

EXTENDED TO NOVEMBER 15, 2018

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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

- Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

**PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI**

A Employer identification number

20-8353260

Number and street (or P.O. box number if mail is not delivered to street address)

311 N. SUMNEYTOWN PIKE

Room/suite

1A

B Telephone number

215-699-1100

City or town, state or province, country, and ZIP or foreign postal code

NORTH WALES, PA 19454-2532

G Check all that apply

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)**\$ 31,330,303.**

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐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

2,358,953.**N/A**2 Check ☐ if the foundation is not required to attach Sch. B
Interest on savings and temporary
cash investments

3 Dividends and interest from securities

360,736.**360,736.****STATEMENT 1**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

634,530.b Gross sales price for all
assets on line 6a **4,886,155.**

7 Capital gain net income (from Part IV, line 2)

634,530.

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

190,841.**24,172.****STATEMENT 2**

12 Total. Add lines 1 through 11

3,545,060.**1,019,438.**

13 Compensation of officers, directors, trustees, etc

24,579.**0.****24,579.**

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

STMT 3**13,588.****0.****13,588.**

b Accounting fees

STMT 4**7,420.****0.****7,420.**

c Other professional fees

STMT 5**71,552.****71,552.****0.**

17 Interest

18 Taxes

STMT 6**10,278.****8,398.****1,880.**

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 7**2,062.****950.****1,112.**24 Total operating and administrative
expenses. Add lines 13 through 23**129,479.****80,900.****48,579.**

25 Contributions, gifts, grants paid

1,179,500.**1,179,500.**

26 Total expenses and disbursements.

Add lines 24 and 25

1,308,979.**80,900.****1,228,079.**

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

2,236,081.

b Net investment income (if negative, enter -0-)

938,538.

c Adjusted net income (if negative, enter -0-)

N/A

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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	6,120,981.	3,368,367.	3,368,367.
	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 STMT 9	4,294,427.	8,850,080.	8,998,741.
	b Investments - corporate stock STMT 10	8,541,755.	7,417,983.	11,478,409.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	4,322,823.	5,836,026.	7,484,786.
	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)	23,279,986.	25,472,456.	31,330,303.	
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 ▶ <input checked="" type="checkbox"/> X 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	23,279,986.	25,472,456.	
30 Total net assets or fund balances	23,279,986.	25,472,456.		
31 Total liabilities and net assets/fund balances	23,279,986.	25,472,456.		

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	23,279,986.
2 Enter amount from Part I, line 27a	2	2,236,081.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	25,516,067.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	43,611.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	25,472,456.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 PUBLICLY TRADED SECURITIES			
b FROM PARTNERSHIP K-1			
c CAPITAL GAIN DISTRIBUTION			
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 4,856,438.		4,251,625.	604,813.
b 27,631.			27,631.
c 2,086.			2,086.
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			604,813.
b			27,631.
c			2,086.
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	634,530.
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 doesn't 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))
2016	1,149,302.	24,808,602.	.046327
2015	1,203,138.	23,770,841.	.050614
2014	864,226.	21,597,224.	.040016
2013	659,598.	18,064,730.	.036513
2012	486,023.	13,012,438.	.037351

2 Total of line 1, column (d)	2	.210821
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.042164
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	28,684,103.
5 Multiply line 4 by line 3	5	1,209,437.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,385.
7 Add lines 5 and 6	7	1,218,822.
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	1,228,079.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	9,385.
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	9,385.
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	9,385.
6 Credits/Payments:		
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	18,244.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	21,000.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	39,244.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
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	29,859.
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax 10,859. Refunded 19,000.	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?	1a		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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.	1b		X
1c Did the foundation file Form 1120-POL for this year?	1c		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.	2		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	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	6	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	7	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. PA			
8b 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	8b	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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities (continued)

<p>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</p> <p>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</p> <p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?</p> <p>Website address ▶ N/A</p> <p>14 The books are in care of ▶ MR. ANTHONY IMBESI Telephone no. ▶ 610-699-1100 Located at ▶ 311 N. SUMNEYTOWN PIKE, STE. 1A, NORTH WALES, PA ZIP+4 ▶ 19454</p> <p>15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A</p> <p>16 At any time during calendar year 2017, 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 ▶</p>	<table border="1" style="width:100%"> <tr> <th style="width:50%">Yes</th> <th style="width:50%">No</th> </tr> <tr> <td align="center">11</td> <td align="center">X</td> </tr> <tr> <td align="center">12</td> <td align="center">X</td> </tr> <tr> <td align="center">13</td> <td align="center">X</td> </tr> </table>	Yes	No	11	X	12	X	13	X
Yes	No								
11	X								
12	X								
13	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.

<p>1a During the year, did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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 ▶ <input type="checkbox"/></p> <p>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 2017?</p> <p>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)):</p> <p>a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____ , _____ , _____ , _____</p> <p>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</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____ , _____ , _____ , _____</p> <p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If "Yes," did it have excess business holdings in 2017 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 2017.) N/A</p> <p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p> <p>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 2017?</p>	<table border="1" style="width:100%"> <tr> <th style="width:50%">Yes</th> <th style="width:50%">No</th> </tr> <tr> <td align="center">1b</td> <td></td> </tr> <tr> <td align="center">1c</td> <td align="center">X</td> </tr> <tr> <td align="center">2b</td> <td></td> </tr> <tr> <td align="center">3b</td> <td></td> </tr> <tr> <td align="center">4a</td> <td align="center">X</td> </tr> <tr> <td align="center">4b</td> <td align="center">X</td> </tr> </table>	Yes	No	1b		1c	X	2b		3b		4a	X	4b	X
Yes	No														
1b															
1c	X														
2b															
3b															
4a	X														
4b	X														

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

	Yes	No
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
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	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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 13		24,579.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 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	23,042,608.
b	Average of monthly cash balances	1b	6,078,309.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	29,120,917.
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	29,120,917.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	436,814.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	28,684,103.
6	Minimum investment return. Enter 5% of line 5	6	1,434,205.

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	1,434,205.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	9,385.
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	603.
c	Add lines 2a and 2b	2c	9,988.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,424,217.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,424,217.
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	1,424,217.

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	1,228,079.
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	1,228,079.
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	9,385.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	1,218,694.

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.

Form **990-PF** (2017)

PATRIARCH FAMILIA
C/O ANTHONY IMBESI

17) Undistributed Income (see instructions)	(a)
--	-----

Undistributed

- 10 Analysis of line 9:
- a Excess from 2013
 - b Excess from 2014
 - c Excess from 2015
 - d Excess from 2016
 - e Excess from 2017

723581 01-03-18

C/O ANTHONY IMBESI

Form 990-PF (2017)

20-8353260

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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 2017, enter the date of the ruling

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

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

- b 85% of line 2a**

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

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

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

Subtract line 2d from line 2c


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

- a "Assets" alternative test - enter:
(1) Value of all assets

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

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

- c "Support" alternative test - enter:

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

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

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

- (4) Gross investment income

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).)

NONE

- 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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or email 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:**

PATRIARCH FAMILY FOUNDATION

C/O ANTHONY IMBESI

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Form 990-PF (2017)

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ABINGTON HOSPITAL FOUNDATION		PC	GENERAL FUND	3,000.
ALLEN TOWNSHIP FIRE COMPANY		PC	GENERAL FUND	1,000.
BANK OF AMERICA CHARITABLE FUND		PC	GENERAL FUND	250,000.
BOSTON UNIVERSITY		PC	GENERAL FUND	21,000.
BOSTON UNIVERSITY - COLLEGE OF COMMUNICATIONS		PC	GENERAL FUND	500.
Total	SEE CONTINUATION SHEET(S)			1,179,500.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2017)

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) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
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						
4 Dividends and interest from securities			14	360,736.		
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	900001	5,719.	14	24,172.		
8 Gain or (loss) from sales of assets other than inventory			18	634,530.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a NONDIVIDEND						
b DISTRIBUTIONS			14	3,139.		
c TAX EXEMPT INCOME			14	163,530.		
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		5,719.		1,186,107.		0.
13 Total. Add line 12, columns (b), (d), and (e)						1,191,826.

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

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

[illegible]

**PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI**

20-8353260

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
CROHN'S AND COLITIS FOUNDATION OF AMERICA		PC	GENERAL FUND	50,000.
CHILDREN'S HOSPITAL OF PHILADELPHIA		PC	GENERAL FUND	35,000.
CHURCH FARM SCHOOL		PC	GENERAL FUND	10,000.
CYSTIC FIBROSIS FOUNDATION		PC	GENERAL FUND	10,000.
CYSTIC FIBROSIS FOUNDATION		PC	GENERAL FUND	45,000.
CYSTIC FIBROSIS FOUNDATION		PC	GENERAL FUND	25,000.
DOCTORS WITHOUT BORDER		PC	GENERAL FUND	10,000.
DREXEL UNIVERSITY		PC	GENERAL FUND	30,000.
DREXEL UNIVERSITY - SCHOOL OF EDUCATION		PC	GENERAL FUND	5,000.
FAITH IN THE FUTURE		PC	GENERAL FUND	10,000.
Total from continuation sheets				904,000.

PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI

20-8353260

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
FOR PETE'S SAKE		PC	GENERAL FUND	5,000.
FRANKLIN INSTITUTE		PC	GENERAL FUND	25,000.
FREE LIBRARY OF PHILADELPHIA		PC	GENERAL FUND	11,000.
FREE LIBRARY OF PHILADELPHIA FOUNDATION		PC	GENERAL FUND	40,000.
GWYNEDD MERCY ACADEMY ELEMENTARY SCHOOL		PC	GENERAL FUND	25,000.
GWYNEDD MERCY ACADEMY ELEMENTARY SCHOOL		PC	GENERAL FUND	500.
GWYNEDD MERCY ACADEMY ELEMENTARY SCHOOL		PC	GENERAL FUND	500.
GWYNEDD MERCY ACADEMY HIGH SCHOOL		PC	GENERAL FUND	33,250.
HOLY SPIRIT HIGH SCHOOL		PC	GENERAL FUND	20,000.
HOLY SPIRIT HIGH SCHOOL		PC	GENERAL FUND	10,000.
Total from continuation sheets				

PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI

20-8353260

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
INDEPENDENCE MISSION SCHOOLS		PC	GENERAL FUND	15,000.
KEYS CHILDREN FOUNDATION		PC	GENERAL FUND	5,000.
MERCY NEIGHBORHOOD MINISTRIES		PC	GENERAL FUND	25,000.
MONTGOMERY BAR FOUNDATION FELLOW		PC	GENERAL FUND	250.
MONTGOMERY CHILD ADVOCACY PROJECT		PC	GENERAL FUND	25,000.
MONTGOMERY CHILD ADVOCACY PROJECT		PC	GENERAL FUND	5,000.
MONTGOMERY COUNTY HUMANE SOCIETY		PC	GENERAL FUND	250.
NAMI WALKS		PC	GENERAL FUND	500.
NATIONAL CONSTITUTION CENTER		PC	GENERAL FUND	25,000.
NAVY SEAL MUSEUM		PC	GENERAL FUND	2,000.
Total from continuation sheets				

PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI

20-8353260

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
OCEAN REEF MEDICAL CENTER		PC	GENERAL FUND	10,000.
PENN MEDICINE DEVELOPMENT		PC	GENERAL FUND	50,000.
PHILADELPHIA MUSEUM OF ART		PC	GENERAL FUND	30,000.
PHILADELPHIA ORCHESTRA		PC	GENERAL FUND	25,000.
PHILADELPHIA ZOO		PC	GENERAL FUND	6,000.
SAINT AUGUSTINE PREP		PC	GENERAL FUND	20,000.
SAINT ROSE OF LIMA		PC	GENERAL FUND	1,000.
SCHOOL OF VETERINARY MEDICINE UNIVERSITY OF PENNSYLVANIA		PC	GENERAL FUND	10,000.
SHORE MEDICAL CENTER FOUNDATION		PC	GENERAL FUND	10,000.
SISTERS OF MERCY MID ATLANTIC COMMUNITY		PC	GENERAL FUND	20,000.
Total from continuation sheets				

PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI

20-8353260

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
ST. FRANCIS DESALES SCHOOL		PC	GENERAL FUND	20,000.
ST. RITA OF CASCIA HIGH SCHOOL		PC	GENERAL FUND	5,000.
SUFFOLK UNIVERSITY LAW SCHOOL		PC	GENERAL FUND	500.
THE ELMWOOD PARK ZOO		PC	GENERAL FUND	5,000.
THE GIVING TREE		PC	GENERAL FUND	250.
THE SISTERS OF MERCY HATITI FUND		PC	GENERAL FUND	1,000.
THOMAS JEFFERSON UNIVERSITY HOSPITAL		PC	GENERAL FUND	50,000.
TWIN PALMS CENTER FOR THE DISABLED		PC	GENERAL FUND	500.
UNIVERSITY OF CALIFORNIA, LOS ANGELES		PC	GENERAL FUND	4,500.
UNIVERSITY OF SOUTHERN CALIFORNIA		PC	GENERAL FUND	16,000.
Total from continuation sheets				

PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI

20-8353260

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
UPENN PUBLIC HEALTH		PC	GENERAL FUND	16,000.
VETERAN'S GROUP		PC	GENERAL FUND	7,500.
VILLANOVA UNIVERSITY		PC	GENERAL FUND	24,000.
VILLANOVA UNIVERSITY		PC	GENERAL FUND	40,000.
WEATHERVANE MUSIC		PC	GENERAL FUND	16,000.
WHYY PUBLIC BROADCASTING		PC	GENERAL FUND	2,500.
YOUNG ARTS FOUNDATION		PC	GENERAL FUND	10,000.
Total from continuation sheets				

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.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization

PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI

Employer identification number

20-8353260

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

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

527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, 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) (2017)

Name of organization
PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI

Employer identification number

20-8353260**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARGARET E. HARRON CHARITABLE LEAD UNITRUST 511 WAVERLY BLVD. OCEAN CITY, NJ 08226	\$ 2,358,953.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		-\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI
20-8353260**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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

PATRIARCH FAMILY FOUNDATION
C/O ANTHONY IMBESI
20-8353260

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

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	339,087.	0.	339,087.	339,087.	
INTEREST	16,324.	0.	16,324.	16,324.	
INTEREST (BLACKSTONE)	5,325.	0.	5,325.	5,325.	
TO PART I, LINE 4	360,736.	0.	360,736.	360,736.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OID INCOME	21,224.	21,224.	
BLACKSTONE OTHER INCOME	2,948.	2,948.	
NONDIVIDEND DISTRIBUTIONS	3,139.	0.	
TAX EXEMPT INCOME	163,530.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	190,841.	24,172.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	13,588.	0.		13,588.
TO FM 990-PF, PG 1, LN 16A	13,588.	0.		13,588.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX, LLP	7,420.	0.		7,420.
TO FORM 990-PF, PG 1, LN 16B	7,420.	0.		7,420.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MERRILL LYNCH FEES	71,552.	71,552.		0.
TO FORM 990-PF, PG 1, LN 16C	71,552.	71,552.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	8,398.	8,398.		0.
PAYROLL TAXES	1,880.	0.		1,880.
TO FORM 990-PF, PG 1, LN 18	10,278.	8,398.		1,880.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BLACKSTONE DEDUCTIONS	950.	950.		0.
MISCELLANEOUS EXPENSES	1,112.	0.		1,112.
TO FORM 990-PF, PG 1, LN 23	2,062.	950.		1,112.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES			STATEMENT 8
DESCRIPTION				AMOUNT
TEMPORARY DIFFERENCE/OTHER BOOK ADJUSTMENT				43,611.
TOTAL TO FORM 990-PF, PART III, LINE 5				43,611.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT B		X	5,799,389.	5,954,010.
SEE STATEMENT B	X		3,050,691.	3,044,731.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,050,691.	3,044,731.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			5,799,389.	5,954,010.
TOTAL TO FORM 990-PF, PART II, LINE 10A			8,850,080.	8,998,741.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT B	2,927,598.	5,319,170.
SEE STATEMENT E	616,259.	727,256.
SEE STATEMENT C	1,947,561.	2,611,792.
SEE STATEMENT D	1,733,008.	2,551,405.
SEE STATEMENT A	193,557.	268,786.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,417,983.	11,478,409.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT B	COST	200,981.	480,300.
SEE STATEMENT A	COST	5,635,045.	7,004,486.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,836,026.	7,484,786.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 12
 QUALIFYING DISTRIBUTION STATEMENT

EXPLANATION

THE FOUNDATION MADE A CONTRIBUTION OF \$250,000 TO A DONOR ADVISED FUND IN 2017. THE FOUNDATION IS EXPECTED TO USE THE ENTIRE AMOUNT TO FUND A PROJECT AT JEFFERSON HOSPITAL IN PHILADELPHIA, PA IN 2018.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 13
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
PATRICIA H. IMBESI 34 ISLAND DRIVE KEY LARGO, FL 33037	TRUSTEE 0.00	0.	0. 0.
ANTHONY M. IMBESI 720 PLYMOUTH ROAD, BOX 156 GWYNEDD VALLEY, PA 19437	TRUSTEE 0.00	0.	0. 0.
PAUL H. IMBESI 34 ISLAND DRIVE KEY LARGO, FL 08226	TRUSTEE 0.00	0.	0. 0.
GIOVANNA C. IMBESI 34 ISLAND DRIVE KEY LARGO, FL 08226	TRUSTEE 0.00	0.	0. 0.
CHARLES L. IMBESI 34 ISLAND DRIVE KEY LARGO, FL 08226	TRUSTEE 20.00	24,579.	0. 0.
JOHN C. IMBESI 34 ISLAND DRIVE KEY LARGO, FL 08226	TRUSTEE 0.00	0.	0. 0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		24,579.	0. 0.