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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.

2016

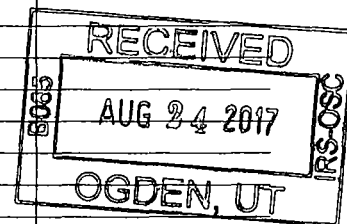
Open to Public Inspection

For calendar year 2016 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 610-896-3126
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 ☐ 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) \$ 29,154,518. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	34,554,871.			
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				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		370,360.		
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				
12	Total. Add lines 1 through 11	34,554,871.	370,360.	0.	
13	Compensation of officers, directors, trustees, etc.	338,609.	0.	0.	0.
14	Other employee salaries and wages	14,680.	0.	0.	0.
15	Pension plans, employee benefits	87,334.	0.	0.	0.
16a	Legal fees STMT 1	30,963.	0.	0.	0.
b	Accounting fees				
c	Other professional fees STMT 2	4,707.	0.	0.	0.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy	36,970.	0.	0.	0.
21	Travel, conferences, and meetings	19,939.	0.	0.	0.
22	Printing and publications				
23	Other expenses STMT 3	49,318.	0.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	582,520.	0.	0.	0.
25	Contributions, gifts, grants paid	7,815,274.			7,815,274.
26	Total expenses and disbursements. Add lines 24 and 25	8,397,794.	0.	0.	7,815,274.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	26,157,077.			
b	Net investment income (if negative, enter -0-)		370,360.		
c	Adjusted net income (if negative, enter -0-)			0.	



Part II Balance Sheets		Beginning of year	End of year	
Attached schedules and amounts in the description column should be for end-of-year amounts only		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,945,987.	29,154,518.	29,154,518.
	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			
	Liabilities	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 I)		2,945,987.	29,154,518.	29,154,518.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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	2,945,987.	29,154,518.	
30 Total net assets or fund balances	2,945,987.	29,154,518.		
31 Total liabilities and net assets/fund balances	2,945,987.	29,154,518.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,945,987.
2 Enter amount from Part I, line 27a	2	26,157,077.
3 Other increases not included in line 2 (itemize) ▶ PRIOR CORRECTIONS TO CASH	3	58,778.
4 Add lines 1, 2, and 3	4	29,161,842.
5 Decreases not included in line 2 (itemize) ▶ FOREIGN EXCHANGE RATE DIFFERENCE	5	7,324.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,154,518.

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 3,998 SHS CHEMOURS (THE) CO	D	11/30/16	11/30/16
b 4,904 SHS U S SILICA HLDGS INC COM	D	10/14/16	10/14/16
c 269 SHS SILICON MOTION TECH ADR	D	09/19/16	09/19/16
d 3,027 SHS NVIDIA CORP	D	09/19/16	09/19/16
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 98,167.		24,322.	73,845.
b 233,932.		72,922.	161,010.
c 13,776.		6,784.	6,992.
d 193,952.		65,439.	128,513.
e			

(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			73,845.
b			161,010.
c			6,992.
d			128,513.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	370,360.
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	370,360.

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))
2015	7,080,771.	5,938,515.	1.192347
2014	7,110,750.	4,369,550.	1.627341
2013	4,151,946.	1,451,637.	2.860182
2012	1,958,921.	902,486.	2.170583
2011	3,062,556.	981,483.	3.120335

2 Total of line 1, column (d)	2	10.970788
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	2.194158
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,296,860.
5 Multiply line 4 by line 3	5	11,622,148.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,704.
7 Add lines 5 and 6	7	11,625,852.
8 Enter qualifying distributions from Part XII, line 4	8	7,815,274.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	7,407.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	7,407.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	7,407.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	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		221.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 4	9		7,628.
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 2017 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
2 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 2016 or the taxable year beginning in 2016 (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

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? Website address ► <u>HTTP://SEEDTHEDREAM.ORG/</u>	X	
14 The books are in care of ► <u>JOEL GREENBERG</u> Telephone no ► <u>610-896-3126</u> Located at ► <u>TWO BALA PLAZA, SUITE 300, BALA CYNWYD, PA</u> ZIP+4 ► <u>19004</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 ► 15 N/A		
16 At any time during calendar year 2016, 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 FinCEN Form 114. If "Yes," enter the name of the foreign country ►		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 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)). a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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. ► _____, _____, _____	2b	
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 2016 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 2016) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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
SEE STATEMENT 7		338,609.	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
DEBORAH A KOWAL PO BOX 768, GLADWYNE, PA 19035	FINANCIAL ACCOUNTANT	14,680.	0.	0.

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	
	2,153,504.
2 STANDWITHUS	
	544,000.
3 LEO BAECK EDUCATION CENTER FOUNDATION	
	471,659.
4 FRIENDS OF THE IDF	
	353,600.

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 5,377,523.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 5,377,523.
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 5,377,523.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 80,663.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 5,296,860.
6	Minimum investment return. Enter 5% of line 5	6 264,843.

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	1 264,843.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 7,407.
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 7,407.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 257,436.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 257,436.
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	7 257,436.

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 7,815,274.
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 7,815,274.
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 7,815,274.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				257,436.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016				
a From 2011	3,013,482.			
b From 2012	1,913,797.			
c From 2013	4,079,364.			
d From 2014	6,892,272.			
e From 2015	6,783,845.			
f Total of lines 3a through e	22,682,760.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 7,815,274.				
a Applied to 2015, 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 2016 distributable amount				257,436.
e Remaining amount distributed out of corpus	7,557,838.			
5 Excess distributions carryover applied to 2016 (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	30,240,598.			
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 2015 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
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 2011 not applied on line 5 or line 7	3,013,482.			
9 Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a	27,227,116.			
10 Analysis of line 9:				
a Excess from 2012	1,913,797.			
b Excess from 2013	4,079,364.			
c Excess from 2014	6,892,272.			
d Excess from 2015	6,783,845.			
e Excess from 2016	7,557,838.			

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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)

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

b 85% of line 2a

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

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

- e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

Subtract line 2d from line 2c

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

- a "Assets" alternative test - enter:

- (1) Value of all assets

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

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

- c "Support" alternative test - enter:

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

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

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

- (4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 8

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

NONE

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

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

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

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

- c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
33RD STREET HOSPITALITY 3510 SCOTTS LANE, SUITE 3111 PHILADELPHIA, PA 19129	NONE	PUBLIC CHARITY	GENERAL FUND	400.
ABBY ROSS	NONE	PUBLIC CHARITY	GENERAL FUND	98.
ACADEMY OF MUSIC 1 SOUTH BROAD STREET, 14TH FLOOR PHILADELPHIA, PA 19107	NONE	PUBLIC CHARITY	GENERAL FUND	3,750.
AGAHOZO-SHALOM YOUTH VILLAGE 498 SEVENTH AVE., 15TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	1,800.
AJC	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
Total	SEE CONTINUATION SHEET(S)			7,815,274.
b <i>Approved for future payment</i>				
NONE				
Total				0.

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

- | | | | |
|---|---|-------|-----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes |
| | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | 1a(1) | |
| | | 1a(2) | |
| b | Other transactions. | 1b(1) | |
| | | 1b(2) | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(3) | |
| | | 1b(4) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(5) | |
| | | 1b(6) | |
| | (3) Rental of facilities, equipment, or other assets | 1c | |
| | | | |
| | (4) Reimbursement arrangements | | |
| | | | |
| | (5) Loans or loan guarantees | | |
| | | | |
| | (6) Performance of services or membership or fundraising solicitations | | |
| | | | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

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

[illegible]

**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

8/15/2017
Date

TREASURER
Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed	PTIN
--	------

Firm's name ▶

Firm's FIN ►

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

2016

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 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't 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) (2016)

Name of organization SEED THE DREAM FOUNDATION	Employer identification number 27-4662369
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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>JOEL GREENBERG</u> <u>PO BOX 768</u> <u>GLADWYNE, PA 19035</u>	\$ <u>98,167.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>2</u>	<u>JOEL GREENBERG</u> <u>PO BOX 768</u> <u>GLADWYNE, PA 19035</u>	\$ <u>233,932.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>3</u>	<u>JOEL GREENBERG</u> <u>PO BOX 768</u> <u>GLADWYNE, PA 19035</u>	\$ <u>13,776.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>4</u>	<u>JOEL GREENBERG</u> <u>PO BOX 768</u> <u>GLADWYNE, PA 19035</u>	\$ <u>193,952.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>5</u>	<u>JOEL GREENBERG</u> <u>PO BOX 768</u> <u>GLADWYNE, PA 19035</u>	\$ <u>34,015,044.</u>	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	3,998 SHS CHEMOURS (THE) CO	\$ 98,167.	11/30/16
2	4,904 SHS U S SILICA HLDGS INC COM	\$ 233,932.	10/14/16
3	269 SHS SILICON MOTION TECH ADR	\$ 13,776.	09/19/16
4	3,027 SHS NVIDIA CORP	\$ 193,952.	09/19/16
		\$	

Name of organization

Employer identification number

SEED THE DREAM FOUNDATION**27-4662369****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

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
ALBER-HAFF PARKING SERVICES	NONE	PUBLIC CHARITY	GENERAL FUND	980.
AMERICA ISRAEL FRIENDSHIP LEAGUE 134 EAST 39TH STREET, 3RD FLOOR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
AMERICAN FRIENDS OF MIGDAL OHR 1560 BROADWAY, SUITE 807 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	GENERAL FUND	217,390.
AMERICAN FRIENDS OF YAHAD IN UNUM 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	GENERAL FUND	75,000.
AMERICAN GATHERING OF JEWISH HOLOCAUST SURVIVORS				10,000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE NEW YORK, NY 10017-4017	NONE	PUBLIC CHARITY	GENERAL FUND	200,000.
AMERICAN SOCIETY FOR TECHNION - ISRAEL INSTITUTE OF TECHNOLOGY, INC. 55 EAST 59TH STREET NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL FUND	100,000.
AMERICAN SOCIETY FOR YAD VASHEM 500 FIFTH AVE, 42ND FLOOR NEW YORK, NY 10110-4299	NONE	PUBLIC CHARITY	GENERAL FUND	9,300.
AMIT 817 BROADWAY NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
ANTI-DEFAMATION LEAGUE 1500 MARKET STREET, SUITE 2415, WEST TOWER PHILADELPHIA, PA 19102-2100	NONE	PUBLIC CHARITY	GENERAL FUND	286,800.
Total from continuation sheets				7,808,226.

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	2,153,504.
BOSTON UNIVERSITY HILLEL 213 BAY STATE RD BOSTON, MA 2215	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
BRODY JEWISH CENTER AT UVA 1824 UNIVERSITY CIR CHARLOTTESVILLE, VA 22903	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
BRYN MAWR FILM INSTITUTE 824 LANCASTER AVE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
CAMERA PO BOX 35040 BOSTON, MA 02135-0001	NONE	PUBLIC CHARITY	GENERAL FUND	54,000.
CHABAD AT DREXEL UNIVERSITY 3507 BARING ST PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
CHABAD HOUSE FOR STUDENTS OF THE ARTS 1432 CATHARINE STREET PHILADELPHIA, PA 19146	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
CHICK INVITATIONS & DESIGN 158 N 3RD ST PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL FUND	233.
CHILDREN OF JEWISH HOLOCAUST SURVIVORS				1,000.
CHILDREN'S CRISIS TREATMENT CENTER 1080 NORTH DELAWARE AVE, SUITE 600 PHILADELPHIA, PA 19125	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
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
CORNELL HILLEL 548 COLLEGE AVE ITHACA, NY 14850	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
CROWDRISE	NONE	PUBLIC CHARITY	GENERAL FUND	515.
CURTIS INSTITUTE OF MUSIC 1726 LOCUST STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	10,250.
ETZION FOUNDATION 111 GALWAY PL #203 TEANECK, NJ 7666	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
EYES FROM THE ASHES				1,800.
FACING HISTORY AND OURSELVES 16 HURD ROAD BROOKLINE, MA 02445	NONE	PUBLIC CHARITY	GENERAL FUND	63,785.
FAME 4553 CRIMSONWOOD DRIVE REDDING, CA 96001	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
FEMALE HEBREW BENEVOLENT SOCIETY 2125 DELANCEY PLACE PHILADELPHIA, PA 19103-6511	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
FJC - A FOUNDATION OF PHILANTHROPIC FUNDS 520 EIGHTH AVENUE, 20TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	3,600.
FOCUS FOR A FUTURE 176 W. 94TH STREET NEW YORK, NY 10025	NONE	PUBLIC CHARITY	GENERAL FUND	3,600.
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
FOUNDATION FOR DOCUMENTARY PROJECTS 11520 SAN VICENTE BLVD LOS ANGELES, CA 90049	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
FRIENDS OF HOLOCAUST & TOLERANCE CENTRE INC. 100 CRESCENT BEACH RD GLEN COVE, NY 11542	NONE	PUBLIC CHARITY	GENERAL FUND	32,500.
FRIENDS OF THE IDF 1430 BROADWAY NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	353,600.
FRIENDS OF YEMIN ORDE 4340 EAST WEST HIGHWAY #202 BETHESDA, MD 20814	NONE	PUBLIC CHARITY	GENERAL FUND	36,000.
GEORGE MASON UNIVERSITY HILLEL 4400 UNIVERSITY DRIVE, MSN 2C7 FAIRFAX, VA 22030	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
GERSHMAN Y 401 S BROAD STREET PHILADELPHIA, PA 19147	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
GRATZ COLLEGE ANNUAL GALA	NONE	PUBLIC CHARITY	GENERAL FUND	1,800.
GREATER MIAMI HILLEL FOUNDATION 1100 STANFORD DR CORAL GABLES, FL 33146	NONE	PUBLIC CHARITY	GENERAL FUND	46.
HASBARA FELLOWSHIPS 505 8TH AVE, SUITE 601 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	175,000.
HEBREW CHARTER SCHOOL CENTER 729 SEVENTH AVE, 9TH FLOOR NEW YORK, NY 10019	NONE	PUBLIC CHARITY	GENERAL FUND	18,000.
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
HILLEL AT BINGHAMTON 4400 VESTAL PARKWAY EAST BINGHAMTON, NY 13902	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
HILLEL AT ITHACA COLLEGE 953 DANBY RD ITHACA, NY 14850	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
HILLEL AT VIRGINIA TECH 710 TOMS CREEK RD BLACKSBURG, VA 24060	NONE	PUBLIC CHARITY	GENERAL FUND	10,099.
HILLEL FOUNDATION AT INDIANA UNIVERSITY, INC. 730 E 3RD ST BLOOMINGTON, IN 47401	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
HILLEL INTERNATIONAL 800 EIGHTH STREET, NW WASHINGTON, DC 20001-3724	NONE	PUBLIC CHARITY	GENERAL FUND	62,210.
HILLEL JEWISH STUDENT CENTER	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
HILLEL JEWISH UNIVERSITY CENTER OF PITTSBURGH 4607 FORBES AVE PITTSBURGH, PA 15213	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
HILLEL OF BROWARD AND PALM BEACH 777 GLADES RD BOCA RATON, FL 33431	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
HILLEL OF GREATER PHILADELPHIA 215 S 39TH STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
HILLEL SILICON VALLEY 44 SOUTH 11TH STREET SAN JOSE, CA 95112	NONE	PUBLIC CHARITY	GENERAL FUND	10,118.
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
HKH INNOVATIONS INC.	NONE	PUBLIC CHARITY	GENERAL FUND	2,668.
HOLOCAUST AWARENESS MUSEUM AND EDUCATION CENTER 10100 JAMISON AVE, ROOM 210 PHILADELPHIA, PA 19116	NONE	PUBLIC CHARITY	GENERAL FUND	125.
HOW I DECIDE 401 CITY AVE #810 BALA CYNWYD, PA 19004	NONE	PUBLIC CHARITY	GENERAL FUND	12,000.
IMAGINATION PRODUCTIONS, INC. D/B/A JERUSALEM U 11110 W OAKLAND PARK BLVD SUITE 288 SUNRISE, FL 33351-6808	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
ISRAEL EMERGENCY ALLIANCE 6505 WILSHIRE BLVD 5TH FLOOR LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	GENERAL FUND	125,000.
ISRAEL ON CAMPUS COALITION 800 8TH STREET, NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
ISRAELI FILM FESTIVAL PHILADELPHIA PO BOX 171 GLADWYNE, PA 19035	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
JACK M BARRACK HEBREW ACADEMY 272 S BRYN MAWR AVE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
JAFINA 633 THIRD AVE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL FUND	75,000.
JAMIE ROTHSTEIN DISTINCTIVE FLORAL DESIGN 311 CHERRY ST PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL FUND	18,191.
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
JERUSALEM FOUNDATION 420 LEXINGTON AVE #1645 NEW YORK, NY 10170	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
JERUSALEM U SHVUT ST 1 ISRAEL	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
JEWISH FAMILY AND CHILDREN'S SERVICE OF GREATER PHILADELPHIA 2100 ARCH STREET, 5TH FLOOR PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	110,000.
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	118,000.
JEWISH FEDERATION OF NORTH AMERICA 25 BROADWAY, SUITE 1700 NEW YORK, NY 10004-1010	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
JEWISH NATIONAL FUND 42 EAST 69TH STREET NEW YORK, NY 10021	NONE	PUBLIC CHARITY	GENERAL FUND	11,800.
JEWISH RELIEF AGENCY 116 BALA AVENUE BALA CYNWYD, PA 19004	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
JEWISH STUDENT ENRICHMENT CENTER, INC. 780 COLLEGE AVE HAVERFORD, PA 19041	NONE	PUBLIC CHARITY	GENERAL FUND	40,487.
JPF - RAJE	NONE	PUBLIC CHARITY	GENERAL FUND	100,000.
KIM ROSEN EVENTS	NONE	PUBLIC CHARITY	GENERAL FUND	8,067.
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
KIPP FOUNDATION 135 MAIN STREET, SUITE 1700 SAN FRANCISCO, CA 94105	NONE	PUBLIC CHARITY	GENERAL FUND	250,000.
KRAPF'S COACHES 1060 SAUNDERS LN WEST CHESTER, PA 19380	NONE	PUBLIC CHARITY	GENERAL FUND	975.
LEO BAECK EDUCATION CENTER FOUNDATION 90 DERECH TSARFAT, P.O.B 6283 HAIFA, ISRAEL 31062	NONE	PUBLIC CHARITY	GENERAL FUND	471,659.
LIVECONNECTIONS 3025 WALNUT STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	GENERAL FUND	500.
MACCABI USA 1511 WALNUT ST #401 PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
MANN CENTER FOR THE PERFORMING ARTS 5201 PARKSIDE AVE PHILADELPHIA, PA 19131	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
MARCH OF DIMES 1019 WEST NINTH AVE KING OF PRUSSIA, PA 19406	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
MAX HANSEN CATERER 4723 POINT PLEASANT PIKE DOYLESTOWN, PA 18902	NONE	PUBLIC CHARITY	GENERAL FUND	19,158.
MIGHTY WRITERS 1501 CHRISTIAN STREET PHILADELPHIA, PA 19146	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
MINDING YOUR MIND 42 WEST LANCASTER AVE, 2ND FLOOR ARDMORE, PA 19003	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
MINNESOTA HILLEL 1521 UNIVERSITY AVE SE MINNEAPOLIS, MN 55414	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
MORTY FRANK MEMORIAL FUND 444 EAST 82ND STREET, APT 4B NEW YORK, NY 10028	NONE	PUBLIC CHARITY	GENERAL FUND	3,600.
MSU HILLEL 360 CHARLES ST EAST LANSING, MI 48823	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
MUSICOPIA 2001 MARKET STREET, SUITE 700 PHILADELPHIA, PA 19103-7080	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 101 SOUTH INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106-2517	NONE	PUBLIC CHARITY	GENERAL FUND	20,000.
NEFESH B'NEFESH 5 NAHUM HEFZADI STREET GIVAT SHAUL, ISRAEL	NONE	PUBLIC CHARITY	GENERAL FUND	36,000.
NORTHEASTERN HILLEL 70 ST STEPHEN ST BOSTON, MA 2115	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
OROT 7601 OLD YORK ROAD MELROSE PARK, PA 19027	NONE	PUBLIC CHARITY	GENERAL FUND	3,600.
OSU HILLEL 46 E. 16TH AVENUE COLUMBUS, OH 43201	NONE	PUBLIC CHARITY	GENERAL FUND	10,360.
PHILADELPHIA MURAL ARTS ADVOCATES 1727-29 MOUNT VERNON ST PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	GENERAL FUND	60,000.
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
PLAY ON, PHILLY! 1620 LOCUST STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	100,000.
POLICE ATHLETIC LEAGUE OF PHILADELPHIA 2524 E CLEARFIELD STREET PHILADELPHIA, PA 19134-5098	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
RAINA GOLDBERG	NONE	PUBLIC CHARITY	GENERAL FUND	189.
REFUGEPOINT 689 MASSACHUSETTS AVE CAMBRIDGE, MA 02139	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
REPORT, INC. 100 SPRINGDALE ROAD, SUITE A3 CHERRY HILL, NJ 08003	NONE	PUBLIC CHARITY	GENERAL FUND	100,000.
ROHR CHABAD HOUSE AT VANDERBILT 111 23RD AVE N NASHVILLE, TN 37203	NONE	PUBLIC CHARITY	GENERAL FUND	10,685.
ROI COMMUNITY, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	37,500.
SANTA BARBARA HILLEL 781 EMBARCADERO DEL MAR ISLA VISTA, CA 93117	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
SANTA CRUZ HILLEL 222 CARDIFF PL SANTA CRUZ, CA 95060	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
SAVE A CHILD'S HEART PO BOX 59172 POTOMAC, MD 20859-9172	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
SELFHELP COMMUNITY SERVICES 520 EIGHTH AVE, 5TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL FUND	10,610.
SHOWORKS AUDIO-VISUAL, INC 730 PHILADELPHIA PIKE WILMINGTON, DE 19809	NONE	PUBLIC CHARITY	GENERAL FUND	3,597.
STANDWITHUS PO BOX 341069 LOS ANGELES, CA 90034-1069	NONE	PUBLIC CHARITY	GENERAL FUND	544,000.
STEPPINGSTONE SCHOLARS, INC. 4112 STATION STREET, UNIT D PHILADELPHIA, PA 19127	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
SUPPORT CENTER FOR CHILD ADVOCATES 1900 CHERRY STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
SYNERGETIC SOUND + LIGHTING 776 HAUNTED LN BENSALEM, PA 19020	NONE	PUBLIC CHARITY	GENERAL FUND	2,135.
TANZANIAN CHILDREN'S FUND 2 ATLANTIC AVE, 4TH FLOOR BOSTON, MA 02110	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
TEXAS HILLEL FOUNDATION 2105 SAN ANTONIO ST AUSTIN, TX 78705	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
THE BALDWIN SCHOOL 701 MONTGOMERY AVENUE BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	GENERAL FUND	81,600.
THE CHEVRA, INC. 2002 LUDLOW ST PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	18,000.
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
THE DAVID PROJECT PO BOX 52390 BOSTON, MA 2205	NONE	PUBLIC CHARITY	GENERAL FUND	57,000.
THE FRANKLIN INSTITUTE 222 NORTH 20TH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
THE FRIENDSHIP CIRCLE 754 SOUTH 9TH STREET PHILADELPHIA, PA 19147	NONE	PUBLIC CHARITY	GENERAL FUND	1,800.
THE JERUSALEM FOUNDATION, INC. 420 LEXINGTON AVE, SUITE 1645 NEW YORK, NY 10170	NONE	PUBLIC CHARITY	GENERAL FUND	241,545.
THE JEWISH AGENCY FOR ISRAEL	NONE	PUBLIC CHARITY	GENERAL FUND	135,200.
THE JEWISH FOUNDATION FOR THE RIGHTEOUS 305 SEVENTH AVE, 19TH FLOOR NEW YORK, NY 10001-6008	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
THE KIM AND GARY HEIMAN FAMILY FOUNDATION PO BOX 371805 CINCINNATI, OH 45222-180	NONE	PUBLIC CHARITY	GENERAL FUND	75,000.
THE LOUIS D. BRANDEIS CENTER, INC. 1717 PENNSYLVANIA AVENUE, NW, SUITE 1025 WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	GENERAL FUND	30,000.
THE PHILADELPHIA ORCHESTRA 1 SOUTH BROAD STREET, 14TH FLOOR PHILADELPHIA, PA 19107	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
UD HILLEL 47 W DELAWARE AVE NEWARK, DE 19711	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
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
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE, SW WASHINGTON, DC 20024-2126	NONE	PUBLIC CHARITY	GENERAL FUND	166,000.
UNIVERSITY OF FLORIDA HILLEL 2020 W UNIVERSITY AVE GAINESVILLE, FL 32603	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
UNIVERSITY OF THE ARTS 320 SOUTH BROAD STREET PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	GENERAL FUND	500.
USC HILLEL 3300 SOUTH HOOVER BOULEVARD LOS ANGELES, CA 90007	NONE	PUBLIC CHARITY	GENERAL FUND	10,045.
USC SHOAH FOUNDATION 650 W 35TH STREET, SUITE 114 LOS ANGELES, CA 90089-2571	NONE	PUBLIC CHARITY	GENERAL FUND	15,000.
UVM HILLEL 80 COLCHESTER AVE BURLINGTON, VT 5401	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
WEST PHILADELPHIA CATHOLIC HIGH SCHOOL 4501 CHESTNUT STREET PHILADELPHIA, PA 19139	NONE	PUBLIC CHARITY	GENERAL FUND	25,000.
WORLD FEDERATION OF JEWISH CHILD SURVIVORS OF THE HOLOCAUST & DESCENDANTS 67 SOUTH BEDFORD ST, SUITE 400W BURLINGTON, MA 1803	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
WOLF PERFORMING ARTS CENTER PO BOX 434 NARBERTH, PA 19072	NONE	PUBLIC CHARITY	GENERAL FUND	18,000.
YMCA CAMP OCKANICKON, INC. 1303 STOKES ROAD MEDFORD, NJ 8055	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
Total from continuation sheets				

FORM 990-PF	LEGAL FEES			STATEMENT	1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	30,963.	0.	0.	0.	
TO FM 990-PF, PG 1, LN 16A	30,963.	0.	0.	0.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NEXTAGE FEES	4,707.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 16C	4,707.	0.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REGISTRATION FEE	35.	0.	0.	0.	
STAFF TRAINING	1,045.	0.	0.	0.	
ADVERTISING EXPENSE	4,395.	0.	0.	0.	
OFFICE SUPPLIES	5,001.	0.	0.	0.	
INSURANCE	1,461.	0.	0.	0.	
WEB HOSTING	2,782.	0.	0.	0.	
CONSULTING	30,000.	0.	0.	0.	
WIRE TRANSFER FEES	764.	0.	0.	0.	
COMPUTER EXPENSE	3,203.	0.	0.	0.	
SOFTWARE LICENSE FEES	569.	0.	0.	0.	
BANK FEES	63.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	49,318.	0.	0.	0.	

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT	4
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TAX DUE FROM FORM 990-PF, PART VI	7,407.
UNDERPAYMENT PENALTY	221.
LATE PAYMENT INTEREST	108.
LATE PAYMENT PENALTY	148.
SECTION 6651 LATE FILING PENALTY	1,667.
SECTION 6652 LATE FILING PENALTY	2,760.
TOTAL AMOUNT DUE	12,311.

FORM 990-PF	LATE PAYMENT PENALTY	STATEMENT	5
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DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/17	7,407.	7,407.	4	148.
DATE FILED	08/31/17		7,407.		
TOTAL LATE PAYMENT PENALTY					148.

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT	6
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DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
LATE FILING PENALTY	04/15/17	1,667.	1,667.		30	
TAX DUE	05/15/17	7,407.	9,074.	.0400	108	108.
DATE FILED	08/31/17		9,182.			
TOTAL LATE PAYMENT INTEREST						108.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 7
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARCY GRINGLAS PO BOX 768 GLADWYNE, PA 19035	PRESIDENT; DIRECTOR 20.00	0.	0.	0.
JOEL GREENBERG PO BOX 768 GLADWYNE, PA 19035	SECRETARY / TREASURER; DIR 8.00	0.	0.	0.
TALIA KAPLAN PO BOX 768 GLADWYNE, PA 19035	DIRECTOR OF GRANT INITIATIVES 40.00	141,633.	0.	0.
IZOFIA DOROT PO BOX 768 GLADWYNE, PA 19035	PROGRAM DIRECTOR 40.00	69,212.	0.	0.
KAREN SCHIAVELLI PO BOX 768 GLADWYNE, PA 19035	GRANTS MANAGER 40.00	104,823.	0.	0.
REBECCA STERN WENGER PO BOX 768 GLADWYNE, PA 19035	PROGRAM OFFICER 40.00	22,941.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		338,609.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 8
 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

MARCY GRINGLAS
JOEL GREENBERG