84	368 62	0 00	0 00	230.22	Original Basis 397 64 **Box 6:** Gross Proceeds
VENTAS INC CUSIP: 92276F100	300 00000	04/28/2015	05/19/2016	19,226 58	19,105.74	0 00	0 00	120.84	**Box 6:** Gross Proceeds
VODAFONE GROUP PLC NEW SPONSORED ADR NO PAR CUSIP 92857W308	1000 00000	05/23/2014	10/20/2016	27,552.19	34,847.61	0.00	0 00	-7,295.42	**Box 6:** Gross Proceeds

2016 Year-End Account Summary

As of Date: 02/21/17

Account Number: 2176-3776

BEATRICE & LEON FRIEDMAN
CHARITABLE FOUNDATION

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
WELLTOWER INC CUSIP: 95040Q104	300 00000	03/04/2015	06/09/2016	21,421.56	23,284.57	0 00	0 00	-1,863 01	Original Basis:23,304.51 Box 6: Gross Proceeds
WHITEWAVE FOODS CO - CLASS A CUSIP: 966244105	300 00000	06/10/2015	07/20/2016	16,527 49	14,534 44	0 00	0 00	1,993.05	Box 6: Gross Proceeds
Totals				$258,275.19	$277,050.97	$0.00	$0.00	($18,775.78)	

2016 Year-End Account Summary

As of Date 02/21/17

Account Number: 2176-3776

BEATRICE & LEON FRIEDMAN
CHARITABLE FOUNDATION

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Accrued Market Discount	Wash Sale Loss Disallowed	Gain/Loss Amount	Additional Information
FRONTIER COMMUNICATIONS CORP CUSIP: 35906A108	72.00000	01/02/2008	05/19/2016	343 52	819.98	0.00	0.00	-476 46	**Box 6:** Gross Proceeds
	120.00000	02/13/2008	05/19/2016	572 54	1,218 93	0.00	0 00	-646 39	**Box 6:** Gross Proceeds
Subtotals	**192.00000**			**$916.06**	**$2,038.91**	**$0 00**	**$0.00**	**($1,122.85)**	
Totals				**$916.06**	**$2,038.91**	**$0.00**	**$0.00**	**($1,122.85)**	

For some tax lots complete data is not available. Therefore, you may see N/A in the Proceeds, Gain/Loss or Cost columns. In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss.
Please note that the totals will include any available cost or proceeds, even if the Gain/Loss is marked N/A