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EXTENDED TO AUGUST 15, 2016

Return of Private Foundation

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

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

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE HONICKMAN FOUNDATION		A Employer identification number 23-2513138
Number and street (or P O box number if mail is not delivered to street address) 210 WEST RITTENHOUSE SQUARE	Room/suite 3303	B Telephone number (215) 790-1710
City or town, state or province, country, and ZIP or foreign postal code PHILADELPHIA, PA 19103		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 11,132,574.	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 ☐

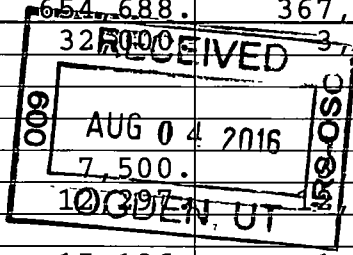
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	312,330.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	307.	307.		STATEMENT 1
	4 Dividends and interest from securities	185,335.	185,335.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	156,620.			STATEMENT 3
	b Gross sales price for all assets on line 6a 921,752.				
	7 Capital gain net income (from Part IV, line 2)		181,199.		
	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	96.	510.		STATEMENT 4	
12 Total Add lines 1 through 11	654,688.	367,351.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	32,800.	3,200.		28,800.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	7,500.	750.		3,750.
	c Other professional fees STMT 6	10,297.	2,297.		0.
	17 Interest				
	18 Taxes STMT 7	15,186.	1,186.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	12,518.	0.		12,518.
	23 Other expenses STMT 8	214,420.	11,318.		15,594.
	24 Total operating and administrative expenses Add lines 13 through 23	293,921.	31,751.		60,662.
	25 Contributions, gifts, grants paid	526,738.			526,738.
26 Total expenses and disbursements Add lines 24 and 25	820,659.	31,751.		587,400.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-165,971.				
b Net investment income (if negative, enter -0-)		335,600.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,016,095.	1,595,183.	1,595,183.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	25,000.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	2,588,661.	2,473,169.	2,540,044.
	b Investments - corporate stock STMT 10	3,256,855.	3,262,393.	4,515,293.
	c Investments - corporate bonds STMT 11	1,170,431.	625,979.	589,076.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	1,928,214.	1,862,561.	1,892,978.	
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 I)	9,985,256.	9,819,285.	11,132,574.	
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	9,985,256.	9,819,285.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	9,985,256.	9,819,285.		
31 Total liabilities and net assets/fund balances	9,985,256.	9,819,285.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	9,985,256.
2 Enter amount from Part I, line 27a	2	-165,971.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	9,819,285.
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	9,819,285.

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 921,752.		776,947.	181,199.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			181,199.

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	181,199.
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))
2014	496,624.	11,497,428.	.043194
2013	493,861.	10,656,175.	.046345
2012	471,485.	9,971,432.	.047284
2011	452,919.	9,926,079.	.045629
2010	478,390.	9,670,193.	.049471

2 Total of line 1, column (d)	2	.231923
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	.046385
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	11,449,369.
5 Multiply line 4 by line 3	5	531,079.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,356.
7 Add lines 5 and 6	7	534,435.
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	587,400.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,356.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,356.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,356.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	10,631.	
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	10,631.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,275.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 7,275. Refunded ☒	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>PA</u>		
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 2015 or the taxable year beginning in 2015 (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)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► <u>WWW.HONICKMANFOUNDATION.ORG</u>		
14 The books are in care of ► <u>FOUNDATION</u> Telephone no. ► <u>(215) 790-1710</u>		
Located at ► <u>210 W. RITTENHOUSE SQUARE NO. 3303, PHILADELPHIA,</u> ZIP+4 ► <u>19103</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		
16 At any time during calendar year 2015, 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?	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	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	
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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☒ No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2015 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 2015)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		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 4945(d)(4)(A)? (see instructions)

☐ 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
LYNNE HONICKMAN 210 W. RITTENHOUSE SQUARE PHILADELPHIA, PA 19103	TRUSTEE 0.00	0.	0.	0.

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

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

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

0

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Part VII 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 N/A	
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 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	8,015,419.
b	Average of monthly cash balances	1b	1,603,239.
c	Fair market value of all other assets	1c	2,005,067.
d	Total (add lines 1a, b, and c)	1d	11,623,725.
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	11,623,725.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	174,356.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,449,369.
6	Minimum investment return. Enter 5% of line 5	6	572,468.

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	572,468.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,356.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,356.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	569,112.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	569,112.
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	569,112.

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	587,400.
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	587,400.
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	3,356.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	584,044.

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.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				569,112.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			526,128.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 587,400.				
a Applied to 2014, but not more than line 2a			526,128.	
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 2015 distributable amount				61,272.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				507,840.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

41005 01

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
a Paid during the year				
SEE SCHEDULE ATTACHED	NONE	PUBLIC CHARITY		526,738.
Total			3a	526,738.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	307.		
4 Dividends and interest from securities			14	185,335.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			16	510.		
8 Gain or (loss) from sales of assets other than inventory	525990	7,251.	18	149,369.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a PERCEVAL INVESTMENT						
b PARTNERS	525990	-414.				
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		6,837.		335,521.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	342,358.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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 <u>7/19/16</u>		Title TRUSTEE	
Paid Preparer Use Only	Print/Type preparer's name JONATHAN HOFFMAN, CPA		Preparer's signature 		Check ☐ if self-employed	
	PTIN P00236442		Date <u>7/19/16</u>			
	Firm's name ▶ ISDANER & COMPANY, LLC				Firm's EIN ▶ 23-6410283	
	Firm's address ▶ THREE BALA PLAZA, SUITE 501 WEST BALA CYNWYD, PA 19004-3484				Phone no. (610) 668-4200	

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

2015

Name of the organization

Employer identification number

THE HONICKMAN FOUNDATION

23-2513138

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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) (2015)

Name of organization THE HONICKMAN FOUNDATION	Employer identification number 23-2513138
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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
<u>1</u>	<u>LYNNE HONICKMAN</u> <u>210 WEST RITTENHOUSE SQUARE</u> <u>PHILADELPHIA, PA 19103</u>	\$ <u>71,145.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>2</u>	<u>HAROLD HONICKMAN</u> <u>210 WEST RITTENHOUSE SQUARE</u> <u>PHILADELPHIA, PA 19103</u>	\$ <u>190,008.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>3</u>	<u>LYNNE HONICKMAN</u> <u>210 WEST RITTENHOUSE SQUARE</u> <u>PHILADELPHIA, PA 19103</u>	\$ <u>51,177.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE HONICKMAN FOUNDATION**23-2513138****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
<u>3</u>	<u>525 SHS PEPSICO</u> _____ _____	\$ <u>51,177.</u>	<u>01/08/15</u>
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

THE HONICKMAN FOUNDATION**23-2513138****Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. 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 info 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

THE HONICKMAN FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	1,522 SHS NUVEEN BUILD AMERICA BOND OPPORTUNITY F	P	06/11/13	01/30/15
b	848 SHS NUVEEN BUILD AMERICA BOND OPPORTUNITY FD	P	06/11/13	02/02/15
c	3,044 SHS NUVEEN BUILD AMERICAN BOND FD	P	VARIOUS	01/30/15
d	4,526 SHS NUVEEN BUILD AMERICAN BOND FD	P	06/13/13	02/02/15
e	\$100,000 FEDERAL HOME LOAN BANK BND 2% CALL 1/30/	P	06/25/14	01/30/15
f	\$100,000 COCA COLA CO SR NTS 5.35% DUE 11/15/17	P	11/03/08	03/30/15
g	\$50,000 JP MORGAN CHASE & CO VAR% DUE 7/30/15	P	07/23/10	07/30/15
h	\$25,000 LASALLE BANK, NA DUE 3/17/15	P	03/07/08	03/17/15
i	\$100,000 M & I BANK FSB 4.1% DUE 2/13/15	P	VARIOUS	02/13/15
j	\$10,000 NORTH CAROLINA ST HSG FIN AGENCY 2.04% DU	P	05/23/14	10/01/15
k	525 SHS PEPSICO INC	D	01/22/98	01/07/15
l	\$75,000 WELLS FARGO & COMPANY 3.625% DUE 4/15/15	P	08/02/10	04/15/15
m	PERCEVAL INVESTMENT PARTNERS, LP	P		
n	PLEADIES OFFSHORE FUND	P		
o	CAPITAL GAINS DIVIDENDS			

(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 34,153.		32,105.	2,048.
b 19,073.		17,887.	1,186.
c 66,449.		60,275.	6,174.
d 98,993.		88,698.	10,295.
e 100,000.		100,865.	-865.
f 111,263.		92,819.	18,444.
g 50,000.		50,000.	0.
h 25,000.		24,426.	574.
i 100,000.		100,000.	0.
j 10,000.		10,016.	-16.
k 50,220.		19,347.	30,873.
l 75,000.		75,000.	0.
m			36,394.
n 125,706.		105,509.	20,197.
o 55,895.			55,895.

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			2,048.
b			1,186.
c			6,174.
d			10,295.
e			-865.
f			18,444.
g			0.
h			574.
i			0.
j			-16.
k			30,873.
l			0.
m			36,394.
n			20,197.
o			55,895.

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	181,199.
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

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj./Comments
Abramson Ctr For Jewish Life 1425 Horsham Road North Wales, PA 19454-1320	Unrestricted	100	
Academy of Amer Poets 584 Broadway, Suite 604 New York, NY 10012	Unrestricted	200	
ACE (Assoc Comm Emplmnt Prg 114 Greene Street New York, NY 10012	Unrestricted	100	
AFP/GPC - Assoc Funraising Prof 4520 City Ave , Suite 301 Philadelphia, PA	Unrestricted	500	
Alzheimer Assoc Delaware Valley Chapter P O Box 96011 Washington, DC 20090-6011	Unrestricted	300	
Amer Assoc Ben-Gurion Univ of the Negev Phila Chapter The Pavilion @ Jenkintown - 261 Old York Rd Jenkintown, PA 19046	Unrestricted	1,000	
America's VetDogs 371 East Main Street Smithtown, NY 11787-2976	Unrestricted	200	
American Philosophical Society 104 South Fifth Street Philadelphia, PA 19106-3387	Unrestricted	250	
Amer Poetry Review/Univ of the Arts 310 South Broad Street Philadelphia, PA 19102-4901	First Bk Prize Support for poet's visit	12,000	
Amer Red Cross S E Chapter 2221 Chestnut Street Philadelphia, PA 19103	Unrestricted	3,800	
Aperture Foundation 547 W 27th Str , 4th Flr New York, NY 10001	Nick Nichol A Wild Life Bk Proj	10,000	
Art Reach 1819 JFK Blvd , Suite 200 Philadelphia, PA 19103	Unrestricted	500	
Arthritis Foundation 1330 West Peachtree Street, Ste 100 Atlanta, GA 30309	Unrestricted	200	
ASAP 1520 Locust Street, Suite 1104 Philadelphia, PA 19102	M Mattleman Founder's Fund	1,500	
Asian Art Initiative 1219 Vine Street Philadelphia, PA 19107	Unrestricted	300	
Associated Svs For the Blind 919 Walnut Str Philadelphia, PA 19107	Unrestricted	200	
ASPCA 424 East 92nd Street New York, NY 10128	Anti-Cruelty Campaign	100	

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj /Comments
Assoc For Public Art 1528 Walnut Street, Suite 1000 Philadelphia, PA 19102-3627	Conservation	2,500	
Attic Youth Center 255 South 16th Street Philadelphia, PA 19102	Unrestricted	100	
Aviva Family & Children's Services 7120 Franklin Avenue Los Angeles, CA 90046	Purchase of Food Mrkt Gift Cards Check made out to Shirley Hahn	2,500	
Beth Sholom Congregation 8231 Old York Rd Elkins Park, PA 19027-1595	Camp Ramah Food Mrkt Gift Cards (30/\$50)	4,500	
Bethesda Project 1630 South Street Philadelphia, PA 19146	Unrestricted	250	
Boys Latin of Philadelphia 5501 Cedar Avenue Philadelphia, PA 19143	Unrestricted	1,000	
Boys Town 200 Flanagan Blvd Boys Town, NE 68010-9989	Unrestricted	100	
Broadway Dreams Fdn 8965 Brockham Way Alpharetta, GA 30022	Unrestricted	500	
Camp Dream Catcher 148 W State Street, Suite 104 Kennett Square, PA 19348	Summer Camp Program	1,000	
Cancer Support Ctr 4100 Chamounix Drive Philadelphia, PA 19131	Unrestricted	1,000	
Career Wardrobe 21 South 12th Street, Ste #1100 Philadelphia, PA 19107	Unrestricted	100	
CDS @ Duke University Lyndhurst House 1317 W Pettigrew Street Durham, NC 27705	First Bk Prize Photography First Instlmnt Of 8th Book Prod Assist For Nadia's Book	40,000	
Cease Fire PA 1518 Walnut Street, Ste 502 Philadelphia, PA 19102	Challenge Pledge, 2016Event, Yr En	18,500	
Chestnut Hill College 9601 Germantown Avenue Philadelphia, PA 19118	Kirby Program	1,000	
Children's Crisis Treatment Ctr 1823 Callowhill Street Philadelphia, PA 19130	Holiday Toy Drive Expansion Appeal	700	
Children's Village Child Care Ctr 125 North 8th Street Philadelphia, PA 19106	Unrestricted	100	
Clay Studio 139 North Second Street Philadelphia, PA 19106	Unrestricted	100	

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj./Comments
Coalition Inguenu 2335 North 52nd Street Philadelphia, PA 19131	Unrestricted	100	
Columbia Univ -Intrnatl Family AIDS Prg Columbia Univ Medical Center 100 Haven Avenue, Suite 29D New York, NY 10032	Dominican Republic Family AIDS Project	1,500	
Community Partnership School 1936 North Judson Street Philadelphia, PA 19121	Unrestricted	2,500	
Congregation Kol Ami 8201 High School Road Elkins Park, PA 19027	Unrestricted	1,000	
Conservation Center 264 South 23rd Str Philadelphia, PA 19103	Unrestricted	100	
Cystic Fibrosis P O Box 96305 Washington, DC 20090	Unrestricted	200	
A Date With A Plate 2586 Hillcrest Drive Lansdale, PA 19446	Unrestricted	1,000	
Diskin Orphan Home P O Box 191041 Brooklyn, NY 11219	Unrestricted	150	
Distinguished Graduate Awards 222 North Seventeenth Street Philadelphia, PA 19103-1299	Unrestricted Archdiocese of Phila	1,300	
The Doe Fund 1211 Bainbridge Street Philadelphia, PA 19147	Unrestricted	250	
Domestic Abuse Proj of Del County 14 West 2nd Street Media, PA 19063	Unrestricted	500	
Drexel Univ College of Medicine 2900 W Queen Lane Philadelphia, PA 19129	Woman One Schlrshps	3,000	
Easter Seals P O Box 53249 Philadelphia, PA 19105-3249	Unrestricted	200	
Fabric Workshop 1222 Arch Street Philadelphia, PA 19107	Unrestricted	4,000	
Samuel S Fleisher Art Memorial 719 Catherine Street Philadelphia, PA 19147	Unrestricted	1,000	
Flight 93 Natl Memorial Fund c/o National Park Foundation P O Box 96591 Washington, DC 20090-6591	Unrestricted	250	
Franklin Institute 222 North 20th Street Philadelphia, PA 19103	Benefactor Society	1,500	

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj /Comments
Fraternal Oder of Police 1336 Spring Garden Street Philadelphia, PA 19123-32123	Booster Drive 2015 & 2016	200	
Free Library of Philadelphia 1901 Vine Street, Ste 111 Philadelphia, PA 19103	Unrestricted - Poe Circle	5,000	
Frars of the Atonement P O Box 301 Garrison, NY 20524-0301	Unrestricted	300	
Friends of Israel Defense Forces Center Dr , Ste 400 Fort Washington, PA 19034	Unrestricted	1,800	
Friends of Rittenhouse Square 210 W Rittenhouse Sq , Box 1308 Philadelphia, PA 19103	Unrestricted	3,000	
Friends Without a Border 1123 Broadway, #1210 New York, NY 10010	Unrestricted	500	
General Israel Orphans Home for Girls 132 Nassau Str New York, NY 10038	Unrestricted	100	
Girl Scouts of S E PA P O Box 27540 Philadelphia, PA 19118	Unrestricted - Take The Lead	1,000	
Grtr Phila Cultural Alliance 1616 Walnut Str , Ste 600 Philadelphia, PA 19103	Unrestricted	200	
GPC Noble (Natl Org Black Law Enforcmnt) P O Box 34040 Philadelphia, PA 19102	Unrestricted	5,000	
Help Our Wounded P O Box 96361 Washington, DC 20090	Unrestricted	100	
Hillel of Greater Philadelphia Steinhardt Hall 215 South 39th Street Philadelphia, PA 19104	Unrestricted	1,000	
Humane Society 2100 L Street, NW Washington, DC 20037		100	
Institute of Contemporary Art 36th & Sansom Streets Philadelphia, PA 19104	Spring Benefit	5,000	
Internatl Ctr Of Photography 1114 Ave of the Americas @ 43rd Str New York, NY 10036	New Gallery Support/Membership	2,350	
JBj Soul Foundation 1635 Market Street, 17th Flr Philadelphia, PA 19103	Soul Kitchen	5,000	
JCHAI-Judith Creed Homes for Adult Indpnd 274 South Bryn Mawr Avenue Bryn Mawr, PA 19010	Unrestricted	1,000	

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj./Comments
Jefferson Myrna Brnd Ctr Intergrative Med 925 Chestnut Street Philadelphia, PA 19107	Cancer Fund 2 Yr Pledge/First Instlmnt	12,500	
Jewish Relief Agency 116 Bala Ave Bala Cynwyd, PA 19004	Food Gift Cards (30/\$50) Unrestricted	1,750	
Jewish Theological Seminary 3080 Broadway New York, NY 10027-4649	Unrestricted	1,000	
Keren-Or, Inc 350 Seventh Avenue, Suite 200 New York, NY 10001-5013	Unrestricted	200	
Klein Life 10100 Jamison Avenue Philadelphia, PA 19116	Stiffel Center	1,000	
Linda Creed Breast Cancer Org P O Box 40607 Philadelphia, PA 19107	Unrestricted	500	
MADD 511 E John Carpenter Frwy, Ste 700 Irving, TX 75062	Unrestricted	100	
Magee Rehabilitation Fdn Six Franklin Plaza Philadelphia, PA 19102	3rd Instlmnt Dieter Awd, Art Therapy Prgm, Unrestricted	1,000	
Main Line Animal Rescue P O Box 89 Chester Springs, PA 19425	Unrestricted	500	
Main Line Deputy Dog P O Box 200 Wayne, PA 19087	Unrestricted	200	
Make a Wish Fdn Of Phila , SE PA P O Box 97104 Washington, DC 20090	Unrestricted	250	
MANNA P O Box 30181 Philadelphia, PA 19103	Unrestricted First Instlmnt Pledge	85,000	
March of Dimes P O Box 8659 Philadelphia, PA 19101-8659	Unrestricted	300	
Marian Anderson Award 260 South Broad Street, 16th Floor Philadelphia, PA 19102	Unrestricted	2,500	
Marrist Mission Mt St John 4435 E Patterson Rd Dayton, OH 45481-0001	Unrestricted	50	
Mazon 10495 Santa Monica Blvd , Ste 100 Los Angeles, CA 90025	Unrestricted	200	
Mercy Ships P O Box 1930 Garden, TX 27771-1930	Unrestricted	100	

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj./Comments
Moore College of Art 20th Street & The Parkway Philadelphia, PA 19103-1179	Visionary Woman Schlrsps	2,500	
Morris Arboretum of Univ of Pennsylvania 100 East Northwestern Avenue Philadelphia, PA 19118	Unrestricted	100	
Museum of Arts & Design 2 Columbus Circle New York, NY 10019	Unrestricted	100	
National Audubon Society 225 Varrick Street, 7th Flr New York, NY 10014	Unrestricted	100	
Natl Museum of Amer Jewish Hist 101 So Independence Mall East Philadelphia, PA 19106	Richard Avedon Exhibit - Balance of Pledge	10,000	
National Wildlife Federation 11100 Wildlife Center Drive Reston, VA 20190-5362	Unrestricted	100	
Natural Resource 40 W 20th Street New York, NY 10011	Unrestricted	200	
Nature Conservancy 4245 N Fairfax Drive, Ste 100 Arlington, VA 22203	Unrestricted	100	
New Sanctuary Movement 2601 Potter Street Philadelphia, PA 19125	Unrestricted	100	
Orion 187 Main Street Great Barrington, MA 01230	Unrestricted	800	
OROT 7601 Old York Road Elkins Park, PA 19027	Unrestricted	1,000	
Orphan Hospital Ward of Israel 1533 44th Street New York, NY	Unrestricted	200	
PA Conf for Women 1601 Dove Str , Ste 245 Newport Beach, CA 92660	Booth for CeaseFirePA and Conference	2,545	
Painted Bride Art Ctr 230 Vine Str Philadelphia, PA 19106	Unrestricted	500	
Paws for Purple Hearts 5860 Labath Avenue, Suite A Rohnert Park, CA 94928	Unrestricted	100	
Pennsylvania Horticultrual Society 100 North 20th Street Philadelphia, PA 19103-1495	Unrestricted	1,827	
People's Emergency Center 325 North 39th Street Philadelphia, PA 19104	Unrestricted	2,750	
Pennsylvania SPCA 350 E Erie Avenue Philadelphia, Pennsylvania 19134	Unrestricted	200	

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj./Comments
Peter's Place 150 North Radnor-Chester Road, Ste F 130 Radnor, PA 19087	Unrestricted	1,000	
Philabundance P O Box 37555 Philadelphia, PA 19148	Unrestricted	750	
Philadelphia Art Alliance 251 South 18th Street Philadelphia, PA 19103	Unrestricted	4,000	
Philadelphia Corp for the Aging 642 North Broad Street Philadelphia, PA 19130	Unrestricted	300	
Philadelphia Education Fund 7 Benjamin Franklin Parkway Philadelphia, PA 19103	Unrestricted	500	
Philadelphia Jewish Archive Ctr @ Temple P O Box 1798 Philadelphia, PA 19105	Calendar Fund	1,500	
Philadelphia Film Society 1412 Chestnut Street Philadelphia, PA 19102	Unrestricted	600	
Philadelphia Jewish Film Festival 401 South Broad Street Philadelphia, PA 19147	Film Sponsor	3,500	
Phila Mural Arts Program 1729 Mount Vernon Street Philadelphia, PA 19130	Unrestricted	1,000	
Phila Award - C/O Hist Soc Of PA 1300 Locust Street Philadelphia, PA 19107	Reception Donation - Total Wine & More	2,498 68	
Philadelphia Museum of Art 26th & The Parkway Philadelphia, PA 19130	Chairman's Cncl , Photog Fnd , Craft Show, Stieglitz Ctr , Rodin Strand Tech Challenge	108,500	
Philadelphia Orchestra 260 South Broad Street, 16th Flr Phildelphia, PA 19102	Unrestricted - Maestro's Circle	7,800	
Philadelphia Parks Alliance PO Box 12644 Philadelphia, PA 19129	Unrestricted	200	
Philadelphia Photo Arts Ctr 1400 N American Str Philadelphia, PA 19122	Gallery Naming Balance, Prgm Initiatives (10k over 3 yrs)	40,000	
Philadelphia Public School/The Notebook 699 Ranstead Street Philadelphia, PA 19106		895	
Prince Hall Alumni Fdn P O Box 666 Lafayette Hill, PA 19444	Chromebooks laptops	1,000	
Print Center 1614 Latimer Stree Philadelphia, PA 19103	Unrestricted 100th Anniv	1,000	
Project H O M E 1515 Fairmount Avenue Philadelphia, PA 19130	Schlrshps, Digital Arts Festival, Printing Svs To PTI fo Soc Svs Bklets Young Leaders	30,540	

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj./Comments
Rescue Mission 302 No 13th Str Philadelphia, PA 19105	Unrestricted	200	
Rock School for Dance Edu 101 S Broad Str Philadelphia, PA 19147	Unrestricted	1,000	
Rolling Harvest P O Box 693 New Hope, PA 18938	Unrestricted	500	
Second Chance Foundation 1818 Market St Ste 13th Flr Philadelphia, Pennsylvania 19103-3638	Unrestricted	500	
Seeing Eye P O Box 2068 Morristown, NJ 07962-9921	Unrestricted	300	
Smile Train 245 Fifth Avenue, Ste 2201 New York, NY 10016	Unrestricted Cleft Surgery	500	
So Ocean Co Hospital Fdn 1140 NJ-72 Manahawkin, NJ 08050	Unrestricted	1,000	
Southern Poverty Law Ctr 400 Washington Avenue/P O Box 548 Montgomery, AL 36177-9621	Schl Based Proj Selma The Bridge to the Ballot	1,000	
St Francis Inn 2441 Kensington Avenue Philadelphia, PA 19125-1235	40/ \$50 Shop Rite Supermarket Gift Cards	2,000	
St Jude Children's Research Hospital P O Box 50 Memphis, TN 38101-9929	Unrestricted	300	
Steppingstone Scholars, Inc 4112 Station Str , Unit D Philadelphia, PA 19127	Unrestricted	2,500	
Support Ctr For Child Advocates 1900 Cherry Street Philadelphia, PA 19103	Unrestricted YES Program	11,300	
Tiger Creek Wildlife Refuge PO Box 4968 Tyler, TX	Unrestricted	100	
United States Holocaust Memorial Museum 100 Raoul Wallenberg Place, SW Washington, D C 20024	Unrestricted	1,000	
University of the Arts 320 So Broad Str Philadelphia, PA 19102	Haviland Society	4,500	
Vetri Foundation 1113 Admiral Peary Way - Quarters N Philadelphia, PA 19112	Unrestricted	250	
Viet Nam Veterans Memorial Fund 2600 Virginia Ave , NW, Ste 104 Washington, DC 20037	Unrestricted	200	

2015 GRANT RECIPIENTS

Organization	Memo	Amount	Proj /Comments
WHYY Independence Mall West 150 No Sixth Str Philadelphia, PA 19106	Unrestricted	250	
Wills Eye Fdn 840 Walnut Street Philadelphia, PA 19107	1832 Society Unrestricted	1,832	
Wistar Institute 3601 Spruce Street Philadelphia, PA 19104-4268	Unrestricted	1,000	
Women Against Abuse 100 So Broad Str, Suite 1341 Philadelphia, PA 19110	Unrestricted	300	
Women's League for Conservative Judiasm 475 Riverside Drive, Suite 820 New York, NY 10115	Unrestricted	100	
WOMENS WAY 123 So Broad Str, Suite 1399 Philadelphia, PA 19109	Unrestricted	500	
Woodmere Art Museum 9201 Germantown Avenue Philadelphia, PA 19118	Children's Art Book	2,500	
Wounded Warriors Project P O Box 758541 Topeka, KS 66675-8541	Unrestricted	1,500	
TOTAL		526,488.13	

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PNC BANK, N.A.	307.	307.	
TOTAL TO PART I, LINE 3	307.	307.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PERCEVAL INVESTMENT PARTNERS LP	7,463.	0.	7,463.	7,463.	
PNC BANK, N.A.	233,767.	55,895.	177,872.	177,872.	
TO PART I, LINE 4	241,230.	55,895.	185,335.	185,335.	

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 3

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,522 SHS NUVEEN BUILD AMERICA BOND OPPORTUNITY FD	PURCHASED	06/11/13	01/30/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
34,153.	32,105.	0.	0.	2,048.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
848 SHS NUVEEN BUILD AMERICA BOND OPPORTUNITY FD	PURCHASED	06/11/13	02/02/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,073.	17,887.	0.	0.	1,186.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3,044 SHS NUVEEN BUILD AMERICAN BOND FD	PURCHASED	VARIOUS	01/30/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
66,449.	60,275.	0.	0.	6,174.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
4,526 SHS NUVEEN BUILD AMERICAN BOND FD	PURCHASED	06/13/13	02/02/15		
	98,993.	88,698.	0.	0.	10,295.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
\$100,000 FEDERAL HOME LOAN BANK BND 2% CALL 1/30/15	PURCHASED	06/25/14	01/30/15		
	100,000.	100,865.	0.	0.	-865.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
\$100,000 COCA COLA CO SR NTS 5.35% DUE 11/15/17	PURCHASED	11/03/08	03/30/15		
	111,263.	92,819.	0.	0.	18,444.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$50,000 JP MORGAN CHASE & CO VAR% DUE 7/30/15	50,000.	50,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$25,000 LASALLE BANK, NA DUE 3/17/15	25,000.	24,426.	0.	0.	574.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
\$100,000 M & I BANK FSB 4.1% DUE 2/13/15	100,000.	100,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
\$10,000 NORTH CAROLINA ST HSG FIN AGENCY 2.04% DUE 7/1/18	PURCHASED	05/23/14	10/01/15		
	10,000.	10,016.	0.	0.	-16.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
525 SHS PEPSICO INC	DONATED	01/22/98	01/07/15		
	50,220.	51,177.	0.	0.	-957.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
\$75,000 WELLS FARGO & COMPANY 3.625% DUE 4/15/15	PURCHASED	08/02/10	04/15/15		
	75,000.	75,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PERCEVAL INVESTMENT PARTNERS, LP	0.	0.	0.	0.	36,394.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PLEADIES OFFSHORE FUND	125,706.	105,509.	0.	0.	20,197.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PERCEVAL INVESTMENT PARTNERS, LP	0.	0.	0.	0.	7,251.

NET GAIN OR LOSS FROM SALE OF ASSETS	100,725.
CAPITAL GAINS DIVIDENDS FROM PART IV	55,895.
TOTAL TO FORM 990-PF, PART I, LINE 6A	156,620.

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
PERCEVAL INVESTMENT PARTNERS LP	510.	510.		
PERCEVAL INVESTMENT PARTNERS	-414.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	96.	510.		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ISDANER AND CO	7,500.	3,750.		3,750.
TO FORM 990-PF, PG 1, LN 16B	7,500.	3,750.		3,750.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGT FEES	12,297.	12,297.		0.
TO FORM 990-PF, PG 1, LN 16C	12,297.	12,297.		0.

FORM 990-PF	TAXES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,186.	1,186.		0.
EXCISE TAXES	14,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	15,186.	1,186.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
UTILITIES	3,295.	0.		3,295.	
DUES AND SUBSCRIPTIONS	162.	0.		162.	
REGISTRATION FEE	15.	0.		15.	
OFFICE EXPENSES	8,122.	0.		8,122.	
ADVERTISING	4,000.	0.		4,000.	
PERCEVAL INVESTMENT EXPENSES	11,318.	11,318.		0.	
LIFE INSURANCE	187,508.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	214,420.	11,318.		15,594.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE SCHEDULE ATTACHED	X		842,051.	874,961.	
SEE SCHEDULE ATTACHED		X	1,631,118.	1,665,083.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			842,051.	874,961.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,631,118.	1,665,083.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,473,169.	2,540,044.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED			3,262,393.	4,515,293.
TOTAL TO FORM 990-PF, PART II, LINE 10B			3,262,393.	4,515,293.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	625,979.	589,076.
TOTAL TO FORM 990-PF, PART II, LINE 10C	625,979.	589,076.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PLEADIES OFFSHORE FUND	COST	194,491.	217,701.
VITTORIA OFFSHORE FUND	COST	650,000.	837,034.
PERCEVAL INV PARTNERS	COST	596,075.	723,151.
MET LIFE INSURANCE POLICY	COST	421,995.	115,092.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,862,561.	1,892,978.

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

US Government & State Obligations

Valuation Method for Book Value	Description of Investment	Ending Book Balance	FMV at Year-End
	<u>US Government</u>		
cost	USA Treas Notes Treas Inflation Protect Secs 1.625% Due 1/15/18	151,770.14	175,749.77
cost	USA Treas Notes Treas Inflation Protect Secs 1.375% Due 1/15/20	98,080.54	114,501.44
cost	USA Treas Notes 1 875% Due 9/30/17	384,887.69	380,287.50
cost	USA Treas Notes 2.25% Due 11/30/17	207,312 50	204,422 00
		842,050.87	874,960 71
	<u>State Government</u>		
cost	Chesapeake VA 3.407% Due 12/1/18	120,000.00	125,702.40
cost	Hennepin Cnty Minn 3.5% Due 12/1/21	100,893.43	106,934.00
cost	Industry CA 2 5% Due 7/1/20	149,392.50	150,064 50
cost	Ivy IN Tech Community College 4.515% Due 7/1/17	158,915.60	156,409 50
cost	Kentucky St Hsg Corp 1.994% Due 1/1/19	200,000.00	199,560.00
cost	Montgomery Cnty PA 3 2% Due 10/1/17	100,000.00	102,827.00
cost	New Mexico St Fin Auth 1 721% Due 6/15/18	130,000 00	130,058.50
cost	New York NY City Transitional 4.437% Due 8/1/21	100,000.00	107,944.00
cost	North Carolina St Hsg Fin Agency 2.04% Due 7/1/18	120,205.96	120,672 00
cost	Prince Georges Cnty MD 3.5% Due 9/15/21	150,953.22	158,526 00
cost	University of Massachussets 2.446% Due 11/1/20	200,000.00	203,592 00
cost	Virginia St Clg Bldg Auth Edu 2.5% Due 9/1/2019	100,757.33	102,793 00
		1,631,118 04	1,665,082.90
Total		2,473,168.91	2,540,043.61

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

Corporate Stocks

Valuation Method for Book Value	Description of Investment	Ending Book Balance	FMV at Year-End
cost	AT&T Inc.	39,839.49	41,636.10
cost	Alcoa Inc	39,891 05	43,329.30
cost	Caterpillar Inc.	39,837 71	28,543.20
cost	Chemours Co	1,965.91	825.44
cost	Disney, Walt Co	40,126 90	96,673.60
cost	Dupont, E I De Nemours & Co	38,229 25	51,282 00
cost	General Electric Co	39,913 57	65,103.50
cost	Home Depot Inc	39,964.76	104,477.50
cost	Intel Corp	39,980.18	50,641.50
cost	Microsoft Inc.	39,837.62	72,678 80
cost	Starwood Property Trust Inc	74,343 72	100,744.00
cost	Starwood Waypoint Residence	28,787.50	22,187.20
cost	3M Company	39,900.08	69,294.40
cost	Pennsylvania Real Estate Investment Trust	4,270.72	10,935.00
donated value	Pennsylvania Real Estate Investment Trust	197,196.44	316,568.25
cost	Ishares S&P Global Telecom Sector Index Fund ETF	36,957.78	37,313.25
cost	Ishares Russel Midcap Index Fund	259,701 87	477,336.40
cost	Ishares Russel 1000 Index Fund	628,238 40	1,155,762.00
cost	Ishares S&P U.S. Preferred Stock Index Fund ETF	100,126.96	100,233 00
cost	Ishares MSCI EAFE Value ETF	156,028.33	155,842.00
cost	Ishares MSCI EAFE Growth Index ETF	161,988.91	204,777.00
cost	The JP Morgan Alerian MLP Index ETN ETF	146,584.42	121,674.00
cost	SPDR S&P Dividend ETF	74,483 13	103,733.70
cost	Energy Select SPDR Fund	169,439.17	190,008.00
cost	Sector SPDR Tr Utilities ETF	75,004.92	97,812 80
cost	Vanguard High Dividend Yield ETF	74,661.69	118,147 50
cost	Baron Small Cap Fund	212,929 40	234,223.10
cost	Longleaf Partners Small Cap Fund	109,154.14	104,225.22
cost	Merger Fund Cl 1	225,826 06	220,075.33
cost	Prospector Opportunity Fund	127,182 83	119,209.71
Total		3,262,392.91	4,515,292.80

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

Corporate Bonds

Valuation Method for Book Value	Description of Investment	Ending Book Balance	FMV at Year-End
	<u>Bonds</u>		
cost	General Electric Co 5.25% Due 12/6/17	140,047.50	133,460.00
cost	Honeywell International 5.3% Due 3/15/17	115,705.00	104,836.00
cost	IBM Corp 5.7% Due 9/14/17	119,771.00	107,258 00
cost	Johnson & Johnson Nts 5 55% Due 8/15/17	100,108.00	106,941.00
cost	Wal-Mart Stores Inc 5 8% Due 2/15/18	150,347.50	136,581.25
Total		625,979.00	589,076.25