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Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

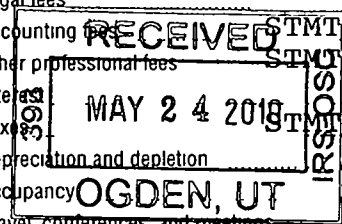
For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation LYNNE & HAROLD HONICKMAN FOUNDATION		A Employer identification number 23-2513138
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 210 WEST RITTENHOUSE SQUARE 3303		B Telephone number (215) 790-1710
	City or town, state, and ZIP code PHILADELPHIA, PA 19103		C If exemption application is pending, check here ☐
	H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,756,879. (Part I, column (d) must be on cash basis)		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
Revenue	1 Contributions, gifts, grants, etc., received	60,944.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,928.	2,928.		STATEMENT 2
	4 Dividends and interest from securities	273,711.	273,711.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,807.			STATEMENT 1
	b Gross sales price for all assets on line 6a	1,897,928.			
	7 Capital gain net income (from Part IV, line 2)		36,041.		
	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					
12 Total. Add lines 1 through 11	339,390.	312,680.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	12,000.	1,200.		10,800.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	5,180.	2,590.		2,590.
	c Other professional fees	10,173.	10,173.		0.
	17 Interest				
	18 Taxes	1,853.	1,029.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	52,606.	0.		52,606.
	23 Other expenses	34,229.	0.		34,229.
	24 Total operating and administrative expenses. Add lines 13 through 23	116,041.	14,992.		100,225.
	25 Contributions, gifts, grants paid	366,511.			366,511.
26 Total expenses and disbursements. Add lines 24 and 25	482,552.	14,992.		466,736.	
27 Subtract line 26 from line 12	-143,162.				
a Excess of revenue over expenses and disbursements		297,688.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	533,763.	2,209,662.	2,209,662.
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 STMT 8	2,138,883.	704,231.	742,229.
b	Investments - corporate stock STMT 9	3,500,173.	3,533,763.	3,182,480.
c	Investments - corporate bonds STMT 10	2,843,709.	2,425,710.	2,622,508.
11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other			
14	Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
15	Other assets (describe ▶)			
16	Total assets (to be completed by all filers)	9,016,528.	8,873,366.	8,756,879.
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.	
	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	9,016,528.	8,873,366.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30	Total net assets or fund balances	9,016,528.	8,873,366.	
31	Total liabilities and net assets/fund balances	9,016,528.	8,873,366.	

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	9,016,528.
2	Enter amount from Part I, line 27a	2	-143,162.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	8,873,366.
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	8,873,366.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,897,928.		1,861,887.	36,041.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			36,041.

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	36,041.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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))
2008	473,502.	9,038,245.	.052389
2007	467,086.	9,777,004.	.047774
2006	375,640.	9,410,156.	.039919
2005	379,921.	7,641,265.	.049720
2004	378,529.	7,528,604.	.050279

2 Total of line 1, column (d)	2	.240081
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.048016
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,402,940.
5 Multiply line 4 by line 3	5	403,476.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,977.
7 Add lines 5 and 6	7	406,453.
8 Enter qualifying distributions from Part XII, line 4	8	466,736.

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)		1	2,977.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	2,977.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	2,977.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 3,280.	7	3,280.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	303.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be credited to 2010 estimated tax	303. Refunded		

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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
c 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
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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)		
PA		
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 2009 or the taxable year beginning in 2009 (see 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

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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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.HONICKMANFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>FOUNDATION</u> Telephone no ► <u>(215) 790-1710</u> Located at ► <u>210 RITTENHOUSE SQUARE, PHILADELPHIA, PA</u> ZIP+4 ► <u>19103</u>			
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

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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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 2009?		1c
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No	
If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 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 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2009?		4b

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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 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

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

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, 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
LYNNE HONICKMAN 210 W. RITTENHOUSE SQUARE PHILADELPHIA, PA 19103	TRUSTEE 0.00	0.	0.	0.

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

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

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

0

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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	6,887,484.
b	Average of monthly cash balances	1b	1,643,420.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,530,904.
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	8,530,904.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	127,964.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,402,940.
6	Minimum investment return. Enter 5% of line 5	6	420,147.

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	420,147.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,977.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,977.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	417,170.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	417,170.
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	417,170.

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	466,736.
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	466,736.
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	2,977.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	463,759.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				417,170.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			416,788.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 466,736.				
a Applied to 2008, but not more than line 2a			416,788.	
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 2009 distributable amount				49,948.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (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	0.			
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 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				367,222.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- 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

2009.03051 LYNNE & HAROLD HONICKMAN FO 41005 01

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	2,928.	
4 Dividends and interest from securities			14	273,711.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,807.	
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.		278,446.	0.
13 Total. Add line 12, columns (b), (d), and (e)				278,446.	278,446.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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 or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here	 Signature of officer or trustee		5/13/10 Date	President Title
	Preparer's signature 		Date 5-11-10	Check if self-employed ☐
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code ISDANER & COMPANY, LLC THREE BALA PLAZA, SUITE 501 WEST BALA CYNWYD, PA 19004-3484			Preparer's identifying number
	EIN			Phone no (610) 668-4200

Form **990-PF** (2009)

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

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

LYNNE & HAROLD HONICKMAN FOUNDATION

Employer identification number

23-2513138

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

LYNNE & HAROLD HONICKMAN FOUNDATION

23-2513138

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	LYNNE HONICKMAN 210 WEST RITTENHOUSE SQUARE PHILADELPHIA, PA 19103	\$ 44,944.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	CANADA DRY DELAWARE VALLEY BOTTLING CO 8275 ROUTE 130 PENSAUKEN, NJ 08110	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	PEPSI COLA & NATIONAL BRAND BEVERAGES 8275 ROUTE 130 PENSAUKEN, NJ 08110	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	HAROLD HONICKMAN 210 WEST RITTENHOUSE SQUARE PHILADELPHIA, PA 19103	\$ 1,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

23-2513138

[illegible]

LYNNE & HAROLD HONICKMAN FOUNDATION

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	PROCEEDS: TYCO INT'L LTD LITIGATION	P		04/23/09
b	PROCEEDS: MOTOROLA SECURITIES LITIGATION	P		07/13/09
c	PROCEEDS: FREDDIE MAC SETTLEMENT FUND	P		10/15/09
d	PROCEEDS: FIRST CLEARING CORP	P		
e	2,125 SHS. CROWN HOLDINGS INC	D	11/20/00	03/31/09
f	\$100,000 FIRSTBANK OF PUERTO RICO INSTL CTF OF DE	P	01/25/08	01/25/09
g	\$75,000 SILVERTON BANK INSTL CTF OF DEPOSIT	P	07/30/08	05/01/09
h	\$250,000 FEDERAL HOME LOAN BANK BNDS	P	01/11/08	03/26/09
i	\$150,000 FEDERAL HOME LOAN MTG CORP	P	04/07/08	11/13/09
j	\$91,000 FEDERAL HOME LOAN MTG CORP	P	04/11/03	03/27/09
k	\$130,000 FEDERAL HOME LOAN MTG CORP	P	03/17/03	01/23/09
l	\$250,000 FEDERAL NATIONAL MTG ASSN	P	01/17/08	12/10/09
m	\$200,000 FEDERAL NATIONAL MTG ASSN	P	01/28/08	04/20/09
n	\$100,000 FEDERAL NATIONAL MTG ASSN	P	03/05/03	02/02/09
o	\$200,000 FEDERAL NATIONAL MTG ASSN	P	02/12/03	04/09/09

(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 1,130.			1,130.
b 140.			140.
c 28.			28.
d 52.			52.
e 47,572.		10,710.	36,862.
f 100,000.		100,000.	0.
g 75,000.		75,000.	0.
h 250,000.		250,000.	0.
i 150,000.		150,000.	0.
j 91,000.		93,177.	-2,177.
k 130,000.		130,000.	0.
l 250,000.		250,000.	0.
m 200,000.		200,000.	0.
n 100,000.		100,000.	0.
o 200,000.		200,000.	0.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,130.
b			140.
c			28.
d			52.
e			36,862.
f			0.
g			0.
h			0.
i			0.
j			-2,177.
k			0.
l			0.
m			0.
n			0.
o			0.

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

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

LYNNE & HAROLD HONICKMAN FOUNDATION

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	\$60,000 FEDERAL NATIONAL MTG ASSN	P	11/15/07	04/20/09
b	\$75,000 IMPERIAL CAPITAL BANK, LA JOLLA INST CTF	P	04/03/08	12/18/09
c	\$96,000 LEHMAN BROTHERS BANK INSTL CTF OF DEPOSIT	P	07/19/06	07/27/09
d	\$72,000 STATE BANK OF THE LAKES INSTL CTF OF DEPO	P	12/18/06	01/29/09
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 60,000.		60,000.	0.
b 75,000.		75,000.	0.
c 96,000.		96,000.	0.
d 72,000.		72,000.	0.
e 6.			6.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) 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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			0.
c			0.
d			0.
e			6.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	36,041.
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

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PROCEEDS: TYCO INT'L LTD LITIGATION	PURCHASED		04/23/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,130.	0.	0.	0.	1,130.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PROCEEDS: MOTOROLA SECURITIES LITIGATION	PURCHASED		07/13/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
140.	0.	0.	0.	140.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PROCEEDS: FREDDIE MAC SETTLEMENT FUND	PURCHASED		10/15/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
28.	0.	0.	0.	28.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PROCEEDS: FIRST CLEARING CORP	52.	0.	0.	0.	52.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,125 SHS. CROWN HOLDINGS INC	47,572.	44,944.	0.	0.	2,628.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$100,000 FIRSTBANK OF PUERTO RICO INSTL CTF OF DEPOSIT	100,000.	100,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$75,000 SILVERTON BANK INSTL CTF OF DEPOSIT	75,000.	75,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$250,000 FEDERAL HOME LOAN BANK BNDS	250,000.	250,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$150,000 FEDERAL HOME LOAN MTG CORP	150,000.	150,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$91,000 FEDERAL HOME LOAN MTG CORP	91,000.	93,177.	0.	0.	-2,177.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$130,000 FEDERAL HOME LOAN MTG CORP	130,000.	130,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$250,000 FEDERAL NATIONAL MTG ASSN	250,000.	250,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$200,000 FEDERAL NATIONAL MTG ASSN	200,000.	200,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$100,000 FEDERAL NATIONAL MTG ASSN	100,000.	100,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$200,000 FEDERAL NATIONAL MTG ASSN	200,000.	200,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$60,000 FEDERAL NATIONAL MTG ASSN	60,000.	60,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$75,000 IMPERIAL CAPITAL BANK, LA JOLLA INST CTF OF DEPOSIT	75,000.	75,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$96,000 LEHMAN BROTHERS BANK INSTL CTF OF DEPOSIT	96,000.	96,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$72,000 STATE BANK OF THE LAKES INSTL CTF OF DEPOSIT	72,000.	72,000.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	6.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,807.

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

SOURCE	AMOUNT
PNC BANK, N.A.	2,920.
WACHOVIA SECURITIES	8.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,928.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PNC BANK, N.A.	275,193.	6.	275,187.
PNC BANK, N.A. - AMORTIZATION	-1,476.	0.	-1,476.
TOTAL TO FM 990-PF, PART I, LN 4	273,717.	6.	273,711.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ISDANER AND CO	5,180.	2,590.		2,590.
TO FORM 990-PF, PG 1, LN 16B	5,180.	2,590.		2,590.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGT FEES	10,173.	10,173.		0.
TO FORM 990-PF, PG 1, LN 16C	10,173.	10,173.		0.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	1,029.	1,029.		0.	
EXCISE TAXES	824.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,853.	1,029.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
UTILITIES	2,604.	0.		2,604.	
DUES AND SUBSCRIPTIONS	954.	0.		954.	
REGISTRATION FEE	15.	0.		15.	
OFFICE EXPENSES	1,870.	0.		1,870.	
ADVERTISING	9,409.	0.		9,409.	
WEBSITE	19,377.	0.		19,377.	
TO FORM 990-PF, PG 1, LN 23	34,229.	0.		34,229.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE SCHEDULE ATTACHED	X		405,194.	423,145.	
SEE SCHEDULE ATTACHED		X	299,037.	319,084.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			405,194.	423,145.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			299,037.	319,084.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			704,231.	742,229.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE SCHEDULE ATTACHED	3,533,763.	3,182,480.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,533,763.	3,182,480.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE SCHEDULE ATTACHED	2,425,710.	2,622,508.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,425,710.	2,622,508.	

Lynne & Harold Honickman Founadtion
 EIN: 23-2513138
 990-PF, Part II, Line 10a

US Government & State Obligations

Valuation Method for Book Value	Description of Investment	Ending Book Balance	FMV at Year-End
	<u>US Government</u>		
cost	Federal Farm Credit Bank 5.41% Due 11/7/16	165,140.46	170,302.40
cost	Federal Natl Mtg Assn Notes 5% Due 7/2/18	194,000.00	200,022.00
cost	USA Treas Notes Treas Inflation Protect Secs 1.625% Due 1/15/18	46,053.27	52,820.35
		<u>405,193.73</u>	<u>423,144.75</u>
	<u>State Government</u>		
cost	Oregon St Taxable ST Brd Higher 5.01% Due 8/1/14	103,386.39	109,762.00
cost	University Ill Univ Revs Aux Facs 6.35% Due 4/1/11	101,916.17	105,140.00
cost	WI St Gen Fd Apprprtn Ser A Rev 4.319% Due 5/1/14	93,734.00	104,182.00
		<u>299,036.56</u>	<u>319,084.00</u>
Total		704,230.29	742,228.75

Lynne & Harold Honickman Founadtion
EIN: 23-2513138
990-PF, Part II, Line 10b

Corporate Stocks

Valuation Method for Book Value	Description of Investment	Ending Book Balance	FMV at Year-End
	<u>Mutal Funds</u>		
cost	Gateway Fund Class Y	1,340,012.66	1,228,071.31
cost	Ishares MSCI EAFE Index Fund	504,468.72	464,352.00
cost	Ishares TR S&P Small Cap 600 Index	263,680.00	218,880.00
cost	Midcap SPDR Tr Unit SER 1 Standard & Poors ETF	258,982.74	237,132.00
cost	SPDR Trust ETF Unit SER 1	993,119.20	891,520.00
cost	Energy Select SPDR Fund	173,499.75	142,525.00
Total		3,533,763.07	3,182,480.31

Lynne & Harold Honickman Foundation
 EIN: 23-2513138
 990-PF, Part II, Line 10c

Corporate Bonds

<u>Valuation Method for Book Value</u>	<u>Description of Investment</u>	<u>Ending Book Balance</u>	<u>FMV at Year-End</u>
	<u>Bonds</u>		
cost	Coca Cola Co SR Nts 5.35% Due 11/15/17	92,819.00	108,551.00
cost	Johnson & Johnson Nts 5.55% Due 8/15/17	100,108.00	110,512.00
cost	Pepsico Inc Sr Unsec 4.65% Due 2/15/13	95,586.00	107,159.00
cost	Procter & Gamble Co Nts 4.95% Due 8/15/14	99,510.00	108,762.00
cost	3M Company Nts 4.375% Due 8/15/13	100,589.00	107,021.00
		<u>488,612.00</u>	<u>542,005.00</u>
	<u>Certificate of Deposits</u>		
cost	Amcore Bank, NA 4.45% Due 5/9/13	100,000.00	102,798.00
cost	Banco Popular North Amer New 5.2% Due 8/2/10	65,000.00	66,727.70
cost	The Bank of North Michigan 5.25% Due 8/2/10	96,000.00	98,356.22
cost	Capital One Bank, Glen Allen, VA 4.5% Due 1/23/13	101,785.70	104,949.00
cost	Discover Bank 4.05% Due 4/23/12	70,000.00	72,755.20
cost	Euro Bank 5.3% Due 7/25/11	96,000.00	100,147.20
cost	LaSalle Bank, NA Due 3/17/15	24,425.89	22,710.00
cost	M & I Bank FSB 4.1% Due 2/13/15	100,000.00	101,572.00
cost	Nova Savings Bank 4% Due 2/18/14	75,000.00	77,488.13
cost	Oriental Bank 4.25% Due 4/11/13	75,000.00	78,493.50
cost	Wachovia Bank, FSB 4.35% Due 4/23/13	70,000.00	73,473.40
cost	Westernbank of Puerto Rico 5.2% Due 8/9/10	65,000.00	66,627.99
		<u>938,211.59</u>	<u>966,098.34</u>
	<u>Mutual Fund</u>		
cost	Ishares Iboxx Investment Grade Corp Bond Fund	998,885.66	1,114,405.00
Total		2,425,709.25	2,622,508.34

2009 GRANT RECIPIENTS

Organization	Memo	Amount
Abramson Ctr For Jewish Life 1425 Horsham Road North Wales, PA 19454-1320	Unrestricted	100
Academy of Music 260 So Broad Str , 16th Flr Philadelphia, PA 19102	Restoration/Preservation Fnd	\$3,500
Academy of Amer Poets 584 Broadway, Suite 604 New York, NY 10012	Unrestricted	250
ACE (Assoc Comm Emplymnt Prg 114 Greene Street New York, NY 10012	Unrestricted	100
AdoptaPlatoon P O Box 5038 Hagerstown, MD 21741-5038	Unrestricted	100
Albert Einstein Healthcare Network Braemer Bldg 5501 Old York Road Philadelphia, PA 19141	Unrestricted	500
Alzheimer Assoc Delaware Valley Chapter 399 Market Street, Suite 102 Philadelphia, PA 19106-2117	Unrestricted	100
American Cancer Society 1626 Locust Str Philadelphia, PA 19103	Unrestricted	100
Amer Poetry Review 1700 Sansom Street - Suite 800 Philadelphia, PA 19103	First Bk Prize	12,000
American Red Cross S E PA Chapter 2221 Chestnut Street Philadelphia, PA 19103	Unrestricted	5,000
Anti Defamation League One Penn Ctr - Suite 1160 1617 JFK Blvd Philadelphia, PA 19103	Unrestricted	3,920
Aperture Foundation 547 W 27th Str , 4th Flr New York, NY 10001	R Adams Bk Printing Exp /Benefit	6,000
Art Reach 1819 JFK Blvd , Suite 200 Philadelphia, PA 19103	Unrestricted	450
Arthritis Foundation 111 S Independence Mall E , Ste 500 Philadelphia, PA 19106-2536	Unrestricted	100
Arts & Business Council of Gr Phila 200 So Broad Str , Suite 700 Philadelphia, PA 19102	Unrestricted	2,300
Asian Art Initiative 1219 Vine Street Philadelphia, PA 19107	Unrestricted	350
Associated Svs For the Blind 919 Walnut Str Philadelphia, PA 19107	Unrestricted	200

2009 GRANT RECIPIENTS

Organization	Memo	Amount
AVA (Academy of Vocal Arts) 1920 Spruce Street Philadelphia, PA 19103	Unrestricted	1,000
Beth Sholom Congregation 8231 Old York Rd Elkins Park, PA 19027-1595	Camp Ramah	3,000
Bethesda Project 1630 South Street Philadelphia, PA 19146	Unrestricted	250
Blinded Veterans Assoc 477 H Street N W Washington, D C 20001-2694	Unrestricted	100
BLOCS (Bus Leaders Org for Cath Schls 222 North Seventeenth Street Philadelphia, PA 19103-1299	Unrestricted	1,000
Boys Town 100 Flanagan Blvd Boys Town, NE 68010-9989	Unrestricted	50
Bread & Roses Comm Fund 1500 Walnut Street, Suite 1305 Philadelphia, PA 19102	Unrestricted In Honor of H Finkle	1,500
Camp Dream Catcher 110 East State Street, Suite C Kennett Square, PA 19348	Summer Camp Program	1,000
Career Wardrobe 1211 Chestnut Street, Suite 205 Philadelphia, PA 19107	Unrestricted	100
CDS @ Duke University Lyndhurst House 1317 W Pettigrew Street Durham, NC 27705	First Bk Prize Photography First Instllmnt - Fifth Book	51,500
Ctr For Photography @ Woodstock 59 Tinker Street Woodstock, NY 12498	Unrestricted	1,000
Chestnut Hill College 9601 Germantown Avenue Philadelphia, PA 19118	Kirby Program	2,500
Children's Cnsis Treatment Ctr 1823 Callowhill Street Philadelphia, PA 19130	Spring RoundUp / Holiday Toy Drive	600
Children's Hospital Foundation 34th & Civic Ctr Blvd Philadelphia, PA 19104-4399	Daisy Day	500
Children's Village Child Care Ctr 125 North 8th Street Philadelphia, PA 19106	Unrestricted	100
Chrst the King Fdn 164 Hopkins Avenue Haddonfield, NJ 08033	Unrestricted	500
Clay Studio 139 North Second Street Philadelphia, PA 19106	Unrestricted	100

2009 GRANT RECIPIENTS

Organization	Memo	Amount
Coalition Inguenu 2335 North 52nd Street Philadelphia, PA 19131	Unrestricted	100
Coalition to Salute Amer Heroes P O Box 96440 Washington, D C 20090-6440	Unrestricted	100
Columbia Univ -Intmatl Family AIDS Prg Columbia Univ Medical Center 100 Haven Avenue, Suite 29D New York, NY 10032	Dominican Republic Family AIDS Project	3,000
Community Partnership School 1936 North Judson Street Philadelphia, PA 19121	Unrestricted	7,500
Community Women's Edu Proj 2801 Frankford Avenue Philadelphia, PA 19134	Unrestricted	500
Curtis Institute of Music 1726 Locust Street Philadelphia, PA 19103	Season Premiere	1,000
Cystic Fibrosis P O Box 96305 Washington, DC 20090	Unrestricted	200
Dawn Staley Foundation 5230 North Broad Street Philadelphia, PA 19141	Unrestricted - Black Tie & Sneakers	250
Diskin Orphan Home P O Box 191041 Brooklyn, NY 11219	Unrestricted	310
Doctors Without Borders P O Box 1869 Merrifield, VA 22116	Unrestricted	100
The Doe Fund 1211 Bainbridge Street Philadelphia, PA 19147	Unrestricted	100
Domestic Abuse Proj of Del County 14 West 2nd Street Media, PA 19063	Unrestricted	500
Drexel Univ College of Medicine Three Parkway Bldg 1601 Cherry Street Philadelphia, PA 19102	One Woman Award '09 E Papadakis	1,250
Earthforce 100 Greenwood Avenue Wyncote, PA 19095	Unrestricted	250
Fabnc Workshop 1222 Arch Street Philadelphia, PA 19107	Unrestricted	1,000
Fairmount Park Art Assoc 1616 Walnut Street, Ste #2012 Philadelphia, PA 19103	Unrestricted	100

2009 GRANT RECIPIENTS

Organization	Memo	Amount
Fdn For Breast & Prostate Health 1616 Walnut Street, Suite 1520 Philadelphia, PA 19103	Unrestricted	1,250
Fdn For Melanoma Research 3601 Spruce Street, Rm 489 Philadelphia, PA 19104	Running for Cover	3,000
Federation Early Learning Svs 10700 Jamison Avenue Philadelphia, PA 19116	Unrestricted	200
Samuel S Fleisher Art Memorial 719 Catherine Street Philadelphia, PA 19147	Capital Campaign/Digital Photo Lab 4th Instlmnt (4 Yr Pledge) Founder's Awd	11,000
Flight 93 Natl Memorial Fund P O Box 96149 Washington, D C 20090-6149	Unrestricted	250
Franklin Institute 222 North 20th Street Philadelphia, PA 19103	Benefactor Society	1,000
Free Library of Philadelphia 1901 Vine Street, Ste 111 Philadelphia, PA 19103	Unrestricted - Pepper Society	5,000
Friends of Rittenhouse Square 210 W Rittenhouse Sq , Box 1308 Philadelphia, PA 19103	In memory of M Raab - Tree Planting	500
Gen Israel Orphans Home for Girls 132 Nassau Street New York, NY 10038	Unrestricted	100
Gerda & Kurt Klein Fdn P O Box 314 Narberth, PA 19072	Unrestricted	500
Girl Scouts of S E PA P O Box 27540 Philadelphia, PA 19118	Unrestricted - Take The Lead	1,000
Greater Phila Cultural Alliance 100 South Broad Str , Ste 1530 Philadelphia, PA 19110	Unrestricted In Memory of P Amsterdam	800
Har Zion Temple 1500 Hagys Ford Road Penn Valley, PA 19072	Unrestricted	1,000
Help Us Adopt Org P O Box 20435 New York, NY 10021	Unrestricted	200
Help Hospitalized Veterans P O Box 98088 Washington, D C 20090-8088	Unrestricted	100
Hillel Ctr For Jewish Campus Life 800 Eighth Street, NW Washington, DC 20001-3724	Unrestricted	500
Institute of Contemporary Art 36th & Sansom Streets Philadelphia, PA 19104	Srping Benefit	2,500

2009 GRANT RECIPIENTS

Organization	Memo	Amount
Internatl Ctr Of Photography 1114 Ave of the Americas @ 43rd Str New York, NY 10036	Unrestricted	1,350
Jennette Williams 333 Central Park West, Apt #55 New York, NY 10025	Photographs - donated to Phila Mus Ar	1,600
Jewish Federation of Gr Phila 2100 Arch Street Philadelphia, PA 19103	Unrestricted Hanukkah Gift	100
Jewish Relief Agency 10980 Dutton Road Philadelphia, PA 19154	Unrestricted	250
Jewish Theological Seminary 3080 Broadway New York, NY 10027-4649	Unrestricted	1,000
Juvenile Diabetes Research Fdn Eastern PA Chapter 225 City Avenue, Suite #104 Bala Cynwyd, PA 19004	Unrestricted	1,000
Keren-Or, Inc 350 Seventh Avenue, Suite 200 New York, NY 10001-5013	Unrestricted	300
Lubavitch Bucks County 25 North State Street Newtown, PA 18940	Unrestricted	500
Lu Lu Shnne 5140 Butler Pike Plymouth Meeting, PA 19462-1299	Unrestricted	50
MADD P O Box 758521 Topeka, KS 66675-8521	Unrestricted	100
Magee Rehabilitation Fdn Six Franklin Plaza Philadelphia, PA 19102	Unrestricted	1,000
Main Line Animal Rescue P O Box 89 Chester Springs, PA 19425	Unrestricted	750
Make a Wish Fdn Of Phila , SE PA P O Box 97104 Washington, DC 20090	Unrestricted	100
MANNA P O Box 30181 Philadelphia, PA 19103	Capital Campaign 3rd Instlmnt Balance/Powr of Nutntion Awds	7,000
March of Dimes P O Box 8659 Philadelphia, PA 19101-8659	Unrestricted	100
Manne Corps Hentage Fdn 3800 Fettler Park Drive, Suite 104 Dumfries, VA 22025	Unrestricted	100
Mission Kids P O Box 706 Normstown, PA 19404	Unrestricted	250

2009 GRANT RECIPIENTS

Organization	Memo	Amount
Moore College of Art 20th Street & The Parkway Philadelphia, PA 19103-1179	Wendy Ewald Exhibit Visionary Woman Awd	10,350
Morris Arboretum 100 E Northwestern Avenue Philadelphia, PA 19118	Out on a Limb In Honor of J Korman	5,000
National Multiple Sclerosis Society c/o Lisa Steinman 1061 Pheasant Road Rydal, PA 19046	Unrestricted	500
Natl Museum of Amer Jewish Hist Independence Mall East 55 North 5th Street Philadelphia, PA 19106	Unrestricted	1,000
National Wildlife Federation 11100 Wildlife Center Drive Reston, VA 20190-5362	Unrestricted	300
Neighborhood Bike Works 3916 Locust Walk Philadelphia, PA 19104	Unrestricted	250
NOHR Foundation 225 Haverford Avenue, Suite #1 Narberth, PA 19072	Unrestricted - Annual Tea	1,000
Opera Company of Philadelphia 1420 Locust Street, Suite 210 Philadelphia, PA 19102	Unrestricted	1,350
Operation Understanding 42 South 15th Street, Ste 1150 Philadelphia, PA 19102	Unrestricted	1,000
Onon 187 Main Street Great Barrington, MA 01230	Unrestricted	100
OROT 604 Harper Avenue Jenkintown, PA 19046	Unrestricted	2,000
Painted Bride Art Center 230 Vine Street Philadelphia, PA 19106	Unrestricted	400
Paralyzed Veterans of America 7 Mill Brook Road Wilton, NH 03086	Unrestricted	200
PCCY 7 Benjamin Franklin Parkway Philadelphia, PA 19103	Unrestricted	600
Pennsylvania Ballet 1101 South Broad Street Philadelphia, PA 19147	Unrestricted	550
Pennsylvania Horticultural Society 100 North 20th Street, 5th Flr Philadelphia, PA 19103	Unrestricted - 1827 Society	1,450

2009 GRANT RECIPIENTS

Organization	Memo	Amount
Pennsylvania SPCA 350 E Erie Avenue Philadelphia, Pennsylvania 19134	Unrestricted	300
People's Emergency Center Rowan House 325 North 39th Street Philadelphia, PA 19104-4656	Unrestricted	100
Peter's Place 150 North Radnor-Chester Road, Ste F 130 Radnor, PA 19087	Unrestricted	500
Philabundance P O Box 37555 Philadelphia, PA 19148	Unrestricted	750
Philadelphia Academies 230 South Broad Street, Suite 1300 Philadelphia, PA 19102	Unrestricted	2,500
Philadelphia Art Alliance 215 South Eighteenth Street Philadelphia, PA 19103	Wetherill Ball	6,500
Philadelphia Development Partnership 111 So Independence Mall East - Ste 810 Philadelphia, PA 19106	Unrestricted	500
Philadelphia Education Fund 7 Benjamin Franklin Parkway Philadelphia, PA 19103	Unrestricted	600
Philadelphia Jewish Archive Ctr @ Temple P O Box 1798 Philadelphia, PA 19105	Endowment Fund	5,000
Philadelphia Jewish Film Festival 123 South Broad Street, Suite 1710 Philadelphia, PA 19102	New Filmmakers	200
Phila Mural Arts Program 1729 Mount Vernon Street Philadelphia, PA 19130	Unrestricted	2,000
Philadelphia Museum of Art 26th & The Parkway Philadelphia, PA 19130	Chairman's Cncl , Edu Dept , Koester Photos, Photog Fnd , Comm Svs , Craft Show Spprt , Sparks Photos	65,700
Philadelphia Orchestra 260 South Broad Street, 16th Flr Phildelphia, PA 19102	Unrestricted - Maestro's Circle Opening Night	7,000
Philadelphia Photo Arts Ctr 1400 N American Str Philadelphia, PA 19122	Unrestricted	1,000
Philadelphia Theatre Company 480 South Broad Street Philadelphia, PA 19146	Unrestricted	1,000
Philly Summer FUNd/United Way 7 Benjamin Franklin Parkway Philadelphia, PA 19103	Summer City Pool Fund	125
Photo Review 140 East Richardson Avenue, Suite 301 Langhorne, PA 19047-2824	Challenge Grant THF 2-1 Challenge thru 1/10	16,986

2009 GRANT RECIPIENTS

Organization	Memo	Amount
Please Touch Museum 4231 Ave of the Republic Philadelphia, PA 19131	Unrestricted	6,000
Print Center 1614 Latimer Street Philadelphia, PA 19103	Unrestricted - Annual Fund	500
Project H O M E 1515 Fairmount Avenue Philadelphia, PA 19130	HLC Endowment Pledge - 4th Instlmnt	15,000
St Jude Children's Research Hospital P O Box 50 Memphis, TN 38101-9929	Unrestricted	200
Salvation Army 701 North Broad Street Philadelphia, PA 19123	Unrestricted In Honor Betty Moran	5,000
Smile Train 245 Fifth Avenue, Ste 2201 New York, NY 10016	Unrestricted Cleft Surgery	750
SOCH Foundation 1140 Rte 72 West Manahawkin, NJ 08050	So Ocean Co Hospital Fdn Unrestricted	100
Soldiers' Angels P O Box 20431 Colorado City, CO 81019-2431	Unrestricted	300
Southern Poverty Law Ctr 400 Washington Ave Montgomery, AL	Unrestricted	250
Sparrow Ministries Independence Mall East 5th & Race Streets Philadelphia, PA 19106	Unrestricted	5,000
St Thomas Moore Class of 1959 C/O 906 N Evergreen Ave Woodbury, NJ 08096	Unrestricted	100
Stephen Shames Fdn 202 Saint Marks Avenue, #4 Brooklyn, NY 11238	Unrestricted	8,500
Studio Incamminati 340 North 12th Street, Suite 400 Philadelphia, PA 19107	Unrestricted	500
Support Ctr For Child Advocates 1900 Cherry Street Philadelphia, PA 19103	Unrestricted	2,000
Tibetan Buddhist Ctr of Philadelphia 915 Spring Garden Street, #114 Philadelphia, PA 19123	Kalachakra	100
United Synagogue of Consrvtive Judaism 155 Fifth Avenue New York, NY 10010-6802	Unrestricted	100
United Way of S E PA 7 Benjamin Franklin Parkway Philadephia, PA 19130	Unrestricted	2,500

2009 GRANT RECIPIENTS

Organization	Memo	Amount
University of the Arts 320 South Broad Street Philadelphia, PA 19102	Haviland Society	2,000
Univ of Penn Museum of Arch & Anthrplg 3260 Spruce Street Philadelphia, PA 19104	In Citizens Garb Exhibit	2,500
Univ of PA - Friends of Penn Nursing 418 Cune Boulevard Philadelphia, PA 19104-6096	Unrestricted	1,000
Veterans of Foreign War 406 W 34th Street Kansas City, MO 64111	Operation Uplink	100
Wellness Community of Philadelphia Suzanne Morgan Ctr @ Ridgeland Chamounix Drive, West Fairmount Park Philadelphia, PA 19131	Unrestricted	500
White-Williams Scholars 215 South Broad Street, 5th Flr Philadelphia, PA 19107	Unrestricted	1,000
WHYY, Inc 150 North Sixth Street Philadelphia, PA 19106	Unrestricted	3,620
Wistar Institute 3601 Spruce Street Philadelphia, PA 19104-4268	Unrestricted	10,000
WOMENS WAY 1233 Locust Street, Ste 300 Philadelphia, PA 19107	Lucretia Mott Society	1,000
Woodmere Art Museum 9201 Germantown Avenue Philadelphia, PA 19118-2618	Triennial Photography Catalogue	500
TOTAL		\$366,511