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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.

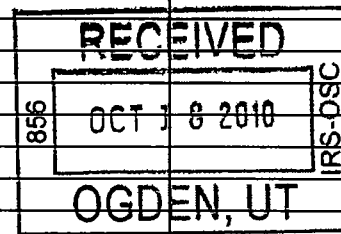
For calendar year 2009, or tax year beginning , and ending

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 ERLBAUM FAMILY FOUNDATION		A Employer identification number 23-2962563
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 44 W LANCASTER AVENUE, SUITE 110		B Telephone number 6108967700
	City or town, state, and ZIP code ARDMORE, PA 19003-1339		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,901,823.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	45.	45.		STATEMENT 1
	4 Dividends and interest from securities	42,284.	41,937.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	317,908.			
	b Gross sales price for all assets on line 6a	496,842.			
	7 Capital gain net income (from Part IV, line 2)		319,461.		
	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	<1.>	<1.>		STATEMENT 3	
12 Total Add lines 1 through 11	360,236.	361,442.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	2,000.	0.		2,000.
	c Other professional fees				
	17 Interest	636.	636.		0.
	18 Taxes STMT 5	9,984.	568.		9,416.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	24,730.	0.		24,730.
	22 Printing and publications				
	23 Other expenses STMT 6	3,014.	3,014.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	40,364.	4,218.		36,146.
	25 Contributions, gifts, grants paid	628,406.			628,406.
26 Total expenses and disbursements. Add lines 24 and 25	668,770.	4,218.		664,552.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<308,534.>				
b Net investment income (if negative, enter -0-)		357,224.			
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	30,606.	77,820.	77,820.
	2 Savings and temporary cash investments	279,119.	46,112.	46,112.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	25.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	2,126,598.	1,819,782.	646,890.
	c Investments - corporate bonds STMT 10	100,000.	100,000.	100,000.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	1,238,612.	1,180,778.	1,031,001.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	3,774,960.	3,224,492.	1,901,823.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
Net Assets or Fund Balances	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,774,960.	3,224,492.	
	30 Total net assets or fund balances	3,774,960.	3,224,492.	
	31 Total liabilities and net assets/fund balances	3,774,960.	3,224,492.	

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	3,774,960.
2 Enter amount from Part I, line 27a	2	<308,534.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	8,190.
4 Add lines 1, 2, and 3	4	3,474,616.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	250,124.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,224,492.

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 496,842.		178,934.	317,908.	
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			317,908.	
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	317,908.
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	625,041.	2,910,840.	.214729
2007	854,057.	3,673,528.	.232490
2006	754,062.	3,456,093.	.218183
2005	507,889.	2,989,373.	.169898
2004	402,789.	2,669,502.	.150885
2 Total of line 1, column (d)			2 .986185
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 .197237
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 1,885,252.
5 Multiply line 4 by line 3			5 371,841.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,572.
7 Add lines 5 and 6			7 375,413.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 664,552.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	3,572.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> 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	3,572.
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	3,572.
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	6,700.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,700.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	15.	
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	3,113.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 3,113. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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) <input checked="" type="checkbox"/> 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)
- 12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

11		X
12		X
13	X	

Website address ► N/A

- 14 The books are in care of ► FOUNDATION

Telephone no. ► 610-896-7700

Located at ► 44 W. LANCASTER AVENUE, SUITE 110, ARDMORE, PA

ZIP+4 ► 19003-1339

- 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.

- 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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

► ☐

- c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?

	Yes	No
1b		
1c		X

- 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

- a At the end of tax year 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

- 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

- 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

- 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?

	Yes	No
1b		
1c		X
2b		
3b		
4a		X
4b		X

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		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 VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]**Total number of others receiving over \$50,000 for professional services**

5

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

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

1	NOT APPLICABLE	
		0.
2		
3		
4		

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

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

1	NOT APPLICABLE	
2		0.
	All other program-related investments. See instructions.	
3		
	Total. Add lines 1 through 3	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	1,763,026.
b	Average of monthly cash balances	1b	150,935.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,913,961.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,913,961.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,709.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,885,252.
6	Minimum investment return. Enter 5% of line 5	6	94,263.

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	94,263.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,572.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,572.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	90,691.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	90,691.
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	90,691.

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	664,552.
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	664,552.
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	3,572.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	660,980.

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				90,691.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	272,078.			
b From 2005	361,844.			
c From 2006	599,285.			
d From 2007	681,903.			
e From 2008	493,815.			
f Total of lines 3a through e	2,408,925.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$	664,552.			
a Applied to 2008, 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 2009 distributable amount				90,691.
e Remaining amount distributed out of corpus	573,861.			
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:	2,982,786.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				0.
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	272,078.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,710,708.			
10 Analysis of line 9:				
a Excess from 2005	361,844.			
b Excess from 2006	599,285.			
c Excess from 2007	681,903.			
d Excess from 2008	493,815.			
e Excess from 2009	573,861.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

12541011 133301 E87P19D7.DAT 2009.04030 ERLBAUM FAMILY FOUNDATION E87P19D1

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

Recipient				
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE ATTACHED	NONE	IRC 501(C)(3)	UNRESTRICTED CHARITABLE DONATION	628,406.
Total				▶ 3a 628,406.
b Approved for future payment NONE				
Total				▶ 3b 0

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



- | | | | |
|--|--|-----|----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| 1a(1) | | | X |
| 1a(2) | | | X |
| | | | |
| 1b(1) | | | X |
| 1b(2) | | | X |
| 1b(3) | | | X |
| 1b(4) | | | X |
| 1b(5) | | | X |
| 1b(6) | | | X |
| 1c | | | X |

[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		11/01/10 Date	PRESIDENT Title
	Paid Preparer's Use Only Preparer's signature  Firm's name (or yours if self-employed) RSM MCCLADREY, INC. address, and ZIP code 512 TOWNSHIP LINE RD ONE VALLEY SQ 250 BLUE BELL PA 19422	Date 10/1/10	Check if self-employed <input type="checkbox"/>	Preparer's identifying number EIN Phone no 215.641.8600

Form **990-PF** (2009)

ERLBAUM FAMILY FOUNDATION
Form 990 PF EIN: 23-2962563
Tax Year: December 31, 2009

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
Abramson Center for Jewish Life 1425 Horsham Road North Wales, PA 19454-1320	None	IRC 501(C)(3)	Charitable Contribution	1,108
Agudath Biokur Cholim of Israel P. O. Box 100921 Brooklyn, NY 11210	None	IRC 501(C)(3)	Charitable Contribution	100
Aids/Life Cycle c/o L.A. Gay & Lesbian Center 1625 N. Schrader Blvd. Los Angeles, CA 90084-9383	None	IRC 501(C)(3)	Charitable Contribution	180
Aish Philadelphia 50 E. Montgomery Avenue Bala Cynwyd, PA 19004	None	IRC 501(C)(3)	Charitable Contribution	17,500
ALS ASSOCIATION, the 321 Norristown Road Suite 260 Ambler, PA 19002	None	IRC 501(C)(3)	Charitable Contribution	3,036
Alyn Hospital Jerusalem c/o American Friends of Alyn Hospital 51 E. 42nd St., #308 New York, NY 10017	None	IRC 501(C)(3)	Charitable Contribution	36
American Cancer Society 1626 Locust St. Philadelphia, PA 19103	None	IRC 501(C)(3)	Charitable Contribution	100
American Express P. O. Box 1270 Newark, NJ 07101-1270	None	IRC 501(C)(3)	Charitable Contribution	360
American Friends of Chabad of Crimea 1601 Union Street Brooklyn, NY 11213	None	IRC 501(C)(3)	Charitable Contribution	1,800
American Friends of Magen David Adom P. O. Box 52158 Philadelphia, PA 19115	None	IRC 501(C)(3)	Charitable Contribution	1,000
American Friends of Meir Panim 5316 New Utrecht Avenue Brooklyn, NY 11219	None	IRC 501(C)(3)	Charitable Contribution	180
American Jewish Committee Phila./Southern New Jersey Chapter 30 South 15th Street, Suite 801 Philadelphia, PA 19102	None	IRC 501(C)(3)	Charitable Contribution	1,000
American Zionist Movement 633 Third Avenue-21st Floor New York, NY 10017	None	IRC 501(C)(3)	Charitable Contribution	180
Auerbach Central Agency for Jewish Educat 7607 Old York Road Melrose Park, PA 19027	None	IRC 501(C)(3)	Charitable Contribution	12,131

ERLBAUM FAMILY FOUNDATION
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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
AMERICA P.O. Box 35040 Boston, MA 02135-0001	None	IRC 501(C)(3)	Charitable Contribution	2,700
Camp Gan Israel 360 W. Indian Creek Drive Wynnewood, PA 19096	None	IRC 501(C)(3)	Charitable Contribution	1,080
SBS COMMUNITY CENTER 98 Tomlinson Road Philadelphia, PA 19116	None	IRC 501(C)(3)	Charitable Contribution	500
Chabad at the Shore 3223 Fulton Ave Margate, NJ 08402	None	IRC 501(C)(3)	Charitable Contribution	1,000
Chabad House 3223 Fulton Ave Margate, NJ 08402	None	IRC 501(C)(3)	Charitable Contribution	2,700
Chabad Lubavitch Center Chabad.org 784 Eastern Parkway Brooklyn, NY 11213	None	IRC 501(C)(3)	Charitable Contribution	500
Chabad Lubavitch of Chester County 303 W. Lancaster Avenue #218 Wayne, PA 19087	None	IRC 501(C)(3)	Charitable Contribution	1,000
Chabad Lubavitch of Lehigh Valley 4457 Crackersport Road Allentown, PA 18104-1906	None	IRC 501(C)(3)	Charitable Contribution	1,000
Chabad Lubavitch of the Main Line, Inc. of the Main Line, Inc. 625 Montgomery Avenue Merion Station, PA 19066	None	IRC 501(C)(3)	Charitable Contribution	17,860
Chabad of Center City 527 Lombard Street Philadelphia, PA 19147	None	IRC 501(C)(3)	Charitable Contribution	360
Chabad of the Main Line 625 Montgomery Avenue Merion Station, PA 19066	None	IRC 501(C)(3)	Charitable Contribution	118
Chai Lifeline/Camp Simcha 151 West 30th Street New York, NY 10001	None	IRC 501(C)(3)	Charitable Contribution	360
Champions of Caring P.O. Box 568 Bala Cynwyd, PA 19004	None	IRC 501(C)(3)	Charitable Contribution	750
CHANUN VRACHUM FUND c/o Dr. Robert Shanik 655 Eighth Street Lakewood, NJ 08701	None	IRC 501(C)(3)	Charitable Contribution	100
Chasdei Eliyahu 200 Haverford Road Wynnewood, PA 19096	None	IRC 501(C)(3)	Charitable Contribution	6,000

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
Chesed L'Yisroel 1040 East Fifteenth Street Brooklyn, NY 11230	None	IRC 501(C)(3)	Charitable Contribution	36
Chevera, The 354 Sycamore Avenue Merion, PA 19066	None	IRC 501(C)(3)	Charitable Contribution	9,350
Children's Hospital Foundation P O Box 40930 Philadelphia, PA 19107-0930	None	IRC 501(C)(3)	Charitable Contribution	2,750
CHMOL P O.Box 191214 Brooklyn, NY 11219-9828	None	IRC 501(C)(3)	Charitable Contribution	54
Chofetz Chaim Heritage Foundation, The 361 Spook Rock Road Suffern, NY 10901	None	IRC 501(C)(3)	Charitable Contribution	180
Columbus Citizens Foundation, Inc. Eight East 69th Street New York, NY 10021	None	IRC 501(C)(3)	Charitable Contribution	2,500
Congregation Beth HaMedrosh 200 Haverford Rd. Wynnewood, PA 19096	None	IRC 501(C)(3)	Charitable Contribution	5,000
Congregation Or Shalom 835 Darby Paoli Road Berwyn, PA 19312	None	IRC 501(C)(3)	Charitable Contribution	216
Damon Runyon Cancer Research Fund One Exchange Plaza 55 Broadway, Suite 302 New York, NY 10006	None	IRC 501(C)(3)	Charitable Contribution	25,289
Darchei Noam 14 Beechwood Drive Lawrence, NY 11559-9824	None	IRC 501(C)(3)	Charitable Contribution	1,000
Davis Memorial Fund, The 25 Lawrence Avenue Lawrence, NY 11559	None	IRC 501(C)(3)	Charitable Contribution	100
Delaware Valley Muscular Dystrophy Assoc. 600 Reed Road #104 Broomall, PA 19008	None	IRC 501(C)(3)	Charitable Contribution	250
Delaware Valley Torah Institute 31 Maple Avenue Cherry Hill, NJ 08002	None	IRC 501(C)(3)	Charitable Contribution	1,800
Ed Snider Youth Hockey Foundation 3601 South Broad Street Philadelphia, PA 19148	None	IRC 501(C)(3)	Charitable Contribution	2,500
Etz Chaim Center 1420 Walnut Street Suite 1008 Philadelphia, PA 19102	None	IRC 501(C)(3)	Charitable Contribution	6,930

ERLBAUM FAMILY FOUNDATION

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
Fleisher Art Memorial Bootsie Weiss Children's Garden 719 Catharine Street Philadelphia, PA 19147	None	IRC 501(C)(3)	Charitable Contribution	100
Foundation for Defense of Democracies P.O.Box 33249 Washington, DC 20033	None	IRC 501(C)(3)	Charitable Contribution	10,000
Friends of Penn Nursing 3160 Chestnut Street, STE 500 Philadelphia, PA 19104	None	IRC 501(C)(3)	Charitable Contribution	250
Friendship Circle 754 South 9th Street Philadelphia, PA 19147	None	IRC 501(C)(3)	Charitable Contribution	2,160
Golden Slipper Club & Charities 215 N. Presidential Blvd.-1st. FL Bala Cynwyd, PA 19004-1201	None	IRC 501(C)(3)	Charitable Contribution	575
Gratz College 7605 Old York Road Melrose Park, PA 19027	None	IRC 501(C)(3)	Charitable Contribution	1,000
Guideline Services 4037 Pine Street Philadelphia, PA 19104	None	IRC 501(C)(3)	Charitable Contribution	2,800
Guideline Services - Shraga c/o Shraga Sherman 625 Montgomery Avenue Merion Station, PA 19066	None	IRC 501(C)(3)	Charitable Contribution	10,000
Guideline Services-Menachem Schmidt c/o Menachem Schmidt 754 S. 9th Street Philadelphia, PA 19147	None	IRC 501(C)(3)	Charitable Contribution	33,900
Hadassah of Greater Philadelphia 1518 Walnut St. Suite 1518 Phila., PA 19102-3419	None	IRC 501(C)(3)	Charitable Contribution	36
Har Zion Temple 1500 Hagys Ford Road Penn Valley, PA 19072	None	IRC 501(C)(3)	Charitable Contribution	36
Hatikvah Educational Foundation C/o Steve Finkelman 8020 Blankenship Dr. Houston, TX 77055-1018	None	IRC 501(C)(3)	Charitable Contribution	1,800
Home of the Sages of Israel, The 25 Bialystoker Place (Willett St) New York, NY 10002-4008	None	IRC 501(C)(3)	Charitable Contribution	100
Interfaith Taskforce for America & Israel 123 S. Broad Street Suite 1832 Philadelphia, PA 19109	None	IRC 501(C)(3)	Charitable Contribution	500

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
Israel 21c 1221 Van Dyck Dr. Sunnyvale, CA 94087	None	IRC 501(C)(3)	Charitable Contribution	100
Israel Emergency Fund Jewish Federation of Greater Phila. 2100 Arch St. Philadelphia, PA 19103	None	IRC 501(C)(3)	Charitable Contribution	100,000
Israel Special Kids Fund 505 Eighth Avenue Suite 803 New York, NY 10138-1357	None	IRC 501(C)(3)	Charitable Contribution	180
Jack M. Barrack Hebrew Academy Institutional Advancement Office 272 South Bryn Mawr Avenue Bryn Mawr, PA 19010	None	IRC 501(C)(3)	Charitable Contribution	1,800
JAFCO 4200 North University Dr. Sunrise, FL 33351	None	IRC 501(C)(3)	Charitable Contribution	250
JB International 110 East 30th Street New York, NY 10016-7375	None	IRC 501(C)(3)	Charitable Contribution	400
JDRF 120 Old Gulph Road Wynnewood, PA 19096	None	IRC 501(C)(3)	Charitable Contribution	1,750
JDS of the Lehigh Valley 2313 West Pennsylvania St. Allentown, PA 18104	None	IRC 501(C)(3)	Charitable Contribution	1,000
Jewish Agency for Israel-North America Attn. Florence Broder 633 Third Avenue, 21st FL New York, NY 10017	None	IRC 501(C)(3)	Charitable Contribution	2,400
Jewish Community Homes for Adult Independ 21 Bala Avenue #100 Bala Cynwyd, PA 19004	None	IRC 501(C)(3)	Charitable Contribution	5,000
Jewish Federation of Greater Philadelphia 2100 Arch Street Philadelphia, PA 19103	None	IRC 501(C)(3)	Charitable Contribution	116,190
Jewish Interactive Studies PO Box 354 Merion Station, PA 19066	None	IRC 501(C)(3)	Charitable Contribution	1,000
Jewish Outreach Partnership 7607 Old York Road Melrose Park, PA 19027	None	IRC 501(C)(3)	Charitable Contribution	250
Jewish Relief Agency 125 Montgomery Avenue Bala Cynwyd, PA 19004	None	IRC 501(C)(3)	Charitable Contribution	5,200

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
Jewish Women's Resource Center The Perelman Ctr. for Jewish Life at Penn c/o 4037 Pine St. Philadelphia, PA 19104	None	IRC 501(C)(3)	Charitable Contribution	1,000
Keren Hayaed Hatzalah 1482 - 41st Street Brooklyn, NY 11218	None	IRC 501(C)(3)	Charitable Contribution	52
Keren Or 350 Seventh Avenue Suite 701 New York, NY 10001	None	IRC 501(C)(3)	Charitable Contribution	100
KOLEL SHOMRE HACHOMOS REB MEIR BAAL HANES REB MEIR BAAL HANESS 18 Heyward St. Brooklyn, NY 11211	None	IRC 501(C)(3)	Charitable Contribution	180
Kupath Rabbi Meir Baal Haness-Kolel Polin 1349 49th Street Brooklyn, NY 11219	None	IRC 501(C)(3)	Charitable Contribution	36
KZM Chesed Fund c/o Wendy Ratafia 10 Crestview Terrace Monsey, NY 10952	None	IRC 501(C)(3)	Charitable Contribution	1,000
Linda Creed Breast Cancer Foundation 1601 Walnut Street, Suite 1418 Philadelphia, PA 19102	None	IRC 501(C)(3)	Charitable Contribution	500
Longport Ambulance Squad 2301 Atlantic Ave. Longport, NJ 08403-1103	None	IRC 501(C)(3)	Charitable Contribution	40
Lower Merion Synagogue 123 Old Lancaster Avenue Bala Cynwyd, PA 19094	None	IRC 501(C)(3)	Charitable Contribution	1,750
Lubavitch House at Penn 4037 Pine Street Philadelphia, PA 19104	None	IRC 501(C)(3)	Charitable Contribution	180
Lubavitch of Bucks County Glazier Jewish Center 25 North State Street Newtown, PA 18940	None	IRC 501(C)(3)	Charitable Contribution	3,600
Lubavitch of Montgomery County Israel Roizman, President Roizman & Companies Plymouth Meeting, PA 19462	None	IRC 501(C)(3)	Charitable Contribution	1,800
Lupus Foundation of America, SE PA Wyncote House 25 Washington Lane, Suite 39-1 Wyncote, PA 19095	None	IRC 501(C)(3)	Charitable Contribution	500

ERLBAUM FAMILY FOUNDATION

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
Make-A-Wish Foundation of America Gift Processing Center P O. Box 97104 Washington, DC 20090-7104	None	IRC 501(C)(3)	Charitable Contribution	100
MANNA 2323 Ranstead Street Philadelphia, PA 19103	None	IRC 501(C)(3)	Charitable Contribution	500
March of Dimes P. O. Box 8659 Philadelphia, PA 19101-8659	None	IRC 501(C)(3)	Charitable Contribution	20
Meor-Heritage Foundation 304 Pembroke Road Bala Cynwyd, PA 19004	None	IRC 501(C)(3)	Charitable Contribution	540
Mesamche Lev 1426 57th Street Brooklyn, NY 11219	None	IRC 501(C)(3)	Charitable Contribution	378
Middle East Forum 1500 Walnut Street, Suite 1050 Philadelphia, PA 19102	None	IRC 501(C)(3)	Charitable Contribution	2,500
Minding Your Mind 42 W Lancaster Ave. 2nd Floor Ardmore, PA 19003	None	IRC 501(C)(3)	Charitable Contribution	71,000
National Conference of Synagogue Youth 4001 Clarks Lane Baltimore, MD 21215	None	IRC 501(C)(3)	Charitable Contribution	1,000
NCSY 11 Broadway, 14th Floor New York, NY 10004	None	IRC 501(C)(3)	Charitable Contribution	500
Neighborhood Interfaith Movement 7047 Germantown Avenue Philadelphia, PA 19119	None	IRC 501(C)(3)	Charitable Contribution	100
NOHR Foundation 225 Haverford Avenue, Suite 1 Narberth, PA 19072-2234	None	IRC 501(C)(3)	Charitable Contribution	800
Oakmont Fire Company # 1 23 West Benedict Avenue Havertown, PA 19083	None	IRC 501(C)(3)	Charitable Contribution	60
OHR NOSSON 40 Twelfth Street Lakewood, NJ 08701	None	IRC 501(C)(3)	Charitable Contribution	1,800
Ohr Somayach Monsey P.O. Box 334 244 Route 306 Monsey, NY 10952	None	IRC 501(C)(3)	Charitable Contribution	1,000

ERLBAUM FAMILY FOUNDATION

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OROT 104 Harper Avenue Levittown, PA 19046	None	IRC 501(C)(3)	Charitable Contribution	2,160
Orthodox Union Eleven Broadway, 14th Floor New York, NY 10004	None	IRC 501(C)(3)	Charitable Contribution	154
Partners in Torah 160 Broadway, Suite 200E New York, NY 10038	None	IRC 501(C)(3)	Charitable Contribution	1,000
Passover League, The 215 N. Presidential Blvd 1st Floor Bala Cynwyd, PA 19004-1201	None	IRC 501(C)(3)	Charitable Contribution	250
Perelman Jewish Day School Tribute Journal 49 Haverford Road Wynnewood, PA 19096-3628	None	IRC 501(C)(3)	Charitable Contribution	3,500
Philadelphia Community Kollel 364 Montgomery Avenue Merion Station, PA 19066	None	IRC 501(C)(3)	Charitable Contribution	12,863
Philadelphia Yeshiva 6063 Drexel Rd. Philadelphia, PA 19131	None	IRC 501(C)(3)	Charitable Contribution	1,000
Project Extreme 335 Central Ave., 2nd FL Lawrence, NY 11559	None	IRC 501(C)(3)	Charitable Contribution	180
PTACH 6038 Overbrook Avenue Philadelphia, PA 19131	None	IRC 501(C)(3)	Charitable Contribution	180
PULSE The Israel Leukemia & Cancer Society P O Box 921 Brooklyn, NY 11210	None	IRC 501(C)(3)	Charitable Contribution	100
Rainbow of Hope Foundation Z Street 13551-D Riverside Dr. #686 Sherman Oaks, CA 91423	None	IRC 501(C)(3)	Charitable Contribution	1,000
Raymond and Miriam Klein Center 10100 Jamison Avenue Philadelphia, PA 19116	None	IRC 501(C)(3)	Charitable Contribution	180
Refuah Yeshuah P. O Box 191212 Brooklyn, NY 11219-9833	None	IRC 501(C)(3)	Charitable Contribution	36
Religious Zionists of America 500 7th Avenue, 2nd FL New York, NY 10018	None	IRC 501(C)(3)	Charitable Contribution	100

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
Samuel D. Cozen Memorial Fund Patricia A. Dolan, Cozen O'Connor 200 Four Falls Corp Ctr., Ste. 400 West Conshohocken, PA 19428-0800	None	IRC 501(C)(3)	Charitable Contribution	500
Shipley School, The Annual Fund 814 Yarrow Street Bryn Mawr, PA 19010-3598	None	IRC 501(C)(3)	Charitable Contribution	550
Shivtei-Yeshuron-Ezras Israel 2015 S. 4th Street Philadelphia, PA 19148	None	IRC 501(C)(3)	Charitable Contribution	100
Special Olympics Pennsylvania P.O Box 3010 Norristown, PA 19404-3010	None	IRC 501(C)(3)	Charitable Contribution	100
Stern Hebrew High School Inc 1630 Hoffnagle Street Philadelphia, PA 19152	None	IRC 501(C)(3)	Charitable Contribution	9,000
Talmudical Yeshiva of Phila 6063 Drexel Rd. Philadelphia, PA 19131-9914	None	IRC 501(C)(3)	Charitable Contribution	2,750
Temple Beth Hillel-Beth El 1001 Remington Road Wynnewood, PA 19096-2399	None	IRC 501(C)(3)	Charitable Contribution	14,986
Temple Beth Hillel-Beth El Bright Horizon 1001 Remington Road Wynnewood, PA 19096-2399	None	IRC 501(C)(3)	Charitable Contribution	536
The Albert and Beverly Schiffman Award Lower Merion Township Scholarship Fund P. O. Box 346 Ardmore, PA 19003	None	IRC 501(C)(3)	Charitable Contribution	100
The David Horowitz Freedom Center ATTN: Toby Wisneski 14148 Magnolia Blvd., Suite 103 Sherman Oaks, CA 91423	None	IRC 501(C)(3)	Charitable Contribution	7,500
The Longport Lifeguard Association P. O. Box 506 Longport, NJ 08403	None	IRC 501(C)(3)	Charitable Contribution	50
The Parkinson Council 111 Presidential Blvd., Suite 250 Bala Cynwyd, PA 19004	None	IRC 501(C)(3)	Charitable Contribution	1,000
Time to Share Foundation 610 S. Henderson Rd. King of Prussia, PA 19406	None	IRC 501(C)(3)	Charitable Contribution	1,800
Torah Academy of Greater Philadelphia 742 Argyle Road Wynnewood, PA 19096	None	IRC 501(C)(3)	Charitable Contribution	30,600

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OF CONTRIBUTION	AMOUNT
United Jewish Communities Jeff Mittleman 25 Broadway, Ste 1700 New York, NY 10004-1010	None	IRC 501(C)(3)	Charitable Contribution	360
USC Shoah Foundation Institute Leavey Library 650 W. 35th St., Ste. 114 Los Angeles, CA 90089-2571	None	IRC 501(C)(3)	Charitable Contribution	2,500
VILNA CONGREGATION 509 Pine Street Philadelphia, PA 19106	None	IRC 501(C)(3)	Charitable Contribution	250
Wellness Community of Philadelphia, The The Suzanne Morgan Center at Ridgeland Chamounix Drive, West Fairmount Park Philadelphia, PA 19131	None	IRC 501(C)(3)	Charitable Contribution	1,000
YACHAD/NJCD-National Jewish Council for D Eleven Broadway, 13th Floor New York, NY 10004	None	IRC 501(C)(3)	Charitable Contribution	180
Yad Ezra 2850 W. 11 Mile Road Berkley, MI 48072	None	IRC 501(C)(3)	Charitable Contribution	180
Yad L'Shabbat 1491 Coney Island Ave. Brooklyn, NY 11230	None	IRC 501(C)(3)	Charitable Contribution	54
Yad L'yeled Hands-On For Children, Inc. P. O. Box 562 Monsey, NY 10952	None	IRC 501(C)(3)	Charitable Contribution	100
Young Israel of Margate 8401 Ventnor Avenue Margate, NJ 08402	None	IRC 501(C)(3)	Charitable Contribution	1,000
Young Israel Of The Main Line 325 Merion road Merion, PA 19066	None	IRC 501(C)(3)	Charitable Contribution	900
Zionist Organization of America (Nat'l) 4 E 34th Street New York, NY 10016	None	IRC 501(C)(3)	Charitable Contribution	5,000
Zionist Organization of America (Phila) 7923 Bustleton Avenue, 2nd Floor Philadelphia, PA 19152	None	IRC 501(C)(3)	Charitable Contribution	1,600
Zooz 6305 Winner Avenue Baltimore, MD 21215	None	IRC 501(C)(3)	Charitable Contribution	500
			TOTAL	628,406

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	SOVEREIGN BANKCORP	P	10/02/08	01/30/09
b	BANCO SANTANDER	P	01/30/09	05/14/09
c	CALL AMSC 35'S DUE 10/17/09	P	09/21/09	08/06/09
d	BIOSANTE PHAMACEUTICALS	D	12/27/01	10/16/09
e	AMERICAN SUPERCONDUCTOR	D	07/03/02	03/25/09
f	CALL AMSC 22.5 DUE 5/09	D	05/14/09	04/01/09
g	AMERICAN SUPERCONDUCTOR	D	12/12/06	07/30/09
h	AMERICAN SUPERCONDUCTOR	D	12/12/06	07/30/09
i	AMERICAN SUPERCONDUCTOR	D	12/12/06	07/30/09
j	AMERICAN SUPERCONDUCTOR	D	12/12/06	07/30/09
k	AMERICAN SUPERCONDUCTOR	D	12/12/06	09/18/09
l	AMERICAN SUPERCONDUCTOR	D	12/12/06	09/18/09
m	AMERICAN SUPERCONDUCTOR	D	07/03/08	09/18/09
n	AMERICAN SUPERCONDUCTOR	D	07/03/08	12/03/09
o	AMERICAN SUPERCONDUCTOR	D	07/03/08	12/23/09

(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	50,430.		55,390.	<4,960.>
b	58,854.		50,430.	8,424.
c	11,180.		5,569.	5,611.
d			5.	<5.>
e	50,123.		11,811.	38,312.
f	5,318.		9,082.	<3,764.>
g	32,699.		4,055.	28,644.
h	16,350.		2,028.	14,322.
i	16,352.		2,027.	14,325.
j	70,591.		8,110.	62,481.
k	18,373.		2,028.	16,345.
l	18,373.		2,028.	16,345.
m	36,746.		4,009.	32,737.
n	69,011.		8,018.	60,993.
o	42,442.		4,009.	38,433.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<4,960.>
b			8,424.
c			5,611.
d			<5.>
e			38,312.
f			<3,764.>
g			28,644.
h			14,322.
i			14,325.
j			62,481.
k			16,345.
l			16,345.
m			32,737.
n			60,993.
o			38,433.

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

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 K-1 GSC RECOVERY IIA, L.P.				
b K-1 GSC RECOVERY IIA, L.P.-REPORTABLE AS UNRELATE				
c				
d				
e				
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		8,782.	<8,782.>
b		1,553.	<1,553.>
c			
d			
e			
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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<8,782.>
b			<1,553.>
c			
d			
e			
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	317,908.
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 INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
WACHOVIA BANK NA	45.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	45.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST:	0.	0.	0.
CREDIT SUISSE	2,683.	0.	2,683.
K-1 GSC PARTNERS CDO INVESTORS	4.	0.	4.
K-1 GSC RECOVERY IIA LP	4,677.	0.	4,677.
K-1 GSC RECOVERY IIA LP	347.	0.	347.
SCOTTRADE	311.	0.	311.
STATE OF ISRAEL	7,350.	0.	7,350.
DIVIDENDS:	0.	0.	0.
JP MORGAN - INVEMED	352.	0.	352.
K-1 GSC PARTNERS CDO INVESTORS	22,280.	0.	22,280.
K-1 GSC RECOVERY IIA LP	571.	0.	571.
SCOTTRADE	3,709.	0.	3,709.
TOTAL TO FM 990-PF, PART I, LN 4	42,284.	0.	42,284.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K1-GSC RECOVERY IIA, LP	<1.>	<1.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<1.>	<1.>	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PREPARATION	2,000.	0.		2,000.
TO FORM 990-PF, PG 1, LN 16B	2,000.	0.		2,000.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	9,416.	0.		9,416.
FOREIGN TAXES	568.	568.		0.
TO FORM 990-PF, PG 1, LN 18	9,984.	568.		9,416.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	3.	3.		0.
K-1 GSC RECOVERY IIA LP - PORTFOLIO DEDUCTIONS	2,102.	2,102.		0.
K-1 GSC PARTNERS CDO INVESTORS LP - PORTFOLIO DEDUCTIONS	729.	729.		0.
INVESTMENT EXPENSES	180.	180.		0.
TO FORM 990-PF, PG 1, LN 23	3,014.	3,014.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
PARTNERSHIP BOOK INCOME IN EXCESS OF TAXABLE INCOME-GSC RECOVERY IIA LP	8,190.
TOTAL TO FORM 990-PF, PART III, LINE 3	8,190.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
PARTNERSHIP TAXABLE INCOME IN EXCESS OF BOOK INCOME- GSC PARTNERS CDO INVEST EXCESS OF FAIR VALUE OF ASSETS DONATED OVER DONOR'S BASIS OF ASSETS SOLD	46,824. 203,300.
TOTAL TO FORM 990-PF, PART III, LINE 5	250,124.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AM SUPERCONDUCTOR (SCOTTRADE)	86,350.	204,500.
CELL GENESYS (INVEMED)	156,399.	2,385.
FIRST BANK OF DE (SCOTTRADE)	24,980.	10,710.
KEYCORP NEW (CREDIT SUISSE)	873,163.	160,950.
KEYCORP NEW (INVEMED)	91,611.	21,145.
KEYCORP NEW (SCOTTRADE)	243,409.	33,300.
MERITOR SAVINGS (SCOTTRADE)	231,899.	166,032.
ORLEANS HOME BUILDERS	10,161.	3,042.
REPUBLIC FIRST BC (SCOTTRADE)	101,810.	44,826.
SOVEREIGN BANK CORP	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,819,782.	646,890.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
STATE OF ISRAEL BONDS, 7.35%, 10	100,000.	100,000.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	100,000.	100,000.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DBX-US LONG/SHORT EQUITY FUND	FMV	167,130.	47,967.
GSC PARTNERS CDO INVESTORS II	FMV	360,793.	415,554.
GSC RECOVERY IIA LP	COST	55,547.	55,547.
PLATINUM PARTNERS VALUE ARB FD	FMV	300,000.	511,933.
TCW PORTER SQUARE CDO	FMV	197,352.	0.
TPREF FUNDING III LTD	FMV	99,956.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,180,778.	1,031,001.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DANIEL A. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 190031339	DIRECTOR 0.00	0.	0.	0.
GARY E. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 190031339	PRESIDENT 0.00	0.	0.	0.
JON L. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 190031339	DIRECTOR 0.00	0.	0.	0.
MARC N. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 190031339	DIRECTOR 0.00	0.	0.	0.
VICKI O. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 190031339	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545 1709

► File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed)A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☒*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.***Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print	Name of Exempt Organization	Employer identification number
	ERLBAUM FAMILY FOUNDATION	23-2962563
	Number, street, and room or suite no. If a P.O. box, see instructions. 44 W LANCASTER AVENUE, SUITE 110	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions ARDMORE, PA 19003-1339	

Check type of return to be filed (file a separate application for each return)

- | | | |
|--------------------------------------|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input checked="" type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

FOUNDATION - 44 W. LANCASTER AVENUE, SUITE 110 -

- The books are in the care of ►
- ARDMORE, PA 19003-1339**

Telephone No ► **610-896-7700**

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1** I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **NOVEMBER 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2009** or
- ☐ tax year beginning _____, and ending _____

- 2** If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	291.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)