

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,693,296	1,659,122	1,659,122
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	4,319,546	4,319,439	5,507,217
	c	Investments—corporate bonds (attach schedule)	109,581	113,033	66,873
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans	9,412,172	9,033,850	9,033,850
	13	Investments—other (attach schedule)	8,674,220	8,778,965	9,250,449
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	24,208,815	23,904,409	25,517,511	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	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	24,208,815	23,904,409	
	30	Total net assets or fund balances (see instructions)	24,208,815	23,904,409	
31	Total liabilities and net assets/fund balances (see instructions) .	24,208,815	23,904,409		

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	24,208,815
2	Enter amount from Part I, line 27a	2	-304,406
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	23,904,409
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	23,904,409

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	27,443
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	1,152,600	24,900,749	0 046288
2016	991,725	24,598,830	0 040316
2015	2,042,721	25,475,458	0 080184
2014	1,956,258	27,029,122	0 072376
2013	1,438,950	27,846,438	0 051674

2 Total of line 1, column (d)	2	0 290838
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	0 058168
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	25,373,511
5 Multiply line 4 by line 3	5	1,475,926
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,096
7 Add lines 5 and 6	7	1,489,022
8 Enter qualifying distributions from Part XII, line 4 ,	8	1,574,000

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	13,096
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	13,096
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	13,096
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	36,886
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	36,886
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	23,790
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 23,790 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ AZ		
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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶NO WEB SITE	13	Yes	
14	The books are in care of ▶WILLIAM S & INA LEVINE FOUNDATION Telephone no ▶(602) 248-8181			
	Located at ▶2801 EAST CAMELBACK ROAD SUITE 450 PHOENIX AZ ZIP+4 ▶85016			
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			
16	At any time during calendar year 2018, 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 ▶	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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. ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years ▶ 20____, 20____, 20____, 20____ ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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.	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes	☐ No
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	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes	☒ No

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(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 Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				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 (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	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	5,877,968
b	Average of monthly cash balances.	1b	1,454,734
c	Fair market value of all other assets (see instructions).	1c	18,427,208
d	Total (add lines 1a, b, and c).	1d	25,759,910
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	25,759,910
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	386,399
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	25,373,511
6	Minimum investment return. Enter 5% of line 5.	6	1,268,676

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	1,268,676
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	13,096
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	13,096
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,255,580
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,255,580
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	1,255,580

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,574,000
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	1,574,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	13,096
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,560,904

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,255,580
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.	27,593			
b From 2014.	634,486			
c From 2015.	774,986			
d From 2016.	285,319			
e From 2017.				
f Total of lines 3a through e.	1,722,384			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 1,574,000				
a Applied to 2017, 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 2018 distributable amount.				1,255,580
e Remaining amount distributed out of corpus	318,420			
5 Excess distributions carryover applied to 2018 (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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,040,804			
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7 (see instructions).	27,593			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	2,013,211			
10 Analysis of line 9				
a Excess from 2014.	634,486			
b Excess from 2015.	774,986			
c Excess from 2016.	285,319			
d Excess from 2017.				
e Excess from 2018.	318,420			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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))

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

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

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments. . . .				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities. . . . 14 245,961				
5 Net rental income or (loss) from real estate				
a Debt-financed property.				
b Not debt-financed property. 16				
6 Net rental income or (loss) from personal property				
7 Other investment income. 14 1,061,032				
8 Gain or (loss) from sales of assets other than inventory 18 27,443				
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). . 0 1,334,436 0				
13 Total. Add line 12, columns (b), (d), and (e). 13 1,334,436				

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

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

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.

Sign Here	*****	2019-05-14	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	BRYAN D FRANKLIN				P00539559
	Firm's name ▶ VILLANUEVA & COMPANY PC	Firm's EIN ▶ 86-0737675			
	Firm's address ▶ 3707 N 7TH ST STE 125 PHOENIX, AZ 85014	Phone no (602) 235-9414			

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 GAIN ON VERIZON / STRAIGHT PATH MERGER		2013-08-01	2018-03-01
1 COMMERCEHUB INC/COM SER A CASH MERGER		2012-09-13	2018-05-22
COMMERCEHUB INC/COM SER C CASH MERGER		2012-09-13	2018-05-22
STEEL CANYON LP K-1	P	2018-12-01	2018-12-31
STEEL CANYON LP K-1	P	2010-11-01	2018-12-31
ARENA SHORT DURATION FUND K-1	P	2014-12-31	2018-12-31
ARENA SHORT DURATION FUND K-1	P	2014-12-31	2018-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
27			27
910			910
1,843			1,843
		10,129	-10,129
32,873			32,873
17,009			17,009
		15,090	-15,090

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			27
			910
			1,843
			-10,129
			32,873
			17,009
			-15,090

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WILLIAM S LEVINE	PRESIDENT/DIRECTOR 0 25	0	0	0
2801 EAST CAMELBACK ROAD SUITE 450 PHOENIX, AZ 85016				
JAY DAVID LEVINE	DIRECTOR 0 10	0	0	0
2801 EAST CAMELBACK ROAD SUITE 450 PHOENIX, AZ 85016				
JONATHAN LEVINE	DIRECTOR 0 10	0	0	0
2801 EAST CAMELBACK ROAD SUITE 450 PHOENIX, AZ 85016				
JULIE SCHOEN	DIRECTOR 0 10	0	0	0
2801 EAST CAMELBACK ROAD SUITE 450 PHOENIX, AZ 85016				
ANDREW COHN	DIRECTOR 0 10	0	0	0
2801 EAST CAMELBACK ROAD SUITE 450 PHOENIX, AZ 85016				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN JEWISH COMMITTEE 165 E 65TH ST SUITE 615 NEW YORK, NY 10022	NONE	PC	2018 MEDIA CAMPAIGN	5,000
BETH JACOB CONGREGATION 4855 COLLEGE AVENUE SAN DIEGO, CA 92115	NONE	PC	OPERATIONAL SUPPORT	7,500
BETH JOSEPH CONGREGATION 515 E BETHANY HOME RD PHOENIX, AZ 85012	NONE	PC	OPERATIONAL SUPPORT	10,000
Total ► 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BETH JOSEPH CONGREGATION 515 E BETHANY HOME RD PHOENIX, AZ 85012	NONE	PC	PILLAR OF REMEMBRANCE/AUSCHWITZ-BIRKENAU STATE MUSEUM	12,500
BETH JOSEPH CONGREGATION 515 E BETHANY HOME RD PHOENIX, AZ 85012	NONE	PC	OPERATIONAL SUPPORT	25,000
BUREAU OF JEWISH EDUCATION 12701 N SCOTTSDALE RD 206 SCOTTSDALE, CA 85254	NONE	PC	OPERATIONAL SUPPORT	50,000
Total ▶ 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAREER CONCEPTS FOR YOUTH 3112 E MARIPOSA STL B PHOENIX, AZ 85016	NONE	PC	STAY IN SCHOOL & ACHIEVE PROGRAM	5,000
CHABAD LUBAVITCH OF ARIZONA 2110 E LINCOLN DRIVE PHOENIX, AZ 85016	NONE	PC	OPERATIONAL SUPPORT	10,000
CHABAD LUBAVITCH OF ARIZONA 2110 E LINCOLN DRIVE PHOENIX, AZ 85016	NONE	PC	OPERATIONAL SUPPORT	10,000
Total ► 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHABAD LUBAVITCH OF ARIZONA 2110 E LINCOLN DRIVE PHOENIX, AZ 85016	NONE	PC	OPERATIONAL SUPPORT	20,000
CHABAD OF MESA941 S MAPLE MESA, AZ 85206	NONE	PC	OPERATIONAL SUPPORT	2,500
HEBREW INSTITUTE OF WHITE PLAINS 20 GREENRIDGE AVE WHITE PLAINS, NY 10605	NONE	PC	OPERATIONAL SUPPORT	3,000
Total ▶ 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH FEDERATION OF GREATER PHOENIX 12701 N SCOTTSDALE RD 201 SCOTTSDALE, AZ 85254	NONE	PC	ANNUAL CAMPAIGN	450,000
JEWISH FREE LOAN SOCIETY 3443 N CENTRAL AVE 707 PHOENIX, AZ 85012	NONE	PC	LOAN FUND FOR JEWISH FAMILIES	5,000
JEWISH GENETIC DISEASES CENTER OF GREATER PHOENIX 12701 N SCOTTSDALE RD 201 SCOTTSDALE, AZ 85254	NONE	PC	OPERATIONAL SUPPORT	7,500
Total ▶ 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH NATIONAL FUND 78 RANDALL AVE ROCKVILLE CENTRE, NY 11570	NONE	PC	SPECIAL IN UNIFORM PROGRAM	25,000
JEWISH NATIONAL FUND 78 RANDALL AVE ROCKVILLE CENTRE, NY 11570	NONE	PC	SPECIAL IN UNIFORM PROGRAM	25,000
PHOENIX COMMUNITY KOLLEL 6516 N 7TH ST 104 PHOENIX, AZ 85014	NONE	PC	OPERATIONAL SUPPORT	10,000
Total ▶ 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHOENIX COMMUNITY KOLLEL 6516 N 7TH ST 104 PHOENIX, AZ 85014	NONE	PC	OPERATIONAL SUPPORT	10,000
PHOENIX SUNS CHARITIES 201 E JEFFERSON ST PHOENIX, AZ 85004	NONE	PC	HELP UNDERPRIVILEGED CHILDREN ATTEND A PHOENIX MERCURY GAME	1,000
PJ LIBRARY67 HUNT STREET SUITE 1 AGAWAM, MA 01001	NONE	PC	B'NAI TZEDEK YOUTH PHILANTHROPY PROGRAM	50,000
Total ▶ 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REMEMBER US THE HOLOCAUST BNAI MITZVAH PROJECT 1112 MONTANA AVE SANTA MONICA, CA 90402	NONE	PC	"REMEMBER US" PROJECT FOR JEWISH TEENS	50,000
THE CIESLA FOUNDATION 5005 LINNEAN AVE NW WASHINGTON, DC 20008	NONE	PC	DOCUMENTARY FILM ABOUT MOE BERG	200,000
TORAH HIGH SCHOOL 9001 TOWNE CENTER DRIVE SAN DIEGO, CA 92122	NONE	PC	OPERATIONAL SUPPORT	5,000
Total ► 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
US HOLOCAUST MEMORIAL MUSEUM 1880 CENTURY PARK E 820 LOS ANGELES, CA 90067	NONE	PC	NEVER AGAIN WHAT YOU DO MATTERS CAMPAIGN	25,000
VALLEY OF THE SUN JCC 12701 N SCOTTSDALE RD 201 SCOTTSDALE, AZ 85254	NONE	PC	GALA HONORING BUD SELIG	500,000
VISTA COLLEGE PREP812 S 6TH AVE PHOENIX, AZ 85003	NONE	PC	OPERATIONAL SUPPORT	25,000
Total ▶ 3a				1,574,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YESHIVA HIGH SCHOOL OF ARIZONA 115 E TUCKEY LANE PHOENIX, AZ 85012	NONE	PC	BUILDING CAMPAIGN	25,000
Total  3a				1,574,000

TY 2018 General Explanation Attachment**Name:** WILLIAM S & INA LEVINE FOUNDATION INC**EIN:** 86-0866703**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		PART VII-B, QUESTION 1(A) (3)	LEVINE INVESTMENTS, LP, A RELATED PARTY, DONATED OFFICE SPACE AND ADMINSTRATIVE SERVICES TO WILLIAM S AND INA LEVINE FOUNDATION, INC DURING 2018 AT NO CHARGE THIS ACT IS AN EXCEPTED ACT OF SELF-DEALING UNDER IRC SECTION 4941(D)(2)(C)

TY 2018 Investments Corporate Bonds Schedule**Name:** WILLIAM S & INA LEVINE FOUNDATION INC**EIN:** 86-0866703**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PUTNUM HIGH YIELD TRUST FUND	113,033	66,873

TY 2018 Investments Corporate Stock Schedule

Name: WILLIAM S & INA LEVINE FOUNDATION INC
EIN: 86-0866703

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AES CORP	93,850	58,621
AMERISOURCEBERGEN CORP	57,973	187,042
ANALOG DEVICES INC	89,538	233,801
AT & T CORP	26,018	85,477
AVANOS MED INC (FNA HALYARD HEALTH)	136	134
BAKER HUGHES INC	36,658	10,771
BANK OF AMERICA CORPORATION	52,496	25,010
BARRICK GOLD	43,585	19,349
BECTON DICKINSON & CO	147,542	155,020
BOSTON BEER COMPANY INC. A	66,610	436,884
BP AMOCO P L C SPONS ADR	136,543	86,458
CAMPBELL SOUP CO	23,864	20,322
CBS	76,082	108,076
CHUBB CORP	24,222	36,170
CITIGROUP INC	3,656	3,696
COCA-COLA CO	23,585	45,740
COMCAST CORP CLA A	28,987	70,552
COMMUNITY HEALTH SYSTEMS	6,543	446
CORNING INC	37,973	55,284
CSS INDS INC	21,312	5,741
D.R.HORTON INC	29,463	37,779
DEUTSCHE TELEKOM AG SPON ADR	90,527	86,649
DISCOVERY COMM INC CMN A	4,633	7,348
DISCOVERY COMM INC CMN C	4,633	20,564
DISNEY (WALT) CO	6,542	20,943
FRESENIUS MEDICAL CARE ADR	25,326	34,981
GCI LIBERTY IN CL A COM (FNA LIBERTY INTERACTIVE)	3,403	10,084
HUNTINGTON INGALLS	2,701	14,083
IDT CORP CL B	5,127	7,341
JP MORGAN CHASE	21,786	45,491

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KIMBERLY-CLARK CORP	1,598	2,735
LIBERTY BROADBAND CORP COM SER A	5,484	7,181
LIBERTY BROADBAND CORP COM SER C	10,880	18,728
LIBERTY EXPEDIA HOLDINGS SER A COM	163	6,375
LIBERTY LATIN AMERICA LTD CL A	0	724
LIBERTY LATIN AMERICA LTD CL C	0	2,244
LIBERTY GLOBAL PLC SHS CL A	8,205	6,231
LIBERTY GLOBAL PLC SHS CL C	8,087	18,246
LIBERTY MEDIA CORP DEL COM SER A BRAVES	33,591	998
LIBERTY MEDIA CORP DEL COM SER A FORMULA ONE	0	2,972
LIBERTY MEDIA CORP DEL COM SER A SIRIUS XM	33,591	14,720
LIBERTY MEDIA CORP DEL COM SER C BRAVES	0	3,509
LIBERTY MEDIA CORP DEL COM SER C FORMULA ONE	37,600	6,140
LIBERTY MEDIA COPR DEL COM SER C SIRIUS XM	32,655	29,584
LIBERTY TRIP ADVISOR HOLDINGS	7,082	3,146
LIONSGATE	7,115	4,032
LUMENTIUM HOLDINGS	153	6,428
MICROSOFT CORP	16,102	56,473
NORTHROP GRUMMAN COR	29,873	108,980
PROCTER & GAMBLE CO	32,712	47,063
QUEST DIAGNOSTICS INC	17,060	26,813
QUORUM HEALTH CORPORATION	1,069	113
QURATE RETAIL GROUP (FNA ROVI CORPORATION)	7,592	29,026
RAFAEL HOLDINGS	2,599	4,703
SEALED AIR CORP NEW	31,087	34,422
TEJON RANCH	313,250	139,272
THERMO FISHER SCIENTIFIC INC	11,848	58,633
TIVO INC COM	528	2,729
TRAVELERS COS	2,549	5,868
UNIVERSAL HLTH SVCS	112,004	473,700

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
US BANCORP NEW	118,358	158,853
BAUSCH HEALTH CO (FNA VALEANT PHARMACEUTICALS)	305,480	140,506
VERIZON	2,876	126,551
VIACOM CLASS B	889,380	520,425
VIAVI SOLUTIONS, INC.	166	7,728
WAL-MART STORES INC	47,425	95,106
WELLS FARGO & CO NEW	47,932	70,134
ZEDGE	0	967
GENIE ENERGY LTD	7,543	8,883
AVALONBAY COMMUNITIES INC.	48,387	65,617
REALTY INCOME CORP	895,960	1,260,800
COMMUNITY HEALTH SYSTEMS INC NEW CONTINGENT VALUE RT	141	2

TY 2018 Investments - Other Schedule

Name: WILLIAM S & INA LEVINE FOUNDATION INC

EIN: 86-0866703

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
STEEL CANYON PARTNERS	AT COST	518,257	548,261
PACIFIC PROVING	FMV	6,613,156	7,351,570
ARENA SHORT DURATION HIGH YIELD F	FMV	1,284,200	1,223,549
PACIFIC CASA, LLC	AT COST	10,221	10,221
PACIFIC FH RESORT LLC	AT COST	6,996	6,996
PACIFIC RH, LLC	AT COST	4,118	4,118
PACIFIC MARINA COVES LLC	FMV	342,017	105,734

TY 2018 Legal Fees Schedule**Name:** WILLIAM S & INA LEVINE FOUNDATION INC**EIN:** 86-0866703

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	3,683	3,683		0

TY 2018 Other Expenses Schedule**Name:** WILLIAM S & INA LEVINE FOUNDATION INC**EIN:** 86-0866703**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	398	398		0
FILING FEES	10	10		0
OFFICE EXPENSE	177	177		0
K-1 ARENA SHORT TERM DURATION HIGH YIELD FUND LP	13,919	13,919		0
K-1 STEEL CANYON PARTNERS LP	6,373	6,373		0

TY 2018 Other Income Schedule**Name:** WILLIAM S & INA LEVINE FOUNDATION INC**EIN:** 86-0866703**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MORTGAGE INTEREST	1,056,946	1,056,946	1,056,946
OTHER MORTGAGE INCOME	1,049	1,049	1,049
ARENA SHORT DURATION FUND K-1	3,053	3,053	3,053
STEEL CANYON PARTNERS K-1	-16	-16	-16

TY 2018 Taxes Schedule**Name:** WILLIAM S & INA LEVINE FOUNDATION INC**EIN:** 86-0866703

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	292	291		0
FEDERAL INCOME TAXES	39,982	0		0
STEEL CANYON LP K-1	8	8		0