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Form **990-PF**Department of the Treasury
Internal Revenue Service

EXTENDED TO FEBRUARY 15, 2019

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

APR 1, 2017

, and ending

MAR 31, 2018

Name of foundation
**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

Number and street (or P O box number if mail is not delivered to street address)
99-50 FLORENCE STREET

City or town, state or province, country, and ZIP or foreign postal code
CHESTNUT HILL, MA 02467-1930

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 874,316.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
04-6042910

B Telephone number
781-237-6655

C If exemption application is pending, check here ☐

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

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

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

Part I Analysis of Revenue and Expenses (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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		19.	19.		STATEMENT 2
4 Dividends and interest from securities		10,049.	10,049.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		99,105.			STATEMENT 1
b Gross sales price for all assets on line 6a		265,333.			
7 Capital gain net income (from Part IV, line 2)			197,167.		
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		<4,044.>	0.		STATEMENT 4
12 Total (Add lines 1 through 11)		105,129.	207,235.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		7,500.	5,000.		2,500.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		370.	0.		370.
22 Printing and publications					
23 Other expenses		11,628.	0.		2,625.
24 Total operating and administrative expenses. Add lines 13 through 23		19,498.	5,000.		5,495.
25 Contributions, gifts, grants paid		284,321.			284,321.
26 Total expenses and disbursements. Add lines 24 and 25		303,819.	5,000.		289,816.
27 Subtract line 26 from line 12.		<198,690.>			
a Excess of revenue over expenses and disbursements			202,235.		
b Net investment income (If negative, enter -0-)					
c Adjusted net income (If negative, enter -0-)				N/A	

723501 01-03-18 LHA For Paperwork Reduction Act Notice, see instructions.

1

Form 990-PF (2017)

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2017.05020 WILLIAM AND CYNTHIA MARCUS Q3Q664_1

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

Form 990-PF (2017)

04-6042910

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value *			
Assets	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments	112,079.	88,684.	88,684.		
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock STMT 7	605,111.	438,883.	752,171.		
	c	Investments - corporate bonds					
	Liabilities	11	Investments - land, buildings, and equipment, basis ▶				
		Less: accumulated depreciation ▶					
12		Investments - mortgage loans					
13		Investments - other STMT 8	43,540.	34,473.	33,461.		
14		Land, buildings, and equipment: basis ▶					
		Less: accumulated depreciation ▶					
15		Other assets (describe ▶)					
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	760,730.	562,040.	874,316.		
17		Accounts payable and accrued expenses					
18		Grants payable					
Net Assets or Fund Balances	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)	0.	0.				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐						
	and complete lines 24 through 26, and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒						
	and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	0.	0.			
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.				
29	Retained earnings, accumulated income, endowment, or other funds	760,730.	562,040.				
30	Total net assets or fund balances	760,730.	562,040.				
31	Total liabilities and net assets/fund balances	760,730.	562,040.				

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	760,730.
2	Enter amount from Part I, line 27a	2	<198,690.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	562,040.
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	562,040.

Form 990-PF (2017)

WILLIAM AND CYNTHIA MARCUS

Form 990-PF (2017)

FAMILY CHARITABLE TRUST

04-6042910

Page 3

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 CAPITAL GAIN	D	VARIOUS	03/31/18
b LEM II	P	VARIOUS	12/31/17
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 263,624.		68,166.	195,458.
b 1,709.			1,709.
c			
d			
e			

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			195,458.
b			1,709.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	197,167.
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	223,754.	1,014,949.	.220458
2015	247,998.	817,266.	.303448
2014	283,365.	991,368.	.285832
2013	272,922.	1,109,890.	.245900
2012	380,030.	1,162,427.	.326928

2 Total of line 1, column (d)	2	1.382566
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	.276513
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,355,423.
5 Multiply line 4 by line 3	5	374,792.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,022.
7 Add lines 5 and 6	7	376,814.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	289,816.

WILLIAM AND CYNTHIA MARCUS

FAMILY CHARITABLE TRUST

Form 990-PF (2017)

04-6042910

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 4,045.
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 4,045.
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 4,045.
6 Credits/Payments:		
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a 2,523.	
b Exempt foreign organizations - tax withheld at source	6b 0.	
c Tax paid with application for extension of time to file (Form 8868)	6c 6,300.	
d Backup withholding erroneously withheld	6d 0.	
7 Total credits and payments. Add lines 6a through 6d	7 8,823.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8 0.	
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 4,778.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax ☐ 4,778. Refunded ☐ 0.	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. MA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2017)

WILLIAM AND CYNTHIA MARCUS

FAMILY CHARITABLE TRUST

Form 990-PF (2017)

04-6042910

Page 5

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		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X	
14 The books are in care of THE ORGANIZATION Telephone no. 781-237-6655 Located at 99-50 FLORENCE STREET, CHESTNUT HILL, MA ZIP+4 02467-1930		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country N/A		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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. Organizations relying on a current notice regarding disaster assistance, check here N/A		
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?		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 N/A 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 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		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2017)

WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST

Form 990-PF (2017)

04-6042910

Page 6

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

5a During the year, did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

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

6b

X

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, 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 9		0.	0.	0.

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

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

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

0

Form 990-PF (2017)

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."

[illegible]

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

Part IX-A	Summary of Direct Charitable Activities
------------------	--

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	NONE	
		0.
2		
3		
4		

Part IX-B	Summary of Program-Related Investments
------------------	---

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	NONE	
		0.
2		
	All other program-related investments. See instructions.	
3		
	Total. Add lines 1 through 3	0.

Form **990-PF** (2017)

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

Form 990-PF (2017)

04-6042910 Page 8

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,261,202.
b	Average of monthly cash balances	1b	114,862.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,376,064.
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	1,376,064.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,641.
5	Net value of noncharitable-use assets . Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,355,423.
6	Minimum investment return . Enter 5% of line 5	6	67,771.

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	67,771.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	4,045.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,045.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	63,726.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	63,726.
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	63,726.

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	289,816.
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	289,816.
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	289,816.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2017)

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

Form 990-PF (2017)

04-6042910

Page 9

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				63,726.
2 Undistributed income, if any, as of the end of 2017			0.	
a Enter amount for 2016 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	322,323.			
b From 2013	219,055.			
c From 2014	238,731.			
d From 2015	208,586.			
e From 2016	179,517.			
f Total of lines 3a through e	1,168,212.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	289,816.			
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				63,726.
e Remaining amount distributed out of corpus	226,090.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	1,394,302.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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	322,323.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,071,979.			
10 Analysis of line 9:				
a Excess from 2013	219,055.			
b Excess from 2014	238,731.			
c Excess from 2015	208,586.			
d Excess from 2016	179,517.			
e Excess from 2017	226,090.			

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)

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:

(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

[illegible]

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).)

WILLIAM M. MARCUS

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:

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.

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

Form 990-PF (2017)

04-6042910 Page 11

Part XV **Supplementary Information** (continued)

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
AMERICAN CHESTNUT FOUNDATION 205 SPEAR STREET SOUTH BURLINGTON, VT 05403		N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	500.
AMERICAN FRIENDS JAFFA INSTITUTE C/O ELIYAHN HARTMAN, 171-06 76TH AVE FLUSHING, NY 11366		N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	3,000.
AMERICAN FRIENDS OF MAGEN DAVID ADOM - NEW ENGLAND PO BOX 600714 NEWTON, MA 02460		N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
AMERICAN JEWISH COMMITTEE 126 HIGH STREET BOSTON, MA 02110		N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	21,900.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 3RD AVENUE NEW YORK, NY 10017		N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	500.
Total		SEE CONTINUATION SHEET(S)			284,321.
b Approved for future payment					
NONE					
Total					0.

Form 990-PF (2017)

Enter gross amounts unless otherwise indicated.

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)(3) (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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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.		

[illegible]

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

(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.

Signature of officer or trustee Will M. Mancoske **Date** 2/2/19 **Title** TRUSTEE

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
	STEPHEN E. BONDER	STEPHEN E. BONDER	01/23/19		P00868472
	Firm's name ► BLUM, SHAPIRO & COMPANY, P.C.				Firm's EIN ► 06-1009205
	Firm's address ► 70 WELLS AVENUE, SUITE 200 NEWTON, MA 02459			Phone no. 617-641-0040	

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

04-6042910

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
AMERICAN JEWISH WORLD SERVICE 45 W 36TH STREET #11 NEW YORK, NY 10018	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	10,000.
AMERICAN SOCIETY FOR TECHNION - ISRAEL INSTITUTE OF TECHNOLOGY 1 GATEWAY CENTER #515 NEWTON, MA 02458	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	21,086.
BETH ISRAEL DEACONESS MEDICAL CENTER 330 BROOKLINE AVE BOSTON, MA 02215	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	250.
BIKE TO THE BEACH 190 K ST NW LOBBY 2 WASHINGTON, DC 20006	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	258.
BABSON COLLEGE 231 FOREST STREET BABSON PARK, MA 02457	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	2,500.
BARNSTORMERS PO BOX 434, 104 MAIN STREET TAMWORTH, NH 03886	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
BELMONT GOLF SCHOLARSHIP FUND 181 WINTER STREET BELMONT, MA 02478	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	250.
BIRTHRIGHT INTERNATIONAL 777 COXWELL AVENUE TORONTO, ONTARIO, CANADA M4C3C6	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	5,000.
BOSTON CHILDREN'S CHORUS 112 SHWAMUT AVENUE BOSTON, MA 02135	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	500.
BOSTON JEWISH FILM FESTIVAL 1001 WATERTOWN STREET NEWTON, MA 02465	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	10,000.
Total from continuation sheets				258,321.

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

04-6042910

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BOSTON MEDICAL CENTER (FOOD FOR THOUGHT) 801 MASSACHUSETTS AVENUE BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	2,500.
BOSTON SYMPHONY ORCHESTRA 301 MASSACHUSETTS AVENUE BOSTON, MA 02115	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
BOSTON CURSILLO 319 CONCORD ROAD WESTON, MA 02493	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	25.
BROOKLINE HIGH SCHOOL 21ST CENTURY FUND 115 GREENOUGH STREET BROOKLINE, MA 02445	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	2,500.
CAMERA P.O. BOX 35040 BOSTON, MA 02135	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,000.
CAMP HALE RESERVATION 80 CARBY STREET WESTWOOD, MA 02090	N/A	PUBLIC CHARITY	FINNEGAN - 01/23/19 10:10PM WORKSHEET PRIVATE FOUNDATION	1,000.
CHABAD CENTER AT CHESTNUT HILL 163 BELLINGHAM ROAD CHESTNUT HILL, MA 02467	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
CIRCLE PROGRAM 85 MAIN STREET PLYMOUTH, NH 03264	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
COMBINED JEWISH PHILANTHROPIES 126 HIGH STREET BOSTON, MA 02110	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	37,624.
BOSTON NATURE CENTER AND WILDLIFE SANCTUARY 500 WALK HILL STREET MATTAPAN, MA 02126	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	500.
Total from continuation sheets				

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

04-6042910

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CROHNS & COLITIS FOUNDATION OF AMERICA - NEW ENGLAND CHAPTER 280 HILLSIDE AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,000.
CATO INSTITUTE 1000 MASSACHUSETTS AVENUE WASHINGTON, DC 20001	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
CENTER HARBOR HERITAGE COMMISSION PO BOX 140, 36 MAIN STREET CENTER HARBOR, NH 03226	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	600.
FRIENDS OF ISRAEL DEFENSE FORCES 154 WELLS AVE NEWTON, MA 02459	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	46,000.
FACING HISTORY AND OURSELVES 16 HURD RD BROOKLINE, MA 02445	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
GATEWAYS FOR EDUCATION 333 NAHANTON STEET NEWTON, MA 02459	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	2,500.
COLBY COLLEGE 4000 MAYFLOWER HILL DR WATERVILLE, ME 04901	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	2,000.
GREATER BOSTON FOOD BANK 70 SOUTH BAY AVENUE BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	800.
GANN ACADEMY 333 FOREST STREET WALTHAM, MA 02452	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	15,025.
FRIENDS OF THE FORUM PO BOX 365 HARTSDALE, NY 10530	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,000.
Total from continuation sheets				

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

04-6042910

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HEBREW SENIORLIFE 1200 CENTER STREET ROSLINDALE, MA 02131	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	300.
PROJECT BREAD 145 BORDER STREET BOSTON, MA 02128	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
JEWISH COMMUNITY CENTER 333 NAHANTON STREET NEWTON, MA 02459	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	26,000.
JUDAISM BY CHOICE 8918 PICO BLVD LOS ANGELES, CA 90035	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,080.
JEWISH FEDERATION OF LOS ANGELES 6505 WILSHIRE BLVD LOS ANGELES, CA 90048	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	12,600.
JEWISH INSTITUTE FOR NATIONAL SECURITY AFFAIRS 1307 NEW YORK AVE, NW, SUITE 200 WASHINGTON, DC 20005	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,000.
JEWISH THEOLOGICAL SEMINARY OF AMERICA 3080 BROADWAY NEW YORK, NY 10027	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	500.
LAKES REGION CONSERVATION TRUST 156 DANE ROAD CENTER HARBOR, NH 03226	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	250.
LOON PRESERVATION 183 LEE'S MILL ROAD MOULTONBOROUGH, NH 03254	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
MASSACHUSETTS GENERAL HOSPITAL 55 FRUIT STREET BOSTON, MA 02114	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,050.
Total from continuation sheets				

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

04-6042910

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
MIT HILLEL ALUMNI 40 MASSACHUSETTS AVE CAMBRIDGE, MA 02139	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	5,000.
MUSEUM OF SCIENCE 1 SCIENCE PARK BOSTON, MA 02114	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	125.
NE FORESTRY FOUNDATION 32 FOSTER STREET LITTLETON, MA 01460	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
NEW ENGLAND BAPTIST HOSPITAL ROXBURY STREET BOSTON, MA 02119	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,000.
NEW HAMPSHIRE PUBLIC TELEVISION 268 MAST ROAD DURHAM, NH 03824	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	200.
NEWTON-WELLESLEY HOSPITAL CHARITABLE FOUNDATION 2014 WASHINGTON STREET NEWTON, MA 02462	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,000.
PARALYZED VETERANS OF AMERICA 801 18TH STREET NW WASHINGTON, DC 20006	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	50.
PAN MASS CHALLENGE 77 FOURTH AVENUE NEEDHAM, MA 02494	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,000.
PINE STREET INN 444 HARRISON AVE BOSTON, MA 02118	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	300.
RASHI SCHOOL 8000 GREAT MEADOW ROAD DEDHAM, MA 02026	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	2,500.
Total from continuation sheets				

**WILLIAM AND CYNTHIA MARCUS
FAMILY CHARITABLE TRUST**

04-6042910

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
SMITH LEADERSHIP ACADEMY SCHOOL 23 LEONARD STREET DORCHESTER, MA 02122	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	500.
SOLOMON SCHECHTER DAY SCHOOL OF GREATER BOSTON 125 WELLS AVENUE NEWTON, MA 02459	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	25,000.
SQUAM LAKES SCIENCE CENTER 23 SCIENCE CENTER ROAD HOLDERNESS, NH 03245	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	1,525.
ST. JUDES CHILDREN'S RESEARCH HOSPITAL 202 E 42ND STREET NEW YORK, NY 10017	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	100.
STEPHEN S WISE TEMPLE 15500 STEPHEN S WISE DRIVE LOS ANGELES, CA 90077	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	4,023.
TEMPLE ISRAEL 477 LONGWOOD AVE. BOSTON, MA 02215	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	3,000.
UNITED WAY 222 FORBES ROAD BRAINTREE, MA 02184	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	2,000.
WGBH ONE GUEST STREET BOSTON, MA 02135	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	400.
WOUNDED WARRIORS 4899 BELFORT ROAD, SUITE 300 JACKSONVILLE, FL 32256	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	400.
FRIENDS OF YEMIN ORDER 4340 EAST-WEST HIGHWAY BETHESDA, MD 20814	N/A	PUBLIC CHARITY	TO FURTHER ENTITY'S EXEMPT PURPOSE	2,500.
Total from continuation sheets				

04-6042910

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
CAPITAL GAIN					VARIOUS	03/31/18
	263,624.	166,228.	0.	0.		97,396.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LEM II				PURCHASED	VARIOUS	12/31/17
	1,709.	0.	0.	0.		1,709.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 99,105.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA	2.	2.	
FIRST REPUBLIC BANK	4.	4.	
LEM REAL ESTATE MEZZANINE FUND			
II	8.	8.	
UBS	5.	5.	
TOTAL TO PART I, LINE 3	19.	19.	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UBS	10,049.	0.	10,049.	10,049.	
TO PART I, LINE 4	10,049.	0.	10,049.	10,049.	

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM PARTNERSHIPS	<4,044.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<4,044.>	0.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	7,500.	5,000.		2,500.
TO FORM 990-PF, PG 1, LN 16B	7,500.	5,000.		2,500.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEE	2,625.	0.		2,625.
FROM PARTNERSHIPS	3.	0.		0.
FEDERAL EXCISE	9,000.	0.		0.
TO FORM 990-PF, PG 1, LN 23	11,628.	0.		2,625.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES	438,883.	752,171.
TOTAL TO FORM 990-PF, PART II, LINE 10B	438,883.	752,171.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIP	COST	34,473.	33,461.
TOTAL TO FORM 990-PF, PART II, LINE 13		34,473.	33,461.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM M. MARCUS 99-50 FLORENCE STREET CHESTNUT HILL, MA 024671935	TRUSTEE 10.00	0.	0.	0.
CYNTHIA S. MARCUS 99-50 FLORENCE STREET CHESTNUT HILL, MA 024671935	TRUSTEE 1.00	0.	0.	0.
DANIEL H. MARCUS 99-50 FLORENCE STREET CHESTNUT HILL, MA 024671935	TRUSTEE 1.00	0.	0.	0.
MELANIE L. MARCUS 99-50 FLORENCE STREET CHESTNUT HILL, MA 024671935	TRUSTEE 1.00	0.	0.	0.
RICHARD S. MARCUS 99-50 FLORENCE STREET CHESTNUT HILL, MA 024671935	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.