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EXTENDED TO NOVEMBER 15, 2018

## Return of Private Foundation

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

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OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue Service

For calendar year 2017 or tax year beginning

, and ending

Name of foundation <b>ERLBAUM FAMILY FOUNDATION</b>		A Employer identification number <b>23-2962563</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>44 W LANCASTER AVENUE, SUITE 110</b>		B Telephone number <b>(610)896-7700</b>
City or town, state or province, country, and ZIP or foreign postal code <b>ARDMORE, PA 19003-1339</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"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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 <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>\$ 2,108,738.</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)
Revenue	1 Contributions, gifts, grants, etc., received	1,565,500.		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	311.	311.		STATEMENT 1
	4 Dividends and interest from securities	5,902.	5,782.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	753,357.			
	b Gross sales price for all assets on line 6a	777,948.			
	7 Capital gain net income (from Part IV, line 2)		723,338.		
	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	<45,631.>	<31.>		STATEMENT 3	
12 Total. Add lines 1 through 11	2,279,439.	729,400.			
Operating and Administrative Expenses	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 STMT 4	4,155.	0.		4,155.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	5,323.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses STMT 6	722.	630.		15.	
24 Total operating and administrative expenses. Add lines 13 through 23	10,200.	630.		4,170.	
25 Contributions, gifts, grants paid	759,512.			759,512.	
26 Total expenses and disbursements. Add lines 24 and 25	769,712.	630.		763,682.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,509,727.				
b Net investment income (if negative, enter -0-)		728,770.			
c Adjusted net income (if negative, enter -0-)			N/A		

732501 01-03-18 LHA For Paperwork Reduction Act Notice, see instructions.

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10041108 133301 E87P19D7.DAT 2017.05000 ERLBAUM FAMILY FOUNDATION E87P19D1

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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		22,782.	99,617.	99,617.
	2	Savings and temporary cash investments		270,606.	142,412.	142,412.
	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	STMT 8	1,001,325.	1,810,236.	1,836,709.
	c	Investments - corporate bonds	STMT 9	20,000.	30,000.	30,000.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other	STMT 10	98,438.	98,513.	0.
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)		1,413,151.	2,180,778.	2,108,738.
17		Accounts payable and accrued expenses		21,840.	17,420.	
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		21,840.	17,420.		
Net Assets or Fund Balances	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		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		1,391,311.	2,163,358.		
30	Total net assets or fund balances		1,391,311.	2,163,358.		
31	Total liabilities and net assets/fund balances		1,413,151.	2,180,778.		

## 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	1,391,311.
2	Enter amount from Part I, line 27a	2	1,509,727.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,901,038.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	737,680.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,163,358.

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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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e	777,948.	54,610.	723,338.

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			
b			
c			
d			
e			723,338.

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	723,338.
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	773,007.	1,400,458.	.551967
2015	876,138.	1,687,740.	.519119
2014	674,749.	1,559,174.	.432761
2013	700,477.	1,542,432.	.454138
2012	490,923.	1,751,695.	.280256

2 Total of line 1, column (d)	2	2.238241
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	.447648
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,177,370.
5 Multiply line 4 by line 3	5	527,047.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,288.
7 Add lines 5 and 6	7	534,335.
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	763,682.

**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 7,288.
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 7,288.
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 7,288.
6	Credits/Payments	
6a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 4,800.
6b	Exempt foreign organizations - tax withheld at source	6b 0.
6c	Tax paid with application for extension of time to file (Form 8868)	6c 3,000.
6d	Backup withholding erroneously withheld	6d 0.
7	Total credits and payments. Add lines 6a through 6d	7 7,800.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8 50.
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	10 462.
11	Enter the amount of line 10 to be: Credited to 2018 estimated tax <input checked="" type="checkbox"/> 462. Refunded <input type="checkbox"/> 0.	11 0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► FOUNDATION Telephone no. ► 610-896-7700 Located at ► 44 W. LANCASTER AVENUE, SUITE 110, ARDMORE, PA ZIP+4 ► 19003-1339		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		
16 At any time during calendar year 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 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? 1b 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 2b		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 3b 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)

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

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

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, 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 11		0.	0.	0.

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

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

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

0

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

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

[illegible]

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

0

<b>Part IX-A</b>	<b>Summary of Direct Charitable Activities</b>
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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 NOT APPLICABLE

0.

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 NOT APPLICABLE

0.

**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	1,036,781.
b	Average of monthly cash balances	1b	158,518.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,195,299.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,195,299.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	17,929.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,177,370.
6	Minimum investment return. Enter 5% of line 5	6	58,869.

**Part XII** 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	58,869.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	7,288.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,288.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,581.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	51,581.
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	51,581.

**Part XIII** 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	763,682.
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	763,682.
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	7,288.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	756,394.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				51,581.
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	410,938.			
b From 2013	633,923.			
c From 2014	602,530.			
d From 2015	798,993.			
e From 2016	712,148.			
f Total of lines 3a through e	3,158,532.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$	763,682.			
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 Created as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				51,581.
e Remaining amount distributed out of corpus	712,101.			
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	3,870,633.			
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	410,938.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	3,459,695.			
10 Analysis of line 9:				
a Excess from 2013	633,923.			
b Excess from 2014	602,530.			
c Excess from 2015	798,993.			
d Excess from 2016	712,148.			
e Excess from 2017	712,101.			

N/A

- 4942(j)(3) or 4942(j)(5)

- (4) Gross investment income

[illegible]

10041108 133301 E87P19D7.DAT 2017.05000 ERLBAUM FAMILY FOUNDATION E87P19D1

**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>				
ABRAMSON CENTER FOR JEWISH LIFE 1425 HORSHAM ROAD NORTH WALES, PA 19454-1320		PC	GENERAL CHARITABLE PURPOSES	1,154.
AGUDATH ISRAEL OF AMERICA 42 BROADWAY, 14TH FL NEW YORK, NY 10004		PC	GENERAL CHARITABLE PURPOSES	54.
AGUDATH MAOS CHITIM FUND 6022 OVERBROOK AVENUE PHILADELPHIA, PA 19131		PC	GENERAL CHARITABLE PURPOSES	360.
AISH PHILADELPHIA 50 E. MONTGOMERY AVENUE BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	1,800.
ALEH ALL PEOPLE NO LIMITS BROOKLYN NY PO BOX 4911 NEW YORK, NY 10185		PC	GENERAL CHARITABLE PURPOSES	1,800.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>759,512.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>




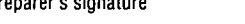
**Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations**

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

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below? See instr.	
	 Signature of officer or trustee		11/14/18 Date		PRESIDENT Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Check <input type="checkbox"/> if self-employed	
	MICHELLE MALIMBAN				11/9/18	
	Firm's name ▶ RSM US LLP					Firm's EIN ▶ 42-0714325
Firm's address ▶ 518 TOWNSHIP LINE ROAD, SUITE 300 BLUE BELL, PA 19422					Phone no 215.641.8600	

**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

ERLBAUM FAMILY FOUNDATION

Employer identification number

23-2962563

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

Employer identification number

ERLBAUM FAMILY FOUNDATION

23-2962563

**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	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 81,666.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 34,856.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 50,253.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
4	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 23,738.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
5	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 60,550.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
6	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 146,239.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
ERLBAUM FAMILY FOUNDATION	23-2962563

**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
7	ERLBAUM FAMILY L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 40,402.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
8	ERLBAUM FAMILY L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 5,973.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
9	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 109,575.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
10	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 182,475.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
11	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 121,542.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
12	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 399,679.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization	Employer identification number
ERLBAUM FAMILY FOUNDATION	23-2962563

**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
13	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 48,511.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
14	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 25,794.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
15	ERLBAUM INVESTMENTS L.P. 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003	\$ 234,247.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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
ERLBAUM FAMILY FOUNDATION	23-2962563

**Part II** Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	3,023 SHARES OF ENTERPRISE PRODUCT PARTNERS	\$ 81,666.	05/10/17
- (a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
2	1,277 SHARES OF ENTERPRISE PRODUCT PARTNERS	\$ 34,856.	05/11/17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
3	2,000 SHARES OF ENTERPRISE PRODUCT PARTNERS	\$ 50,253.	10/24/17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
4	1,358 SHARES OF ENBRIDGE ENERGY PARTNERS	\$ 23,738.	05/11/17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
5	2,615 SHARES OF ENERGY TRANSFER PARTNERS	\$ 60,550.	05/11/17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
6	1,975 SHARES OF MAGELLAN MIDSTREAM PARTNERS	\$ 146,239.	05/11/17

Name of organization	Employer identification number
ERLBAUM FAMILY FOUNDATION	23-2962563

**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
7	4,356 SHARES OF REPUBLIC FIRST BANCORP	\$ 40,402.	10/24/17
8	644 SHARES OF REPUBLIC FIRST BANCORP	\$ 5,973.	10/24/17
9	3,000 SHARES OF UNIFI INC.	\$ 109,575.	10/24/17
10	5,000 SHARES OF UNIFI INC.	\$ 182,475.	12/08/17
11	6,154 SHARES OF PLAINS ALL AMERICAN PIPELINE	\$ 121,542.	12/08/17
12	5,937 SHARES FOR MAGELLAN MIDSTREAM PARTNERS	\$ 399,679.	12/08/17

Name of organization	Employer identification number
ERLBAUM FAMILY FOUNDATION	23-2962563

**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
13	4,570 SHARES OF PENNSYLVANIA REAL ESTATE INVESTMENT TRUST	\$ 48,511.	12/08/17
14	2,430 SHARES OF PENNSYLVANIA REAL ESTATE INVESTMENT TRUST	\$ 25,794.	12/08/17
15	24,788 SHARES OF REPUBLIC FIRST BANCORP	\$ 234,247.	12/08/17

Name of organization

Employer identification number

ERLBAUM FAMILY FOUNDATION

23-2962563

**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

**ERLBAUM FAMILY FOUNDATION**

 CONTINUATION FOR 990-PF, PART IV  
 23-2962563 PAGE 1 OF 1

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES		D		
b K-1 ENGBRIDGE ENERGY PARTNERS		D		
c K-1 ENERGY TRANSFER PARTNERS		D		
d K-1 SUNOCO LOGISTICS PARTNERS		D		
e K-1 MAGELLAN MIDSTREAM PARTNERS		D		
f K-1 GSC RECOVERY IIA, LIQUIDATING TRUST		D		
g K-1 ENTERPRISE PRODUCT PARTNERS		D		
h K-1 ORDINARY GAIN		D		
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 769,984.		23,646.	746,338.
b 569.			569.
c 396.			396.
d 6,911.			6,911.
e 4.			4.
f 84.			84.
g		945.	<945.>
h		30,019.	<30,019.>
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			746,338.
b			569.
c			396.
d			6,911.
e			4.
f			84.
g			<945.>
h			<30,019.>
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	723,338.
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

 723591  
 04-01-17

**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
AM YISRAEL FOUNDATION INC. 400 CHAMBERS STREET, SUITE 10H NEW YORK, NY 10282		PC	GENERAL CHARITABLE PURPOSES	1,800.
AMERICAN FRIENDS OF BE A MENSCH FOUNDATION 8306 WILSHIRE BLVD. #1099 BEVERLY HILLS, CA 90211		PC	GENERAL CHARITABLE PURPOSES	540.
AMERICAN FRIENDS OF DARCHE NOAM 226 SMITH ST. WOODMERE, NY 11598-9804		PC	GENERAL CHARITABLE PURPOSES	2,520.
AMERICAN FRIENDS OF HERITAGE HOUSE 8418 115TH STREET RICHMOND HILL, NY 11418		PC	GENERAL CHARITABLE PURPOSES	1,000.
AMERICAN FRIENDS OF NEFESH HACHAIM 10 MEADOW LANE MONSEY, NY 10952		PC	GENERAL CHARITABLE PURPOSES	360.
AMERICAN ZIONIST MOVEMENT 40 WALL STREET, SUITE 706 NEW YORK, NY 10005		PC	GENERAL CHARITABLE PURPOSES	360.
AMIT CHILDREN INC. 817 BROADWAY 3RD FLOOR NEW YORK, NY 10003		PC	GENERAL CHARITABLE PURPOSES	100.
APPLY YOURSELF 12312 PORT GRACE BLVD LA VISTA, NE 68128		PC	GENERAL CHARITABLE PURPOSES	1,000.
ASCENT- INNER DIMENSIONS OF JEWISH 408 PARK AVENUE WOODBURY, NY 11797		PC	GENERAL CHARITABLE PURPOSES	1,000.
ASSOCIATION FOR ADULTS WITH DEVELOPMENTAL 261 OLD YORK ROAD, STE. 530 JENKINTOWN, PA 19406		PC	GENERAL CHARITABLE PURPOSES	750.
Total from continuation sheets				754,344.

**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
BAYITH LEPLEITOT INC. 1362 E. 21 ST. BROOKLYN, NY 11210		PC	GENERAL CHARITABLE PURPOSES	1,000.
BLUE CARD INC 171 MADISON AVENUE, SUITE 1405 NEW YORK, NY 10016		PC	GENERAL CHARITABLE PURPOSES	1,800.
BOYS TOWN JERUSALEM 1 PENN PLAZA, SUITE # 6250 NEW YORK, NY 10019		PC	GENERAL CHARITABLE PURPOSES	2,160.
CAMERA P.O. BOX 35040 BOSTON, MA 02135		PC	GENERAL CHARITABLE PURPOSES	3,600.
CAMP GAN ISRAEL 1360 W. INDIAN CREEK DRIVE WYNNWOOD, PA 19096		PC	GENERAL CHARITABLE PURPOSES	400.
CAMP GAN ISRAEL / GUIDELINES SERVICES INC. 1360 W. INDIAN CREEK DR. WYNNWOOD, PA 19096		PC	GENERAL CHARITABLE PURPOSES	10,000.
CAMP SUNSHINE 35 ACADIA ROAD CASCO, ME 04015		PC	GENERAL CHARITABLE PURPOSES	1,000.
CENTER CITY SYNAGOGUE 768 N. CROSKEY ST. PHILADELPHIA, PA 19130		PC	GENERAL CHARITABLE PURPOSES	1,000.
CENTER FOR INDEPENDENCE OF THE DISABLED 841 BROADWAY STE 301 NEW YORK, NY 10003		PC	GENERAL CHARITABLE PURPOSES	1,000.
CENTER FOR NEAR EAST POLICY RESEARCH 6 GERSHON AGRON ST JERSUALEM, ISRAEL		PC	GENERAL CHARITABLE PURPOSES	1,000.
Total from continuation sheets				



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHABAD AT THE SHORE 8223 FULTON AVE MARGATE, NJ 08402		PC	GENERAL CHARITABLE PURPOSES	540.
CHABAD JEWISH CENTER OF MONROE TWP. 261 GRAVEL HILL RD. MONROE, NJ 08831		PC	GENERAL CHARITABLE PURPOSES	2,000.
CHABAD LUBAVITCH OF CHESTER COUNTY 946 N. VALLEY FORGE ROAD DEVON, PA 19333		PC	GENERAL CHARITABLE PURPOSES	1,250.
CHABAD LUBAVITCH OF DELAWARE COUNTY 19 MATHER AVE. BROOMALL, PA 19008		PC	GENERAL CHARITABLE PURPOSES	2,860.
CHABAD LUBAVITCH OF THE MAIN LINE, INC. 625 MONTGOMERY AVENUE MERION STATION, PA 19066		PC	GENERAL CHARITABLE PURPOSES	4,750.
CHABAD OF FORT LAUDERDALE 3500 NORTH OCEAN BOULEVARD FORT LAUDERDALE, FL 33308		PC	GENERAL CHARITABLE PURPOSES	1,000.
CHABAD OF PUERTO RICO 375 PULIS AVENUE FRANKLIN LANES, NJ 07417		PC	GENERAL CHARITABLE PURPOSES	3,600.
CHABAD SERVING DREXEL 3507 BARING STREET PHILADELPHIA, PA 19104		PC	GENERAL CHARITABLE PURPOSES	500.
CHAI LIFELINE 151 WEST 30TH STREET, 3RD FL NEW YORK, NY 10001		PC	GENERAL CHARITABLE PURPOSES	360.
CHAI LIFELINE/CAMP SIMCHA 151 WEST 30TH STREET, 3RD FL NEW YORK, NY 10001		PC	GENERAL CHARITABLE PURPOSES	360.
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
CHASDEI ELIYAHU 200 HAVERFORD ROAD WYNNEWOOD, PA 19096		PC	GENERAL CHARITABLE PURPOSES	5,000.
CHEVRA, THE 2002 LUDLOW ST. - 3RD FL PHILADELPHIA, PA 19103		PC	GENERAL CHARITABLE PURPOSES	2,400.
CHOFETZ CHAIM HERITAGE FOUNDATION, THE 361 SPOOK ROCK ROAD SUFFERN, NY 10901		PC	GENERAL CHARITABLE PURPOSES	180.
CLARION PROJECT INC. 1717 PENNSYLVANIA AVE. NW STE 1025 WASHINGTON, DC 20006		PC	GENERAL CHARITABLE PURPOSES	1,000.
COLEL CHABAD 806 EASTERN PARKWAY BROOKLYN, NY 11213		PC	GENERAL CHARITABLE PURPOSES	1,000.
COMIC RELIEF INC. 488 MADISON AVE. #10 NEW YORK, NY 10022		PC	GENERAL CHARITABLE PURPOSES	500.
COORDINATING COUNCIL FOR JEWISH HOMELAND 567 CEDARHILL ROAD FAR ROCKAWAY, NY 11691		PC	GENERAL CHARITABLE PURPOSES	5,000.
DAMON RUNYON CANCER RESEARCH FUND 55 BROADWAY, SUITE 302 NEW YORK, NY 10006		PC	GENERAL CHARITABLE PURPOSES	20,688.
DREXEL UNIVERSITY COLLEGE OF MEDICINE 2900 W QUEEN LN PHILADELPHIA, PA 19129		PC	GENERAL CHARITABLE PURPOSES	1,000.
EMILY'S ENTOURAGE P. O. BOX 71 MERION STATION, PA 19066		PC	GENERAL CHARITABLE PURPOSES	1,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ETZ CHAIM CENTER 1420 WALNUT STREET, SUITE 1008 PHILADELPHIA, PA 19102		PC	GENERAL CHARITABLE PURPOSES	500.
ETZ CHAIM ELKINS PARK 7900 HIGH SCHOOL ROAD ELKINS PARK, PA 19027		PC	GENERAL CHARITABLE PURPOSES	720.
FOOD FOR THE POOR, INC. 6401 LYONS ROAD P.O. BOX 979003 COCONUT CREEK, FL 33097-3602		PC	GENERAL CHARITABLE PURPOSES	360.
FOUNDATION FOR DEFENSE OF DEMOCRACIES P.O. BOX 33249 WASHINGTON, DC 20033		PC	GENERAL CHARITABLE PURPOSES	5,000.
FOXMAN TORAH INSTITUTE 31 MAPLE AVENUE CHERRY HILL, NJ 08002		PC	GENERAL CHARITABLE PURPOSES	1,000.
FREE TO BREATHE 1 POINT PLACE SUITE 200 MADISON, WI 53719		PC	GENERAL CHARITABLE PURPOSES	500.
FRIENDS OF THE IDF 500 OFFICE CENTER DRIVE SUITE 400 FORT WASHINGTON, PA 19034		PC	GENERAL CHARITABLE PURPOSES	7,200.
FRIENDS OF UNITED HATZALAH 208 EAST 51ST STREET, STE. 303 NEW YORK, NY 10022		PC	GENERAL CHARITABLE PURPOSES	720.
FRIENDSHIP CIRCLE 754 SOUTH 9TH STREET PHILADELPHIA, PA 19147		PC	GENERAL CHARITABLE PURPOSES	1,260.
GATESTONE INSTITUTE 750 3RD AVE NEW YORK, NY 10017		PC	GENERAL CHARITABLE PURPOSES	1,000.
Total from continuation sheets				

## ERLBAUM FAMILY FOUNDATION

23-2962563

**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
GIVING FUND - CHARITY 12312 PORT GRACE BLVD LA VISTA, NE 68128		PC	GENERAL CHARITABLE PURPOSES	100.
GOLDEN SLIPPER CLUB & CHARITIES 215 N. PRESIDENTIAL BLVD.-1ST. FL BALA CYNWYD, PA 19004-1201		PC	GENERAL CHARITABLE PURPOSES	505.
GUIDELINE SERVICES 754 S. 9TH STREET PHILADELPHIA, PA 19147		PC	GENERAL CHARITABLE PURPOSES	20,000.
GUIDELINE SERVICES/CHABAD PENN WYNNE 8 OVERBROOK PARKWAY WYNNEWOOD, PA 19096		PC	GENERAL CHARITABLE PURPOSES	10,800.
HEBRON FUND INC. 1760 OCEAN AVE. BROOKLYN, NY 11230		PC	GENERAL CHARITABLE PURPOSES	180.
HOLOCAUST AWARENESS MUSEUM 10100 JAMISON AVE. - RM. 210 PHILADELPHIA, PA 19116		PC	GENERAL CHARITABLE PURPOSES	1,800.
IMAJNZ FOUNDATION 7254 WILLOW LANE AMBLER, PA 19002		PC	GENERAL CHARITABLE PURPOSES	5,000.
INTERNATIONAL A.A.E. INC. 333 W. WACKER DRIVE SUITE 2000 CHICAGO, IL 60606-1288		PC	GENERAL CHARITABLE PURPOSES	1,800.
INVESTIGATIVE PROJECT, THE 5614 CONNECTICUT AVE. NW STE 341 WASHINGTON, DC 20015		PC	GENERAL CHARITABLE PURPOSES	12,500.
ISRAEL GUIDE DOG CENTER FOR THE BLIND 968 EASTON ROAD - SUITE H WARRINGTON, PA 19876		PC	GENERAL CHARITABLE PURPOSES	1,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ISRAEL PROJECT 2020 K STREET, NW STE 7600 WASHINGTON, DC 20006		PC	GENERAL CHARITABLE PURPOSES	3,600.
JDRF- JUVENILE DIABETES RESEARCH FUND 120 OLD GULPH ROAD WYNNEWOOD, PA 19096		PC	GENERAL CHARITABLE PURPOSES	1,930.
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103		PC	GENERAL CHARITABLE PURPOSES	119,336.
JEWISH HERITAGE MOVEMENT 1301 BILTMORE DR. NE ATLANTA, GA 30329		PC	GENERAL CHARITABLE PURPOSES	1,000.
JEWISH HERITAGE PROGRAM 4032 SPRUCE STREET PHILADELPHIA, PA 19104		PC	GENERAL CHARITABLE PURPOSES	3,600.
JEWISH HURRICANE RELIEF FUND 770 EASTERN PKWY BROOKLYN, NY 11213		PC	GENERAL CHARITABLE PURPOSES	3,600.
JEWISH LEARNING VENTURE 261 OLD YORK ROAD, SUITE 720 JENKINTOWN, PA 19046		PC	GENERAL CHARITABLE PURPOSES	1,800.
JEWISH NATIONAL FUND 78 RANDALL AVENUE ROCKVILLE CENTRE, NY 11570		PC	GENERAL CHARITABLE PURPOSES	10,036.
JEWISH RELIEF AGENCY 225 E. CITY AVE. STE 210 BALA CYNWYD, PA 19004-1274		PC	GENERAL CHARITABLE PURPOSES	30,720.
JEWISH INSTITUTE FOR NATIONAL SECURITY OF AMERICA 1101 14TH STREET, NW STE 1110 WASHINGTON, DC 20005		PC	GENERAL CHARITABLE PURPOSES	1,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JOIN ISRAEL 3 WEST 57TH STREET, 10TH FL NEW YORK, NY 10019-3407		PC	GENERAL CHARITABLE PURPOSES	1,000.
KESHER YEHUDI CENTRAL FUND FOR ISRAEL 980 AVE. OF THE AMERICAS NEW YORK, NY 10018		PC	GENERAL CHARITABLE PURPOSES	2,700.
KLEINLIFE 1116 BARBERRY ROAD BRYN MAWR, PA 19010		PC	GENERAL CHARITABLE PURPOSES	21,013.
KOSLOFF TORAH ACADEMY 50 MONTGOMERY AVENUE BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	3,600.
LMS CHARITY FUND P. O. BOX 2528 BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	4,600.
LONGPORT SCHOLARSHIP FUND 32 SOUTH 32ND AVENUE LONGPORT, NJ 08043		PC	GENERAL CHARITABLE PURPOSES	500.
LONGPORT VOLUNTEER FIRE DEPARTMENT 2301 ATLANTIC AVE LONGPORT, NJ 08043		PC	GENERAL CHARITABLE PURPOSES	100.
LOWER MERION POLICE PENSION ASSOCIATION 71 EAST LANCASTER AVENUE ARDMORE, PA 19003-2323		PC	GENERAL CHARITABLE PURPOSES	350.
LOWER MERION SYNAGOGUE 123 OLD LANCASTER ROAD BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	3,914.
LUBAVITCH OF BUCKS COUNTY 25 NORTH STATE STREET NEWTOWN, PA 18940-9444		PC	GENERAL CHARITABLE PURPOSES	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
MARINE TOYS FOR TOTS FOUNDATION P.O. BOX 4002036 DES MOINES, IA 50340-2036		PC	GENERAL CHARITABLE PURPOSES	250.
MEMRI P. O. BOX 27837 WASHINGTON, DC 20038-7837		PC	GENERAL CHARITABLE PURPOSES	500.
MEOR 304 PEMBROKE ROAD BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	2,000.
MERION FIRE COMPANY 35 GREENFIELD AVENUE ARDMORE, PA 19003-1333		PC	GENERAL CHARITABLE PURPOSES	50.
MESIVTA HIGH SCHOOL OF GREATER PHILADELPHIA 314 LEVERINGTON MILL ROAD BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	188,870.
MESIVTA LEV TMIMIM LUBAVITCH 17 BLUEBERRY HILL RD. MONSEY, NY 10952		PC	GENERAL CHARITABLE PURPOSES	1,000.
MINDING YOUR MIND FOUNDATION 124 SIBLEY AVENUE ARDMORE, PA 19003		PC	GENERAL CHARITABLE PURPOSES	61,000.
MISSION KIDS 502 W. GERMANTOWN PIKE, STE. 101 EAST NORRITON, PA 19403		PC	GENERAL CHARITABLE PURPOSES	1,000.
MOKIR SHABBOS 1317 52ND STREET BROOKLYN, NY 11219-9867		PC	GENERAL CHARITABLE PURPOSES	54.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 1536 AIDENN LAIR ROAD MAPLE GLEN, PA 19002		PC	GENERAL CHARITABLE PURPOSES	968.
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
NE'EMAN FOUNDATION 18 HAZELTON RD. NEWTOWN CENTER, MA 02459		PC	GENERAL CHARITABLE PURPOSES	1,000.
NETZAH YEHUDA 315 MADISON AVE., SUITE 901 NEW YORK, NY 10017		PC	GENERAL CHARITABLE PURPOSES	2,800.
NEVE YERUSHALAYIM 25 BROADWAY, SUITE 403 NEW YORK, NY 10004		PC	GENERAL CHARITABLE PURPOSES	1,000.
NJOP- NATIONAL JEWISH OUTREACH PROGRAM 989 SIXTH AVENUE - 10TH FLOOR NEW YORK, NY 10138-1399		PC	GENERAL CHARITABLE PURPOSES	180.
OAKMONT FIRE COMPANY # 1 23 WEST BENEDICT AVENUE HAVERTOWN, PA 19083-2303		PC	GENERAL CHARITABLE PURPOSES	50.
OHR NOSSON 40 TWELFTH STREET LAKEWOOD, NJ 08701		PC	GENERAL CHARITABLE PURPOSES	1,000.
OHR SOMAYACH MONSEY P.O. BOX 334 MONSEY, NY 10952-9931		PC	GENERAL CHARITABLE PURPOSES	2,520.
ORTHODOX UNION ELEVEN BROADWAY, 14TH FLOOR NEW YORK, NY 10004		PC	GENERAL CHARITABLE PURPOSES	2,080.
PALM BEACH SYNAGOGUE 120 NORTH COUNTY ROAD PALM BEACH, FL 33480		PC	GENERAL CHARITABLE PURPOSES	1,810.
PARALYZED VETERANS OF AMERICA 7 MILL BROOK ROAD PO BOX 921 WILTON, NH 03086-0921		PC	GENERAL CHARITABLE PURPOSES	360.
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
PARTNERS IN TORAH 228 AYCRIGG AVE. PASSAIC, NJ 07055-4704		PC	GENERAL CHARITABLE PURPOSES	10,720.
PASSOVER LEAGUE, THE 215 N. PRESIDENTIAL BLVD 1ST FL BALA CYNWYD, PA 19004-1201		PC	GENERAL CHARITABLE PURPOSES	180.
PEF ISRAEL ENDOWMENT FUNDS 630 THIRD AVE., 15TH FLOOR NEW YORK, NY 10017		PC	GENERAL CHARITABLE PURPOSES	2,000.
PHILADELPHIA COMMUNITY KOLLEL 364 MONTGOMERY AVENUE MERION STATION, PA 19066		PC	GENERAL CHARITABLE PURPOSES	4,320.
PHILADELPHIA JEWISH SPORTS HALL OF FAME 401 SOUTH BROAD STREET PHILADELPHIA, PA 19147		PC	GENERAL CHARITABLE PURPOSES	180.
PHILADELPHIA MUSEUM OF ART 2600 BENJAMIN FRANKLIN PKWY PHILADELPHIA, PA 19130		PC	GENERAL CHARITABLE PURPOSES	113.
PHILADELPHIA RONALD MCDONALD HOUSE 3925 CHESTNUT STREET PHILADELPHIA, PA 19104		PC	GENERAL CHARITABLE PURPOSES	10,100.
PMA CRAFT SHOW P.O. BOX 7646 PHILADELPHIA, PA 19101-7646		PC	GENERAL CHARITABLE PURPOSES	250.
PENN STATE UNIVERSITY FOUR DIAMONDS 116 OLD MAIN UNIVERSITY PARK, PA 16802		PC	GENERAL CHARITABLE PURPOSES	500.
RABBI JACOB JOSEPH SCHOOL 107 BRYNMAWR AVENUE BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RABBI WITHOUT WALLS 107 MONTGOMERY AVENUE BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	5,000.
ROCK SCHOOL, THE 1101 SOUTH BROAD STREET PHILADELPHIA, PA 19147		PC	GENERAL CHARITABLE PURPOSES	1,000.
ROHR CENTER FOR JEWISH LIFE 780 COLLEGE AVE HAVERFORD, PA 19041		PC	GENERAL CHARITABLE PURPOSES	2,700.
SAMUEL D. COZEN MEMORIAL FUND P. O. BOX 800 WEST CONSHOHOCKEN, PA 19428-0800		PC	GENERAL CHARITABLE PURPOSES	500.
SCHOLARS FOR PEACE IN THE MIDDLE EAST PO BOX 2241 BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	1,000.
SECURITY RESEARCH ASSOCIATES INC. 2223 2ND AVE., STE. B121 LAKE WORTH, FL 33461		PC	GENERAL CHARITABLE PURPOSES	1,000.
SHIPLEY SCHOOL, THE 814 YARROW STREET BRYN MAWR, PA 19010		PC	GENERAL CHARITABLE PURPOSES	250.
SIMON'S FUND P.O. BOX 61 LAFAYETTE HILL, PA 19444		PC	GENERAL CHARITABLE PURPOSES	1,000.
SPECIAL OLYMPICS PENNSYLVANIA P.O. BOX 3010 NORRISTOWN, PA 19404-3010		PC	GENERAL CHARITABLE PURPOSES	200.
ST. ANN'S CATHOLIC CHURCH 502 MAIN STREET PHOENIXVILLE, PA 19460		PC	GENERAL CHARITABLE PURPOSES	100.
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
STAND WITH US 123 S. BROAD STREET PHILADELPHIA, PA 19109		PC	GENERAL CHARITABLE PURPOSES	3,000.
TALMUDICAL YESHIVA OF PHILA 6063 DREXEL RD. PHILADELPHIA, PA 19131		PC	GENERAL CHARITABLE PURPOSES	7,560.
TEMPLE BETH HILLEL-BETH EL 1001 REMINGTON ROAD WYNNEWOOD, PA 19096-2399		PC	GENERAL CHARITABLE PURPOSES	14,162.
TEMPLE BETH HILLEL-BETH EL BRIGHT HORIZON 1001 REMINGTON ROAD WYNNEWOOD, PA 19096		PC	GENERAL CHARITABLE PURPOSES	500.
TEMPLE LAW SCHOOL 1719 NORTH BROAD STREET PHILADELPHIA, PA 19122-9704		PC	GENERAL CHARITABLE PURPOSES	250.
THE ALGEMEINER 788 EASTER PARKWAY BROOKLYN, NY 11213		PC	GENERAL CHARITABLE PURPOSES	1,000.
TORAH ACADEMY OF GREATER PHILADELPHIA 742 ARGYLE ROAD WYNNEWOOD, PA 19096		PC	GENERAL CHARITABLE PURPOSES	25,144.
TORAH YOUTH 301 CYNWYD ROAD BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	1,000.
TOYS FOR TOTS 356 EXETER ROAD HAVERFORD, PA 19041		PC	GENERAL CHARITABLE PURPOSES	500.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET, ROOM 305 PHILADELPHIA, PA 19104-6284		PC	GENERAL CHARITABLE PURPOSES	3,333.
Total from continuation sheets				

**Part XV** Supplementary Information

<b>3 Grants and Contributions Paid During the Year (Continuation)</b>				
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)				
TZIDKAS YOSEPH NAPHTALI 224 OLD LANCASTER RD. MERION STATION, PA 19066		PC	GENERAL CHARITABLE PURPOSES	1,000.
YOUNG ISRAEL OF JAMAICA ESTATES 188TH STREET JAMAICA ESTATES, NY 11423		PC	GENERAL CHARITABLE PURPOSES	1,800.
YOUNG ISRAEL OF MARGATE 8401 VENTNOR AVE. MARGATE, NJ 08402		PC	GENERAL CHARITABLE PURPOSES	2,000.
YOUNG ISRAEL OF THE MAIN LINE 273 MONTGOMERY AVENUE BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	4,296.
ZIONIST ORGANIZATION OF AMERICA (PHILA) P. O. BOX 56 BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	2,172.
ZOA-GPD ONE BELMONT AVENUE SUITE 601 BALA CYNWYD, PA 19004		PC	GENERAL CHARITABLE PURPOSES	1,000.
<b>Total from continuation sheets</b>				

## 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
COMPUTERSHARE	300.	300.	
SCOTTRADE	9.	9.	
WELLS FARGO	2.	2.	
TOTAL TO PART I, LINE 3	311.	311.	

## 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
K-1 ENTERPRISE PRODUCTS PARTNERS LP	31.	0.	31.	31.	
SCOTTRADE	4,188.	0.	4,188.	4,188.	
K-1 SUNOCO LOGISTICS PARTNERS LP	501.	0.	501.	501.	
K-1 ENERGY TRANSFER PARTNERS	1,176.	0.	1,176.	1,056.	
K-1 MAGELLAN MIDSTREAM PARTNERS	6.	0.	6.	6.	
TO PART I, LINE 4	5,902.	0.	5,902.	5,782.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 ENTERPRISE PRODUCTS PARTNERS LP	<21,416.>	1.	
K-1 ENBRIDGE ENERGY PARTNERS LP	<10,227.>	<1.>	
K-1 SUNOCO LOGISTICS	<2,568.>	<38.>	
K-1 ENERGY TRANSFER PARTNERS LP	<6,938.>	7.	
K-1 MAGELLAN MIDSTREAM PARTNERS LP	<4,482.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<45,631.>	<31.>	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	4,155.	0.		4,155.	
TO FORM 990-PF, PG 1, LN 16B	4,155.	0.		4,155.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	5,323.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	5,323.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
K-1 GSC RECOVERY IIA LP - PORTFOLIO DEDUCTIONS	9.	9.		0.	
K-1 SUNOCO LOGISTICS PARTNERS LP - INVESTMENT INTEREST	160.	160.		0.	
K-1 ENBRIDGE ENERGY PARTNERS LP - CONTRIBUTIONS	4.	0.		0.	
FILING FEE	15.	0.		15.	
K-1 SUNOCO LOGISTICS PARTNERS LP - CONTRIBUTIONS	7.	0.		0.	
PENALTY	38.	0.		0.	
K-1 ENERGY TRANSFER PARTNERS LP - CONTRIBUTIONS	28.	0.		0.	
K-1 ENERGY TRANSFER PARTNERS LP - INVESTMENT INTEREST	461.	461.		0.	
TO FORM 990-PF, PG 1, LN 23	722.	630.		15.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
EXCESS OF FAIR VALUE OF ASSETS DONATED OVER DONOR'S BASIS OF ASSETS SOLD	737,602.
BOOK / TAX DIFFERENCES IN INCOME - ENBRIDGE ENERGY PARTNERS	8.
BOOK / TAX DIFFERENCES IN INCOME - ENTERPRISE PRODUCTS PARTNERS	6.
BOOK / TAX DIFFERENCES IN INCOME - SUNOCO LOGISTICS PARTNERS	19.
BOOK / TAX DIFFERENCES IN INCOME - ENERGY TRANSFER PARTNERS	37.
BOOK / TAX DIFFERENCES IN INCOME - MAGELLAN MIDSTREAM PARTNERS	8.
TOTAL TO FORM 990-PF, PART III, LINE 5	737,680.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AM SUPERCONDUCTOR (SCOTTRADE)	63,605.	726.
REPUBLIC FIRST BC (SCOTTRADE)	296,462.	264,367.
PA R/E INVESTMENT TRUST	104,011.	89,175.
UNIFI, INC	302,235.	322,830.
ENBRIDGE ENERGY PARTNERS LP (SCOTTRADE)	52,749.	41,347.
ENTERPRISE PRODUCTS PARTNERS LP (SCOTTRADE)	153,896.	209,429.
HOME DEPOT INC (SCOTTRADE)	101,970.	192,752.
OPKO HEALTH INC	992.	519.
ENERGY TRANSFER PARTNERS	161,250.	146,675.
FEDERAL HOME LOAN MTG CORP	39,707.	25,200.
FEDERAL NATIONAL MTG CORP	41,107.	26,500.
MAGELLAN MIDSTREAM PARTNERS	370,710.	390,170.
PLAINS ALL AMERICAN PIPELINE	121,542.	127,019.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,810,236.	1,836,709.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE OF ISRAEL 10TH MACCABEE FIX DUE 1/1/18	10,000.	10,000.
STATE OF ISRAEL LIBOR FIX DUE 11-1-19	10,000.	10,000.
STATE OF ISRAEL MACCABEE FIX 2Y DUE 12/1/18	10,000.	10,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	30,000.	30,000.

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FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE
TPREF FUNDING III LTD	MARKET VALUE	99,971.
GSC RECOVERY IIA LIQUIDATING TRUST	MARKET VALUE	<1,458.>
TOTAL TO FORM 990-PF, PART II, LINE 13		98,513.



FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GARY E. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	PRESIDENT 1.00	0.	0.	0.
DANIEL A. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	DIRECTOR 1.00	0.	0.	0.
JON L. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	DIRECTOR 1.00	0.	0.	0.
MARC N. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	DIRECTOR 1.00	0.	0.	0.
VICKI O. ERLBAUM 44 W. LANCASTER AVENUE, SUITE 110 ARDMORE, PA 19003-1339	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.