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

2009

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 HENRY DOLFINGER 2 TRUST UW		A Employer identification number 23-6207346
	Number and street (or P O box number if mail is not delivered to street address) DUANE MORRIS LLP, 30 S. 17TH ST.		B Telephone number 215-979-1768
	City or town, state, and ZIP code PHILADELPHIA, PA 19103-4196		C If exemption application is pending, check here ☐
			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 17,341,091. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		273,467.	273,467.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-253,739.			
b Gross sales price for all assets on line 6a		1,275,818.			
7 Capital gain net income (from Part IV, line 2)			0.		
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		-125,908.	-125,908.		STATEMENT 2
12 Total. Add lines 1 through 11		-106,180.	147,559.		
13 Compensation of officers, directors, trustees, etc		86,814.	0.		17,362.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		10,792.	5,396.		5,396.
b Accounting fees		5,879.	2,939.		2,940.
c Other professional fees		116,324.	40,752.		68,015.
17 Interest					
18 Taxes		3,363.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		10,300.	0.		10,300.
24 Total operating and administrative expenses. Add lines 13 through 23		233,472.	49,087.		104,013.
25 Contributions, gifts, grants paid		628,000.			628,000.
26 Total expenses and disbursements. Add lines 24 and 25		861,472.	49,087.		732,013.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-967,652.			
b Net investment income (if negative, enter -0-)			98,472.		
c Adjusted net income (if negative, enter -0-)				N/A	

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	2,670,201.	186,708.	186,708.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	13,975,590.	15,522,579.	15,164,437.
	c Investments - corporate bonds STMT 9	473,408.	0.	0.
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 ▶ STATEMENT 10)	1,524,448.	1,989,946.	1,989,946.	
16 Total assets (to be completed by all filers)	18,643,647.	17,699,233.	17,341,091.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	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 ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	18,250,482.	18,250,482.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	393,165.	-551,249.	
30 Total net assets or fund balances	18,643,647.	17,699,233.		
31 Total liabilities and net assets/fund balances	18,643,647.	17,699,233.		

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	18,643,647.
2 Enter amount from Part I, line 27a	2	-967,652.
3 Other increases not included in line 2 (itemize) ▶ EXCISE TAX REFUND	3	23,238.
4 Add lines 1, 2, and 3	4	17,699,233.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,699,233.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE	P	VARIOUS	/ / 09
b CAPITAL GAINS DIVIDENDS			
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 1,269,800.		1,529,557.	-259,757.
b 6,018.			6,018.
c			
d			
e			

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-259,757.
b			6,018.
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-253,739.
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	895,730.	16,833,482.	.053211
2007	919,755.	20,624,423.	.044595
2006	827,600.	19,875,132.	.041640
2005	823,927.	18,446,433.	.044666
2004	304,310.	18,233,806.	.016689

2 Total of line 1, column (d)	2	.200801
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	.040160
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	15,049,948.
5 Multiply line 4 by line 3	5	604,406.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	985.
7 Add lines 5 and 6	7	605,391.
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	732,013.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	985.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	985.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	985.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,000.	
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	2,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
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	1,015.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 1,015. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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?		
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.		
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		
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

N/A

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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>N/A</u>	13	X	
14	The books are in care of ► <u>DUANE MORRIS LLP</u> Telephone no. ► <u>215-979-1769</u> Located at ► <u>30 SOUTH 17TH STREET, 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 ► <u>15</u> 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 <u>N/A</u> ☐	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	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.) <u>N/A</u>	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.) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	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
SHELDON BONOVIKZ, ESQ. DM LLP, 30 SOUTH 17TH STREET PHILADELPHIA, PA 19103	CO-TRUSTEE 2.00	43,407.	0.	0.
DAVID LODER, ESQ. DM LLP, 30 SOUTH 17TH STREET PHILADELPHIA, PA 19103	CO-TRUSTEE 2.00	43,407.	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	15,279,135.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,279,135.
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	15,279,135.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	229,187.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,049,948.
6	Minimum investment return. Enter 5% of line 5	6	752,497.

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	752,497.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	985.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	985.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	751,512.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	751,512.
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	751,512.

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	732,013.
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	732,013.
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	985.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	731,028.

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				751,512.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			48,147.	
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: ► \$ 732,013.				
a Applied to 2008, but not more than line 2a			48,147.	
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				683,866.
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.				67,646.
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				

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	195,250.	258.	194,992.
PNC ADVISORS	84,235.	5,760.	78,475.
TOTAL TO FM 990-PF, PART I, LN 4	279,485.	6,018.	273,467.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LBC CREDIT PARTNERS	15,576.	15,576.	
LLR EQUITY PARTNERS III	-4,993.	-4,993.	
LLR EQUITY PARTNERS II	-78,176.	-78,176.	
LBC CREDIT PARTNERS II	-1,543.	-1,543.	
WP REAL ESTATE FUND III	-4,871.	-4,871.	
VERSA VAPITAL FUND II-A	-9,678.	-9,678.	
LUBERT-ADLER RE FUND V	-11,003.	-11,003.	
LUBERT-ADLER RE FUND IV	-31,220.	-31,220.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-125,908.	-125,908.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUANE MORRIS LEGAL FEES	10,792.	5,396.		5,396.
TO FM 990-PF, PG 1, LN 16A	10,792.	5,396.		5,396.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUANE MORRIS TAX PREPARATION FEES	5,879.	2,939.		2,940.
TO FORM 990-PF, PG 1, LN 16B	5,879.	2,939.		2,940.

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
PNC ADVISORS	2,000.	2,000.		0.
BANK WIRE FEES	420.	420.		0.
INVESTMENT ADVISORY FEES	38,332.	38,332.		0.
DUANE MORRIS ADMINISTRATION FEES	75,572.	0.		68,015.
TO FORM 990-PF, PG 1, LN 16C	116,324.	40,752.		68,015.

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 WITHHELD	3,363.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,363.	0.		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	
DUES	10,300.	0.		10,300.	
TO FORM 990-PF, PG 1, LN 23	10,300.	0.		10,300.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
BLACKROCK LOW DURATION	1,336,855.	1,349,232.		
ADAMS HARKNESS SMALL CAP GROWTH	268,596.	202,057.		
BARON GROWTH	126,013.	173,360.		
BRANDYWINE	460,126.	332,690.		
DFA EMERGING MARKETS CORE EQ I	170,807.	289,152.		
DFA INTL SMALL CAP VALUE	316,672.	289,247.		
DFA INTL VALUE	801,068.	658,367.		
DFA ONE YEAR FIXED INCOME	1,035,010.	1,038,803.		
DFA US LARGE CAP VALUE	463,589.	498,142.		
DFA US MICRO CAP I	150,460.	113,828.		
DFA US SMALL CAP VALUE	394,457.	399,410.		
DODGE & COX STOCK	242,850.	246,671.		
FIRST EAGLE OVERSEAS CL I	252,070.	323,126.		
HOTCHKIS & WILEY LARGE CAP VALUE	516,018.	367,273.		
HOTCHKIS & WILEY MID CAP VALUE	503,435.	429,449.		
PERKINS MID CAP VALUE INV	531,335.	449,055.		
JANUS OVERSEAS	250,217.	425,266.		
JANUS FD T SHEETS	382,183.	462,068.		
MORGAN STANLEY INSTL EMERGING MKTS	278,851.	297,290.		
MORGAN STANLEY INTL EQUITY	835,601.	665,975.		
ROYCE OPPORTUNITY	144,446.	192,257.		
ROYCE VALUE PLUS	218,524.	186,967.		
SOUND SHORE	203,995.	206,821.		
THIRD AVENUE INTL VALUE	343,186.	302,230.		
TURNER CORE GROWTH	618,492.	443,315.		
WESTCORE INTL FRONTIER	197,215.	213,769.		
WESTCORE MID CAP VALUE	318,197.	352,241.		
WESTCORE MIDCO GROWTH	428,362.	441,085.		
WILLIAM BLAIR INTL GROWTH	340,138.	312,139.		
WILLIAM BLAIR INTL SMALL CAP	203,646.	196,671.		
WILLIAM BLAIR LARGE CAP GROWTH	518,700.	480,706.		
WILLIAM BLAIR MID CAP GROWTH	295,201.	312,475.		
FEDERATED US GOVT SECS	684,585.	691,682.		
ARTIO INT'L EQUITY FUND CL I	281,074.	309,064.		

TURNER SMALL CAP EQUITY INC CL	229,321.	261,900.
METROPOLITAN WEST TOTAL RETURN	800,075.	857,851.
ROYCE MICRO-CAP SVC	81,209.	95,116.
BLACKROCK TOTAL RETURN II INST	300,000.	297,687.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,522,579.	15,164,437.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PITNEY BOWES CREIDT CORP	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
WP REAL ESTATE FUND III	28,389.	91,643.	91,643.
LLR EQUITY PARTNERS II	593,044.	562,474.	562,474.
LUBERT-ADLER RE FUND IV	393,516.	595,865.	595,865.
LBC CREDIT PARTNERS, LP	232,424.	289,989.	289,989.
LUBERT-ADLER RE FUND V, L.P.	189,503.	228,175.	228,175.
LBC CREDIT PARTNERS II, LP	23,118.	87,500.	87,500.
LLR EQUITY PARTNERS III, LP	49,605.	104,300.	104,300.
VERSA CAPITAL FUND II, LP	14,849.	80,000.	80,000.
INTRANSIT CHECKS - OUT	0.	-80,000.	-80,000.
INTRANSIT DEPOSIT FROM PARTNERSHIP	0.	30,000.	30,000.
TO FORM 990-PF, PART II, LINE 15	1,524,448.	1,989,946.	1,989,946.



Taxable Realized Gain/Loss by Portfolio

From 01/01/2009 to 12/31/2009

Henry Dolfinger Trust

#3235080376875 - PNC Account

Pitney Bowes Credit Corp 8.550% 09/15/09

Asset Total

Account Total

#672572470 - Henry Dolfinger Trust

Baron Growth Fund Inst Shs

Baron Growth Fund Inst Shs

Baron Growth Fund Inst Shs

Asset Total

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

DFA Emerging Markets Core Equity I

Asset Total

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

DFA U.S. Micro Cap I

	Date		Units	Cost Basis	Sales Proceeds	Gain/Loss	
	Acquired	Date Sold				Short Term	Long Term
01/01/1995		09/15/2009	400,000.000	473,408.00	400,000.00	0.00	-73,408.00
Asset Total				473,408.00	400,000.00	0.00	-73,408.00
Account Total				473,408.00	400,000.00	0.00	-73,408.00
08/04/2003		10/27/2009	1,885.312	60,292.28	74,581.08	0.00	14,288.80
12/20/2007		10/27/2009	387.404	19,614.24	15,325.32	0.00	-4,288.92
07/17/2008		10/27/2009	1.734	77.46	68.60	0.00	-8.86
Asset Total				79,983.98	89,975.00	0.00	9,991.02
11/04/2005		08/14/2009	3,399.673	37,639.08	52,980.52	0.00	15,341.44
12/18/2006		08/14/2009	55.090	844.53	858.52	0.00	13.99
12/18/2006		08/14/2009	53.254	816.38	829.91	0.00	13.53
12/18/2006		08/14/2009	137.726	2,111.34	2,146.32	0.00	34.98
06/08/2007		08/14/2009	138.448	2,555.75	2,157.57	0.00	-398.18
11/26/2007		08/14/2009	93.113	1,854.82	1,451.07	0.00	-403.75
12/19/2007		08/14/2009	20.736	419.91	323.15	0.00	-96.76
12/19/2007		08/14/2009	27.334	553.52	425.97	0.00	-127.55
12/19/2007		08/14/2009	57.496	1,164.30	896.02	0.00	-268.28
03/10/2008		08/14/2009	28.147	518.19	438.64	0.00	-79.55
06/10/2008		08/14/2009	158.322	3,017.62	2,467.29	0.00	-550.33
Asset Total				51,495.46	64,975.00	0.00	13,479.54
02/18/2004		08/14/2009	1,664.402	23,825.25	15,968.27	0.00	-7,856.98
12/20/2004		08/14/2009	259.052	3,808.07	2,485.34	0.00	-1,322.73
12/20/2004		08/14/2009	0.726	10.67	6.97	0.00	-3.70
12/20/2004		08/14/2009	184.312	2,709.38	1,768.29	0.00	-941.09
03/08/2005		08/14/2009	6.308	92.22	60.52	0.00	-31.70
09/08/2005		08/14/2009	10.606	166.94	101.75	0.00	-65.19
12/19/2005		08/14/2009	243.253	3,575.82	2,333.77	0.00	-1,242.05
12/19/2005		08/14/2009	638.067	9,379.58	6,121.61	0.00	-3,257.97
03/08/2006		08/14/2009	3.770	60.10	36.17	0.00	-23.93
06/08/2006		08/14/2009	14.712	228.47	141.15	0.00	-87.32



Taxable Realized Gain/Loss by Portfolio

From 01/01/2009 to 12/31/2009

Henry Dolfinger Trust	Date		Units	Cost Basis	Sales Proceeds	Gain/Loss	
	Acquired	Date Sold				Short Term	Long Term
DFA U.S. Micro Cap I	09/08/2006	08/14/2009	20.486	313.03	196.54	0.00	-116.49
DFA U.S. Micro Cap I	12/18/2006	08/14/2009	879.354	13,603.60	8,436.52	0.00	-5,167.08
DFA U.S. Micro Cap I	12/18/2006	08/14/2009	3.898	60.30	37.40	0.00	-22.90
DFA U.S. Micro Cap I	12/18/2006	08/14/2009	193.333	2,990.86	1,854.84	0.00	-1,136.02
DFA U.S. Micro Cap I	03/08/2007	08/14/2009	9.311	144.50	89.33	0.00	-55.17
DFA U.S. Micro Cap I	06/08/2007	08/14/2009	35.077	578.42	336.53	0.00	-241.89
Asset Total				61,547.21	39,975.00	0.00	-21,572.21
Dodge & Cox Stock	12/28/2005	08/14/2009	3.687	508.69	318.72	0.00	-189.97
Dodge & Cox Stock	12/28/2005	08/14/2009	96.644	13,333.03	8,354.29	0.00	-4,978.74
Dodge & Cox Stock	12/28/2005	08/14/2009	16.301	2,248.95	1,409.12	0.00	-839.83
Dodge & Cox Stock	03/31/2006	08/14/2009	7.916	1,138.44	684.29	0.00	-454.15
Dodge & Cox Stock	03/31/2006	08/14/2009	12.887	1,853.28	1,114.00	0.00	-739.28
Dodge & Cox Stock	06/29/2006	08/14/2009	15.045	2,172.35	1,300.55	0.00	-871.80
Dodge & Cox Stock	09/28/2006	08/14/2009	14.420	2,174.31	1,246.52	0.00	-927.79
Dodge & Cox Stock	12/28/2006	08/14/2009	108.946	16,785.25	9,417.72	0.00	-7,367.53
Dodge & Cox Stock	12/28/2006	08/14/2009	9.185	1,415.15	793.99	0.00	-621.16
Dodge & Cox Stock	12/28/2006	08/14/2009	4.201	647.30	363.15	0.00	-284.15
Dodge & Cox Stock	03/29/2007	08/14/2009	16.870	2,608.57	1,458.31	0.00	-1,150.26
Dodge & Cox Stock	03/29/2007	08/14/2009	13.304	2,057.24	1,150.05	0.00	-907.19
Dodge & Cox Stock	03/29/2007	08/14/2009	1.845	285.27	159.49	0.00	-125.78
Dodge & Cox Stock	06/28/2007	08/14/2009	9.580	1,554.00	828.13	0.00	-725.87
Dodge & Cox Stock	09/27/2007	08/14/2009	8.944	1,420.14	773.15	0.00	-646.99
Dodge & Cox Stock	12/28/2007	08/14/2009	10.433	1,452.63	901.87	0.00	-550.76
Dodge & Cox Stock	12/28/2007	08/14/2009	15.108	2,103.52	1,306.00	0.00	-797.52
Dodge & Cox Stock	12/28/2007	08/14/2009	229.774	31,991.43	19,862.58	0.00	-12,128.85
Dodge & Cox Stock	03/27/2008	08/14/2009	1.272	149.39	109.96	0.00	-39.43
Dodge & Cox Stock	03/27/2008	08/14/2009	14.283	1,676.86	1,234.68	0.00	-442.18
Dodge & Cox Stock	03/27/2008	08/14/2009	83.157	9,762.65	7,188.42	0.00	-2,574.23
Asset Total				97,338.46	59,975.00	0.00	-37,363.46
First Eagle Overseas I	12/13/2006	08/14/2009	288.792	7,245.79	5,438.29	0.00	-1,807.50
First Eagle Overseas I	12/13/2006	08/14/2009	43.365	1,088.04	816.61	0.00	-271.43
First Eagle Overseas I	12/13/2006	08/14/2009	994.103	24,942.04	18,720.10	0.00	-6,221.94



Taxable Realized Gain/Loss by Portfolio

From 01/01/2009 to 12/31/2009

Henry Dolfinger Trust	Date Acquired	Date Sold	Units	Cost Basis	Sales Proceeds	Gain/Loss	
						Short Term	Long Term
Asset Total				33,275.87	24,975.00	0.00	-8,300.87
Morgan Stanley Inst International Eq I	12/21/2006	08/14/2009	1,027.873	21,112.52	12,646.79	0.00	-8,465.73
Morgan Stanley Inst International Eq I	12/21/2006	08/14/2009	3,033.865	62,315.58	37,328.21	0.00	-24,987.37
Asset Total				83,428.10	49,975.00	0.00	-33,453.10
Royce Opportunity Invnt	12/02/2005	08/14/2009	532.767	6,622.29	4,206.23	0.00	-2,416.06
Royce Opportunity Invnt	12/02/2005	08/14/2009	14.725	183.03	116.25	0.00	-66.78
Royce Opportunity Invnt	12/05/2006	08/14/2009	3,395.763	44,416.58	26,809.76	0.00	-17,606.82
Royce Opportunity Invnt	12/05/2006	08/14/2009	327.452	4,283.07	2,585.25	0.00	-1,697.82
Royce Opportunity Invnt	12/07/2007	08/14/2009	174.923	1,985.38	1,381.03	0.00	-604.35
Royce Opportunity Invnt	12/07/2007	08/14/2009	617.661	7,010.45	4,876.47	0.00	-2,133.98
Royce Opportunity Invnt	02/11/2003	10/27/2009	4,626.843	32,253.56	39,129.11	0.00	6,875.55
Royce Opportunity Invnt	12/07/2007	10/27/2009	3,032.216	34,415.64	25,643.38	0.00	-8,772.26
Royce Opportunity Invnt	12/07/2007	10/27/2009	615.173	6,982.21	5,202.50	0.00	-1,779.71
Asset Total				138,152.23	109,950.00	0.00	-28,202.23
Sound Shore	12/28/2006	10/27/2009	72.840	2,868.44	2,020.58	0.00	-847.86
Sound Shore	12/28/2006	10/27/2009	30.353	1,195.29	841.99	0.00	-353.30
Sound Shore	12/28/2006	10/27/2009	724.711	28,539.11	20,103.49	0.00	-8,435.62
Sound Shore	06/27/2007	10/27/2009	28.502	1,183.99	790.65	0.00	-393.34
Sound Shore	12/27/2007	10/27/2009	21.117	757.06	585.79	0.00	-171.27
Sound Shore	12/27/2007	10/27/2009	84.864	3,042.39	2,354.13	0.00	-688.26
Sound Shore	12/27/2007	10/27/2009	840.064	30,116.30	23,303.38	0.00	-6,812.92
Asset Total				67,702.57	50,000.00	0.00	-17,702.57
Third Avenue Intl Value Fd Insti Cl	07/26/2005	10/27/2009	9,242.199	184,242.17	143,901.04	0.00	-40,341.13
Third Avenue Intl Value Fd Insti Cl	12/22/2005	10/27/2009	494.251	10,354.56	7,695.49	0.00	-2,659.07
Third Avenue Intl Value Fd Insti Cl	12/22/2005	10/27/2009	107.072	2,243.15	1,667.11	0.00	-576.04
Third Avenue Intl Value Fd Insti Cl	12/20/2006	10/27/2009	1,152.282	25,096.70	17,941.03	0.00	-7,155.67
Third Avenue Intl Value Fd Insti Cl	12/20/2006	10/27/2009	1,675.129	36,484.31	26,081.76	0.00	-10,402.55
Third Avenue Intl Value Fd Insti Cl	12/20/2006	10/27/2009	174.282	3,795.87	2,713.57	0.00	-1,082.30
Asset Total				262,216.76	200,000.00	0.00	-62,216.76
Westcore International Frontier	07/26/2005	10/27/2009	5,680.865	63,512.07	66,352.50	0.00	2,840.43
Westcore International Frontier	11/04/2005	10/27/2009	8,488.964	100,000.00	99,151.10	0.00	-848.90



Taxable Realized Gain/Loss by Portfolio

From 01/01/2009 to 12/31/2009

Henry Dolfinger Trust	Date		Units	Cost Basis	Sales Proceeds	Gain/Loss	
	Acquired	Date Sold				Short Term	Long Term
Westcore International Frontier	12/28/2005	10/27/2009	75.477	912.52	881.57	0.00	-30.95
Westcore International Frontier	12/27/2006	10/27/2009	275.575	3,926.94	3,218.72	0.00	-708.22
Westcore International Frontier	12/27/2007	10/27/2009	192.649	2,739.47	2,250.14	0.00	-489.33
Westcore International Frontier	12/27/2007	10/27/2009	251.495	3,576.26	2,937.46	0.00	-638.80
Westcore International Frontier	12/27/2007	10/27/2009	445.934	6,341.18	5,208.51	0.00	-1,132.67
Asset Total				181,008.44	180,000.00	0.00	-1,008.44
Account Total				1,056,149.08	869,800.00	0.00	-186,349.08
Portfolio Total				1,529,557.08	1,269,800.00	0.00	-259,757.08

Tax Summary

	Short Term	Long Term
Cost Basis	\$ 0.00	\$ 1,529,557.08
Sale Proceeds	\$ 0.00	\$ 1,269,800.00
Gain/Loss	\$ 0.00	-\$ 259,757.08

**DOLFINGER-McMAHON FOUNDATION
2009 GRANTS**

Grantee Organization	Request project title	Grant Amount	Funding For
Academy of Natural Sciences of Philadelphia 1900 Benjamin Franklin Parkway Philadelphia, PA 19103-1195	Funding to develop small exhibits and public programs that integrate art and the natural sciences	\$5,000 00	project title
Academy of Vocal Arts 1920 Spruce Street Philadelphia, PA 19103	Funding for production of a 75th anniversary booklet	\$1,000.00	unrestricted contribution to General Fund
AchieveAbility 21 South 61st Street Philadelphia, PA 19139	Funding for newly created skills program 'Read to Me'	\$1,500 00	unrestricted contribution to General Fund
Adoption Center of Delaware Valley 1500 Walnut Street Suite 701 Philadelphia, PA 19102	Support for the LGBT Community Outreach Program	\$1,500 00	unrestricted contribution to General Fund
Alex's Lemonade Stand 333 E Lancaster Avenue, #414 Wynnewood, PA 19096	Funding for expansion of a new service learning program designed to teach children the value of helping others	\$2,000 00	unrestricted contribution to General Fund
Alice Paul Institute, Inc 128 Hooton Road Mt Laurel, NJ 08054	Support for the 2010 Girlblazers Summer Camp	\$2,500 00	project title
American Red Cross Southeastern PA Chapter 23rd & Chestnut Streets Philadelphia, PA 19103	Funding for the Red Cross Club program	\$2,500 00	project title
The ARC of Montgomery County 3075 Ridge Pike Eagleville, PA 19403	Funding for communication training program for children with autism	\$7,500.00	project title
Arden Theatre Company 40 N 2nd Street Philadelphia, PA 19105	Support for production of 'Sunday in the Park with George'	\$2,500 00	project title
Asian Arts Initiative 1219 Vine Street Philadelphia, PA 19107	Support for the Youth Arts Workshop for the 2009-2010 program year	\$1,000 00	unrestricted contribution to General Fund
Atwater Kent Museum 15 South 7th Street Philadelphia, PA 19106	Support for the development and launch of family learning activities in the Experience Philadelphia! Orientation Gallery	\$2,500 00	project title
B Someday Productions 2509 Frankford Avenue Philadelphia, PA 19125	Funding for expand the Family Theatre Series	\$1,000 00	unrestricted contribution to General Fund
The Barnes Foundation 300 North Latch's Lane Merion, PA 19066	Funding to support the digital imaging of the Gallery collection prior to its relocation to Center City Philadelphia	\$50,000 00	project title
Bethesda Project 1630 South Street Philadelphia, PA 19146	Funding to expand 'Brothers' Keeper', a pilot program addressing the lack of Section 8 vouchers and affordable housing options for single men	\$3,500 00	project title
Big Brothers/Big Sisters of SE PA 123 South Broad Street Suite 2180 Philadelphia, PA 19109	Support to enhance recruitment and retention strategies for male mentors of color	\$7,500 00	project title
Breakthrough of Greater Philadelphia 34 West Coulter Street Philadelphia, PA 19144	Support for the expansion of the Leaders Academy for 9th and 10th grade students	\$3,500 00	project title
Byerschool Foundation 210 W Rittenhouse Square Suite 400 Philadelphia, PA 19103	Funding to institutionalize the Instrumental Music Program	\$2,000 00	unrestricted contribution to General Fund

Grantee Organization	Request project title	Grant Amount	Funding For
CADE KIDS 128 Chestnut Street Suite 302 Philadelphia, PA 19106	Funding for 'The Champion Inside' program in Philadelphia public schools	\$5,000 00	project title
Camden City Garden Club, Inc 3 Riverside Drive Camden, NJ 08103	Funding for new effort 'Galvanizing Communities to End Childhood Obesity'	\$1,000 00	unrestricted contribution to General Fund
Camden Eye Center, Inc 400 Chambers Avenue Camden, NJ 08033	Funding for the Mobile Sight Saving and Eye Health Education Program	\$2,000 00	unrestricted contribution to General Fund
The Career Wardrobe 1211 Chestnut Street Suite 205 Philadelphia, PA 19107	Support for the Dressing and Image Consultation Program	\$2,500 00	project title
CASA of Philadelphia County 1940 Brandywine Street Philadelphia, PA 19130	Support for a Technology Strategic Plan	\$1,000 00	unrestricted contribution to General Fund
The Center for Emerging Visual Arts 237 S 18th Street Suite 3A Philadelphia, PA 19103	Support for Arts and Professional Education project	\$2,000 00	unrestricted contribution to General Fund
Center in the Park 5818 Germantown Avenue Philadelphia, PA 19144	Funding for CIP's Health Promotion and Evidence-Based Programs	\$1,000 00	unrestricted contribution to General Fund
The Center School 2450 Hamilton Avenue Abington, PA 19001	Emergency scholarship support to families of children with learning disabilities	\$1,000 00	unrestricted contribution to General Fund
Chatham University Woodland Road Pittsburgh, PA 15232	Funding for Ready to Matter, a women's research publication series in the Philadelphia area	\$10,000 00	project title
Chester Children's Chorus Swarthmore College 500 College Avenue Swarthmore, PA 19081	Funding for the Sing to Learn Partnership	\$1,000 00	unrestricted contribution to General Fund
Child Guidance Resource Centers, Inc 2000 Old West Chester Pike Havertown, PA 19083	Seed funding for pilot year of Special Education School for children with serious emotional disturbances	\$1,000 00	unrestricted contribution to General Fund
Children's Scholarship Fund Philadelphia 1616 Walnut Street Suite 1502 Philadelphia, PA 19103	Funding for nine one-year scholarship awards for low-income students	\$2,000 00	unrestricted contribution to General Fund
City Year Greater Philadelphia 2221 Chestnut Street 2nd Floor Philadelphia, PA 19103	Funding in support of the Duane Morris team of corps members serving in a middle school for the '09/'10 corps year	\$10,000 00	project title
The Civil War Museum of Philadelphia 2301 Market Street, N1-1 Philadelphia, PA 19103	Funding to expand the Museum's existing catalogue to include the contributions of women to the Civil War	\$1,500 00	unrestricted contribution to General Fund
Clarke Pennsylvania, Inc 455 South Roberts Road Bryn Mawr, PA 19010	Support for Toddler Program for deaf and hard of hearing children	\$1,000 00	unrestricted contribution to General Fund
The Clay Studio 139 North Second Street Philadelphia, PA 19106	Support of a community engagement partnership among The Clay Studio, Eastern State Penitentiary and ceramic artist Judith van Amringe titled 'Crosses, Bones, Cherry Trees'	\$1,000 00	unrestricted contribution to General Fund
Community Legal Services, Inc 1424 Chestnut Street Philadelphia, PA 19102	Support for the Helping Teen Parents project	\$5,000 00	project title
Community Outreach Partnership 2212 Spruce Street Philadelphia, PA 19103	Funding for strategic planning process	\$1,500 00	unrestricted contribution to General Fund
Community Women's Education Project 2801 Frankford Avenue Philadelphia, PA 19134-4096	Support for the Technology and Workforce Development Initiative	\$1,000 00	unrestricted contribution to General Fund

Grantee Organization	Request project title	Grant Amount	Funding For
Computers for Youth - Philadelphia 7715 Crittenden Street Suite 311 Philadelphia, PA 19118	Funding to implement the Take IT Home program at the Family Learning Workshop	\$1,000 00	unrestricted contribution to General Fund
Concern Professional Services for Children and Youth 49 Easton Road Suite 202 Willow Grove, PA 19090	Funding for 'Traditional Childhoods Activity Fund for Foster Children'	\$2,000 00	unrestricted contribution to General Fund
Connection Training Services 2243 Allegheny Avenue Philadelphia, PA 19132	Funding for prisoner re-entry initiative	\$1,000 00	unrestricted contribution to General Fund
Conservation Center for Art and Historic Artifacts 264 South 23rd Street Philadelphia, PA 19103	Support for the Philadelphia Stewardship Resource Center	\$1,000.00	unrestricted contribution to General Fund
Cradles to Crayons 141 Gibraltar Road Horsham, PA 19044	Support for infrastructure to meet Dramatic Increase in Demand Resulting from the Economic Downturn	\$1,500 00	unrestricted contribution to General Fund
The Curtis Institute of Music 1726 Locust Street Philadelphia, PA 19103	Funding to upgrade the communications network to allow for Internet2 installation and wide dissemination of Curtis performances	\$25,000 00	project title
Darlington Arts Center 977 Shavertown Road Garnet Valley, PA 19061	Funding for Summer Arts Camp	\$1,000 00	unrestricted contribution to General Fund
Economy League of Greater Philadelphia 230 S Broad Street Suite 403 Philadelphia, PA 19102	Funding for the launch of World Class Greater Philadelphia initiative	\$1,000 00	unrestricted contribution to General Fund
Elfreth's Alley Association, Inc 126 Elfreth's Alley Philadelphia, PA 19106	Support of creating a new brochure and live tour program	\$2,000 00	unrestricted contribution to General Fund
First United Methodist Church of Germantown 6001 Germantown Avenue Philadelphia, PA 19144	Funding for the after-school program for the 2009-2010 school year	\$2,500 00	project title
Fleisher Art Memorial 719 Catharine Street Philadelphia, PA 19147	Support for innovative Teen Lounge after-school program	\$2,500 00	project title
Foundation for Self-Taught American Artists 30 South 17th Street Philadelphia, PA 19103	Funding to support film productions and related targeted education and outreach initiatives	\$10,000 00	project title
The Franklin Institute Benjamin Franklin Parkway at 20th Street Philadelphia, PA 19103-1194	Support for two upcoming unique exhibits	\$5,000 00	project title
The Free Library of Philadelphia 1901 Vine Street Philadelphia, PA 19103	Funding for Books Aloud! early literacy program	\$5,000 00	project title
GESU School 1700 West Thompson Street Philadelphia, PA 19121	Support for participation in Project Forward Leap's Residential Summer Institute	\$2,500 00	project title
GPUAC - Smoke, Lilies and Jade Arts Initiative 1427 Spruce Street Philadelphia, PA 19102	Support for the costs of producing the annual Studio Performance and Panel Discussion	\$1,000 00	unrestricted contribution to General Fund
Greater Philadelphia Cultural Alliance 1616 Walnut Street Suite 600 Philadelphia, PA 19103	Support for research services	\$2,500 00	project title

Grantee Organization	Request project title	Grant Amount	Funding For
Greater Philadelphia Urban Affairs Coalition 1207 Chestnut Street Philadelphia, PA 19107	Support of 40th anniversary publication of a history of the Coalition	\$5,000 00	project title
Group Motion Multi Media Dance Theatre 3500 Lancaster Avenue Philadelphia, PA 19104	Support for City Dances Parkway, an expanded programmatic initiative	\$1,000 00	unrestricted contribution to General Fund
The Health Care Improvement Foundation, Inc 1835 Market Street Suite 1050 Philadelphia, PA 19103	Funding for 'Successful Care Transitions Reducing Hospital Readmissions' project	\$5,000.00	project title
Health Partners Foundation 901 Market Street Suite 500 Philadelphia, PA 19107	Funding for the BE THERE! Perfect Attendance Educational Program	\$3,000 00	project title
Historic Philadelphia, Inc 116 S. 3rd Street Philadelphia, PA 19106	Support for the 'Evenings with Historical Heroes' performance series	\$1,000 00	unrestricted contribution to General Fund
Impact Services Corporation 1952 E Allegheny Avenue Philadelphia, PA 19134	Support for The Clothes Connection, providing clients with appropriate clothing for the work force	\$1,000 00	unrestricted contribution to General Fund
Inglis House 2600 Belmont Avenue Philadelphia, PA 19131	Funding for three performances by professional performing arts ensembles	\$4,000 00	project title
Interact Theatre Company 2030 Sansom Street Philadelphia, PA 19103	Support for award-winning educational outreach program, InterAction	\$1,000 00	unrestricted contribution to General Fund
Inter-Faith Housing Alliance P O Box 141 Ambler, PA 19002	Funding of field trips for the new Community Mentoring Program	\$1,000.00	unrestricted contribution to General Fund
Jeanne Ruddy Dance 1515 Brandywine Street Philadelphia, PA 19130	Funding for the development and production of 'Iconoclasts', a program involving dances by three ground-breaking female choreographers	\$3,500 00	project title
Jubilee School 4211 Chester Street Philadelphia, PA 19104	Support for the 2009 summer program 'Camp Jubilee'	\$1,000 00	unrestricted contribution to General Fund
Juvenile Law Center 1315 Walnut Street 4th Floor Philadelphia, PA 19107	Funding for the reprinting of Know Your Rights, a publication for older foster youth	\$2,500 00	project title
Kimmel Center, Inc 260 South Broad Street Suite 901 Philadelphia, PA 19102	Support for Year 2 of the Arts Partners/Education Program	\$7,500 00	project title
Lankenau Hospital Foundation 100 Lancaster Avenue Wynnewood, PA 19096	Support for a Clinic upgrade for underserved women in need of outpatient obstetric and gynecology services	\$5,000 00	project title
Lincoln University 1570 Baltimore Pike P O Box 179 Lincoln University, PA 19352	Support for the Comprehensive Retention Program	\$25,000 00	project title
Living Beyond Breast Cancer 354 West Lancaster Avenue Suite 224 Haverford, PA 19041	Support for the Cis B Golder Quality of Life Grant program	\$2,500 00	project title
Make-A-Wish Foundation of Philadelphia & S/E PA One Valley Square 512 Township Line Road, Suite 133 Blue Bell, PA 19422	Support for the wish-granting program which directly benefits children suffering from life-threatening illnesses and their families	\$1,000 00	unrestricted contribution to General Fund

Grantee Organization	Request project title	Grant Amount	Funding For
The Mann Center for the Performing Arts 123 South Broad Street Suite 1930 Philadelphia, PA 19109	Support for youth education programs in 2009	\$2,000 00	unrestricted contribution to General Fund
MARC Children's Services 3075 Ridge Pike Eagleville, PA 19403	Support for fathers and their child with disabilities through the Father's Group	\$5,000 00	project title
Maternity Care Coalition 2000 Hamilton Street Suite 205 Philadelphia, PA 19130	Funding of MOMobile services for women at the Riverside Correctional Facility	\$2,500 00	project title
Mercy Neighborhood Ministries of Philadelphia, Inc 3535 N 19th Street Philadelphia, PA 19140	Support for the Health and Wellness Initiative	\$1,000 00	unrestricted contribution to General Fund
Metropolitan Area Neighborhood Nutrition Alliance P O Box 30181 Philadelphia, PA 19103	Funding for the costs of signs and banners in order to ensure that potential supporters, donors, volunteers and clients know who and where they are located	\$1,000 00	unrestricted contribution to General Fund
Metropolitan Career Center 100 South Broad Street Suite 830 Philadelphia, PA 19110	Support for the workforce development program STRIVE Plus	\$2,000 00	unrestricted contribution to General Fund
Mommy's Light Lives On Fund P O Box 494 Lionville, PA 19353	Support for Tradition Fulfillment Services to maternally bereaved children	\$1,500 00	unrestricted contribution to General Fund
Montgomery County Association for the Blind North Wales Professional Building 212 North Main Street North Wales, PA 19454	Funding for the 2009 Summer Day Camp	\$1,500 00	unrestricted contribution to General Fund
Moonstone, Inc 768 South 9th Street Philadelphia, PA 19147	Support for the Preschool Expansion Project	\$1,000 00	unrestricted contribution to General Fund
Moore College of Art & Design The Parkway at 20th Street Philadelphia, PA 19103	Funding for outreach initiative Community CoLAB	\$1,000 00	unrestricted contribution to General Fund
National Liberty Museum 321 Chestnut Street Philadelphia, PA 19106	Funding to transition the anti-violence outreach program at one Persistently Dangerous Philadelphia School	\$1,000 00	unrestricted contribution to General Fund
Need In Deed 8616 Germantown Avenue 2nd Floor Philadelphia, PA 19118	Support for the Charter School Consortium, an initiative to provide Phila charter schools the resources and support to integrate high-quality service-learning practices within their classrooms	\$1,500 00	unrestricted contribution to General Fund
Neighborhood Gardens Association - A Philadelphia Land Trust 100 North 20th Street 5th Floor Philadelphia, PA 19103	Funding for preserving treasured community-managed green spaces that grow healthy, nutritious food	\$1,000 00	unrestricted contribution to General Fund
Networkarts Philadelphia P O Box 4066 Philadelphia, PA 19118-8066	Funding for a series of educational mosaic programs	\$1,000 00	unrestricted contribution to General Fund
New Jersey Academy for Aquatic Sciences 1 Riverside Drive Camden, NJ 08103	Support for Access TrOutreach, a science education program for children in low income neighborhoods	\$2,500 00	project title
Nonprofit Technology Resources, Inc 1524 Brandywine Street Philadelphia, PA 19130	Support for the Senior Technology Awareness Program	\$1,500 00	unrestricted contribution to General Fund
Northstar Youth Services, Inc P O Box 486 Colmar, PA 18915	Funding for a health and nutrition program for adolescents	\$1,000 00	unrestricted contribution to General Fund

Grantee Organization	Request project title	Grant Amount	Funding For
Northwest Philadelphia Interfaith Hospitality Network 7047 Germantown Avenue Philadelphia, PA 19119	Funding for the Life Skills Education Initiative	\$1,000 00	unrestricted contribution to General Fund
Old First Reformed Church 151 N 4th Street Philadelphia, PA 19106	Support for the Kensington Summer Programs including the I-Read-Every-Day Camp in 2009	\$1,000 00	unrestricted contribution to General Fund
Opera Company of Philadelphia Academy House 1420 Locust Street Suite 210 Philadelphia, PA 19102	Support for the implementation of a comprehensive website redesign strategy	\$1,000 00	unrestricted contribution to General Fund
Operation Warm, Inc 602 Chadds Ford Drive Suite 300 Chadds Ford, PA 19317	Funding for initiative Week of Warmth	\$2,000 00	unrestricted contribution to General Fund
Overbrook School for the Blind 6333 Malvern Avenue Philadelphia, PA 19151	Funding for the 2009 Early Intervention Summer Workshop	\$7,500 00	project title
Overington House, Inc 1528-30 Overington Street Philadelphia, PA 19124	Funding to provide an expansion of food and nutrition education programs for women and children	\$2,000 00	unrestricted contribution to General Fund
Painted Bride Art Center 230 Vine Street Philadelphia, PA 19106	Support for new community engagement programs	\$2,500 00	project title
The Pathway School 162 Egypt Road Norristown, PA 19403	Support to launch a new Pottery Program for over 150 special needs students	\$1,000 00	unrestricted contribution to General Fund
Pennsylvania Academy of the Fine Arts 128 North Broad Street Philadelphia, PA 19102	Support for the new Family Arts Academy	\$2,000 00	unrestricted contribution to General Fund
The Pennsylvania Horticultural Society 100 North 20th Street 5th Floor Philadelphia, PA 19103	Support for improvements to the Gas Station Garden at 20th and Arch Street	\$5,000 00	project title
People's Emergency Center 325 N 39th Street Philadelphia, PA 19104	Support for the E-Assist program	\$7,500 00	project title
Perspectives Debate, Inc P O Box 42137 Philadelphia, PA 19101	Support for Debate the Nation enabling 48 students to compete at national-level debate tournaments (matching grant from Gerry Lenfest)	\$2,500 00	project title
Philabundance 3616 South Galloway Street Philadelphia, PA 19148	Support for the Community Food Center	\$5,000 00	project title
Philadelphia Dance Projects 1427 Spruce Street Suite 1F Philadelphia, PA 19102	Support for Local Dance History Project which is part of Presents' 10	\$1,000 00	unrestricted contribution to General Fund
Philadelphia Education Fund 7 Benjamin Franklin Parkway Suite 700 Philadelphia, PA 19103	Seed money funding to redesign website	\$2,500 00	project title
Philadelphia Fringe Festival 32 N Front Street Philadelphia, PA 19106	Support for the new Artists' Residency Initiative	\$2,500 00	project title
Philadelphia Futures for Youth 230 S Broad Street 7th Floor Philadelphia, PA 19102	Support for the Sponsor-A-Scholar Program	\$6,000 00	project title
Philadelphia Health Education Corporation/Drexel University College of Medicine 3141 Chestnut Street Philadelphia, PA 19104	Support for the Caring Together Program	\$1,000 00	unrestricted contribution to General Fund

Grantee Organization	Request project title	Grant Amount	Funding For
Philadelphia Mural Arts Advocates 1729 Mount Vernon Street Thomas Eakins House Philadelphia, PA 19130	Support of innovative art education programs for MAP's comprehensive work with at-risk youth	\$5,000 00	project title
Philadelphia Museum of Art Box 7646 Philadelphia, PA 19101-7646	Support for the Museum's public school programs	\$50,000 00	project title
The Philadelphia Orchestra Association 260 South Broad Street 16th Floor Philadelphia, PA 19102	Support for the Global Concert Series and electronic media initiatives	\$20,000 00	project title
Philadelphia Outward Bound 3250 West Sedgeley Drive East Fairmount Park Philadelphia, PA 19130	Support for expanded Educator Workshops	\$2,000 00	unrestricted contribution to General Fund
Philadelphia Theatre Company 480 S Broad Street Philadelphia, PA 19146	Funding for 'ACT OUT Afterschool Sessions', a new afterschool program for high school students	\$5,000 00	project title
Philadelphia VIP, Inc 42 South 15th Street 4th Floor Philadelphia, PA 19102	Funding for the Mortgage Foreclosure project	\$2,500 00	project title
Philadelphia Virtuosi Chamber Orchestra 1616 Walnut Street Suite 1400 Philadelphia, PA 19103	Funding for free concert for low-income minority audience at the Church of the Advocate in North Philadelphia	\$1,000 00	unrestricted contribution to General Fund
Philagrafika 1616 Walnut Street Suite 918 Philadelphia, PA 19103	Support for the creation of a web-based resource for arts education programming	\$1,000 00	unrestricted contribution to General Fund
Planned Parenthood Association of Bucks County 610 Lewis Drive Warminster, PA 18974	Funding to conduct comprehensive sexuality education programs in the public schools of Bucks County	\$2,500 00	project title
Planned Parenthood of Chester County 8 South Wayne Street West Chester, PA 19382	Support for the Multi-Session Community Education for Youth (MSCEY) program	\$2,500 00	project title
Planned Parenthood of Southeastern Pennsylvania 1144 Locust Street Philadelphia, PA 19107-6797	Support for Department of Education and Professional Development programs and services	\$7,500 00	project title
Planned Parenthood of Southern New Jersey 317 Broadway Camden, NJ 08103	Support for the Peer Education Program	\$2,500 00	project title
Please Touch Museum 4231 Avenue of the Republic Philadelphia, PA 19131	Support for the Portable Play Program, an outreach program providing interactive family play sessions, parenting workshops and museum visits for minority families	\$5,000 00	project title
Polish American Social Services 308 Walnut Street Philadelphia, PA 19106	Support for the Health Advocacy and Benefits Counseling Program	\$1,000 00	unrestricted contribution to General Fund
Presbyterian Children's Village Foundation 452 South Roberts Road Rosemont, PA 19010	Funding to help address the behavioral health needs of at-risk children and their families and to especially support trauma therapy services	\$1,000 00	unrestricted contribution to General Fund
The Print Center 1614 Latimer Street Philadelphia, PA 19103	Support for the Artists-in-Schools Program	\$2,000 00	unrestricted contribution to General Fund
Project HOME 1515 Fairmount Avenue Philadelphia, PA 19130	Support of vital programming at The Honickman Learning Center and Comcast Technology Labs	\$5,000 00	project title

Grantee Organization	Request project title	Grant Amount	Funding For
Public Citizens for Children and Youth Seven Benjamin Franklin Parkway Sixth Floor Philadelphia, PA 19103	Funding for the Picasso Project, an integrated arts project in two Philadelphia public schools	\$1,500 00	unrestricted contribution to General Fund
Ralston Center 3615 Chestnut Street Philadelphia, PA 19104	Support for installation of a rain garden as part of landscape renovations	\$1,000 00	unrestricted contribution to General Fund
RHD - Girls' Leadership Camp 801 South 48th Street Philadelphia, PA 19143	Funding for Camp Sojourner, a one-week overnight camp	\$1,000 00	unrestricted contribution to General Fund
Ronald McDonald House of Philadelphia 3921-3925 Chestnut Street Philadelphia, PA 19104	Funding for the Drexel Co-op Internship Program	\$2,500 00	project title
Rosenbach Museum & Library 2010 Delancey Place Philadelphia, PA 19103	Support for the commissioning and performance of a musical piece inspired by the Mercedes de Acosta Collection	\$4,000 00	project title
Royer-Greaves School for Blind 118 South Valley Road Paoli, PA 19301	Funding for the Safe-Keeper Facilities Project	\$2,000 00	unrestricted contribution to General Fund
Schuylkill River Park Community Garden P O Box 15771 Philadelphia, PA 19103	Funding for start-up costs associated with growing produce for donation to local food cupboards	\$1,000 00	unrestricted contribution to General Fund
The Seeing Eye, Inc P O Box 375 Morristown, NJ 07963-0375	Funding for production of updated video 'Harnessing Freedom', an educational and informational resource tool	\$10,000 00	project title
Settlement Music School P O Box 63966 Philadelphia, PA 19147	Support of Centennial Campaign	\$5,000 00	project title
Shriners Hospitals for Children 3551 North Broad Street Philadelphia, PA 19140	Funding for the wheelchair and seating program by making necessary repairs to 37 wheelchairs	\$5,000 00	project title
Smith Memorial Playground and Playhouse, Inc East Fairmount Park Philadelphia, PA 19121	Funding for graphic & web design expenses to disseminate Strategic Plan	\$1,500 00	unrestricted contribution to General Fund
Starfinder Foundation 4015 Main Street Philadelphia, PA 19127	Funding for the Junior Leadership and Outsourced Middle School After-School Program	\$1,000 00	unrestricted contribution to General Fund
The Suburban Music School 201 North Providence Road Media, PA 19063	Funding for Suzuki classes bringing music to the very young	\$1,000 00	unrestricted contribution to General Fund
Summer Search 1616 Walnut Street Suite 2200 Philadelphia, PA 19103	Support for the College Access Program	\$2,500 00	project title
Symphony in C One Market Street Suite 1C Camden, NJ 08102	Support for 'Music Matters!', educational outreach and musician training programs	\$1,000 00	unrestricted contribution to General Fund
Teach for America 714 Market Street Suite 420 Philadelphia, PA 19106	Support for the Sponsor-A-Teacher Program	\$10,000 00	project title
Temple University - Boyer College of Music and Dance 1938 Liacouras Walk Philadelphia, PA 19122	Funding for students to perform choral and orchestral music at annual concert in the Kimmel Center	\$1,000 00	unrestricted contribution to General Fund
UC Green, Inc 4613 Woodland Avenue Philadelphia, PA 19143	Funding to hire a second team for the summer employment program	\$1,000 00	unrestricted contribution to General Fund

Grantee Organization	Request project title	Grant Amount	Funding For
United Way of Southeastern Pennsylvania Seven Benjamin Franklin Parkway Philadelphia, PA 19103	Support for the Center for Youth Development	\$2,500 00	project title
University of the Sciences in Philadelphia 600 South 43rd Street Philadelphia, PA 19104	Support for the Southwest Elders Exercising and Learning Together (SWEET) program	\$12,500 00	project title
Upper Darby Community Outreach Corporation 7240 Walnut Street Upper Darby, PA 19082	Support for the 2009 UDCOC Youth Services, including Summer Day Camp and After-School Program	\$1,000 00	unrestricted contribution to General Fund
Urban Tree Connection 5125 Woodbine Avenue Philadelphia, PA 19131	Funding for the Veggie Kids portion of the youth after-school programs	\$1,000 00	unrestricted contribution to General Fund
VNA Community Services, Inc 1421 Highland Avenue Abington, PA 19001	Funding to conduct vision, hearing and speech screening examinations to preschool children	\$1,000 00	unrestricted contribution to General Fund
Wagner Free Institute of Science 1700 W Montgomery Avenue Philadelphia, PA 19121	Funding for new component of the GeoKids program	\$2,000 00	unrestricted contribution to General Fund
West Chester Area Senior Center 530 East Union Street West Chester, PA 19382	Funding for 2009 educational programs	\$1,000 00	unrestricted contribution to General Fund
White-Williams Scholars 215 S Broad Street 10th Floor Philadelphia, PA 19107	Support for continued expansion of College Connection	\$2,000 00	unrestricted contribution to General Fund
Wilma Theater 265 South Broad Street Philadelphia, PA 19107	Support for the production of Terry Johnson's 'Hysteria'	\$15,000 00	project title
Women of Faith and Hope P O Box 14228 Philadelphia, PA 19138	Funding for the Parish Health Program, a faith-based breast health program	\$2,500 00	project title
Women's Opportunities Resource Center 2010 Chestnut Street Philadelphia, PA 19103	Funding for the Retirement Income Solutions (RIS) program	\$1,000 00	unrestricted contribution to General Fund
Women's Way 123 South Broad Street Suite 1399 Philadelphia, PA 19109	Support for newly expanded Education and Advocacy Program	\$5,000 00	project title
Woodmere Art Museum 9201 Germantown Avenue Philadelphia, PA 19118	Support for PhilARTdelphia - education programs for adults and children	\$5,000 00	project title
The Wyck Association 6026 Germantown Avenue Philadelphia, PA 19144	Support for the expansion of the Outdoor Education and Home Farm programs	\$1,500 00	unrestricted contribution to General Fund
YMCA of Philadelphia and Vicinity 2000 Market Street Suite 750 Philadelphia, PA 19103-3214	Funding for the Strong Kids Campaign to send 15 low-income children to summer day camp full-time for 10 weeks in 2009	\$7,500 00	project title
Zoological Society of Philadelphia 34th Street and Girard Avenue Philadelphia, PA 19104	Support of the educational and interpretive component of 'Big Cat Falls', a naturalistic habitat exhibit for the 5 big cat species	\$25,000 00	project title
Zoological Society of Philadelphia 34th Street and Girard Avenue Philadelphia, PA 19104	Funding for award-winning educational programs	\$10,000 00	project title
	TOTAL	\$628,000 00	