

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](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

**2017**

Open to Public Inspection

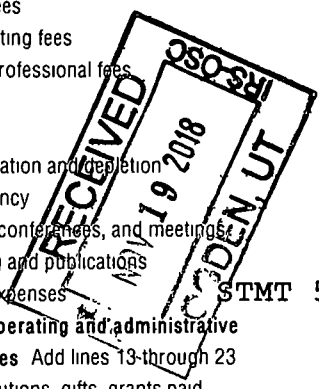
For calendar year 2017 or tax year beginning , and ending

Name of foundation <b>THE WILLIAM &amp; PHYLLIS MACK FAMILY FOUNDATION, INC.</b>		A Employer identification number <b>22-3512719</b>
Number and street (or P O box number if mail is not delivered to street address) <b>2115 LINWOOD AVENUE</b>	Room/suite <b>110</b>	B Telephone number <b>201-346-5400</b>
City or town, state or province, country, and ZIP or foreign postal code <b>FORT LEE, NJ 07024</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <b>04</b> <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>7,723,657.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		7,500,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		4,920.	4,920.		STATEMENT 1
4 Dividends and interest from securities		31,746.	31,746.		STATEMENT 2
5a Gross rents		81,049.	81,049.		STATEMENT 3
b Net rental income or (loss) <b>81,049.</b>					
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)			0.		
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		115,038.	115,038.		STATEMENT 4
12 Total Add lines 1 through 11		7,732,753.	232,753.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		8,370.	8,370.		0.
24 Total operating and administrative expenses Add lines 13 through 23		8,370.	8,370.		0.
25 Contributions, gifts, grants paid		7,605,945.			7,605,945.
26 Total expenses and disbursements Add lines 24 and 25		7,614,315.	8,370.		7,605,945.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		118,438.			
b Net investment income (if negative, enter -0-)			224,383.		
c Adjusted net income (if negative, enter -0-)				N/A	

3/A

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<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 8</b>	7,965,318.	7,662,124.	7,662,124.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ <b>STATEMENT 9</b> )	61,533.	61,533.	61,533.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,026,851.	7,723,657.	7,723,657.	
<b>Liabilities</b>	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 ▶ <b>STATEMENT 10</b> )	5,109,723.	5,090,604.	
23 <b>Total liabilities</b> (add lines 17 through 22)	5,109,723.	5,090,604.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	4,187,612.	4,187,612.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-1,270,484.	-1,554,559.	
30 <b>Total net assets or fund balances</b>	2,917,128.	2,633,053.		
31 <b>Total liabilities and net assets/fund balances</b>	8,026,851.	7,723,657.		

**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	2,917,128.
2 Enter amount from Part I, line 27a	2	118,438.
3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 6</b>	3	17,615.
4 Add lines 1, 2, and 3	4	3,053,181.
5 Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 7</b>	5	420,128.
6 Total net assets or fund balances at end of year (Line 4 minus line 5) - Part II, column (b), line 30	6	2,633,053.

**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				
b	<b>NONE</b>			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a				
b				
c				
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
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7             }		3

**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	10,464,607.	4,975,043.	2.103420
2015	2,677,087.	333,613.	8.024528
2014	6,608,514.	403,625.	16.372906
2013	6,355,308.	521,324.	12.190707
2012	5,654,132.	530,967.	10.648745
2	Total of line 1, column (d)		49.340306
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		9.868061
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		3,170,542.
5	Multiply line 4 by line 3		31,287,102.
6	Enter 1% of net investment income (1% of Part I, line 27b)		2,244.
7	Add lines 5 and 6		31,289,346.
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.		7,605,945.

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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 type="checkbox"/> and enter 1% of Part I, line 27b	1	4,488.
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	4,488.
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	4,488.
6	Credits/Payments:		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	0.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	137.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 11	9	4,625.
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 2018 estimated tax Refunded	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

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**Part VII-A** Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A		X
14 The books are in care of ► SPECTOR, FOO, WEISSMAN, LLP Telephone no. ► 516-437-3800 Located at ► 1979 MARCUS AVE., LAKE SUCCESS, NY ZIP+4 ► 11042		
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 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 ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here N/A ► <input type="checkbox"/>	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 2017?	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 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 ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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	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 2017?	4b	X

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

<p>5a During the year, did the foundation pay or incur any amount to:</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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 Organizations relying on a current notice regarding disaster assistance, check here <span style="float:right">N/A</span> <input type="checkbox"/></p> <p>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? <span style="float:right">N/A</span> <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945-5(d)</p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <span style="float:right">6b</span> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870</p> <p>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</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <span style="float:right">7b</span> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <span style="float:right">N/A</span></p>	<p><b>Yes</b></p> <p><b>No</b></p>
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**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
WILLIAM MACK 450 DEERFIELD ROAD WATER MILL, NY 11976	TRUSTEE 0.00	0.	0.	0.
PHYLLIS MACK 450 DEERFIELD ROAD WATER MILL, NY 11976	TRUSTEE 0.00	0.	0.	0.
RICHARD MACK 730 PARK AVE #5C NEW YORK, NY 10021	TRUSTEE 0.00	0.	0.	0.
STEPHEN MACK 230 W 56TH ST # 62A NEW YORK, NY 10019	TRUSTEE 0.00	0.	0.	0.

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

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

**Total number of other employees paid over \$50,000** 0

**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	
3 All other program-related investments. See instructions	

Total. Add lines 1 through 3 ▶ **0.**

<b>Part X Minimum Investment Return</b> (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 3,218,824.
b Average of monthly cash balances	1b
c Fair market value of all other assets	1c
d Total (add lines 1a, b, and c)	1d 3,218,824.
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 3,218,824.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 48,282.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5 3,170,542.
6 Minimum investment return Enter 5% of line 5	6 158,527.

<b>Part XI Distributable Amount</b> (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here <input type="checkbox"/> and do not complete this part.)	
1 Minimum investment return from Part X, line 6	1 158,527.
2a Tax on investment income for 2017 from Part VI, line 5	2a 4,488.
b Income tax for 2017. (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c 4,488.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 154,039.
4 Recoveries of amounts treated as qualifying distributions	4 0.
5 Add lines 3 and 4	5 154,039.
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	7 154,039.

<b>Part XII Qualifying Distributions</b> (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 7,605,945.
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 7,605,945.
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 7,605,945.

**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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				154,039.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017.				
a From 2012	5,630,665.			
b From 2013	6,332,782.			
c From 2014	6,591,731.			
d From 2015	2,664,663.			
e From 2016	10,216,389.			
f Total of lines 3a through e	31,436,230.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 7,605,945.				
a Applied to 2016, 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 2017 distributable amount				154,039.
e Remaining amount distributed out of corpus	7,451,906.			
5 Excess distributions carryover applied to 2017 (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	38,888,136.			
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 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7	5,630,665.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	33,257,471.			
10 Analysis of line 9:				
a Excess from 2013	6,332,782.			
b Excess from 2014	6,591,731.			
c Excess from 2015	2,664,663.			
d Excess from 2016	10,216,389.			
e Excess from 2017	7,451,906.			

**THE WILLIAM & PHYLLIS MACK FAMILY  
FOUNDATION, INC.**

**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(j)(3) or  4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities.					
Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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).)
- WILLIAM MACK**
- 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.
- WILLIAM MACK**

- 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:
- \_\_\_\_\_

**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)				
<b>a Paid during the year</b>				
ALLIANCE FOR CANCER GENE THERAPY (ACGT)	NONE	NONE	CHARITY	500.
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY	NONE	NONE	CHARITY	1,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM	NONE	NONE	CHARITY	123,000.
AMERICAN FRIENDS OF THE ISRAEL PHIL ORCHESTRA	NONE	NONE	CHARITY CHARITY	6,000.
AMERICAN HUMANE	NONE	NONE	CHARITY	5,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>7,605,945.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>



THE WILLIAM & PHYLLIS MACK FAMILY  
FOUNDATION, INC.

Form 990-PF (2017)

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

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

*[Signature]* 11/12/2018 TRUSTEE

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below? See instr  Yes  No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN	
	JOHN FOO	<i>[Signature]</i>	11/8/18		P01044578	
	Firm's name	SPECTOR, FOO, WEISSMAN, LLP			Firm's EIN	11-3126567
	Firm's address	1979 MARCUS AVENUE - SUITE E-146 LAKE SUCCESS, NY 11042			Phone no.	(516) 437-3800

Form 990-PF (2017)

**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
ASPCA	NONE	NONE	CHARITY	6,000.
ATLANTIC GOLF CLUB EDUCATION FUND	NONE	NONE	CHARITY CHARITY	16,667.
BREAST CANCER RESEARCH FOUNDATION	NONE	NONE	CHARITY	550.
BRUCE AND MARSHA MOSKOWITZ FOUNDATION	NONE	NONE	CHARITY	25,000.
CENTRAL PARK CONSERVANCY	NONE	NONE	CHARITY	2,500.
CITYMEALS ON WHEELS	NONE	NONE	CHARITY	2,450.
CLUB COLETTE	NONE	NONE	CHARITY	250.
CONNECTICUT PUBLIC BROADCASTING	NONE	NONE	CHARITY	25,000.
CROHN'S AND COLITIS FOUNDATION OF AMERICA	NONE	NONE	CHARITY	1,000.
FARE	NONE	NONE	CHARITY	1,000.
<b>Total from continuation sheets</b>				<b>7,470,445.</b>

**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
FORDHAM PREP	NONE	NONE	CHARITY	500.
GUGGENHEIM MUSEUM	NONE	NONE	CHARITY	1,190,000.
GUILD HALL	NONE	NONE	CHARITY	3,000.
H.O.W.	NONE	NONE	CHARITY	1,000.
HENRY STREET SETTLEMENT	NONE	NONE	CHARITY	1,000.
HOLOCAUST MUSEUM HOUSTON	NONE	NONE	CHARITY	10,000.
HOUSING WORKS	NONE	NONE	CHARITY	1,000.
ICAHN SCHOOL OF MEDICINE AT MOUNT SINAI	NONE	NONE	CHARITY	500.
ISRAEL POLICY FORUM	NONE	NONE	CHARITY	25,000.
ISRAEL TENNIS CENTERS FOUNDATION	NONE	NONE	CHARITY	1,800.
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
JAZZ AT LINCOLN CENTER	NONE	NONE	CHARITY	500.
JCCA	NONE	NONE	CHARITY	500.
LUPUS RESEARCH ALLIANCE	NONE	NONE	CHARITY	1,000.
LYMPHOMA RESEARCH FOUNDATION	NONE	NONE	CHARITY	1,000.
MEMORIAL SLOAN KETTERING CANCER CENTER	NONE	NONE	CHARITY	500.
MIAMI CANCER INSTITUTE	NONE	NONE	CHARITY	1,000.
MORSELIFE FOUNDATION	NONE	NONE	CHARITY	117,000.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY	NONE	NONE	CHARITY	50,000.
NATIONAL CENTER ON ADDICTION & SUBSTANCE ABUSE	NONE	NONE	CHARITY	5,000.
NEW YORK PHILHARMONIC	NONE	NONE	CHARITY	1,000.
<b>Total from continuation sheets</b>				



**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
NORTH SHORE LIJ HEALTH SYSTEM FOUNDATION	NONE	NONE	CHARITY	1,854,500.
NORTON MUSEUM OF ART	NONE	NONE	CHARITY	5,000.
OXALOSIS & HYPEROXALURIA FOUNDATION	NONE	NONE	CHARITY	500.
PALM BEACH CIVIC ASSOCIATION	NONE	NONE	CHARITY	5,000.
PALM BEACH COUNTRY CLUB FOUNDATION	NONE	NONE	CHARITY	1,000.
PARK AVENUE SYNAGOGUE	NONE	NONE	CHARITY	171,443.
PHYSICIANS FOR HUMAN RIGHTS	NONE	NONE	CHARITY	5,000.
RIVERSIDE HAWKS	NONE	NONE	CHARITY	1,000.
SAY YES TO EDUCATION	NONE	NONE	CHARITY	25,000.
SBT CLUB CHARITABLE FUND	NONE	NONE	CHARITY	500.
<b>Total from continuation sheets</b>				

**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
SCHUSTER INST FOR INVESTIGATIVE JOURNALISM	NONE	NONE	CHARITY	500.
SID JACOBSON JCC	NONE	NONE	CHARITY	1,000.
STEPHEN D HASSENFELD CHIDREN'S CENTER	NONE	NONE	CHARITY	1,000.
SUSAN G KOMEN	NONE	NONE	CHARITY	1,000.
TEMPLE EMMANU-EL OF PALM BEACH	NONE	NONE	CHARITY	5,000.
THE BARTON G KIDS HEAR NOW FOUNDATION	NONE	NONE	CHARITY	500.
THE BRIDGEHAMTON MUSEUM	NONE	NONE	CHARITY	100.
THE CARNEGIE HALL CORPORATION	NONE	NONE	CHARITY	6,000.
THE HARMONIE CLUB	NONE	NONE	CHARITY	385.
THE JEWISH BOARD	NONE	NONE	CHARITY	1,000.
<b>Total from continuation sheets</b>				

THE WILLIAM & PHYLLIS MACK FAMILY  
FOUNDATION, INC.

22-3512719

**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 JEWISH MUSEUM	NONE	NONE	CHARITY	63,500.
THE MUSEUM OF MODERN ART	NONE	NONE	CHARITY	1,000.
THE PERLMAN MUSIC PROGRAM	NONE	NONE	CHARITY	1,000.
THE RANDALL'S ISLAND PARK ALLIANCE	NONE	NONE	CHARITY	25,000.
THE ROGOSIN INSTITUTE	NONE	NONE	CHARITY	1,000.
THE SOCIETY OF THE FOUR ARTS	NONE	NONE	CHARITY CHARITY	26,300.
THE VISCARDI CENTER	NONE	NONE	CHARITY	500.
THE WHARTON FUND	NONE	NONE	CHARITY	25,000.
UJA FEDERATION OF NY	NONE	NONE	CHARITY	750,000.
UNIVERSITY OF PENNSYLVANIA	NONE	NONE	CHARITY	3,000,000.
<b>Total from continuation sheets</b>				

**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
UJA FEDERATION	NONE	NONE	CHARITY	
UNDIAGNOSED FILMS	NONE	NONE	CHARITY	
UNIVERSITY OF PENNSYLVANIA	NONE	NONE	CHARITY	
WOUNDED WARRIOR PROJECT	NONE	NONE	CHARITY	
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](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2017**

Name of the organization

THE WILLIAM & PHYLLIS MACK FAMILY  
FOUNDATION, INC.

Employer identification number

22-3512719

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 <b>THE WILLIAM &amp; PHYLLIS MACK FAMILY FOUNDATION, INC.</b>	Employer identification number <b>22-3512719</b>
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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
1	WILLIAM MACK  450 DEERFIELD ROAD  WATERMILL, NY 11976	\$ 7,500,000.	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)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>THE WILLIAM &amp; PHYLLIS MACK FAMILY                  FOUNDATION, INC.</b>	Employer identification number <b>22-3512719</b>
--	---

**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 <b>THE WILLIAM &amp; PHYLLIS MACK FAMILY FOUNDATION, INC.</b>	Employer identification number <b>22-3512719</b>
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**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
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	



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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
AREIF III TRANSFER MEMBERS, LLC	7.	7.	
MACK-CALI REALTY LP	4,913.	4,913.	
TOTAL TO PART I, LINE 3	4,920.	4,920.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HUDSON BAY	25,944.	0.	25,944.	25,944.	
JP MORGAN CHASE	74.	0.	74.	74.	
MACK-CALI REALTY LP	5,728.	0.	5,728.	5,728.	
TO PART I, LINE 4	31,746.	0.	31,746.	31,746.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
AREIFF III TRANSFER MEMBERS LLC	1	-3.
MACK-CALI REALTY LP	2	18,591.
M-H REALTY CO # 1 LLC	3	39,937.
INDUSTRIAL REALTY CO LLC	4	22,524.
TOTAL TO FORM 990-PF, PART I, LINE 5A		81,049.

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
AREIFF III TRANSFER MEMBERS LLC - ORDINARY INCOME	32.	32.		
AREIFF III TRANSFER MEMBERS LLC - 1231 GAIN	1,557.	1,557.		
MACK-CALI REALTY LP - ORDINARY LOSS	-1,219.	-1,219.		
MACK-CALI REALTY LP - 1231 GAIN	121,549.	121,549.		
MACK-CALI REALTY LP - LONG TERM CAPITAL LOSS	-5,150.	-5,150.		
AREIFF III TRANSFER MEMBERS LLC - OTHER LOSS	-283.	-283.		
AREIFF III TRANSFER MEMBERS LLC - LONG-TERM CAPITAL (LOSS)	-1,448.	-1,448.		
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>115,038.</b>	<b>115,038.</b>		

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DEDUCTION SUBJECT 2% FLOOR AREIF III TRANSFER MEMBERS FOREIGN INCOME TAX PAID - AREIF III TRANSFER MEMBERS LLC	1,481.	1,481.		0.	
OTHER DEDUCTIONS - MACK CALI LP	79.	79.		0.	
CASH CONTRIBUTIONS - MACK CALI LP	2,418.	2,418.		0.	
OTHER DEDUCTIONS - M-H REALTY CO # 1 LLC	530.	530.		0.	
OTHER DEDUCTIONS - INDUSTRIAL REALTY CO LLC	1,913.	1,913.		0.	
MISCELLANEOUS	1,769.	1,769.		0.	
	180.	180.		0.	
<b>TO FORM 990-PF, PG 1, LN 23</b>	<b>8,370.</b>	<b>8,370.</b>		<b>0.</b>	

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
GAAP ADJUSTMENT-AREIF III TRANSFER MEMBERS	17,615.
TOTAL TO FORM 990-PF, PART III, LINE 3	17,615.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
NON DEDUCTIBLE EXPENSES	577.
UNREALIZED GAIN ON CONTRIBUTIONS	302,593.
GAAP ADJUSTMENT-MACK CALI, LP	116,958.
TOTAL TO FORM 990-PF, PART III, LINE 5	420,128.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT- MACK-CALI REALTY	COST	3,972,478.	3,972,478.
INVESTMENT - MH REALTY CO # 1 LLC	COST	167,543.	167,543.
INVESTMENT - INDUSTRIAL REALTY CO LLC	COST	34,435.	34,435.
JP MORGAN CHASE #8532	COST	157,265.	157,265.
JP MORGAN CHASE #6001	COST	57,449.	57,449.
JP MORGAN CHASE #6001 SECURITIES	COST	3,271,006.	3,271,006.
INVESTMENT - AREIF III TRANSFER MEMBERS LLC	COST	1,948.	1,948.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,662,124.	7,662,124.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM AREIF III TRANSFER MEMBERS LLC	21,399.	21,399.	21,399.
DUE FROM M-H REALTY CO # 1 LLC	21,614.	21,614.	21,614.
DUE FROM INDUSTRIAL REALTY CO LLC	18,520.	18,520.	18,520.
TOTAL TO FORM 990-PF, PART II, LINE 15	61,533.	61,533.	61,533.

FORM 990-PF OTHER LIABILITIES STATEMENT 10

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DUE TO MACK CALI REALTY LP	69,579.	64,429.
DUE TO WILLIAM L. MACK INVESTMENT AREIF III TRANSFER MEMBERS LLC	5,026,175.	5,026,175.
TOTAL TO FORM 990-PF, PART II, LINE 22	5,109,723.	5,090,604.

FORM 990-PF INTEREST AND PENALTIES STATEMENT 11

TAX DUE FROM FORM 990-PF, PART VI UNDERPAYMENT PENALTY	4,488.
LATE PAYMENT INTEREST	137.
LATE PAYMENT PENALTY	115.
TOTAL AMOUNT DUE	4,875.

FORM 990-PF LATE PAYMENT PENALTY STATEMENT 12

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/18	4,488.	4,488.	6	135.
DATE FILED	11/15/18		4,488.		
TOTAL LATE PAYMENT PENALTY					135.

FORM 990-PF

LATE PAYMENT INTEREST

STATEMENT 13

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/18	4,488.	4,488.	.0500	184	115.
DATE FILED	11/15/18		4,603.			
TOTAL LATE PAYMENT INTEREST						115.