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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>ERLBAUM FAMILY FOUNDATION</b>		A Employer identification number <b>23-2962563</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>44 W LANCASTER AVENUE, SUITE 110</b>		B Telephone number <b>6108967700</b>
City or town, state, and ZIP code <b>ARDMORE, PA 19003-1339</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 1,574,154.</b> (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 <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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	256,374.		N/A		
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
	3 Interest on savings and temporary cash investments	964.	964.		STATEMENT 1	
	4 Dividends and interest from securities	8,737.	8,737.		STATEMENT 2	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	372,223.				
	b Gross sales price for all assets on line 6a	575,523.				
	7 Capital gain net income (from Part IV, line 2)		372,223.			
	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	<48.>	<48.>		STATEMENT 3		
12 Total. Add lines 1 through 11	638,250.	381,876.				
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.		0.
	c Other professional fees					
	17 Interest					
	18 Taxes	STMT 5	17,651.	0.		0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings		20,640.	0.		20,640.
	22 Printing and publications					
	23 Other expenses	STMT 6	1,899.	1,885.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23		42,190.	1,885.		20,640.
	25 Contributions, gifts, grants paid		474,083.			474,083.
26 Total expenses and disbursements. Add lines 24 and 25		516,273.	1,885.		494,723.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		121,977.				
b Net investment income (if negative, enter -0-)			379,991.			
c Adjusted net income (if negative, enter -0-)				N/A		

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	1 Cash - non-interest-bearing	48,042.	67,217.	67,217.
	2 Savings and temporary cash investments	417,669.	635,843.	635,843.
	3 Accounts receivable ▶ 23.		23.	23.
	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 9	1,508,041.	1,068,185.	688,729.
	c Investments - corporate bonds STMT 10	0.	5,000.	5,000.
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	876,703.	518,656.	177,342.
	14 Land, buildings, and equipment; basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	2,850,455.	2,294,924.	1,574,154.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
<b>Net Assets or Fund Balances</b>	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.		
<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,850,455.	2,294,924.	
	30 Total net assets or fund balances	2,850,455.	2,294,924.	
31 Total liabilities and net assets/fund balances	2,850,455.	2,294,924.		

**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	2,850,455.
2 Enter amount from Part I, line 27a	2	121,977.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	10,207.
4 Add lines 1, 2, and 3	4	2,982,639.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	687,715.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,294,924.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	575,523.	203,300.	372,223.

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			372,223.

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	372,223.
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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	453,626.	1,924,116.	.235758
2010	489,530.	1,761,590.	.277891
2009	660,980.	1,885,252.	.350606
2008	625,041.	2,910,840.	.214729
2007	854,057.	3,673,528.	.232490

2 Total of line 1, column (d)	2	1.311474
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	.262295
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,751,695.
5 Multiply line 4 by line 3	5	459,461.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,800.
7 Add lines 5 and 6	7	463,261.
8 Enter qualifying distributions from Part XII, line 4	8	494,723.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	3,800.
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	3,800.
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	3,800.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	10,400.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6d	
b Exempt foreign organizations - tax withheld at source		7	10,400.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	6,600.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 6,600. Refunded <input type="checkbox"/>			

**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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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 2012 or the taxable year beginning in 2012 (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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► FOUNDATION Located at ► 44 W. LANCASTER AVENUE, SUITE 110, ARDMORE, PA Telephone no. ► 610-896-7700 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	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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. ►	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 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 2012.)	N/A	
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 2012?	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."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

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

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

	Expenses
1 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.

	Amount
1 NOT APPLICABLE	
	0.
2	
3 All other program-related investments. See instructions.	
<b>Total.</b> 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	1,045,321.
b	Average of monthly cash balances	1b	733,050.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,778,371.
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	1,778,371.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,676.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,751,695.
6	Minimum investment return. Enter 5% of line 5	6	87,585.

**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	87,585.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,800.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,800.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	83,785.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	83,785.
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	83,785.

**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	494,723.
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	494,723.
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	3,800.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	490,923.

**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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				83,785.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	681,903.			
b From 2008	493,815.			
c From 2009	573,861.			
d From 2010	406,826.			
e From 2011	367,470.			
f Total of lines 3a through e	2,523,875.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	494,723.			
a Applied to 2011, 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 2012 distributable amount				83,785.
e Remaining amount distributed out of corpus	410,938.			
5 Excess distributions carryover applied to 2012 (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:	2,934,813.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				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 2007 not applied on line 5 or line 7	681,903.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,252,910.			
10 Analysis of line 9:				
a Excess from 2008	493,815.			
b Excess from 2009	573,861.			
c Excess from 2010	406,826.			
d Excess from 2011	367,470.			
e Excess from 2012	410,938.			

**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 2012, enter the date of the ruling

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or	4942(1)(5)
---------------	------------

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

**b 85% of line 2a**

**c** Qualifying distributions from Part XII,  
line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**e Qualifying distributions made directly for active conduct of exempt activities.**

**Subtract line 2d from line 2c**

- 3** Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

**(2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

**c "Support" alternative test - enter:**

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

**(3) Largest amount of support from an exempt organization**

**(4) Gross investment income**

<b>Part XV</b>	<b>Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)</b>
----------------	--

## 1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

GARY E. ERLBAUM

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

**NONE**

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

**c Any submission deadlines:**

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

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

Recipient 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
<b>a</b> Paid during the year				
SEE SCHEDULE ATTACHED	NONE	IRC 501(C)(3)	UNRESTRICTED CHARITABLE DONATION ;LISTTOTAL 449248	474,083.
<b>Total</b>			▶ <b>3a</b>	474,083.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ <b>3b</b>	0.



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

- |   |  |  |     |
|---|--|--|-----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |  | Yes |
|   |  |  |     |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of:   |  |     |
|   |  |  |     |
|   | (1) Cash   |  |     |
|   |  |  |     |
|   | (2) Other assets   |  |     |
|   |  |  |     |
| b | Other transactions:  |  |     |
|   |  |  |     |
|   | (1) Sales of assets to a noncharitable exempt organization   |  |     |
|   |  |  |     |
|   | (2) Purchases of assets from a noncharitable exempt organization   |  |     |
|   |  |  |     |
|   | (3) Rental of facilities, equipment, or other assets   |  |     |
|   |  |  |     |
|   | (4) Reimbursement arrangements   |  |     |
|   |  |  |     |
|   | (5) Loans or loan guarantees   |  |     |
|   |  |  |     |
|   | (6) Performance of services or membership or fundraising solicitations   |  |     |
|   |  |  |     |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   |  |     |
| 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. |  |     |

	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		

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date \_\_\_\_\_

**► PRESIDENT**

Title

May the IRS discuss this return with the preparer shown below (see instr 1)?

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

CHRISTOPHER M.  
PEKULA

Preparer's signature \_\_\_\_\_

Date \_\_\_\_\_

11/6/2013

Check ☐ self-employed

PTIN

P00734965

Firm's name ► **MCGLADREY LLP**

Firm's EIN ▶ 42-0714325

Firm's address ► 751 ARBOR WAY, SUITE 200  
BLUE BELL, PA 19422

Phone no. 215.641.8600

Form **990-PF** (2012)

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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2012**

Name of the organization

Employer identification number

ERLBAUM FAMILY FOUNDATION

23-2962563

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

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

**Special Rules**

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
ERLBAUM FAMILY FOUNDATION	23-2962563

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ERLBAUM FAMILY 2005 TRUST 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 55,053.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	GARY ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 93,229.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	ERLBAUM FAMILY 2005 TRUST 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 108,092.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

Employer identification number

ERLBAUM FAMILY FOUNDATION

23-2962563

**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	4,605 SHARES OF UNIFI, INC.	\$ 55,053.	08/02/12
2	11,280 SHARES OF KEYCORP	\$ 93,229.	12/12/12
3	6,100 SHARES OF PENNSYLVANIA REAL ESTATE INVESTMENT TRUST (PEI)	\$ 108,092.	12/21/12
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

ERLBAUM FAMILY FOUNDATION

23-2962563

**Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**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	BIOSANTE PHARMACEUTICALS	D	12/27/01	06/04/12
b	BIOSANTE PHARMACEUTICALS	D	12/27/01	11/01/12
c	BIOSANTE PHARMACEUTICALS	D	10/23/02	11/01/12
d	DESTINATION MATERNITY	D	10/14/05	11/20/12
e	KEYCORP	D	12/31/92	09/14/12
f	KEYCORP	D	07/31/08	09/14/12
g	MERITOR	D	12/29/05	03/05/12
h	MERITOR	D	12/12/06	03/05/12
i	MERITOR	D	08/08/08	03/05/12
j	MERITOR	D	08/11/08	03/05/12
k	MERITOR	D	05/14/96	03/05/12
l	PA REAL ESTATE INV TRUST	D	01/30/09	11/20/12
m	PLATINUM PARTNERS VALUE ARBITRAGE	D	05/01/07	08/24/12
n	UNIFI, INC.	D	02/10/09	11/20/12
o	UNIFI, INC.	D	02/12/09	11/20/12

(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		23.	<23.>
b	153.	16,972.	<16,819.>
c	192.	21,250.	<21,058.>
d	42,132.	7,950.	34,182.
e	37,882.	2,994.	34,888.
f	25,390.	2,007.	23,383.
g	43,114.		43,114.
h	129,341.	27,982.	101,359.
i	4,488.	3,442.	1,046.
j	86,227.	66,007.	20,220.
k	107,784.		107,784.
l	15,923.	3,543.	12,380.
m	69,644.	30,000.	39,644.
n	2,717.	677.	2,040.
o	10,536.	2,515.	8,021.

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			<23.>
b			<16,819.>
c			<21,058.>
d			34,182.
e			34,888.
f			23,383.
g			43,114.
h			101,359.
i			1,046.
j			20,220.
k			107,784.
l			12,380.
m			39,644.
n			2,040.
o			8,021.

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.		P	VARIOUS	12/31/12
b				
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		17,938.	<17,938.>
b			
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) 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			<17,938.>
b			
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	372,223.
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

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

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SOURCE	AMOUNT
SCOTTRADE	337.
WELLS FARGO	627.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	964.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CREDIT SUISSE	1,820.	0.	1,820.
K-1 GSC RECOVERY IIA LP	947.	0.	947.
SCOTTRADE	5,970.	0.	5,970.
TOTAL TO FM 990-PF, PART I, LN 4	8,737.	0.	8,737.

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FORM 990-PF OTHER INCOME STATEMENT 3

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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 GSC RECOVERY IIA LP	<48.>	<48.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<48.>	<48.>	

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FORM 990-PF ACCOUNTING FEES STATEMENT 4

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

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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	17,651.	0.		0.
TO FORM 990-PF, PG 1, LN 18	17,651.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K-1 GSC RECOVERY IIA LP - PORTFOLIO DEDUCTIONS	1,493.	1,493.		0.
K-1 GSC PARTNERS CDO INVESTORS LP - PORTFOLIO DEDUCTIONS	392.	392.		0.
MISCELLANEOUS	14.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,899.	1,885.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
BOOK / TAX DIFFERENCES IN INCOME - GSC RECOVERY IIA LP	10,207.
TOTAL TO FORM 990-PF, PART III, LINE 3	10,207.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
BOOK / TAX DIFFERENCES IN INCOME - GSC PARTNERS CDO INVEST EXCESS OF FAIR VALUE OF ASSETS DONATED OVER DONOR'S BASIS OF ASSETS SOLD	150,341.
	537,374.
TOTAL TO FORM 990-PF, PART III, LINE 5	687,715.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AM SUPERCONDUCTOR (SCOTTRADE)	63,605.	5,240.
CELL GENESYS (INVEMED)	0.	0.
FIRST BANK OF DE (SCOTTRADE)	24,980.	0.
KEYCORP NEW (CREDIT SUISSE)	0.	0.
KEYCORP NEW (SCOTTRADE)	610,594.	367,701.
MERITOR SAVINGS (SCOTTRADE)	0.	0.
REPUBLIC FIRST BC (SCOTTRADE)	101,810.	21,731.
OPKO HEALTH, INC.	23,370.	28,860.
PA R/E INVESTMENT TRUST	171,603.	192,276.
DESTINATION MATERNITY	0.	0.
UNIFI, INC	72,223.	72,921.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,068,185.	688,729.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	5,000.	5,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,000.	5,000.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DBX-US LONG/SHORT EQUITY FUND	FMV	105,265.	21,615.
GSC PARTNERS CDO INVESTORS II	COST	50,158.	50,159.
GSC RECOVERY IIA LP	FMV	35,924.	35,924.
PLATINUM PARTNERS VALUE ARB FD	FMV	30,000.	69,644.
TCW PORTER SQUARE CDO	FMV	197,352.	0.
TPREF FUNDING III LTD	FMV	99,957.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		518,656.	177,342.

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
GARY E. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	PRESIDENT 1.00	0.	0.	0.
DANIEL A. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	DIRECTOR 1.00	0.	0.	0.
JON L. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	DIRECTOR 1.00	0.	0.	0.
MARC N. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	DIRECTOR 1.00	0.	0.	0.
VICKI O. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.



Erlbaum Family Foundation  
Form 990PF, Tax Year: 2012, EIN 23-2962563  
Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
A Better Chance in Lower Merion P O. Box 213 Ardmore, PA 19003	None - IRC 501(c)(3)	Charitable contribution	100
A Date with a Plate 2586 Hillcrest Dr. Lansdale, PA 19446	None - IRC 501(c)(3)	Charitable contribution	5,000
Abramson Center for Jewish Life 1425 Horsham Road North Wales, PA 19454-1320	None - IRC 501(c)(3)	Charitable contribution	1,100
Agudath Bikur Cholim of Israel P O. Box 100921 Brooklyn, NY 11210	None - IRC 501(c)(3)	Charitable contribution	36
Agudath Israel of America 42 Broadway, 14th FL New York, NY 10004	None - IRC 501(c)(3)	Charitable contribution	54
AIM - Academy in Manayunk 1200 River Road Conshohocken, PA 19428	None - IRC 501(c)(3)	Charitable contribution	36
Aish Seminars C/O Yaakov Couzens 22 Maple Avenue Bala Cynwyd, PA 19004	None - IRC 501(c)(3)	Charitable contribution	10,000
Aleh Negev Foundation Inc. C/O Marcia Cohen 829 Oxford Crest Villanova, PA 19085	None - IRC 501(c)(3)	Charitable contribution	10,000
ALS ASSOCIATION, the Greater Philadelphia Chapter 321 Norristown Rd , Ste 260 Ambler, PA 19002-2755	None - IRC 501(c)(3)	Charitable contribution	1,000
American Friends of Darche Noam 226 Smith St. Woodmere, NY 11598-9804	None - IRC 501(c)(3)	Charitable contribution	720
American Friends of Meir Panim 5316 New Utrecht Avenue Brooklyn, NY 11219	None - IRC 501(c)(3)	Charitable contribution	280
American Friends of Mishkan Yecheskal Mishkan Yecheskal 1009 West Kennedy Blvd Lakewood, NJ 08701	None - IRC 501(c)(3)	Charitable contribution	180

Erlbaum Family Foundation  
Form 990PF, Tax Year: 2012, EIN 23-2962563  
Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
American Friends of Shalva 315 Fifth Avenue, 6th FL New York, NY 10016	None - IRC 501(c)(3)	Charitable contribution	100
American Heart Association P O. Box 840692 Dallas, TX 75284-0692	None - IRC 501(c)(3)	Charitable contribution	36
American Zionist Movement 633 Third Avenue-21st Floor New York, NY 10017	None - IRC 501(c)(3)	Charitable contribution	2,500
Americans For a Safe Israel 1751 2nd Avenue New York, NY 10128	None - IRC 501(c)(3)	Charitable contribution	100
Americans for Peace & Tolerance 15 Main St , Suite 118 Watertown, MA 02472	None - IRC 501(c)(3)	Charitable contribution	250
Anshei Shalom Sisterhood 361 Wilson Street West Hempstead, NY 11552	None - IRC 501(c)(3)	Charitable contribution	180
ASCENT- INNER DIMENSIONS OF JEWISH c/o Siev 408 Park Road Woodbury, NY 11797	None - IRC 501(c)(3)	Charitable contribution	180
Barrack Hebrew Academy 272 S. Bryn Mawr Ave. Bryn Mawr, PA 19010	None - IRC 501(c)(3)	Charitable contribution	1,000
Bayit Lepleitot 1362 E. 21 St Brooklyn, NY 11210	None - IRC 501(c)(3)	Charitable contribution	1,800
Bensalem Kollel Synagogue & Outreach Ctr. 2446 Bristol Road Bensalem, PA 19020	None - IRC 501(c)(3)	Chantable contribution	500
Beth Hamedrosh Chessed Fund 200 Haverford Road Wynnewood, PA 19096	None - IRC 501(c)(3)	Chantable contribution	1,800
Breast Cancer Research Foundation 60 East 56th Street 8th FL New York, NY 10022	None - IRC 501(c)(3)	Charitable contribution	100
Camp Galil P O Box 1245 Newtown, PA 18940	None - IRC 501(c)(3)	Charitable contribution	3,334

Erlbaum Family Foundation  
Form 990PF, Tax Year: 2012, EIN 23-2962563  
Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Camp Gan Israel 1360 W. Indian Creek Drive Wynnewood, PA 19096	None - IRC 501(c)(3)	Charitable contribution	10,000
Camp Ramah in the Poconos Annual Tribute Benefit 2100 Arch Street Philadelphia, PA 19103	None - IRC 501(c)(3)	Charitable contribution	1,200
Center City Opera Theater Inc. P. O. Box 63848 Philadelphia, PA 19147	None - IRC 501(c)(3)	Charitable contribution	250
Center City Synagogue c/o Bruce Taubman, MD 2041 Naudain St. Philadelphia, PA 19146	None - IRC 501(c)(3)	Charitable contribution	1,000
Central Fund for Israel 980 Avenue of the Americas NY, NY 10018	None - IRC 501(c)(3)	Charitable contribution	1,800
Chabad at the Shore 8223 Fulton Ave Margate, NJ 08402	None - IRC 501(c)(3)	Charitable contribution	1,000
Chabad Hurricane Relief Fund C/O Machne Israel Lubavitch World Headquarters Brooklyn, NY 11213-9817	None - IRC 501(c)(3)	Charitable contribution	180
Chabad Lubavitch Center NY 35 Vassar Rd. Poughkeepsie, NY 12603	None - IRC 501(c)(3)	Charitable contribution	180
Chabad Lubavitch of Center City 527 Lombard Street Philadelphia, PA 19147	None - IRC 501(c)(3)	Charitable contribution	250
Chabad Lubavitch of Chester County Attn: Rabbi Yossi Kaplan 946 N. Valley Forge Road Devon, PA 19333	None - IRC 501(c)(3)	Charitable contribution	1,800
Chabad Lubavitch of the Main Line, Inc. 625 Montgomery Avenue Merion Station, PA 19066	None - IRC 501(c)(3)	Charitable contribution	1,514
Chabad Terror Victims Project P. O. Box 14 Kfar Chabad, Israel 60840	None - IRC 501(c)(3)	Charitable contribution	180

Erbaum Family Foundation  
Form 990PF, Tax Year: 2012, EIN 23-2962563  
Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Chai Lifeline/Camp Simcha 151 West 30th Street New York, NY 10001	None - IRC 501(c)(3)	Charitable contribution	700
Chasdei Eliyahu 200 Haverford Road Wynnewood, PA 19096-3201	None - IRC 501(c)(3)	Charitable contribution	5,000
Cheder Chabad-Philadelphia 625 Montgomery Avenue Merion Station, PA 19066	None - IRC 501(c)(3)	Charitable contribution	705
Chesed L'Yisroel 1040 East Fifteenth Street Brooklyn, NY 11230	None - IRC 501(c)(3)	Charitable contribution	36
Chevra, The 2002 Ludlow St - 3rd FL Philadelphia, PA 19103	None - IRC 501(c)(3)	Charitable contribution	2,500
CHMOL P O.Box 191214 Brooklyn, NY 11219-9828	None - IRC 501(c)(3)	Charitable contribution	36
Chofetz Chaim Heritage Foundation, The 361 Spook Rock Road Suffern, NY 10901	None - IRC 501(c)(3)	Charitable contribution	180
CHOP Foundation The Wanamaker Bldg. 100 Penn Sq. East - Ste. 8050 Philadelphia, PA 19104	None - IRC 501(c)(3)	Charitable contribution	2,500
Clanon Fund 255 West 36th Street #800 New York, NY 10018	None - IRC 501(c)(3)	Charitable contribution	2,500
Congregation Anshei Shalom Attn: Rabbi Pearl P. O. Box 410 West Hempstead, NY 11552	None - IRC 501(c)(3)	Charitable contribution	860
Congregation Beth HaMedrosh ATTN: Rabbi Yonah Gross 200 Haverford Rd Wynnewood, PA 19096	None - IRC 501(c)(3)	Charitable contribution	2,500
Congregation Or Shalom 835 Darby Paoli Road Berwyn, PA 19312	None - IRC 501(c)(3)	Charitable contribution	360

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Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CROHN'S & COLITIS FOUNDATION OF AMERICA 367 E. Street Road Trevose, PA 19053	None - IRC 501(c)(3)	Charitable contribution	180
Damon Runyon Cancer Research Fund 55 Broadway, Suite 302 New York, NY 10006	None - IRC 501(c)(3)	Charitable contribution	18,588
Dan Nasser - TPS SOLO Campaign Lubert-Adler THE CIRA CENTRE Philadelphia, PA 19104-2868	None - IRC 501(c)(3)	Charitable contribution	1,000
David Horowitz Freedom Center C/O Craig Snider 400 Garden Lane Bryn Mawr, PA 19010	None - IRC 501(c)(3)	Charitable contribution	5,000
Davis Memorial Fund, The 25 Lawrence Avenue Lawrence, NY 11559	None - IRC 501(c)(3)	Charitable contribution	200
Delaware Valley Torah Institute 31 Maple Avenue Cherry Hill, NJ 08002	None - IRC 501(c)(3)	Charitable contribution	11,800
Drexel University 3141 Chestnut St. Philadelphia, PA 19104	None - IRC 501(c)(3)	Charitable contribution	1,000
Emily's Entourage 111 Colwyn Lane Bala Cynwyd, PA 19004	None - IRC 501(c)(3)	Charitable contribution	1,000
Emunah of America 7 Penn Plaza New York, NY 10001	None - IRC 501(c)(3)	Charitable contribution	500
Eruv of Lower Merion, Inc. P. O. Box 221 Merion Station, PA 19066	None - IRC 501(c)(3)	Charitable contribution	75
Etz Chaim Center 1420 Walnut Street Suite 1008 Philadelphia, PA 19102	None - IRC 501(c)(3)	Charitable contribution	4,220
FJC Greater Philadelphia District 1 Belmont Avenue, Ste 601 Bala Cynwyd, PA 19004	None - IRC 501(c)(3)	Charitable contribution	2,500

Erlbaum Family Foundation  
Form 990PF, Tax Year: 2012, EIN 23-2962563  
Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Foundation for Defense of Democracies P O Box 33249 Washington, DC 20033	None - IRC 501(c)(3)	Charitable contribution	2,500
Friendship Circle 754 South 9th Street Philadelphia, PA 19147	None - IRC 501(c)(3)	Charitable contribution	17,180
Golden Slipper Club & Charities 215 N. Presidential Blvd.-1st. FL Bala Cynwyd, PA 19004-1201	None - IRC 501(c)(3)	Charitable contribution	216
Gratz College 7605 Old York Road Melrose Park, PA 19027	None - IRC 501(c)(3)	Charitable contribution	1,000
Great Guys Group 940 West Valley Road Suite 1602 Wayne, PA 19087	None - IRC 501(c)(3)	Charitable contribution	1,000
Guideline Services C/O Rabbi Gurevitz 7334 Rural Lane Philadelphia, PA 19119	None - IRC 501(c)(3)	Charitable contribution	4,900
Guideline Services - Zalmon Gerber C/O Zalmon Gerber 1360 W. Indian Creek Drive Wynnewood, PA 19096	None - IRC 501(c)(3)	Charitable contribution	2,500
Guideline Services/Chabad Penn Wynne Attn: Moishe Brennan 239 Rockland Rd. Wynnewood, PA 19096	None - IRC 501(c)(3)	Charitable contribution	3,600
Guideline Services-Menachem Schmidt c/o Menachem Schmidt 754 S 9th Street Philadelphia, PA 19147	None - IRC 501(c)(3)	Charitable contribution	2,500
HANC PTA c/o Hebrew Academy of Nassau Cty 609 Hempstead Ave. West Hempstead, NY 11552	None - IRC 501(c)(3)	Charitable contribution	180
Hatikvah Educational Foundation C/O Steven Finkelman 6300 West Loop South #100 Bellaire, TX 77401	None - IRC 501(c)(3)	Charitable contribution	1,000

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Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Hazon 125 Maiden Ln Suite 8B New York, NY 10038	None - IRC 501(c)(3)	Charitable contribution	250
HBA of Bucks/Montgomery Counties 721 Dresher Road, Suite 1200 Horsham, PA 19044	None - IRC 501(c)(3)	Charitable contribution	1,000
Holocaust Awareness Education Center Klein JCC 10100 Jamison Ave. - Rm 210 Philadelphia, PA 19116	None - IRC 501(c)(3)	Charitable contribution	1,800
Interfaith Taskforce for America & Israel 123 S. Broad Street Suite 1832 Philadelphia, PA 19109	None - IRC 501(c)(3)	Charitable contribution	500
Israel Children's Centers (ICC) C/O Israel Children's Centers 3275 West Hillsboro Blvd., Ste. 102 Deerfield Beach, FL 33442	None - IRC 501(c)(3)	Charitable contribution	500
Israel Elwyn 200 Computer Avenue Suite D-18 Willow Grove, PA 19090	None - IRC 501(c)(3)	Charitable contribution	180
JCHAI Federation Hall 274 South Bryn Mawr Avenue Bryn Mawr, PA 19010	None - IRC 501(c)(3)	Charitable contribution	1,000
JCRC of Southern NJ 1301 Springdale Road Suite 200 Cherry Hill, NJ 08003-2671	None - IRC 501(c)(3)	Charitable contribution	250
JDRF C/O J Robert Morris P. O. Box 190 Ardmore, PA 19003	None - IRC 501(c)(3)	Charitable contribution	1,750
Jewish Day School 2313 Pennsylvania Street Allentown, PA 18104	None - IRC 501(c)(3)	Charitable contribution	800
Jewish Federation of Cleveland 25701 Science Park Drive Cleveland, OH 44122	None - IRC 501(c)(3)	Charitable contribution	100

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Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Jewish Federation of Greater Philadelphia 2100 Arch Street Philadelphia, PA 19103	None - IRC 501(c)(3)	Charitable contribution	145,308
Jewish Federation of Southern NJ 1301 Springdale Road Cherry Hill, NJ 08003	None - IRC 501(c)(3)	Charitable contribution	700
Jewish Heritage Program 4032 Spruce Street Philadelphia, PA 19104	None - IRC 501(c)(3)	Charitable contribution	500
Jewish Life Seminars 22 Maple Avenue Bala Cynwyd, PA 19004	None - IRC 501(c)(3)	Charitable contribution	360
Jewish National Fund 2100 Arch Street, 3rd FL Philadelphia, PA 19103	None - IRC 501(c)(3)	Charitable contribution	100
Jewish Relief Agency 116 Bala Avenue Bala Cynwyd, PA 19004-2837	None - IRC 501(c)(3)	Charitable contribution	2,772
Jewish Student Enrichment Center, Inc. 780 College Avenue Haverford, PA 19041	None - IRC 501(c)(3)	Charitable contribution	3,333
Jews for Judaism P. O. Box 15059 Baltimore, MD 21282	None - IRC 501(c)(3)	Charitable contribution	180
JFNA - Jewish Federation Wall Street Station P. O. Box 157 New York, NY 10268	None - IRC 501(c)(3)	Charitable contribution	900
Johns Hopkins Medicine 180 Orleans St. Baltimore, MD 21287	None - IRC 501(c)(3)	Charitable contribution	16,667
Kahal Kadosh Mikveh Israel 100 South Street Philadelphia, PA 19147	None - IRC 501(c)(3)	Charitable contribution	250
Keren Haya'el Hatzalah PO Box 180115 Brooklyn, NY 11218	None - IRC 501(c)(3)	Charitable contribution	280
Keren Or 350 Seventh Avenue Suite 701 New York, NY 10001	None - IRC 501(c)(3)	Charitable contribution	100



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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Keren Yehoshua V'Yisroel Fdn./JWR 135 Farmington Avenue Waterbury, CT 06710	None - IRC 501(c)(3)	Charitable contribution	280
Kohelet Yeshiva High School 223 North Highland Avenue Menon Station, PA 19066	None - IRC 501(c)(3)	Charitable contribution	6,000
LeChaim Charity 191 Route 59 Suite 203 Monsey, NY 10952	None - IRC 501(c)(3)	Charitable contribution	1,000
Leukemia & Lymphoma Society, the National Office 1311 Mamaroneck Avenue, Ste. 310 White Plains, NY 10605	None - IRC 501(c)(3)	Charitable contribution	100
LMS Charity Fund P. O. Box 2528 Bala Cynwyd, PA 19004	None - IRC 501(c)(3)	Charitable contribution	180
LMSarcoma Direct Research Ricki Gero Research Fund P. O. Box 52697 Tulsa, OK 74152	None - IRC 501(c)(3)	Charitable contribution	180
Longport Volunteer Fire Department 2301 Atlantic Ave Longport, NJ 08403	None - IRC 501(c)(3)	Charitable contribution	50
Lower Merion Synagogue 123 Old Lancaster Road P. O. Box 2528 Bala Cynwyd, PA 19004	None - IRC 501(c)(3)	Charitable contribution	1,725
Lubavitch House 4037 Pine Street Philadelphia, PA 19104	None - IRC 501(c)(3)	Charitable contribution	1,250
Lubavitch of Bucks County Glazier Jewish Center 25 North State Street Newtown, PA 18940	None - IRC 501(c)(3)	Charitable contribution	2,000
Lubavitch of Montgomery County 1311 Fort Washington Avenue Fort Washington, PA 19034	None - IRC 501(c)(3)	Charitable contribution	2,500

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Lupus Foundation of America Philadelphia Tri-State Chapter 500 Old York Road, Ste. 110 Jenkintown, PA 19046	None - IRC 501(c)(3)	Charitable contribution	250
Maayan Torah Day School P O. Box 19452 Portland, OR 97280	None - IRC 501(c)(3)	Charitable contribution	540
Maccabi USA 1926 Arch Street , 4R Philadelphia, PA 19103	None - IRC 501(c)(3)	Chantable contribution	1,500
MANNA 2323 Ranstead Street Philadelphia, PA 19103	None - IRC 501(c)(3)	Chantable contribution	1,000
Maos Chitim Campaign Agudath Israel of Philadelphia 6022 Overbrook Avenue Philadelphia, PA 19131	None - IRC 501(c)(3)	Charitable contribution	360
MEMRI P. O. Box 27837 Washington, DC 20038-7837	None - IRC 501(c)(3)	Chantable contribution	500
Menon Fire Company of Ardmore 35 Greenfield Avenue P.O. Box 102 Ardmore, PA 19003	None - IRC 501(c)(3)	Charitable contribution	75
Middle East Forum 1500 Walnut Street, Suite 1050 Philadelphia, PA 19102-3523	None - IRC 501(c)(3)	Charitable contribution	2,000
Minding Your Mind Foundation 42 W. Lancaster Ave. 2nd Floor Ardmore, PA 19003	None - IRC 501(c)(3)	Charitable contribution	53,000
Mission Kids Child Advocacy Ctr. of Mont. Cty P. O Box 413 Blue Bell, PA 19422	None - IRC 501(c)(3)	Chantable contribution	500
Mokir Shabbos 1317 52nd Street Brooklyn, NY 11219	None - IRC 501(c)(3)	Charitable contribution	36
National Breast Cancer Coalition 1101 17th Street, NW Suite 1300 Washington, DC 20036	None - IRC 501(c)(3)	Charitable contribution	1,800

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Part XV Grants and Contributions Paid During the Year

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
National Multiple Sclerosis Society c/o Andrea Rosenthal 1536 Aidenn Lair Rd Maple Glen, PA 19002	None - IRC 501(c)(3)	Charitable contribution	500
NOHR Foundation P. O. Box 421 Narberth, PA 19072-0421	None - IRC 501(c)(3)	Charitable contribution	250
Northwestern Stables, Inc Attn: FPHS Sponsor 120 Northwestern Avenue Philadelphia, PA 19118	None - IRC 501(c)(3)	Charitable contribution	1,000
Oakmont Fire Company # 1 23 West Benedict Avenue Havertown, PA 19083-2303	None - IRC 501(c)(3)	Charitable contribution	50
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	4,320
OROT 604 Harper Avenue Jenkintown, PA 19046	None - IRC 501(c)(3)	Charitable contribution	7,160
Orthodox Union Eleven Broadway, 14th Floor New York, NY 10004	None - IRC 501(c)(3)	Charitable contribution	300
Palm Beach Synagogue 120 North County Road Palm Beach, FL 33480	None - IRC 501(c)(3)	Charitable contribution	1,150
Partners in Torah 228 Aycrigg Ave. Passaic, NJ 07055-4704	None - IRC 501(c)(3)	Charitable contribution	720
Passover League, The 215 N Presidential Blvd 1st Floor Bala Cynwyd, PA 19004-1201	None - IRC 501(c)(3)	Charitable contribution	180
Pennsylvania Ballet Development Department 1819 JFK Blvd., Suite 210 Philadelphia, PA 19103-1728	None - IRC 501(c)(3)	Charitable contribution	500

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Philadelphia Community Kollel 364 Montgomery Avenue Menon Station, PA 19066	None - IRC 501(c)(3)	Charitable contribution	5,720
Politz Hebrew Academy 9225 Old Bustleton Avenue Philadelphia, PA 19115	None - IRC 501(c)(3)	Charitable contribution	1,000
Project Extreme 335 Central Ave. Lawrence, NY 11559	None - IRC 501(c)(3)	Charitable contribution	1,180
PTACH C/O Khana Globman 6038 Overbrook Avenue Philadelphia, PA 19131	None - IRC 501(c)(3)	Charitable contribution	500
Purrfect Paws Rescue P O Box 363 Drexel Hill, PA 19026	None - IRC 501(c)(3)	Charitable contribution	500
Rabbi Meir Baal Haneis Salant 15 Negha St Lakewood, NJ 08701	None - IRC 501(c)(3)	Charitable contribution	36
Raymond and Miriam Klein JCC Myer & Rosaline Feinstein Campus 10100 Jamison Ave. Philadelphia, PA 19116	None - IRC 501(c)(3)	Charitable contribution	2,000
Refuah Yeshuah P. O Box 191212 Brooklyn, NY 11219-9833	None - IRC 501(c)(3)	Charitable contribution	54
Religious Zionists of America 500 7th Avenue, 2nd FL New York, NY 10018	None - IRC 501(c)(3)	Charitable contribution	200
Retorno C/O Pinny Schreiber 1688 50th Street Brooklyn, NY 11204	None - IRC 501(c)(3)	Charitable contribution	180
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
Schenectady Civic Playhouse 12 South Church Street Schenectady, NY 12305	None - IRC 501(c)(3)	Charitable contribution	100

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Shiple School, The 814 Yarrow Street Bryn Mawr, PA 19010	None - IRC 501(c)(3)	Charitable contribution	250
Shivtei-Yeshuron-Ezras Israel 2015 S. 4th Street Philadelphia, PA 19148	None - IRC 501(c)(3)	Charitable contribution	100
SickKids Foundation 525 University Avenue, 14th Floor Toronto, ON M5G 2L3	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
Talmudical Yeshiva of Phila 6063 Drexel Rd. Philadelphia, PA 19131-9914	None - IRC 501(c)(3)	Charitable contribution	600
Temple Beth Hillel-Beth El Rabbi's Discretionary Fund 1001 Remington Road Wynnewood, PA 19096-2399	None - IRC 501(c)(3)	Charitable contribution	7,370
Temple Beth Hillel-Beth El Bright Horizon Fund 1001 Remington Road Wynnewood, PA 19096-2399	None - IRC 501(c)(3)	Charitable contribution	500
Thank Israeli Soldiers POB 644735 Pittsburgh, PA 15264-4735	None - IRC 501(c)(3)	Charitable contribution	1,000
The Abramson Cancer Center 3535 Market Street, Ste 750 Philadelphia, PA 19104	None - IRC 501(c)(3)	Charitable contribution	1,000
The Jerusalem AISH Hat 520 8th Avenue Suite 2004 New York, NY 10018	None - IRC 501(c)(3)	Charitable contribution	500
The Rock School 1101 South Broad Street Philadelphia, PA 19147	None - IRC 501(c)(3)	Charitable contribution	500
Torah Academy of Greater Philadelphia 742 Argyle Road Wynnewood, PA 19096	None - IRC 501(c)(3)	Charitable contribution	4,700

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
United Jewish Community, Jerusalem 147 Agrippas Suite 2 Jerusalem, Israel	None - IRC 501(c)(3)	Charitable contribution	344
US Friends of Keren Malki Inc. 736 Grange Road Teaneck, NJ 07666	None - IRC 501(c)(3)	Charitable contribution	1,000
Vets Helping Heroes P. O. Box 540723 Greenacres, FL 33454-0723	None - IRC 501(c)(3)	Charitable contribution	1,000
Wolf PAC P. O. Box 434 Narberth, PA 19072	None - IRC 501(c)(3)	Charitable contribution	500
Womens Center of Mont Co Bryn Mawr, PA 19010	None - IRC 501(c)(3)	Charitable contribution	500
YACHAD/NJCD-National Jewish Council for D Eleven Broadway, 14th Floor New York, NY 10004	None - IRC 501(c)(3)	Charitable contribution	72
Yad L'Shabbat 1491 Coney Island Ave Brooklyn, NY 11230	None - IRC 501(c)(3)	Charitable contribution	36
Young Audiences Arts for Learning 2601 North Howard Street Suite 320 Baltimore, MD 21218	None - IRC 501(c)(3)	Charitable contribution	5,000
Young Israel of Margate C/O Mrs Shirley Rosenzweig 419 N. Essex Avenue Margate, NJ 08402	None - IRC 501(c)(3)	Charitable contribution	1,000
Young Israel Of The Main Line 273 Montgomery Avenue Bala Cynwyd, PA 19004	None - IRC 501(c)(3)	Charitable contribution	1,100
Zero The Project to End Prostate Cancer 515 King Street Suite 420 Alexandria, VA 22314	None - IRC 501(c)(3)	Charitable contribution	250
Total			<u>474,083</u>

## 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*

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**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.*

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. <b>ERLBAUM FAMILY FOUNDATION</b>	Employer identification number (EIN) or <b>23-2962563</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>44 W LANCASTER AVENUE, SUITE 110</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>ARDMORE, PA 19003-1339</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**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 is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
► ☒ calendar year **2012** or  
► ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return  
☐ Change in accounting period

<b>3a</b> 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.	<b>3a</b>	\$	<b>2,215.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>10,400.</b>
<b>c</b> Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.</b>

**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. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

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

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

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 is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013**5 For calendar year **2012**, or other tax year beginning ☐ , and ending ☐6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return☐ Change in accounting period

7 State in detail why you need the extension

**TRUSTEE HAS BEEN NOTIFIED THAT THE FOUNDATION WILL NOT RECEIVE A K-1 REQUIRED TO COMPLETE THE 990-PF BEFORE AUGUST 15, 2013.**

<b>8a</b> 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	<b>8a</b>	\$	3,985.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b>	\$	10,400.
<b>c Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **CPA**Date **8/5/2013**

Form 8868 (Rev. 1-2013)