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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation SEED THE DREAM FOUNDATION		A Employer identification number 27-4662369
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 768	Room/suite	B Telephone number 610-617-2698
City or town, state or province, country, and ZIP or foreign postal code GLADWYNE, PA 19035		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		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) \$ 2,654,028.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	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	6,463,822.			
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				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-50,299.			
b Gross sales price for all assets on line 6a	6,413,473.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	254,500.	0.	0.	0.
12 Total. Add lines 1 through 11	6,668,023.	0.	0.	0.
13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 2	55,045.	0.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	55,045.	0.	0.	0.
25 Contributions, gifts, grants paid	4,151,946.			4,151,946.
26 Total expenses and disbursements. Add lines 24 and 25	4,206,991.	0.	0.	4,151,946.
27 Subtract line 26 from line 12.	2,461,032.			
a Excess of revenue over expenses and disbursements		0.		
b Net investment income (if negative, enter -0-)		0.		
c Adjusted net income (if negative, enter -0-)			0.	

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	192,996.	2,654,028.	2,654,028.
	2 Savings and temporary cash investments			
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	192,996.	2,654,028.	2,654,028.	
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 and complete lines 24 through 26 and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	192,996.	2,654,028.	
30 Total net assets or fund balances	192,996.	2,654,028.		
31 Total liabilities and net assets/fund balances	192,996.	2,654,028.		

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	192,996.
2 Enter amount from Part I, line 27a	2	2,461,032.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	2,654,028.
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	2,654,028.

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 STATEMENT					
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 6,413,473.		6,463,772.	-50,299.		
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			-50,299.		
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	-50,299.	
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	-50,299.	

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))
2012	1,958,921.	902,486.	2.170583
2011	3,062,556.	981,483.	3.120335
2010			
2009			
2008			
2 Total of line 1, column (d)			2 5.290918
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 2.645459
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,451,637.
5 Multiply line 4 by line 3			5 3,840,246.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0.
7 Add lines 5 and 6			7 3,840,246.
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 4,151,946.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	0.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	0.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
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	0.
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	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be credited to 2014 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) 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 2013 or the taxable year beginning in 2013 (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 ▶ HTTP://SEEDTHEDREAM.ORG/	13	X	
14	The books are in care of ▶ JOEL GREENBERG Telephone no ▶ 610-617-2698 Located at ▶ 401 CITY AVENUE, SUITE 220, BALA CYNWYD, PA ZIP+4 ▶ 19004			
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 2013, 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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ▶	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 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 2013.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A ☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

6b

X

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
MARCY GRINGLAS PO BOX 768 GLADWYNE, PA 19035	PRESIDENT; DIRECTOR 7.50	0.	0.	0.
JOEL GREENBERG PO BOX 768 GLADWYNE, PA 19035	SECRETARY / TREASURER; DIR 1.00	0.	0.	0.

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

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

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

0

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Part 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 BIRTHRIGHT ISRAEL	
	1,202,500.
2 STANDWITHUS	
	392,000.
3 CURTIS INSTITUTE OF MUSIC	
	270,000.
4 CAMERA	
	258,880.

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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	1,473,743.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,473,743.
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	1,473,743.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,106.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,451,637.
6	Minimum investment return. Enter 5% of line 5	6	72,582.

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	72,582.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	72,582.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	72,582.
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	72,582.

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	4,151,946.
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	4,151,946.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,151,946.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				72,582.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011	3,013,482.			
e From 2012	1,913,797.			
f Total of lines 3a through e	4,927,279.			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 4,151,946.				
a Applied to 2012, 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 2013 distributable amount	4,079,364.			72,582.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	9,006,643.			
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 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	9,006,643.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	3,013,482.			
d Excess from 2012	1,913,797.			
e Excess from 2013	4,079,364.			

Part XIV	Private Operating Foundations (see instructions and Part VII-A, question 9)
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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 2013, 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)

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

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
EYES FROM THE ASHES PO BOX 1136 BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	GENERAL FUND	3,600.
CHILDREN'S VILLAGE 125 NORTH 8TH STREET PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
SUPPORT CENTER FOR CHILD ADVOCATES 1900 CHERRY STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
SETTLEMENT MUSIC SCHOOL 416 QUEEN STREET PHILADELPHIA, PA 19147	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
THE BLUE CARD 171 MADISON AVENUE, STE 1405 NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL FUND	36,000.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			4,151,946.
b Approved for future payment				
NONE				
Total				0

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

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

[illegible]

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

- b. If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**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.

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

☐ Yes ☐ No

Signature of officer or trustee

Date _____

TREASURER

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

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.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Name of the organization

Employer identification number

SEED THE DREAM FOUNDATION

27-4662369

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 its Form 990-PF, Part I, line 2, 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) (2013)

Name of organization

Employer identification number

SEED THE DREAM FOUNDATION

27-4662369

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	JOEL GREENBERG AND MARCY GRINGLAS PO BOX 768 GLADWYNE, PA 19035	\$ 6,463,774.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

SEED THE DREAM FOUNDATION

27-4662369

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	16,300 SHS PPG INDUSTRIES, INC.	\$ 2,579,068.	05/21/13
1	17,280 SHS LIBERTY MEDIA CORPORATION	\$ 2,581,286.	11/15/13
1	10,212 SHS COMVERSE, INC.	\$ 300,335.	01/28/13
1	800 SHS THE KEYW HOLDING CORPORATION	\$ 10,396.	01/28/13
1	10,900 SHS MOVADO GROUP, INC.	\$ 402,842.	01/28/13
1	16,410 REACHLOCAL, INC.	\$ 223,586.	01/28/13

Name of organization	Employer identification number
SEED THE DREAM FOUNDATION	27-4662369

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	700 SHS SAIA, INC.	\$ 17,633.	01/28/13
1	14,565 SHS FIVE STAR QUALITY CARE, INC.	\$ 85,642.	01/29/13
1	27,785 SHS HEADWATERS INCORPORATED	\$ 262,985.	01/29/13
		\$	
		\$	
		\$	

Name of organization

Employer identification number

SEED THE DREAM FOUNDATION

27-4662369

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

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
RETURNED CHECK - KIPP	250,000.	0.	0.	
OTHER VOIDED CHECKS	4,500.	0.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	254,500.	0.	0.	

FORM 990-PF	OTHER EXPENSES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REGISTRATION FEE	15.	0.	0.	0.
POST OFFICE BOX	224.	0.	0.	0.
ADVERTISING EXPENSE	12,987.	0.	0.	0.
OFFICE SUPPLIES	228.	0.	0.	0.
DUES	6,000.	0.	0.	0.
WEBSITE	8,015.	0.	0.	0.
CONSULTING	27,374.	0.	0.	0.
WIRE TRANSFER FEES	75.	0.	0.	0.
STOP PAYMENT FEES	60.	0.	0.	0.
MISCELLANEOUS	67.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	55,045.	0.	0.	0.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	3
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NAME OF MANAGER

MARCY GRINGLAS
JOEL GREENBERG

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	16,300 SHS PPG INDUSTRIES, INC.	D	05/21/13	05/22/13
b	17,280 SHS LIBERTY MEDIA CORPORATION	D	11/15/13	11/21/13
c	10,212 SHS COMVERSE, INC.	D	01/28/13	VARIOUS
d	800 SHS THE KEYW HOLDING CORPORATION	D	01/28/13	01/31/13
e	10,900 SHS MOVADO GROUP, INC.	D	01/28/13	VARIOUS
f	16,410 SHS REACHLOCAL, INC.	D	01/28/13	VARIOUS
g	700 SHS SAIA, INC.	D	01/28/13	01/31/13
h	14,565 SHS FIVE STAR QUALITY CARE, INC.	D	01/29/13	VARIOUS
i	27,785 SHS HEADWATERS INCORPORATED	D	01/29/13	VARIOUS
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 2,610,545.		2,579,068.	31,477.
b 2,507,117.		2,581,286.	-74,169.
c 297,850.		300,334.	-2,484.
d 10,374.		10,396.	-22.
e 397,899.		402,842.	-4,943.
f 219,076.		223,586.	-4,510.
g 17,588.		17,633.	-45.
h 85,320.		85,642.	-322.
i 267,704.		262,985.	4,719.
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col. (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			** 31,477.
b			** -74,169.
c			** -2,484.
d			** -22.
e			** -4,943.
f			** -4,510.
g			** -45.
h			** -322.
i			** 4,719.
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	-50,299.
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	-50,299.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SELFHELP COMMUNITY SERVICES 520 8TH AVENUE #5 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	20,000.
BALDWIN SCHOOL, THE 701 MONTGOMERY AVE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	GENERAL FUND	111,552.
PHILADELPHIA THEATER COMPANY 230 S. BROAD ST., SUITE 1105 PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
STEPPINGSTONE SCHOLARS, INC 4112 STATION STREET, UNIT D PHILADELPHIA, PA 19127	NONE	PUBLIC CHARITY	GENERAL FUND	85,000.
FIDF 1430 BROADWAY NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	163,234.
FRIENDS OF HAVERFORD SCHOOL ROWING 478 S SWEET GUM LN LAFAYETTE HILL, PA 19444	NONE	PUBLIC CHARITY	GENERAL FUND	250.
AMERICAN FRIENDS OF MIGDAL OHR 1560 BROADWAY, SUITE 807 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	GENERAL FUND	18,250.
ANTI-DEFAMATION LEAGUE 1500 MARKET STREET, SUITE 2415, WEST TOWER PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	GENERAL FUND	1,800.
CHILDREN'S CRISIS TREATMENT CENTER 1823 CALLOWHILL STREET PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	GENERAL FUND	12,500.
POLICE ATHLETIC LEAGUE OF PHILADELPHIA 2524 EAST CLEARFIELD STREET PHILADELPHIA, PA 19134	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
Total from continuation sheets				4,109,346.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BIRTHRIGHT ISRAEL 33 EAST 33RD STREET, 7TH FLOOR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL FUND	1,202,500.
FOUNDATION FOR DOCUMENTARY PROJECTS PO BOX 491383 LOS ANGELES, CA 90049	NONE	PUBLIC CHARITY	GENERAL FUND	75,000.
CURTIS INSTITUTE OF MUSIC 1726 LOCUST STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	270,000.
SCHOLARS FOR PEACE IN THE MIDDLE EAST PO BOX 30401 PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
CAMERA PO BOX 35040 BOSTON, MA 02135	NONE	PUBLIC CHARITY	GENERAL FUND	258,880.
JEWISH FEDERATION OF NORTH AMERICA 25 BROADWAY, SUITE 1700 NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL FUND	40,000.
PHILADELPHIA MURAL ARTS ADVOCATES 1727-29 MOUNT VERNON STREET PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	GENERAL FUND	101,000.
UNIVERSITY OF NORTHERN IOWA FOUNDATION 205 COMMONS CEDAR FALLS, IA 50614	NONE	PUBLIC CHARITY	GENERAL FUND	500.
GARDENS FOR HEALTH 71 JOY STREET, APT. 3 BOSTON, MA 02114	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
HILLEL OF GREATER PHILADELPHIA 215 SOUTH 39TH STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
TEACH FOR AMERICA 1714 MEMPHIS STREET, SUITE C-1 PHILADELPHIA, PA 19125	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
USC SHOAH FOUNDATION 650 WEST 35TH STREET, SUITE 114 LOS ANGELES, CA 90089	NONE	PUBLIC CHARITY	GENERAL FUND	152,500.
MANN CENTER FOR THE PERFORMING ARTS 5201 PARKSIDE AVENUE PHILADELPHIA, PA 19131	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
PHILADELPHIA MUSEUM OF ART 26TH STREET AND BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
PIG IRON THEATER COMPANY 1417 NORTH 2ND STREET PHILADELPHIA, PA 19122	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
HEBREW CHARTER SCHOOL CENTER 6 EAST 39TH STREET, 10TH FLOOR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL FUND	18,000.
ARDEN THEATRE COMPANY 40 NORTH SECOND STREET PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL FUND	2,660.
THE METROPOLITAN OPERA 30 LINCOLN CENTER \$423 NEW YORK, NY 10023	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
THE VINEYARD PLAYHOUSE PO BOX 2452 VINEYARD HAVEN, MA 02568	NONE	PUBLIC CHARITY	GENERAL FUND	3,500.
ST. PAUL'S UNITED CHURCH OF CHRIST - GENERAL MUSIC FUND 5 WEST ARCH STREET FLEETWOOD, PA 19522	NONE	PUBLIC CHARITY	GENERAL FUND	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE FREIRE FOUNDATION 2027 CHESTNUT STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	15,000.
FEMALE HEBREW BENEVOLENT SOCIETY 2125 DELANCEY PLACE PHILADELPHIA, PA 19103-6511	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
BYERSCHOOL FOUNDATION 210 W. RITTENHOUSE SQUARE, STE 400 PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	60,000.
YMCA CAMP OCKANICKON 1303 STOKES ROAD MEDFORD, NJ 08055	NONE	PUBLIC CHARITY	GENERAL FUND	12,500.
YOUTH EMPOWERMENT SERVICES 1231 N BROAD STREET PHILADELPHIA, PA 19122	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
UNIVERSITY OF MICHIGAN-DEARBORN 4901 EVERGREEN ROAD, 4030 ML DEARBORN, MI 48128	NONE	PUBLIC CHARITY	GENERAL FUND	1,800.
MARCH OF DIMES 1019 WEST NINTH AVENUE KING OF PRUSSIA, PA 19406	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
FACING HISTORY & OURSELVES 14 EAST 4TH STREET, SUITE 3003 NEW YORK, NY 10012	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
AUSCHWITZ JEWISH CENTER 36 BATTERY PLACE NEW YORK, NY 10280	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
FOUNDATION FOR AFRICAN MEDICINE AND EDUCATION (FAME) 4553 CRIMSONWOOD DRIVE REDDING, CA 96001	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PHILADELPHIA CITY ROWING 1904 GREEN STREET, 1E PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	GENERAL FUND	500.
AMERICAN FRIENDS OF YAHAD-IN UNUM 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
MIGHTY WRITERS 1501 CHRISTIAN STREET PHILADELPHIA, PA 19146	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 1616 WALNUT STREET, STE 1502 PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	75,000.
JEWISH FAMILY AND CHILDREN'S SERVICE 2100 ARCH STREET, 5TH FLOOR PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	51,000.
AMERICA-ISRAEL FRIENDSHIP LEAGUE 134 EAST 39TH STREET, 3RD FLOOR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL FUND	23,000.
ST. FRANCIS DE SALES SCHOOL 917 SOUTH 47TH STREET PHILADELPHIA, PA 19143	NONE	PUBLIC CHARITY	GENERAL FUND	250,000.
THE LOUIS D. BRANDEIS CENTER 1776 I STREET, NW, STE. 900 WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	GENERAL FUND	30,000.
JERUSALEM ONLINE U 105 EAST 34TH STREET #117 NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL FUND	100,000.
TANZANIAN CHILDREN'S FUND 2 ATLANTIC AVENUE, 4TH FLOOR BOSTON, MA 02110	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BRYN MAWR FILM INSTITUTE 824 W LANCASTER AVENUE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	GENERAL FUND	11,000.
FJC 520 EIGHTH AVENUE, 20TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 101 SOUTH INDEPENDENCE MALL E PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
PENNSYLVANIA BALLET 240 S BROAD STREET PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
ACADEMY OF MUSIC 240 S BROAD STREET PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	GENERAL FUND	4,000.
AMERICAN FRIENDS OF MAGEN DAVID ADOM 352 7TH AVE, SUITE 400 NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL FUND	1,800.
MINDING YOUR MIND 42 WEST LANCASTER AVENUE, 2ND FL ARDMORE, PA 19003	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
CHILDREN OF JEWISH HOLOCAUST SURVIVORS 20058 VENTURA BLVD., #198 WOODLAND HILLS, CA 91364	NONE	PUBLIC CHARITY	GENERAL FUND	1,460.
AARP EXPERIENCE CORPS PHILADELPHIA 601 E ST, NW WASHINGTON, DC 20049	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LIVECONNECTIONS 3025 WALNUT STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
JEWISH COMMUNITY CENTERS ASSOCIATION 520 8TH AVENUE NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
FRIENDS OF ST. MALACHY, THE 1429 NORTH 11TH STREET PHILADELPHIA, PA 19122	NONE	PUBLIC CHARITY	GENERAL FUND	500.
OROT 604 HARPER AVENUE JENKINTOWN, PA 19046	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
OUR TIME PROJECTS 43 WEST 75TH STREET, APT 3A NEW YORK, NY 10023	NONE	PUBLIC CHARITY	GENERAL FUND	20,000.
MUSEUM OF JEWISH HERITAGE 36 BATTERY PL NEW YORK, NY 10280	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
FRANKLIN INSTITUTE, THE 222 N 20TH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
FOCUS FOR A FUTURE 176 W. 94TH STREET, 6D NEW YORK, NY 10025	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
STANDWITHUS PO BOX 341069 LOS ANGELES, CA 90034-1069	NONE	PUBLIC CHARITY	GENERAL FUND	392,000.
MINDS MATTER NATIONAL, INC. 1120 AVENUE OF THE AMERICAS, 4TH FLOOR NEW YORK, NY 10036	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
AMERICAN GATHERING OF JEWISH HOLOCAUST SURVIVORS 122 WEST 30TH STREET, SUITE 205 NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
MUSICOPIA 2001 MARKET STREET, STE 3100 PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
JERUSALEM FOUNDATION 420 LEXINGTON AVE, SUITE 1645 NEW YORK, NY 10170	NONE	PUBLIC CHARITY	GENERAL FUND	20,000.
AMERICAN ASSOCIATES, BEN-GURION UNIVERSITY OF THE NEGEV 261 OLD YORK ROAD #417A JENKINTOWN, PA 19046	NONE	PUBLIC CHARITY	GENERAL FUND	500.
AIM ACADEMY 1200 RIVER ROAD CONSHOHOCKEN, PA 19428	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
KENCREST CENTERS 502 W GERMANTOWN PIKE PLYMOUTH MEETING, PA 19462	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
INTERFAITH CENTER OF GREATER PHILADELPHIA 3723 CHESTNUT STREET PHILADELPHIA, PA 19104-3189	NONE	PUBLIC CHARITY	GENERAL FUND	500.
CAMP RAMAH SCHOLARSHIP FUND 17525 VENTURA BLVD, #201 ENCINO, CA 91316	NONE	PUBLIC CHARITY	GENERAL FUND	360.
TEMPLE BETH HILLEL-BETH EL 1001 REMINGTON ROAD WYNNEWOOD, PA 19096	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
DAVID PROJECT, THE PO BOX 52390 BOSTON, MA 02205	NONE	PUBLIC CHARITY	GENERAL FUND	7,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

323631
05-01-13

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- 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 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	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
	SEED THE DREAM FOUNDATION	Employer identification number (EIN) or 27-4662369
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 768	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GLADWYNE, PA 19035	

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

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 (other than individual)	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

JOEL GREENBERG - 401 CITY AVENUE, SUITE 220 - BALA

- The books are in the care of ► **CYNWYD, PA 19004**
Telephone No. ► **610-617-2698** 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, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2013** 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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$
b If this application is for Forms 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.	3b	\$
c 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.	3c	\$

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