C&E 927

EXTENDED TO NOVEMBER 15, 2018 29491258001168

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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation: LEVIN FAMILY FOUNDATION

A Employer identification number: 31-1327847

Number and street (or P O box number if mail is not delivered to street address): 7812 MCEWEN ROAD — Room/suite: 100

B Telephone number: 937-223-1669

City or town, state or province, country, and ZIP or foreign postal code: DAYTON, OH 45459

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: [X] 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) ▶$ 22,932,725.

J Accounting method: [X] 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))

		(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	23,250.		N/A	
	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	489,223.	489,223.		STATEMENT 1
	5a Gross rents	111,930.	68,701.		STATEMENT 2
	b Net rental income or (loss) -71,294.				STATEMENT 3
	6a Net gain or (loss) from sale of assets not on line 10	2,035,521.			
	b Gross sales price for all assets on line 6a 4,279,188.				
	7 Capital gain net income (from Part IV, line 2)		2,035,521.		
	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	-13.	-13.		STATEMENT 4
	12 Total Add lines 1 through 11	2,659,911.	2,593,432.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	206,180.	56,883.		137,840.
	14 Other employee salaries and wages	90,190.	0.		90,190.
	15 Pension plans, employee benefits	65,780.	13,036.		50,118.
	16a Legal fees STMT 5	3,637.	1,009.		0.
	b Accounting fees STMT 6	28,185.	0.		28,185.
	c Other professional fees STMT 7	66,272.	59,417.		66.
	17 Interest				
	18 Taxes STMT 8	20,406.	206.		200.
	19 Depreciation and depletion	56,045.	15,902.		
	20 Occupancy	162,661.	62,064.		69,722.
	21 Travel, conferences, and meetings	5,899.	0.		5,899.
	22 Printing and publications	811.	0.		811.
	23 Other expenses STMT 9	214,776.	2,648.		197,329.
	24 Total operating and administrative expenses. Add lines 13 through 23	920,842.	211,165.		580,360.
	25 Contributions, gifts, grants paid	331,604.			331,604.
	26 Total expenses and disbursements. Add lines 24 and 25	1,252,446.	211,165.		911,964.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,407,465.			
	b Net investment income (if negative, enter -0-)		2,382,267.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED SEP 12 2018 OGDEN, UT IRS-OSC

SCANNED OCT 22 2018

723501 01-03-18 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2017)

12590705 786342 LEVINFAMILY 2017.04000 LEVIN FAMILY FOUNDATION LEVINFA1

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	170,976.	32,472.	32,472.
	2 Savings and temporary cash investments	111,959.	325,303.	325,303.
	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	1,700.	1,600.	1,600.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 12	9,301,399.	12,736,403.	16,646,113.
	c Investments - corporate bonds STMT 13	3,359,342.	3,107,922.	3,040,487.
	11 Investments - land, buildings, and equipment: basis ▶ 1,357,391.			
	Less accumulated depreciation STMT 10▶ 198,298.	1,186,467.	1,159,093.	1,195,000.
	12 Investments - mortgage loans			
	13 Investments - other STMT 14	675,350.	617,940.	632,549.
	14 Land, buildings, and equipment: basis ▶ 1,193,950.			
	Less accumulated depreciation STMT 11▶ 415,357.	798,984.	778,593.	1,034,986.
	15 Other assets (describe ▶ STATEMENT 15)	1,817,301.	24,215.	24,215.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	17,423,478.	18,783,541.	22,932,725.
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	1,076,446.	1,034,968.	
	22 Other liabilities (describe ▶ STATEMENT 16)	11,946.	6,022.	
	23 **Total liabilities** (add lines 17 through 22)	1,088,392.	1,040,990.	
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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	16,335,086.	17,742,551.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	16,335,086.	17,742,551.	
	31 **Total liabilities and net assets/fund balances**	17,423,478.	18,783,541.	

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	16,335,086.
2	Enter amount from Part I, line 27a	2	1,407,465.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	17,742,551.
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	17,742,551.

Part IV | Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, 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	4,279,188.		2,237,997.	2,035,521.

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

	(i) FMV 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				2,035,521.

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	2,035,521.
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 doesn't 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))
2016	967,110.	20,617,781.	.046907
2015	1,195,610.	21,351,030.	.055998
2014	1,282,553.	22,417,818.	.057211
2013	1,063,722.	21,539,880.	.049384
2012	938,278.	19,871,050.	.047218

2 Total of line 1, column (d)	2	.256718
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.051344
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	21,639,437.
5 Multiply line 4 by line 3	5	1,111,055.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	23,823.
7 Add lines 5 and 6	7	1,134,878.
8 Enter qualifying distributions from Part XII, line 4	8	911,964.

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	47,645.
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	47,645.
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	47,645.
6 Credits/Payments:				
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	33,674.		
b Exempt foreign organizations - tax withheld at source	6b	0.		
c Tax paid with application for extension of time to file (Form 8868)	6c	45,000.		
d Backup withholding erroneously withheld	6d	0.		
7 Total credits and payments. Add lines 6a through 6d			7	78,674.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	270.
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	30,759.
11 Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶	30,759.	**Refunded** ▶	11	0.

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 the 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If "Yes," attach a detailed description of the activities.			
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?	5		X
If "Yes," attach the statement required by *General Instruction T.*			
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. ▶ OH			
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 2017 or the tax year beginning in 2017? See the 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 ▶ WWW.LEVINFAMILYFOUNDATION.ORG			
14	The books are in care of ▶ KAREN LEVIN Telephone no. ▶ 937-223-1669			
	Located at ▶ 7812 MCEWEN ROAD, DAYTON, OH ZIP+4 ▶ 45459			
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			
			Yes	No
16	At any time during calendar year 2017, 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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ 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.) N/A	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 2017 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 2017.) N/A	3b		
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 2017?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
5a During the year, did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained *expenditure responsibility for the grant?* N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, and 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
SEE STATEMENT 17		206,180.	6,842.	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
DEBRA S FOX - 7812 MCEWEN ROAD, STE 100, DAYTON, OH 45459	GRANT MANAGER 40.00	81,984.	4,062.	0.

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
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 18	68,220.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
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	18,423,567.
b	Average of monthly cash balances	1b	320,356.
c	Fair market value of all other assets	1c	3,225,049.
d	**Total** (add lines 1a, b, and c)	1d	21,968,972.
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	21,968,972.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	329,535.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,639,437.
6	**Minimum investment return.** Enter 5% of line 5	6	1,081,972.

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	1,081,972.
2a	Tax on investment income for 2017 from Part VI, line 5 — 2a: 47,645.		
b	Income tax for 2017. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	47,645.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,034,327.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,034,327.
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	1,034,327.

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	911,964.
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	911,964.
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	911,964.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,034,327.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014 176,992.				
d From 2015 151,392.				
e From 2016				
f Total of lines 3a through e	328,384.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ $ 911,964.				
a Applied to 2016, 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 2017 distributable amount				911,964.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	122,363.			122,363.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	206,021.			
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 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	206,021.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014 54,629.				
c Excess from 2015 151,392.				
d Excess from 2016				
e Excess from 2017				

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 2017, 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) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

SEE STATEMENT 19

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT # 20	NONE	PUBLIC CHARITY	GENERAL FUNDING	331,604.
Total			▶ 3a	331,604.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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			14	489,223.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property	531120	-75,944.			
b Not debt-financed property	531190	4,650.			
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-13.	
8 Gain or (loss) from sales of assets other than inventory			18	2,035,521.	
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)		-71,294.		2,524,731.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,453,437.

(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).

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) (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	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
N/A		

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

Karen Levin — Signature of officer or trustee | 8/22/18 — Date | EXECUTIVE DIRECTOR — Title

May the IRS discuss this return with the preparer shown below? See instr ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
EDSELL T. BURRIS	[signature]	7/26/18		P00015770

Firm's name ▶ BURRIS & COMPANY CPAS, INC. Firm's EIN ▶ 31-1304859

Firm's address ▶ 4380 TONAWANDA TRAIL DAYTON, OH 45430 Phone no. 937-427-1000

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	PUBLICLY TRADED SECURITIES	P		
b	PUBLICLY TRADED SECURITIES	P		
c	LONG TERM CAPITAL GAIN PER K-1			
d	PUBLICLY TRADED SECURITIES	P		
e	PUBLICLY TRADED SECURITIES	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
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	48,720.		43,742.	4,978.
b	3,143,623.		1,771,733.	1,371,890.
c				-5,670.
d	633,314.		345,560.	287,754.
e	80,007.		76,962.	3,045.
f	373,524.			373,524.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				4,978.
b				1,371,890.
c				-5,670.
d				287,754.
e				3,045.
f				373,524.
g				
h				
i				
j				
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	2,035,521.
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

723591
04-01-17

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization	Employer identification number
LEVIN FAMILY FOUNDATION	31-1327847

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
LEVIN FAMILY FOUNDATION	31-1327847

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LCNB 2705 FAR HILLS AVENUE DAYTON, OH 45419	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	CARE SOURCE 230 N MAIN STREET DAYTON, OH 45402	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
LEVIN FAMILY FOUNDATION	31-1327847

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

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

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

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

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

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

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

Name of organization: LEVIN FAMILY FOUNDATION

Employer identification number: 31-1327847

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
AMERITRADE/BESSEME - DIVS & CAP GAIN DISTRIBUTIONS	88,071.	0.	88,071.	88,071.	
AMERITRADE/BESSEME - INTEREST INCOME	3,333.	0.	3,333.	3,333.	
DIVIDEND INCOME FROM PASSTHROUGH	833.	0.	833.	833.	
INTEREST INCOME FROM PASSTHROUGH	9.	0.	9.	9.	
ISRAEL BONDS	18,550.	0.	18,550.	18,550.	
SCHWAB-INTEREST & DIVIDENDS	751,951.	373,524.	378,427.	378,427.	
TO PART I, LINE 4	862,747.	373,524.	489,223.	489,223.	

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
OFFICE CONDO	1	103,148.
LAND RENTAL	2	8,782.
TOTAL TO FORM 990-PF, PART I, LINE 5A		111,930.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
INTEREST EXPENSE-MORTGAGE		19,642.	
CLEANING		1,525.	
MAINTENANCE		164.	
REAL ESTATE TAXES		27,384.	
OFFICE SUPPLIES		211.	
COMMON AREA SHARED EXPENSES		45,431.	
DEPRECIATION		27,374.	
OFFICER COMPENSATION		27,336.	

OFFICER BENEFITS		6,265.	
INSURANCE		3,300.	
PROFESSIONAL FEES		1,737.	
AMORTIZATION		100.	
COMMISSION		16,200.	
REPAIRS		2,282.	
MISCELLANEOUS		141.	
	- SUBTOTAL - 1		179,092.
REAL ESTATE TAXES		4,132.	
	- SUBTOTAL - 2		4,132.
TOTAL RENTAL EXPENSES			183,224.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-71,294.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME FROM PASSTHRU	-13.	-13.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-13.	-13.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,900.	0.		0.
PROFESSIONAL FEES	1,737.	1,009.		0.
TO FM 990-PF, PG 1, LN 16A	3,637.	1,009.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	28,185.	0.		28,185.
TO FORM 990-PF, PG 1, LN 16B	28,185.	0.		28,185.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSET MANAGEMENT FEES	50,000.	50,000.		0.
INVESTMENT EXPENSES	6.	6.		0.
PROFESSIONAL FEES-OTHER	66.	0.		66.
COMMISSION	16,200.	9,411.		0.
TO FORM 990-PF, PG 1, LN 16C	66,272.	59,417.		66.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID-PER BROKER STATEMENT	206.	206.		0.
STATE ANNUAL FILING FEE	200.	0.		200.
PRIOR YEAR EXTENSION PAYMENT	10,000.	0.		0.
CURRENT YEAR ESTIMATES	10,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	20,406.	206.		200.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PASS THRU-DEDUCTIONS	2,385.	2,385.		0.
CELEBRATING LIFE AND HEALTH (HEALTH FAIR)	68,220.	0.		68,220.
CABLE TV	1,847.	0.		1,847.
TRAINING/SEMINARS	100.	0.		100.
COMPUTER MAINTENANCE	7,239.	0.		7,239.
CONTRACT SERVICES	2,535.	0.		0.
POSTAGE AND DELIVERY	3,242.	0.		3,242.
DUES AND SUBSCRIPTIONS	3,415.	0.		3,415.
DRY CLEANING OF TABLECLOTHS FOR CHARITY PURPOSES	1,495.	0.		1,495.
COMPUTER SUPPLIES	1,486.	0.		1,486.
XEROX SUPPLIES	0.	0.		0.
CONTRACT LABOR-OFFICE HELP	2,615.	0.		50.
OTHER GENERAL USE EXPENSES	3,318.	0.		3,318.
INSURANCE	6,127.	0.		6,127.
OFFICE SUPPLIES	10,749.	0.		10,749.
TELEPHONE	11,648.	0.		11,647.
PROPOLIS PROJECT	17,479.	0.		17,479.
MISCELLANEOUS EXPENSES	54,502.	0.		54,502.
XEROX COPIER MAINTENANCE, SUPPLIES	2,947.	0.		2,947.
OTHER EQUIPMENT REPAIRS	340.	0.		340.
COMPUTER SOFTWARE-ANNUAL	1,837.	0.		1,837.
MILEAGE	610.	0.		610.
MINOR FURNITURE PURCHASES	654.	0.		654.
BANK SERVICE CHARGES	25.	0.		25.
MEALS/MEETINGS	9,509.	0.		0.
OFFICE SUPPLIES	211.	123.		0.
MISCELLANEOUS	141.	82.		0.
AMORTIZATION	100.	58.		0.
TO FORM 990-PF, PG 1, LN 23	214,776.	2,648.		197,329.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT			STATEMENT 10
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
OFFICE CONDO	1,089,345.	198,298.	891,047.	1,195,000.
LAND (FMV INCLUDED IN FMV OF OFFICE CONDO)	268,046.	0.	268,046.	0.
TO 990-PF, PART II, LN 11 Stmt #24	1,357,391.	198,298.	1,159,093.	1,195,000.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT			STATEMENT 11
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LAND, BUILDING, EQUIPMENT, ETC Stmt 23	1,193,950.	415,357.	778,593.	1,034,986.
TO 990-PF, PART II, LN 14	1,193,950.	415,357.	778,593.	1,034,986.

FORM 990-PF CORPORATE STOCK		STATEMENT 12
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHWAB EQUITY FUNDS-SEE STMT #21	9,100,704.	13,143,826.
JP MORGAN EXCH TRADED NT-SEE STMT #21	653,798.	438,421.
BESSEMER-SECURITIES -Stmt # 22	2,981,901.	3,063,866.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,736,403.	16,646,113.

FORM 990-PF CORPORATE BONDS		STATEMENT 13
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHWAB MUTUAL BOND FUNDS-SEE STMT #21	3,107,922.	3,040,487.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,107,922.	3,040,487.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 14
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISRAEL BONDS	COST	625,000.	625,000.
LIMITED PARTNERSHIP	COST	-7,060.	7,549.
TOTAL TO FORM 990-PF, PART II, LINE 13		617,940.	632,549.

FORM 990-PF	OTHER ASSETS		STATEMENT 15
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARTWORK	24,215.	24,215.	24,215.
DUE FROM FEG ABSOLUTE ACCESS FUND	1,793,086.	0.	0.
TO FORM 990-PF, PART II, LINE 15	1,817,301.	24,215.	24,215.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 16
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAX WITHHOLDINGS	1,577.	1,166.
SECURITY DEPOSIT	10,369.	4,856.
TOTAL TO FORM 990-PF, PART II, LINE 22	11,946.	6,022.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACOB A MYERS 18 WEST FIRST STREET SUITE 200 DAYTON, OH 45402	ADMINISTRATOR-SAM LEVIN FU 1.00	17,000.	0.	0.
ALLEN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	PRESIDENT 1.00	10,000.	0.	0.
LOUIS LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	VICE PRESIDENT/TREASURER 1.00	10,000.	0.	0.
RYAN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	12,500.	0.	0.
KAREN LEVIN 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	EXECUTIVE DIRECTOR/SECRETA 40.00	136,680.	6,842.	0.
HOWARD MICHAELS 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
AL LELAND 7812 MCEWEN ROAD, SUITE 100 DAYTON, OH 45459	TRUSTEE 1.00	10,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		206,180.	6,842.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 18

ACTIVITY ONE

CELEBRATING LIFE & HEALTH EVENT IS HELD IN THE SPRING PROVIDING SEVERAL THOUSAND POOR AND MEDICALLY UNDERSERVED WITH A FREE TURKEY DINNER AND HEALTH SCREENINGS AND EDUCATION

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	68,220.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 19
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KAREN LEVIN
7812 MCEWEN ROAD, STE 100
DAYTON, OH 45459

TELEPHONE NUMBER

937-223-1669

FORM AND CONTENT OF APPLICATIONS

OBTAIN A GRANT APPLICATION. SUBMIT WITH NARRATIVE DESCRIPTION OF HOW THE FUNDS WILL BE USED AND ATTACH FINANCIAL INFORMATION (AUDITED STATEMENTS, FORM 990 PROJECT BUDGET) AND IRS DETERMINATION LETTER. REFER TO THE GRANT APPLICATION FOR A DETAILED DESCRIPTION OF THESE REQUIREMENTS. PREFERENCE IS GIVEN TO APPLICATIONS FOR FUNDS THAT WILL BE USED FOR OPERATING EXPENSES, SPECIAL PROJECTS AND BUILDING IMPROVEMENTS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

PREFERENCE IS GIVEN TO ORGANIZATIONS IN THE DAYTON/MONTGOMERY COUNTY OHIO AREA. OUR PRIMARY FOCUS IS ON SOCIAL SERVICES AND EDUCATION WITH PARTICULAR EMPHASIS ON THE HOMELESS, THE HUNGRY, THE MEDICALLY UNDERSERVED, CHILDREN AND WOMEN AT RISK. CULTURAL ARTS ORGANIZATIONS AND OTHER NON PROFIT ORGANIZATIONS ARE ALSO CONSIDERED.

Levin Family Foundation
Form 990PF
Part XV
2017

Statement # 20
31-1327847

Organization	Organization Street Address 1	City, State	Relationship	Foundation Status	Purpose	Grant Amount
A Gift for Life	PO Box 6945	Cincinnati Ohio	None	Public Charity	General Funding	$1,000 00
AAF Cincinnati	602 Main St St 806	Cincinnati Ohio	None	Public Charity	General Funding	$48 00
Adath Israel	3201 E Galbraith Rd,	Cincinnati Ohio	None	Public Charity	General Funding	$2,000 00
Adath Israel	3201 E Galbraith Rd,	Cincinnati Ohio	None	Public Charity	General Funding	$1,000 00
AFP Dayton Chapter	P O Box 3515	Dayton, OH	None	Public Charity	General Funding	$600 00
AFP Dayton Chapter	P O Box 3515	Dayton, OH	None	Public Charity	General Funding	$1,000 00
AFP Dayton Chapter	P O Box 3515	Dayton, OH	None	Public Charity	General Funding	$125 00
Agape for Youth	2621 Dryden Rd	Dayton, OH	None	Public Charity	General Funding	$750 00
American Cancer Society	621 Clearwater Park Rd	Palm Beach, FL	None	Public Charity	General Funding	$3,000 00
American Friends of Magen David	3300 PGA Blvd	Palm Beach, FL	None	Public Charity	General Funding	$650 00
American Red Cross-Dayton Area Chapter	370 West First St	Dayton, OH	None	Public Charity	General Funding	$5,000 00
Artemis Center	310 West Monument Ave	Dayton, OH	None	Public Charity	General Funding	$1,000 00
Beechwood Home	2140 Pogue Ave	Cincinnati Ohio	None	Public Charity	General Funding	$1,000 00
Beth Abraham Cemetary	306 Sugar Camp Circle	Dayton, OH	None	Public Charity	General Funding	$5,000 00
Beth Abraham Synagogue	306 Sugar Camp Circle	Dayton, OH	None	Public Charity	General Funding	$1,500 00
Better Business Bureau	15 W Fourth St , Ste 300	Dayton, OH	None	Public Charity	General Funding	$50 00
Better Business Bureau	15 W Fourth St , Ste 300	Dayton, OH	None	Public Charity	General Funding	$800 00
Big Brothers Big Sisters Association of Cincinnati	8212 Blue Ash Rd	Cincinnati Ohio	None	Public Charity	General Funding	$100 00
Big Brothers Big Sisters GMV	2211 Arbor Blvd	Dayton, OH	None	Public Charity	General Funding	$100 00
Big Brothers Big Sisters GMV	2211 Arbor Blvd	Dayton, OH	None	Public Charity	General Funding	$100 00
Boy Scouts of America-Dan Beard Coucil	10078 Reading Rd	Cincinnati Ohio	None	Public Charity	General Funding	$1,500 00
Boy Scouts of America-Dan Beard Coucil	10078 Reading Rd	Cincinnati Ohio	None	Public Charity	General Funding	$120 00
Camden Fire Dept	56 West Central	Camden , OH	None	Public Charity	General Funding	$1,011 90
Cedar Village Care & Community	5467 Cedar Village Drive	Cincinnati Ohio	None	Public Charity	General Funding	$1,500 00
Children's Historical Publishing	1446 Earlham Dr	Dayton, OH	None	Public Charity	General Funding	$100 00
Choices	1785 Big Hill Road	Dayton, OH	None	Public Charity	General Funding	$20 00
Cincinnati Reds Foundation-MLB	100 Joe Nuxhall Way	Cincinnati, OH	None	Public Charity	General Funding	$200 00
Cincinnati Reds Foundation-MLB	100 Joe Nuxhall Wa	Cincinnati, OH	None	Public Charity	General Funding	$200 00
Cincinnati Symphony Club	243 County Down Ln	Cincinnati, OH	None	Public Charity	General Funding	$2,500 00
Clothes That Work	The Job Center	Dayton, OH	None	Public Charity	General Funding	$1,000 00
Covenant House	4911 Covenant House Dr	Dayton, OH	None	Public Charity	General Funding	$200 00
Daybreak	605 S Patterson Blvd	Dayton, OH	None	Public Charity	General Funding	$125 00
Dayton Community Projects	7812 McEwen Rd	Dayton, OH	None	Public Charity	General Funding	$2,740 00
Dayton Community Projects	7812 McEwen Rd	Dayton, OH	None	Public Charity	General Funding	$856 00
Dayton Heart Institute	2200 Philadelphia Dr	Dayton, OH	None	Public Charity	General Funding	$500 00
Dayton Performing Arts Alliance	126 North Main St	Dayton, OH	None	Public Charity	General Funding	$500 00
Diabetes Association Dayton Area	2555 South Dixie Dr	Dayton, OH	None	Public Charity	General Funding	$250 00
Engineers Club Foundation	110 E Monument	Dayton, OH	None	Public Charity	General Funding	$5,000 00
Equitas	15 West Fourth St	Dayton, OH	None	Public Charity	General Funding	$800 00
Equitas	15 West Fourth St	Dayton, OH	None	Public Charity	General Funding	$5,000 00
Equitas	15 West Fourth St	Dayton, OH	None	Public Charity	General Funding	$350 00
Equitas	15 West Fourth St	Dayton, OH	None	Public Charity	General Funding	$800.00
Family Service Associaton	2211 Arbor Blvd.	Dayton, OH	None	Public Charity	General Funding	$308 00
Family Violence Prevention Center of Greene Cty	389 Bellbrook Ave	Xenia, OH	None	Public Charity	General Funding	$1,000 00
FilmDayton Inc	22 E Fifth Street, 2nd Floor	Dayton, OH	None	Public Charity	General Funding	$1,000 00
FilmDayton Inc	22 E Fifth Street, 2nd Floor	Dayton, OH	None	Public Charity	General Funding	$1,000 00
Foodbank			None	Public Charity	General Funding	$5,000 00
Goodwill Industries of the Miami Valley	660 South Main St	Dayton, OH	None	Public Charity	General Funding	$1,000 00

Organization	Organization Street Address 1	City, State	Relationship	Foundation Status	Purpose	Grant Amount
Greene County Community Foundation	25 Green St	Xenia, OH	None	Public Charity	General Funding	$1,275 00
Honor Flight Dayton	200 Canary Ct	Enon, OH	None	Public Charity	General Funding	$252 00
Honor Flight Dayton	200 Canary Ct	Enon, OH	None	Public Charity	General Funding	$500 00
Hope Hollow	P O Box 141423 ,	columbus, OH	None	Public Charity	General Funding	$3,000 00
Hospice of Dayton	324 Wilmington Avenue	Dayton, OH	None	Public Charity	General Funding	$2,000 00
Hospice of Dayton	324 Wilmington Avenue	Dayton, OH	None	Public Charity	General Funding	$250 00
House Of Bread	9 Orth Avenue	Dayton, OH	None	Public Charity	General Funding	$250 00
House Of Bread	9 Orth Ave	Dayton, OH	None	Public Charity	General Funding	$500 00
House Of Bread	9 Orth Avenue	Dayton, OH	None	Public Charity	General Funding	$1,500 00
House Of Bread	9 Orth Avenue	Dayton, OH	None	Public Charity	General Funding	$4,107 53
House Of Bread	9 Orth Avenue	Dayton, OH	None	Public Charity	General Funding	$659 40
Humane Society of Greater Dayton	1661 Nicholas Rd	Dayton, OH	None	Public Charity	General Funding	$2,750 00
Humane Society of Greater Dayton	1661 Nicholas Rd.	Dayton, OH	None	Public Charity	General Funding	$300 00
Humane Society of Greater Dayton	1661 Nicholas Rd	Dayton, OH	None	Public Charity	General Funding	$100 00
Jewish Federation of Dayton	525 Versailles Dr	Dayton, OH	None	Public Charity	General Funding	$2,000 00
Jewish Federation of Dayton	525 Versailles Dr	Dayton, OH	None	Public Charity	General Funding	$104 95
Jewish National Fund	9918 Carver Rd	Cincinnati, OH	None	Public Charity	General Funding	$1,500 00
Jewish National Fund	9918 Carver Rd	Cincinnati, OH	None	Public Charity	General Funding	$200 00
Leukemia Society	4370 Glendale Milford Rd	Cincinnati, OH	None	Public Charity	General Funding	$2,000 00
Monroe Police Dept			None	Public Charity	General Funding	$800 00
Mountain Top Ministries	3842 Delphos Ave	Dayton, OH	None	Public Charity	General Funding	$200 00
Muscular Dystrophy			None	Public Charity	General Funding	$2,000 00
Pink Ribbon Girls	15 South Second Street	Tipp City, OH	None	Public Charity	General Funding	$250 00
Planned Parenthood Southwest Ohio Region	2314 Auburn Ave	Cincinnati, OH	None	Public Charity	General Funding	$5,000 00
Preble Shawnee Schools	124 Bloomfield St	Camden, OH	None	Public Charity	General Funding	$604 58
Prevent Blindness Ohio	1500 West Third Ave	columbus, OH	None	Public Charity	General Funding	$5,000 00
Prevent Blindness Ohio	1500 West Third Ave	columbus, OH	None	Public Charity	General Funding	$1,800 00
Prevent Blindness Ohio	1500 West Third Ave	columbus, OH	None	Public Charity	General Funding	$5,000 00
Primary Village South	8388 Paragon Rd	Dayton, OH	None	Public Charity	General Funding	$37 00
Project Read	4444 W Third St	Dayton, OH	None	Public Charity	General Funding	$1,262 78
Project Read	4444 W Third St	Dayton, OH	None	Public Charity	General Funding	$223 00
Rebuilding Together Dayton	30 S Main St	Dayton, OH	None	Public Charity	General Funding	$1,000 00
Rebuilding Together Dayton	30 S Main St	Dayton, OH	None	Public Charity	General Funding	$1,000 00
Rubi Girls Inc	2812 San Rae #1	Kettering, OH	None	Public Charity	General Funding	$500 00
Rubi Girls Inc	2812 San Rae #1	Kettering, OH	None	Public Charity	General Funding	$300 00
SAG Foundation	247 W 54th St	New York, NY	None	Public Charity	General Funding	$6,000 00
Salvation Army	1000 North Keowee Street	Dayton, OH	None	Public Charity	General Funding	$350 00
Salvation Army-Springfield	15 S Plum St	Springfield, OH	None	Public Charity	General Funding	$125 00
Save A Child's Heart Foundation	10050 Chapel Rd	Potomac, MD	None	Public Charity	General Funding	$2,500 00
Senior Resource Connection	105 S Wilkinson Street	Dayton, OH	None	Public Charity	General Funding	$2,500 00
Shriners Hospital	3229 Burnet Ave	Cincinnati, OH	None	Public Charity	General Funding	$1,000 00
SICSA	2600 Wilmington Pike	Dayton, OH	None	Public Charity	General Funding	$125 00
SICSA	2600 Wilmington Pike	Dayton, OH	None	Public Charity	General Funding	$1,200 00
SICSA	2600 Wilmington Pike	Dayton, OH	None	Public Charity	General Funding	$2,750 00
Springer School	2121 Madison Rd	Cincinnati, OH	None	Public Charity	General Funding	$5,000 00
St Jude Children's Research Hospital	501 St Jude Place	Memphis, TN	None	Public Charity	General Funding	$200 00
Temple Beth OR	5275 Marshall Rd	Dayton, OH	None	Public Charity	General Funding	$2,000 00
Temple Israel	130 Riverside Dr	Dayton, OH	None	Public Charity	General Funding	$1,000 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$1,000 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$4,000 00

Levin Family Foundation
Form 990PF
Part XV
2017

Statement # 20
31-1327847

Organization	Organization Street Address 1	City, State	Relationship	Foundation Status	Purpose	Grant Amount
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$65 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$750 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$1,050 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$400 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$900 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$2,500 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$644 28
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$425 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$590 00
The First Tee Greater Miami Valley	3116 W Montgomery Rd Suite C110	Maineville, OH	None	Public Charity	General Funding	$1,000 00
The Foodbank	56 Armor Place	Dayton, OH	None	Public Charity	General Funding	$5,400 00
The Jewish Hospital-Cincinnati	4750 E Galbraith Rd	Cincinnati, OH	None	Public Charity	General Funding	$3,125 00
The Orchard School	615 W 64th St,	Indianapolis, IN	None	Public Charity	General Funding	$10,000 00
The Smile Train	41 Madison Ave Suite 2201	New York, NY	None	Public Charity	General Funding	$300 00
The Tenth Life	PO Box 178	Alpha, OH	None	Public Charity	General Funding	$125 00
Twin Creek Mudcats		Farmersville, OH	None	Public Charity	General Funding	$150 00
Unicef	PO Box 96964	Washington, DC	None	Public Charity	General Funding	$300 00
Victory Project	409 Troy Street	Dayton, OH	None	Public Charity	General Funding	$2,000 00
Wright Image Group	Walter Ohlmann		None	Public Charity	General Funding	$5,000 00
Wright State University Foundation	108 Allyn Hall	Dayton, OH	None	Public Charity	General Funding	$1,000 00
wright State University NLA		Dayton, OH	None	Public Charity	General Funding	$1,500 00
Wyoming Ohio Cycling Foundation	Scott Litwin	Wyoming, OH	None	Public Charity	General Funding	$4,000 00
Young Life	2050 Germantown st	Dayton, OH	None	Public Charity	General Funding	$2,500 00
Alzheimer's Association	31 Whipp Rd	Dayton, OH	None	Public Charity	General Funding	-$4,000 00
Aids Research Center	15 West Fourth St #200	Dayton, OH	None	Public Charity	General Funding	$7,000 00
Hebrew Union College	3101 Clifton Ave	Cincinnati, OH	None	Public Charity	General Funding	$2,500 00
Clothes That Work	The Job Center, 1133 S Edwin C Moses Blvd, #110	Dayton, OH	None	Public Charity	General Funding	$2,500 00
Jewish Federation of Dayton	525 Versailles Dr	Centerville, OH	None	Public Charity	General Funding	$5,000 00
Dayton Jewish Community Center	525 Versailles Dr	Centerville, OH	None	Public Charity	General Funding	$3,500 00
Foundation Fighting Blindness	11435 Cornhill Drive	Owenings Mills, MD	None	Public Charity	General Funding	$60,000 00
Daybreak	605 S Patterson Blvd	Dayton, OH	None	Public Charity	General Funding	$10,000 00
Muse Machine	126 North Main St	Dayton, OH	None	Public Charity	General Funding	$5,000 00
Jewish Family Services	5025 Castello Drive	Naples, FL	None	Public Charity	General Funding	$7,500 00
Ohio State University	307 Fawcett Center	Columbus, OH	None	Public Charity	General Funding	$12,000 00
Dayton Performing Arts Alliance	126 North Main St	Dayton, OH	None	Public Charity	General Funding	$6,000 00
Planned Parenthood Southwest Ohio Region	2314 Auburn Ave	Cincinnati, OH	None	Public Charity	General Funding	$10,000 00
Artemis Center	310 W Monument Ave	Dayton, OH	None	Public Charity	General Funding	$5,000 00
Human Race Theatre	126 N Main St, Suite 300	Dayton, OH	None	Public Charity	General Funding	$10,000 00
YMCA Strong Kids Campaign	111 W First Street, Suite 400	Dayton, OH	None	Public Charity	General Funding	$3,500 00
YMCA	141 W Third Street	Dayton, OH	None	Public Charity	General Funding	$5,000 00
						$331,604 42

charles SCHWAB

Schwab One® Accountof
LEVIN FAMILY FOUNDATION

Stmt 21
Levin Family Foundation
EI# 31-1327847
Page 1 of 4

Account Number
8067-7332

Statement Period
December 1-31, 2017

Investment Detail - Exchange Traded Funds

Exchange Traded Funds	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
JP MORGAN CHASE ALERIAN	**15,960.0000**	**27.4700**	**438,421.20**		**(215,376.64)**	**N/A**	**N/A**
ETN	100.0000	43.5908	4,359.08	09/16/13	(1,612.08)	1567	Long-Term
SYMBOL: AMJ	100.0000	43.6008	4,360.08	09/16/13	(1,613.08)	1567	Long-Term
	100.0000	43.6208	4,362.08	09/16/13	(1,615.08)	1567	Long-Term
	200.0000	43.6108	8,722.16	09/16/13	(3,228.16)	1567	Long-Term
	200.0000	43.6308	8,726.16	09/16/13	(3,232.16)	1567	Long-Term
	2,300.0000	43.6507	100,396.77	09/16/13	(37,215 77)	1567	Long-Term
	2,900.0000	43.5897	126,410.36	09/16/13	(46,747.36)	1567	Long-Term
	5,600.0000	43.6497	244,438.76	09/16/13	(90,606.76)	1567	Long-Term
	100.0000	34.0866	3,408.66	02/03/17	(661.66)	331	Short-Term
	100.0000	34.0866	3,408.66	02/03/17	(661.66)	331	Short-Term
	100.0000	34.0866	3,408.66	02/03/17	(661.66)	331	Short-Term
	100.0000	34.0866	3,408.66	02/03/17	(661.66)	331	Short-Term
	100.0000	34.0866	3,408.66	02/03/17	(661.66)	331	Short-Term
	100.0000	34.0866	3,408.66	02/03/17	(661.66)	331	Short-Term
	100.0000	34.0866	3,408.66	02/03/17	(661.66)	331	Short-Term
	100.0000	34.0866	3,408.66	02/03/17	(661.66)	331	Short-Term
	3,660.0000	34.0855	124,753.11	02/03/17	(24,212.91)	331	Short-Term
Cost Basis			*653,797.84*				
Total Exchange Traded Funds	**15,960.0000**		**438,421.20**		**(215,376.64)**		**N/A**
		Total Cost Basis:	*653,797.84*				

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be Incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Schwab One® Account of
LEVIN FAMILY FOUNDATION

Stmt 21
Levin Family Foundation
EI# 31-1327847
Page 2 of 4

Account Number
8067-7332

Statement Period
December 1-31, 2017

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
DODGE & COX INCOME FUND ◊ SYMBOL: DODIX	66,418.0220	13.7600	913,911.98	13.78	915,458.90	(1,546.92)
DOUBLELINE TOTAL RETURN ◊ BD FD CL I SYMBOL: DBLTX	109,312.5590	10.6300	1,161,992.50	11.06	1,207,841.02	(45,848.52)
LOOMIS SAYLES BOND FUND ◊ I SYMBOL: LSBDX	36,449.6620	13.7600	501,547.35	12.01	479,545.33	22,002.02
TEMPLETON GLOBAL BOND ◊ FUND ADV CL SYMBOL: TGBAX	39,074.6970	11.8500	463,035.16	13.04	505,076.70	(42,041.54)
Total Bond Funds	251,254.9400		3,040,486.99		3,107,921.95	(67,434.96)

Equity Funds	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
ARTISAN INTL FUND INV ◊ SYMBOL: ARTIX	26,584.5890	33.3300	886,064.35	14.96	409,204.57	476,859.78
DFA EMERGING MKTS SMALL ◊ CAP PORT INSTL SYMBOL: DEMSX	25,342.5790	23.8700	604,927.36	20.11	509,372.33	95,555.03
DFA EMERGING MKTS VALUE ◊ PORT INSTL SYMBOL: DFEVX	34,334.5130	31.2200	1,071,923.50	24.15	895,361.33	176,562.17
DFA INTL SMALL CAP VALUE ◊ PORT INSTL SYMBOL: DISVX	44,868.8420	22.9700	1,030,637.30	14.65	675,400.87	355,236.43

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

DUPLICATE STATEMENT

Schwab One® Accountof
LEVIN FAMILY FOUNDATION

Stmt 21
Levin Family Foundation
EI# 31-1327847
Page 3 of 4

Account Number
8067-7332

Statement Period
December 1-31, 2017

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
DFA US SMALL CAP VALUE ♢ PORT INSTL SYMBOL: DFSVX	14,384.0660	37.9200	545,443.78	21.00	325,338.42	220,105.36
GATEWAY FUND CL Y ♢ SYMBOL: GTEYX	27,010.7840	33.4600	903,780.83	25.41	686,237.05	217,543.78
HARBOR CAP APPRECIATION ♢ FUND INST CL SYMBOL: HACAX	17,355.0470	69.4400	1,205,134.46	37.15	738,581.82	466,552.64
HARBOR INTERNATIONAL ♢ FUND INST CL SYMBOL: HAINX	14,161.7400	67.5200	956,200.68	42.27	603,201.01	352,999.67
PIMCO ALL ASSET INSTL CL ♢ SYMBOL: PAAIX	79,612.0560	12.1500	967,286.48	11.56	920,075.28	47,211.20
TOUCHSTONE FLEXIBLE INCM ♢ INST SYMBOL: TFSLX	90,838.9840	11.0100	1,000,137.21	10.67	969,643.23	30,493.98
VANGUARD MID CAP INDEX ♢ FUND ADMIRAL SHARE SYMBOL: VIMAX	3,950.9080	191.5500	756,796.43	79.50	331,795.18	425,001.25
VANGUARD WINDSOR II FD ♢ ADMIRAL SHARE SYMBOL: VWNAX	19,849.2100	67.1200	1,332,278.98	44.45	972,702.96	359,576.02
VANGUARD 500 INDEX FD ♢ ADMIRAL SHRS SYMBOL: VFIAX	5,334.4010	246.8200	1,316,636.85	108.05	619,848.80	696,788.05

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Schwab One® Account of
LEVIN FAMILY FOUNDATION

Stmt 21
Levin Family Foundation
EI# 31-1327847
Page 4 of 4

Account Number
8067-7332

Statement Period
December 1-31, 2017

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
WASATCH SMALL CAP GROWTH ♀ FD INV SYMBOL: WAAEX	13,066.8290	43.3600	566,577.71	31.86	443,941.43	122,636.28
Total Equity Funds	416,694.5480		13,143,825.92		9,100,704.28	4,043,121.64
Total Mutual Funds	667,949.4880		16,184,312.91		12,208,626.23	3,975,686.68

Investment Detail - Unpriced Securities

Unpriced Securities	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
MIRANT CORPORATION XXX ESCROW PENDING POSSIBLE FUTURE DISTRIBUTION	18,992.0000	N/A	N/A		*Cost Basis is not tracked on this investment.*		
Total Unpriced Securities	18,992.0000		N/A				
		Total Cost Basis:	N/A				

Total Investment Detail	16,696,960.06
Total Account Value (excl. Unpriced Securities)	16,696,960.06
Total Cost Basis	12,862,424.07

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Stmt 22
Levin Family Foundation
EI# 31-1327847
Page 1 of 7

Account Holdings

Cash and Short Term

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
CASH AVAILABLE (FN0225)			$112		$112	<0 1%			
FED GOVT OBLIG FUND #395 (FN0125) 0.920%	14,257	1.00	14,257	1.000	14,257	5.7		131	0.92
FED GOVT OBLIG FUND #395 (FN0225) 0 920%	236,708	1 00	236,708	1.000	236,708	94 3		2,177	0 92
Total cash and short term		Cash	**$251,077**		**$251,077**	**100.0%**		**$2,308**	

Fixed Income
US government bonds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
FANNIE MAE POOL 684233 Not callable 5 000% Due 01/01/2018 Original Face = 30,557	2 876		$0	$101 670	$2	<0.1%	$2		4 79%
GOVERNMENT NATIONAL MORTGA POOL 388261 Not callable 7 000% Due 03/15/2024 Original Face = 50,000	147 484		0	105.729	155	<0 1	155	10	6 62
GOVERNMENT NATIONAL MORTGA POOL 490137 Not callable 6 500% Due 02/15/2029 Original Face = 35,000	166 297		0	110.936	184	<0.1	184	10	5 86

Stmt 22
Levin Family Foundation
EI# 31-1327847
Page 2 of 7

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
US government bonds - continued									
GOVERNMENT NATIONAL MORTGA POOL 551231 Not callable 7.000% Due 02/15/2031 Original Face = 50,000	364 16		0	101 971	371	0 1	371	25	6 86
Total US government bonds			**$0**		**$712**	**0.1%**	**$712**	**$45**	**6.32%**
Funds									
ISHARES INT GOV/CRED *(GVI)* BOOK COST 155,777	1,415	$110 09	$155,777	$109 760	$155,310	23 7%	($467)	$2,970	1 91%
OW FIXED INCOME FUND *(OWFIX)* BOOK COST 500,000	45,126 354	11 08	500,000	11 040	498,194	76 2	(1,806)	7,445	1 49
Total Funds			**$655,777**		**$653,504**	**99.9%**	**($2,273)**	**$10,415**	**1.59%**
Total fixed income			**$655,777**		**$654,216**	**100.0%**	**($1,561)**	**$10,460**	**1.60%**

Large Cap Core - U.S.

Consumer discretionary	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
AMAZON.COM INC *(AMZN)*	18	$1,156 00	$20,808	$1,169 470	$21,050	4 1%	$242		
COMCAST CORP CL A NEW *(CMCSA)*	365	15 10	5,510	40 050	14,618	2 8	9,108	229	1 57
HOME DEPOT *(HD)*	65	37 68	2,449	189 530	12,319	2 4	9,870	231	1 88
NIKE INC CL B *(NKE)*	170	60 56	10,295	62 550	10,633	2 1	338	136	1 28
PRICELINE GROUP INC *(PCLN)*	9	1,712 89	15,416	1,737.740	15,639	3 0	223		
Total Consumer discretionary			**$54,478**		**$74,259**	**14.4%**	**$19,781**	**$596**	**0.80%**
Consumer staples									
ALTRIA GROUP INC *(MO)*	205	$71 42	$14,641	$71 410	$14,639	2 8%	($2)	$541	3 70%
CHURCH & DWIGHT INC *(CHD)*	300	48 09	14,427	50.170	15,051	2.9	624	228	1 51
PEPSICO INC *(PEP)*	120	117 48	14,097	119 920	14,390	2 8	293	386	2 69
Total Consumer staples			**$43,165**		**$44,080**	**8.5%**	**$915**	**$1,155**	**2.62%**

Statement dated December 31, 2017 Stmt 22
INVF8E - SAM LEVIN FOUNDATION

Levin Family Foundation
EI# 31-1327847
Page 3 of 7

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
Energy									
CONOCOPHILLIPS ***(COP)***	**275**	**$65.15**	**$17,915**	**$54.890**	**$15,094**	**2.9%**	**($2,821)**	**$291**	**1.93%**
Financials									
CHUBB LIMITED *(CB)*	110	$149.85	$16,484	$146.130	$16,074	3 1%	($410)	$312	1.94%
CITIGROUP INC *(C)*	220	75.05	16,512	74 410	16,370	3 2	(142)	281	1 72
DISCOVER FINANCIAL SVCS *(DFS)*	235	73.55	17,284	76.920	18,076	3 5	792	329	1.82
KEYCORP NEW *(KEY)*	870	19.70	17,138	20.170	17,547	3.4	409	365	2.08
MORGAN STANLEY GRP INC *(MS)*	315	52 41	16,508	52.470	16,528	3 2	20	315	1.91
Total Financials			**$83,926**		**$84,595**	**16.4%**	**$669**	**$1,602**	**1.89%**
Health care									
ALEXION PHARMACEUTICAL *(ALXN)*	45	$106 76	$4,804	$119 590	$5,381	1.0%	$577		
BAXTER INTERNATIONAL INC *(BAX)*	220	63.48	13,965	64 640	14,220	2.8	255	140	0.99
BRISTOL-MYERS SQUIBB CO *(BMY)*	100	61.68	6,168	61 280	6,128	1.2	(40)	160	2.61
DANAHER CORP *(DHR)*	215	92.65	19,919	92.820	19,956	3.9	37	120	0 60
LILLY ELI & CO *(LLY)*	190	85.65	16,273	84 460	16,047	3.1	(226)	427	2 66
THERMO FISHER SCIENTIFIC *(TMO)*	75	185.31	13,898	189 880	14,241	2 8	343	45	0.32
ZOETIS INC *(ZTS)*	130	71.53	9,299	72 040	9,365	1 8	66	65	0 70
Total Health care			**$84,326**		**$85,338**	**16.6%**	**$1,012**	**$957**	**1.12%**
Industrials									
FORTIVE CO *(FTV)*	240	$73.70	$17,687	$72.350	$17,364	3.4%	($323)	$67	0 39%
J B HUNT TRANSPORT SVCS *(JBHT)*	130	111.68	14,518	114 980	14,947	2.9	429	119	0.80
RAYTHEON CO NEW *(RTN)*	95	186.01	17,671	187 850	17,845	3 5	174	303	1.70
Total Industrials			**$49,876**		**$50,156**	**9.8%**	**$280**	**$489**	**0.97%**
Information technology									
ALPHABET INC CLASS C *(GOOG)*	25	$1,029 92	$25,748	$1,046 400	$26,160	5.1%	$412		

Levin Family Foundation
EI# 31-1327847

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
Information technology - continued									
APPLE INC *(AAPL)*	120	40 41	4,849	169 230	20,307	3 9	15,458	302	1 49
BROADCOM LTD *(AVGO)*	60	262 17	15,730	256 900	15,414	3 0	(316)	420	2.72
FIDELITY NATL INFO SVCS *(FIS)*	220	95 76	21,067	94 090	20,699	4 0	(368)	255	1.23
MICROSOFT CORP *(MSFT)*	320	33 33	10,664	85.540	27,372	5 3	16,708	537	1 96
PAYPAL HOLDINGS INC *(PYPL)*	85	73.38	6,237	73 620	6,257	1 2	20		
VISA INC *(V)*	150	110 87	16,630	114 020	17,103	3 3	473	117	0 68
Total Information technology			**$100,925**		**$133,312**	**25.8%**	**$32,387**	**$1,631**	**1.22%**
Materials									
DOW DU PONT INC *(DWDP)*	**255**	**$54.10**	**$13,796**	**$71.220**	**$18,161**	**3.5%**	**$4,365**	**$387**	**2.13%**
Utilities									
AMERICAN WATER WORKS CO *(AWK)*	**120**	**$90.88**	**$10,905**	**$91.490**	**$10,978**	**2.1%**	**$73**	**$199**	**1.81%**
Total large cap core - u.s.			**$459,312**		**$515,973**	**100.0%**	**$56,661**	**$7,307**	**1.42%**

Large Cap Core - Non U.S.

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
Energy									
ENCANA CORP	375	$11 70	$4,387	$13 369	$5,013	11 6%	$626	$17	0.36%
ENI S.P A. ADR *(E)*	300	32 71	9,813	33 190	9,957	23 0	144	394	3.96
Total Energy			**$14,200**		**$14,970**	**34.6%**	**$770**	**$411**	**2.75%**
Financials									
NORDEA BANK AB	**820**	**$11.59**	**$9,500**	**$12.094**	**$9,917**	**22.9%**	**$417**	**$64**	**0.65%**
Information technology									
ALIBABA GROUP HOLDINGS LTD *(BABA)*	**55**	**$174.53**	**$9,599**	**$172.430**	**$9,483**	**21.9%**	**($116)**		

Stmt 22
Levin Family Foundation
EI# 31-1327847
Page 5 of 7

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
Materials									
RIO TINTO LTD	**150**	**$52.03**	**$7,805**	**$59.205**	**$8,880**	**20.5%**	**$1,075**	**$353**	**3.97%**
Total large cap core - non u.s.			**$41,104**		**$43,250**	**100.0%**	**$2,146**	**$828**	**1.91%**

Large Cap - Other
External large cap funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
VANGUARD TOT WORLD STK *(VT)*	3,200	$73 09	$233,889	$74 260	$237,632	100 0%	$3,743	$5,004	2.11%
Total large cap - other			**$233,889**		**$237,632**	**100.0%**	**$3,743**	**$5,004**	**2.11%**

Non U.S.
Non-U.S. large cap funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
ISHARES MSCI ACWI INDX FD *(ACWI)*	15,440	$71 22	$1,099,700	$72.090	$1,113,069	88 8%	$13,369	$21,631	1.94%
VANGUARD FTSE ALL *(VSS)*	1,180	115.38	136,153	119.230	140,691	11 2	4,538	3,984	2.83
Total Non-u.S. Large Cap Funds			**$1,235,853**		**$1,253,760**	**100.0%**	**$17,907**	**$25,615**	**2.04%**
Total non u.s.			**$1,235,853**		**$1,253,760**	**100.0%**	**$17,907**	**$25,615**	**2.04%**

Mid Cap
External mid cap funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
VANGUARD MID CAP VIPERS *(VO)*	890	$153.12	$136,274	$154 780	$137,754	100.0%	$1,480	$1,858	1 35%
Total mid cap			**$136,274**		**$137,754**	**100.0%**	**$1,480**	**$1,858**	**1.35%**

Small & Mid Cap Core

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
Consumer discretionary									
ADVANCE AUTO PARTS *(AAP)*	55	$97 44	$5,359	$99.690	$5,482	3.6%	$123	$13	0.24%
SAMSONITE INTERNATIONAL SA	840	4.28	3,598	4 593	3,858	2 5	260	57	1.48
SIX FLAGS ETTMENT CORP *(SIX)*	80	65 24	5,219	66 570	5,325	3.5	106	224	4 21
WYNDHAM WORLDWIDE CORP *(WYN)*	70	112.70	7,889	115 870	8,110	5 3	221	162	2 00
Total Consumer discretionary			**$22,065**		**$22,775**	**14.9%**	**$710**	**$456**	**2.00%**
Consumer staples									
INGREDION INC *(INGR)*	35	$138 94	$4,863	$139 800	$4,893	3 2%	$30	$84	1 72%
SMUCKER JM CO NEW *(SJM)*	35	118 89	4,161	124 240	4,348	2.9	187	109	2 51
SPECTRUM BRANDS HLDGS INC *(SPB)*	50	115 34	5,767	112 400	5,620	3 7	(147)	84	1 49
Total Consumer staples			**$14,791**		**$14,861**	**9.8%**	**$70**	**$277**	**1.86%**
Financials									
NASDAQ INC. *(NDAQ)*	**100**	**$77.78**	**$7,778**	**$76.830**	**$7,683**	**5.0%**	**($95)**	**$152**	**1.98%**
Health care									
COOPER COS INC *(COO)*	25	$239 56	$5,989	$217 880	$5,447	3.6%	($542)	$1	0 03%
DENTSPLY SIRONA INC *(XRAY)*	90	65.18	5,866	65 830	5,924	3.9	58	31	0.53
LAB CORP OF AMER HLDGS NEW *(LH)*	50	155.74	7,787	159 510	7,975	5.2	188		
STERIS PLC *(STE)*	60	88 45	5,307	87 470	5,248	3.4	(59)	74	1 42
WATERS CORP *(WAT)*	30	196 97	5,909	193 190	5,795	3 8	(114)		
Total Health care			**$30,858**		**$30,389**	**19.9%**	**($469)**	**$106**	**0.35%**
Industrials									
ALLEGION PLC ORD SHS *(ALLE)*	60	$82 97	$4,978	$79 560	$4,773	3.1%	($205)	$38	0 80%
DOVER CORP *(DOV)*	75	96.92	7,269	100 990	7,574	5 0	305	141	1.86
DUN & BRADSTREET NEW COM *(DNB)*	40	121 10	4,844	118.410	4,736	3 1	(108)	80	1.70
IDEX CORP *(IEX)*	30	132 30	3,969	131 970	3,959	2 6	(10)	44	1 12
KAR AUCTION SERVICE *(KAR)*	115	50 38	5,794	50.510	5,808	3.8	14	161	2.77
SNAP-ON TOOLS CORP *(SNA)*	45	171 02	7,696	174 300	7,843	5 1	147	147	1 88

Statement dated December 31, 2017 Stmt 22
INVF8E - SAM LEVIN FOUNDATION

Levin Family Foundation
EI# 31-1327847
Page 7 of 7

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current Yield
Industrials - continued									
WABTEC CORP *(WAB)*	75	75 43	5,657	81 430	6,107	4 0	450	36	0 59
Total Industrials			**$40,207**		**$40,800**	**26.7%**	**$593**	**$647**	**1.59%**
Information technology									
ANSYS INC *(ANSS)*	40	$146.00	$5,840	$147 590	$5,903	3 9%	$63		
CHECK POINT SOFTWARE TECH *(CHKP)*	55	103.36	5,685	103 620	5,699	3 7	14		
CORELOGIC INC *(CLGX)*	130	44.97	5,846	46.210	6,007	3.9	161		
HARRIS CORP DEL *(HRS)*	30	143.10	4,293	141 650	4,249	2.8	(44)	68	1 61
LOGMEIN INC *(LOGM)*	25	117.88	2,947	114 500	2,862	1.9	(85)	25	0 87
VANTIV INC *(VNTV)*	110	73.11	8,042	73 550	8,090	5 3	48		
Total Information technology			**$32,653**		**$32,810**	**21.5%**	**$157**	**$93**	**0.28%**
Materials									
AXALTA COATING *(AXTA)*	**100**	**$32.30**	**$3,230**	**$32.360**	**$3,236**	**2.1%**	**$6**		
Total small & mid cap core			**$151,582**		**$152,554**	**100.0%**	**$972**	**$1,731**	**1.13%**
Small Cap									
External small cap funds									
VANGUARD SMALL CAP *(VB)*	465	$146.47	$68,110	$147.800	$68,727	100.0%	$617	$927	1 35%
Total small cap			**$68,110**		**$68,727**	**100.0%**	**$617**	**$927**	**1.35%**
Total value of account			**$3,232,978**		**$3,314,943**		**$81,965**	**$56,038**	**1.69%**
Total interest and dividends accrued					~~641~~				
Total value of account including accruals					**~~$3,315,584~~**				
			- 251 077		- 251077 Cash + Short-Term				
			2 981.901		3063866				

BESSEMER TRUST

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 1 of 5

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	LFF- OFFIC FURNITURE & FIXTURES														
4	TABLE	05/09/01	SL	7.00		16	234.				234.	231.		0.	231.
6	AIR PURIFIER	08/23/01	SL	7.00		16	100.				100.	100.		0.	100.
12	AED	10/03/03	SL	7.00		16	2,500.				2,500.	2,500.		0.	2,500.
13	OFFICE FURNITURE	09/09/03	SL	7.00		16	5,600.				5,600.	5,600.		0.	5,600.
16	CAMERA	06/28/03	SL	5.00		16	1,396.				1,396.	1,396.		0.	1,396.
20	APPLIANCES	05/16/04	SL	7.00		16	1,200.				1,200.	1,197.		0.	1,197.
22	OFFICE FURNITURE	07/01/04	SL	7.00		16	49,775.				49,775.	49,775.		0.	49,775.
32	OFFICE FURNITURE	07/01/05	SL	7.00		16	5,219.				5,219.	5,219.		0.	5,219.
33	OFFICE FURNITURE	01/06/05	SL	7.00		16	1,823.				1,823.	1,820.		0.	1,820.
36	CAMERA	03/01/06	SL	5.00		16	2,275.				2,275.	2,275.		0.	2,275.
41	OFFICE FURNITURE	07/06/06	SL	7.00		16	3,829.				3,829.	3,829.		0.	3,829.
42	OFFICE FURNITURE	08/21/06	SL	7.00		16	9,765.				9,765.	9,765.		0.	9,765.
43	OFFICE FURNITURE	10/17/06	SL	7.00		16	5,145.				5,145.	5,145.		0.	5,145.
44	OFFICE FURNITURE	12/21/06	SL	7.00		16	8,765.				8,765.	8,765.		0.	8,765.
49	EQUIPMENT	02/23/07	SL	5.00		16	857.				857.	857.		0.	857.
50	FURNITURE	02/23/07	SL	7.00		16	1,000.				1,000.	1,000.		0.	1,000.
52	EQUIPMENT	06/01/08	SL	5.00		16	7,269.				7,269.	7,269.		0.	7,269.

728111 04-01-17 (D) - Asset disposed * ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 2 of 5

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
63	XEROX COPIER	01/06/09	SL	7.00		16	4,299.				4,299.	4,299.		0.	4,299.
87	TV	10/05/11	SL	7.00		16	2,807.				2,807.	2,105.		401.	2,506.
88	AUDIO SET UP	11/15/11	SL	7.00		16	830.				830.	615.		119.	734.
89	CABINET	11/17/11	SL	7.00		16	700.				700.	508.		100.	608.
90	CABINET-L&A	12/12/11	SL	7.00		16	700.				700.	508.		100.	608.
100	KONICA COPIER	07/23/14	SL	7.00		16	7,465.				7,465.	2,576.		1,066.	3,642.
106	SHADES-DEB'S AND INTERN'S OFFICE	01/29/15	SL	7.00		16	1,325.				1,325.	363.		189.	552.
	* 990-PF PG 1 TOTAL - LFF-OFFIC FURNITURE & FIXTURES						124,878.				124,878.	117,717.		1,975.	119,692.
	LFF-COMPUTER EQUIPMENT														
29	COMPUTER	01/28/05	SL	5.00		16	3,557.				3,557.	3,557.		0.	3,557.
45	COMPUTER EQUIPMENT	02/08/07	SL	5.00		16	3,882.				3,882.	3,882.		0.	3,882.
46	COMPUTER EQUIPMENT	07/31/07	SL	5.00		16	3,627.				3,627.	3,627.		0.	3,627.
47	COMPUTER EQUIPMENT	10/01/07	SL	5.00		16	1,170.				1,170.	1,170.		0.	1,170.
53	COMPUTER EQUIPMENT	07/01/08	SL	5.00		16	1,500.				1,500.	1,500.		0.	1,500.
64	COMPUTERS	01/20/09	SL	5.00		16	7,405.				7,405.	7,405.		0.	7,405.
97	IPAD-DEB AND KAREN'S	02/13/13	200DB	5.00	HY	17	1,160.			580.	580.	480.		67.	547.
98	IPADS	03/05/13	200DB	5.00	HY	17	1,900.			950.	950.	785.		109.	894.
99	KAREN'S LAPTOP	06/07/13	200DB	5.00	HY	17	881.			441.	440.	364.		51.	415.

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 3 of 5

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
102	SURFACE PRO 3	02/10/15	SL	5.00		16	2,048.				2,048.	785.		410.	1,195.
103	SURFACE PRO 3	02/10/15	SL	5.00		16	2,048.				2,048.	785.		410.	1,195.
121	DELL SERVER	07/16/17	200DB	5.00	HY	19B	2,766.			1,383.	1,383.			1,660.	277.
	* 990-PF PG 1 TOTAL - LFF-COMPUTER EQUIPMENT						31,944.			3,354.	28,590.	24,340.		2,707.	25,664.
	LFF-SOFTWARE														
120	SOFTWARE-GIFTS ONLINE APPLICATION	07/11/17	200DB	3.00	HY	19A	5,513.			2,757.	2,756.			3,676.	919.
	* 990-PF PG 1 TOTAL - LFF-SOFTWARE						5,513.			2,757.	2,756.	0.		3,676.	919.
	LFFH-BUILDING IMPROVEMENTS														
62	COMMON AREA IMPROVEMENTS	11/16/09	SL	39.00	MM	16	23,483.				23,483.	4,264.		602.	4,866.
73	COOLING TOWER	09/29/10	SL	39.00	MM	16	35,389.				35,389.	5,669.		907.	6,576.
91	BACKFLOW PREVENTER	01/19/12	SL	39.00	MM	17	1,580.				1,580.	203.		41.	244.
104	BOILER REPLACEMENT	01/19/15	SL	39.00	MM	17	26,011.				26,011.	1,306.		667.	1,973.
	* 990-PF PG 1 TOTAL - LFFH-BUILDING IMPROVEMENTS						86,463.				86,463.	11,442.		2,217.	13,659.
70	LAND-STE 100/500	11/16/09	L				140,847.				140,847.			0.	
	* 990-PF PG 1 TOTAL - LFFH-BUILDING IMPROVEMENTS						140,847.				140,847.	0.		0.	0.
	LFFH-FURNITURE & FIXTURES														
55	CABINETS	11/16/09	SL	7.00		16	18,835.				18,835.	18,835.		0.	18,835.
59	APPLIANCES:RANGE, REFRIGERATOR,DISHWASHER, ICE	11/06/09	SL	7.00		16	10,606.				10,606.	10,606.		0.	10,606.

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 4 of 5

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	* 990-PF PG 1 TOTAL - LFFH-FURNITURE & FIXTURES						29,441.				29,441.	29,441.		0.	29,441.
	SUITE 100/500														
54	BUILDING-STE 100/500	11/16/09	SL	39.00	MM	16	662,191.				662,191.	120,268.		16,979.	137,247.
56	GRANITE TOPS/FIREPLACE	11/06/09	SL	7.00		16	6,173.				6,173.	6,173.		0.	6,173.
57	CEILING	11/06/09	SL	7.00		16	12,050.				12,050.	12,050.		0.	12,050.
58	FLOORING	11/06/09	SL	7.00		16	38,005.				38,005.	38,005.		0.	38,005.
76	OUTSIDE SIGNAGE	10/12/10	SL	15.00		16	2,948.				2,948.	1,231.		197.	1,428.
77	BUILDING-STE 100/500	01/01/10	SL	39.00	MM	16	35,889.				35,889.	6,440.		920.	7,360.
	* 990-PF PG 1 TOTAL - SUITE 100/500						757,256.				757,256.	184,167.		18,096.	202,263.
	LFFH-SECURITY SYSTEM														
61	SECURITY SYSTEM	11/16/09	SL	7.00		16	11,317.				11,317.	11,317.		0.	11,317.
	* 990-PF PG 1 TOTAL - LFFH-SECURITY SYSTEM						11,317.				11,317.	11,317.		0.	11,317.
	LFFH-OFFICE EQUIPMENT														
60	TELEPHONE SYSTEM	11/06/09	SL	7.00		16	6,291.				6,291.	6,291.		0.	6,291.
	* 990-PF PG 1 TOTAL - LFFH-OFFICE EQUIPMENT						6,291.				6,291.	6,291.		0.	6,291.
	* GRAND TOTAL 990-PF PG 1 DEPR & AMORT						1,193,950.			6,111.	1,187,839.	384,715.		28,671.	409,246.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						1,185,671.			1,971.	1,183,700.	384,715.			408,050.

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Stmt 23
Levin Family Foundation
EI# 31-1327847
Page 5 of 5

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	ACQUISITIONS						8,279.			4,140.	4,139.	0.			1,196.
	DISPOSITIONS						0.			0.	0.	0.			0.
	ENDING BALANCE						1,193,950.			6,111.	1,187,839.	384,715.			409,246.
	ENDING ACCUM DEPR											415,357.	Accumulated depreciation		
	ENDING BOOK VALUE											778,593.	NBV		

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Levin Family Foundation
EI# 31-1327847
Page 1 of 2

2017 DEPRECIATION AND AMORTIZATION REPORT

COMMERCIAL RENTAL E- 1

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
101	LOAN COSTS	01/01/14		241M	HY	43	2,000.				2,000.	300.		100.	400.
	SUITE 300 BUILDING														
78	BUILDING-STE 300	01/01/11	SL	39.00	MM	16	351,976.				351,976.	54,150.		9,025.	63,175.
83	SUITE 300-MINI BLINDS	07/01/11	SL	5.00		16	7,500.				7,500.	7,500.		0.	7,500.
84	SUITE 300-CARPETING	07/01/11	SL	5.00		16	13,200.				13,200.	13,200.		0.	13,200.
85	SUITE 300-INSTALL COUNTERTOPS/CABINETS	07/01/11	SL	5.00		16	1,000.				1,000.	1,000.		0.	1,000.
86	SUITE 300-IMPROVEMENTS	07/01/11	SL	39.00	MM	16	172,316.				172,316.	24,299.		4,418.	28,717.
	* 990-T SCH E TOTAL - SUITE 300 BUILDING						545,992.				545,992.	100,149.		13,443.	113,592.
	SUITE 300 LAND														
80	LAND-SUITE 300	01/01/11	L				127,745.				127,745.			0.	
	* 990-T SCH E TOTAL - SUITE 300 LAND						127,745.				127,745.	0.		0.	0.
	SUITE 400 BUILDING														
79	BUILDING-STE 400	01/01/11	SL	39.00	MM	16	323,987.				323,987.	49,842.		8,307.	58,149.
92	SUITE 400-ENGINEERING DRAWING FEES	08/29/12	SL	39.00	MM	17	4,440.				4,440.	499.		114.	613.
93	SUITE 400-IMPROVEMENTS	04/01/13	SL	39.00	MM	17	144,461.				144,461.	13,736.		3,704.	17,440.
94	SUITE 400-FLOORING	04/01/13	SL	39.00	MM	17	13,550.				13,550.	1,287.		347.	1,634.
95	SUITE 400-ARCHITECT FEES	04/01/13	SL	39.00	MM	17	6,376.				6,376.	605.		163.	768.
96	SUITE 400-HVAC	04/01/13	SL	39.00	MM	17	50,539.				50,539.	4,806.		1,296.	6,102.

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Stmt 24
Levin Family Foundation
EI# 31-1327847
Page 2 of 2

2017 DEPRECIATION AND AMORTIZATION REPORT

COMMERCIAL RENTAL E- 1

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	* 990-T SCH E TOTAL - SUITE 400 BUILDING						543,353.				543,353.	70,775.		13,931.	84,706.
	SUITE 400 LAND														
81	LAND-SUITE 400	01/01/11	L				140,301.				140,301.			0.	
	* 990-T SCH E TOTAL - SUITE 400 LAND						140,301.				140,301.	0.		0.	0.
	* GRAND TOTAL 990-T SCH E DEPR & AMORT						1,359,391.				1,359,391.	171,224.		27,474.	198,698.
		Loan	Costs				-2,000							amortz	-400
							1357391								198,298

728111 04-01-17

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone