

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation THE MIDDAY FOUNDATION		A Employer identification number 81-0826828	
Number and street (or P O box number if mail is not delivered to street address) 32 ALDWYN LANE		Room/suite	B Telephone number (see instructions) (215) 527-3386
City or town, state or province, country, and ZIP or foreign postal code VILLANOVA, PA 19085		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) \$ 5,861,658	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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) (see instructions))		(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 (attach schedule)	1,000,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21,460	21,460		
	4 Dividends and interest from securities	96,028	96,028		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	30,435			
	b Gross sales price for all assets on line 6a 421,853				
	7 Capital gain net income (from Part IV, line 2)		30,435		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,147,923	147,923		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	1,515	1,515		0
	b Accounting fees (attach schedule)	6,893	6,893		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,293	917		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	27,258	27,258		0
	24 Total operating and administrative expenses. Add lines 13 through 23	37,959	36,583		0
	25 Contributions, gifts, grants paid	359,600			359,600
	26 Total expenses and disbursements. Add lines 24 and 25	397,559	36,583		359,600
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	750,364			
	b Net investment income (if negative, enter -0-)		111,340		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	217,002	1,101,483	1,101,483
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)			
	b	Investments—corporate stock (attach schedule)	459,316	556,293	647,942
	c	Investments—corporate bonds (attach schedule)	650,015	893,228	881,372
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,489,733	3,015,426	3,230,861
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,816,066	5,566,430	5,861,658	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable.			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	4,816,066	5,566,430	
	30	Total net assets or fund balances (see instructions)	4,816,066	5,566,430	
31	Total liabilities and net assets/fund balances (see instructions) .	4,816,066	5,566,430		

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	4,816,066
2	Enter amount from Part I, line 27a	2	750,364
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	5,566,430
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	5,566,430

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 See Additional Data Table			
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 See Additional Data Table			
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) 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	
a See Additional Data Table			
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	30,435
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) (see instructions) If (loss), enter -0- in Part I, line 8	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 does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	215,041	4,784,106	0.044949
2015			
2014			
2013			
2012			

2 Total of line 1, column (d)	2	0.044949
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.044949
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	4,804,972
5 Multiply line 4 by line 3	5	215,979
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,113
7 Add lines 5 and 6	7	217,092
8 Enter qualifying distributions from Part XII, line 4	8	359,600

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	1,113
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	1,113
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	1,113
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	700
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	2,600
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,487
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 1,487 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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 .	8b	Yes	
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 taxable year beginning in 2017 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	Yes	

Part VII-A Statements Regarding Activities (continued)

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).	11		No
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)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► THE FOUNDATION Telephone no ► (215) 520-9466			

Located at **►** 32 ALDWYN LANE VILLANOVA PA ZIP+4 **►** 19085

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <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? <input type="checkbox"/>	1c		No
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 ► 20____, 20____, 20____, 20____			
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). <input type="checkbox"/>	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 ► 20____, 20____, 20____, 20____			
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). <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No	
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
STEPHEN P KELLY 32 ALDWYN LANE VILLANOVA, PA 19085	PRESIDENT 0 00	0	0	0
SUSAN S KELLY 32 ALDWYN LANE VILLANOVA, PA 19085	TREASURER 0 00	0	0	0

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

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

Total number of other employees paid over \$50,000. **0****3 Five highest-paid independent contractors for professional services (see instructions). 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 THE FOUNDATION DOES NOT DIRECTLY OR ACTIVELY CONDUCT ANY CHARITABLE ACTIVITIES. THE FOUNDATION DOES NOT MAINTAIN ANY SIGNIFICANT INVOLVEMENT GRANT PROGRAMS.	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 THE FOUNDATION DOES NOT MAKE ANY PROGRAM-RELATED INVESTMENTS.	0
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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	4,059,440
b	Average of monthly cash balances.	1b	818,704
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,878,144
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	4,878,144
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	73,172
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,804,972
6	Minimum investment return. Enter 5% of line 5.	6	240,249

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	240,249
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	1,113
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,113
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	239,136
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	239,136
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	239,136

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	359,600
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	359,600
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 (see instructions).	5	1,113
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	358,487

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				239,136
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			23,542	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 359,600				
a Applied to 2016, but not more than line 2a			23,542	
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.				239,136
e Remaining amount distributed out of corpus	96,922			
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	96,922			
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 instructions			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 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	96,922			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.	96,922			

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

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

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

a "Assets" alternative test—enter

(1) Value of all assets

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

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

c "Support" alternative test—enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or 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)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	359,600
b <i>Approved for future payment</i>				
CITIZENS DIPLOMACY 1515 ARCH STREET 12TH FLOOR PHILADELPHIA, PA 19102	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	100,000
EAGLES FLY FOR LEUKEMIA 1500 LIBERTY RIDGE DR SUITE 300 WAYNE, PA 19087	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	100,000
COMMUNITY LEARNING CENTER 2701 N BROAD STREET PHILADELPHIA, PA 19132	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	50,000
Total			3b	250,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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) of the Code (other than section 501(c)(3) 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.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.		
	*****	2018-11-15	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
--

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	KEVIN C LYNAM				P00299892
	Firm's name ▶ SIANA CARR O'CONNOR & LYNAM LLP				Firm's EIN ▶ 23-1420296
Firm's address ▶ 1500 E LANCASTER AVENUE SUITE 202 PAOLI, PA 19301					Phone no (610) 296-4200

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
82 652 ACS ACTIV DE CONSTRUCC Y SERV	P		
43 ACTIVISION BLIZZARD INC	P		
45 ADECCO GROUP AG ADR	P		
4 ADOBE SYSTEMS	P		
89 ADVANCE AUTO PARTS	P		
385 AEGON NV ADR	P		
19 AIA GROUP LTD SPON ADR	P		
185 AIRBUS SE UNSPONSORED ADR	P		
3 ALEXION PHARM INC	P		
9 ALIBABA GROUP HLDG LTD	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
625		502	123
2,082		1,672	410
1,688		1,464	224
540		389	151
9,540		12,625	-3,085
2,135		1,834	301
562		477	85
3,934		2,682	1,252
392		432	-40
1,073		767	306

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			123
			410
			224
			151
			-3,085
			301
			85
			1,252
			-40
			306

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
3 ALPHABET INC CL A	P		
73 AMBEV S A SPONSORED ADR	P		
20000 APPLE INC 1 000 5-03-18	P		
54 666 ARCELORMITTAL CL A NY REGISTRY	P		
235 ASTELLAS PHARMA INCADR	P		
1 AUTOZONE INC	P		
73 AXA ADS	P		
10 BAIDU INC ADS	P		
89 BANCO BILBAO VIZ ARG SA ADS	P		
16 BIOGEN INC COM	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,602		2,187	415
422		440	-18
19,944		19,972	-28
1,638		1,281	357
2,883		3,692	-809
705		545	160
1,796		1,674	122
2,645		1,792	853
718		558	160
4,440		4,293	147

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			415
			-18
			-28
			357
			-809
			160
			122
			853
			160
			147

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
8 BIOVERATIV INC	P		
12 BRISTOL MYERS SQUIBB CO	P		
2 BRITISH AMER TOB SPON ADR	P		
16 CANADIAN NATURAL RESOURCES LTD	P		
24 CARLSBERG AS	P		
53 CARTER'S	P		
5 CELGENE CORP	P		
61 CHINA MOBILE LTD	P		
152 CISCO SYS INC	P		
239 COPART INC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
387		361	26
681		873	-192
129		125	4
531		526	5
479		462	17
5,343		4,682	661
623		507	116
3,167		3,422	-255
4,714		4,084	630
8,569		7,330	1,239

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			26
			-192
			4
			5
			17
			661
			116
			-255
			630
			1,239

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
4 COSTCO WHOLESALE CORP NEW	P		
4 CROWN HLDGS INC (HOLDING CO)	P		
3 DBS GROUP HOLDINGS LTD SP	P		
63 DECKER OUTDOOR CORPORATION	P		
47 DELPHI AUTOMOTIVE PLC	P		
11 404 DELPHI TECHNOLOGIES PLC	P		
104 DEUTSCHE POST AG SPONSORED ADR	P		
62 DEXCOM INC	P		
28 DNB ASA SPONSORED ADR	P		
1 DOMINOS PIZZA INC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
693		591	102
225		218	7
168		136	32
3,266		3,411	-145
4,135		3,242	893
604		511	93
3,530		3,139	391
3,247		4,181	-934
555		392	163
213		185	28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			102
			7
			32
			-145
			893
			93
			391
			-934
			163
			28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
44 EBAY INC	P		
40 FRESENIUS MEDICAL CARE AG&CO	P		
126 GEMALTO NV SPON ADR	P		
38 HSBC HOLDINGS PLC SPON ADR NEW	P		
10 ILLUMINA INC	P		
9 INTERCEPT PHARMACEUTICALS INC	P		
121 INTESA SANPAOLO S P A ADR	P		
103 KELLOGG CO	P		
36 KOMATSU LTD SPON ADR NEW	P		
199 KONINKLIJKE AHOLD DELHAIZE NV	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,503		1,045	458
1,921		1,637	284
3,663		3,609	54
1,624		1,184	440
1,800		1,399	401
536		943	-407
1,765		1,820	-55
6,698		7,284	-586
1,131		821	310
3,652		4,296	-644

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			458
			284
			54
			440
			401
			-407
			-55
			-586
			310
			-644

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
111 KONINKLIJKE PHIL EL SP ADR NEW	P		
8000 KRAFT FOODS GROUP 3 1/2 6-06-22	P		
34 LLOYDS BANKING GROUP PLC	P		
15 MADISON SQUARE GARDEN CL A	P		
352 MAZDA MTR CORP ADR	P		
10 MERCADOLIBRE INC	P		
150 MOBILEYE N V	P		
31 MOTOROLA SOLUTIONS INC	P		
24 MURATA MANUFACTURING CO LTD	P		
9 NEW ORIENTAL ED & TECH GRP ADR	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,283		2,948	335
8,257		8,184	73
124		121	3
2,769		2,525	244
2,514		2,560	-46
2,294		1,487	807
9,138		5,924	3,214
2,781		2,279	502
809		877	-68
814		670	144

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			335
			73
			3
			244
			-46
			807
			3,214
			502
			-68
			144

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
16 NVIDIA CORPORATION	P		
31 PALO ALTO NETWORKS INC	P		
29 PANASONIC CORP - SPON ADR	P		
83 PENNEY J C CO	P		
346 PFIZER INC	P		
91 PPG INDUSTRIES INC	P		
98 PROCTER & GAMBLE	P		
2 ROYAL DUTCH SHELL PLC	P		
7 SALESFORCE COM,INC	P		
167 SEIKO EPSON CORP SUWA UNSP ADR	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,838		1,487	1,351
3,439		4,312	-873
426		317	109
585		649	-64
11,525		11,255	270
10,242		9,299	943
8,605		8,090	515
110		102	8
607		540	67
1,976		1,714	262

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,351
			-873
			109
			-64
			270
			943
			515
			8
			67
			262

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
8 SERVICENOW INC	P		
17 SHERWIN WILLIAMS COMPANY OHIO	P		
38 SKYWORKS SOLUTIONS INC	P		
371 SOCIETE GENERALE SP ADR	P		
19 SUMITOMO MITSUI FINL GROUP INC	P		
152 SUNTORY BEVERAGE AND FOOD LTD	P		
34 TOTAL S A SPON ADR	P		
75 TRACTOR SUPPLY CO	P		
1 ULTA BEAUTY INC	P		
2 UNITEDHEALTH GP INC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
822		603	219
5,199		4,748	451
3,572		2,363	1,209
3,348		2,897	451
151		145	6
3,073		3,525	-452
1,737		1,671	66
5,028		4,275	753
304		262	42
423		338	85

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			219
			451
			1,209
			451
			6
			-452
			66
			753
			42
			85

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
12000 VALERO ENERGY COR 3 650 3-15-25	P		
19 VERTEX PHARMACEUTICALS	P		
59 VIVENDI SA UNSPON ADR	P		
173 WALGREENS BOOTS ALLIANCE INC	P		
205 ZOETIS INC CLASS-A	P		
3 ACUITY BRANDS INC	P		
79 ADECCO GROUP AG ADR	P		
10 ADOBE SYSTEMS	P		
15 ADVANCE AUTO PARTS	P		
486 AEGON NV ADR	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,352		11,823	529
2,168		1,566	602
1,262		1,150	112
14,259		14,198	61
11,675		9,997	1,678
470		753	-283
2,957		2,021	936
1,482		988	494
1,536		2,219	-683
2,705		2,338	367

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			529
			602
			112
			61
			1,678
			-283
			936
			494
			-683
			367

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
16 AERCAP HOLDINGS N V	P		
3 ALEXION PHARM INC	P		
18 ALIBABA GROUP HLDG LTD	P		
6 ALPHABET INC CL A	P		
127 AMBEV S A SPONSORED ADR	P		
13 AXA ADS	P		
21 BANCO BILBAO VIZ ARG SA ADS	P		
31 BHP BILLITON PLC SPONS ADR	P		
24 BRISTOL MYERS SQUIBB CO	P		
5 CARLSBERG AS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
838		596	242
423		432	-9
2,498		1,499	999
6,109		4,294	1,815
883		766	117
390		298	92
184		132	52
1,156		809	347
1,532		1,683	-151
113		96	17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			242
			-9
			999
			1,815
			117
			92
			52
			347
			-151
			17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
12 CHARLES SCHWAB NEW	P		
40 CHINA MOBILE LTD	P		
42 CISCO SYS INC	P		
116 COPART INC	P		
6 COSTCO WHOLESALE CORP NEW	P		
69 CROWN HLDGS INC (HOLDING CO)	P		
4 DBS GROUP HOLDINGS LTD SP	P		
1 263 DELPHI TECHNOLOGIES PLC	P		
14 DEXCOM INC	P		
123 E ON SE	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
539		342	197
2,017		2,316	-299
1,333		1,129	204
3,506		2,515	991
1,161		886	275
3,900		3,750	150
252		182	70
67		43	24
658		1,184	-526
1,337		1,178	159

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			197
			-299
			204
			991
			275
			150
			70
			24
			-526
			159

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
5 EDWARD LIFESCIENCES CORP	P		
4000 ENERGY TRANSFER P 5 200 2-01-22	P		
15 ENGIE SPONS ADR	P		
49 FRESENIUS MEDICAL CARE AG&CO	P		
15000 GEN ELEC CAP CORP 5 5/8 9-15-17	P		
7 HSBC HOLDINGS PLC SPON ADR NEW	P		
32 INTERCEPT PHARMACEUTICALS INC	P		
33 INTERCONTINENTALEXCHANGE GROUP	P		
31 INTESA SANPAOLO S P A ADR	P		
41 JULIUS BAER GROUP LTD UN ADR	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
571		524	47
4,345		4,020	325
253		250	3
2,351		2,052	299
15,000		15,000	0
343		218	125
1,905		4,321	-2,416
2,225		1,754	471
621		470	151
478		327	151

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			47
			325
			3
			299
			0
			125
			-2,416
			471
			151
			151

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
12000 KRAFT FOODS GROUP 3 1/2 6-06-22	P		
17 MADISON SQUARE GARDEN CL A	P		
267 MAZDA MTR CORP ADR	P		
1 MERCADOLIBRE INC	P		
33 MONSTER BEVERAGE CORP NEW COM	P		
25 MOTOROLA SOLUTIONS INC	P		
93 MURATA MANUFACTURING CO LTD	P		
8 NIKE INC B	P		
15000 ORACLE CORP 1 200 10-15-17	P		
47 ROCHE HOLDINGS ADR	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,386		12,738	-352
3,608		2,854	754
1,906		2,154	-248
320		168	152
2,048		1,656	392
2,309		1,838	471
3,133		2,804	329
473		456	17
15,000		15,000	0
1,349		1,473	-124

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			-352
			754
			-248
			152
			392
			471
			329
			17
			0
			-124

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
31 ROYAL DSM NV SPONSORED ADR	P		
46 ROYAL DUTCH SHELL PLC	P		
7 SALESFORCE COM,INC	P		
243 SEIKO EPSON CORP SUWA UNSP ADR	P		
12 SERVICENOW INC	P		
30 SPLUNK INC	P		
3000 VALERO ENERGY COR 3 650 3-15-25	P		
12000 VERIZON CMMNCTNS 4 1/2 9-15-20	P		
10 VERTEX PHARMACEUTICALS	P		
8 VISA INC CL A	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
666		462	204
2,799		2,340	459
632		540	92
2,897		2,057	840
1,257		844	413
2,203		1,451	752
3,088		2,957	131
12,740		12,903	-163
1,488		966	522
754		621	133

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			204
			459
			92
			840
			413
			752
			131
			-163
			522
			133

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
109 VIVENDI SA UNSPON ADR	P		
15000 WELLS FARGO CO 5 5/8 12-11-17	P		
2 ZOETIS INC CLASS-A	P		
WASH SALE - ALEXION PHARM INC	P		
WASH SALE - CHINA MOBILE LTD	P		
WASH SALE - KELLOGG CO	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,331		2,063	268
15,000		15,000	0
125		93	32
40			40
18			18
102			102
2,618			2,618


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			268
			0
			32
			40
			18
			102
			2,618

Form 990PF Part XV Line 1a - 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).

STEPHEN P KELLY
SUSAN S KELLY

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITIZENS DIPLOMACY 1515 ARCH STREET 12TH FLOOR PHILADELPHIA, PA 19102	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	100,000
EAGLES FLY FOR LEUKEMIA 1500 LIBERTY RIDGE DR SUITE 300 WAYNE, PA 19087	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	125,000
BE A PART OF THE CONVERSATION PO BOX 8 HORSHAM, PA 19044	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUPTION	10,000
Total ▶ 3a				359,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CARON TREATMENT CENTERS PO BOX 150 WERNERSVILLE, PA 19565	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	1,000
CHILDREN'S HOSPITAL OF PHILADELPHIA ONCOLOGY RESEARCH 3401 CIVIC CENTER BLVD PHILADELPHIA, PA 19104	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	15,000
HEALTHY HABITATSCOLLEGE AVENUE NEWTOWN SQUARE, PA 19073	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	600
Total 				359,600
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JOSHUA HOUSE 4343 VON KARMAN AVE STE 100 NEWPORT BEACH, CA 92660	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	5,000
LCUSA2816 E 23RD ST KANSAS CITY, MO 64127	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	50,000
NEW LEAF CLUB 1225 MONTROSE AVENUE ROSEMONT, PA 19010	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	27,500
Total ▶ 3a				359,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY LEARNING CENTER 2701 N BROAD STREET PHILADELPHIA, PA 19132	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	25,000
LEUKEMIA & LYMPHOMA 100 N 20TH STREET STE 405 PHILADELPHIA, PA 19103	N/A	OTHER PUBLIC CHARITY	GENERAL CONTRIBUTION	500
Total ▶ 3a				359,600

TY 2017 Accounting Fees Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,893	6,893		0

TY 2017 Investments Corporate Bonds Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ABBVIE	25,381	25,077
AMAZON.COM	13,448	12,674
AMERICAN EXPRESS CREDIT	25,343	25,029
APPLE INC	19,659	19,794
AT & T	15,357	15,027
BANK OF AMERICA	30,059	30,672
BANK OF NEW YORK MELLON	25,265	24,992
BB&T CORP	19,703	19,714
BERKSHIRE HATHAWAY FIN	4,203	4,074
BOSTON PROPERTIES	14,122	14,150
BURLINGTON NORTH SANTA	26,975	26,430
CATERPILLAR FINL SERVICE	25,026	24,920
CAPITAL ONE FINANCIAL	12,396	11,883
CHEVRON CORP	25,652	25,122
CISCO SYSTEM	24,889	24,739
CITIGROUP INC	19,919	19,786
COMCAST	26,491	25,615
CVS CAREMARK CORP	27,125	25,974
DOW CHEMICAL COMPANY	26,990	26,213
EXXON MOBIL CORP	25,285	25,386

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FISERV INC	25,588	25,156
GOLDMAN SACHS GROUP	28,472	27,721
HUNTINGTON BANCSHARES	24,709	24,598
INTEL CORP	31,594	31,111
JP MORGAN CHASE & CO	32,391	31,516
KEYCORP	13,685	12,932
MCDONALD'S CORP	26,198	26,060
MICROSOFT CORP	29,686	29,599
NEWELL RUBBERMAID	26,226	25,869
PHILLIPS 66	16,439	15,943
REGIONS FINANCIAL CORP	4,013	3,987
STATE STREET CORP STT	20,306	20,133
SYNCHRONY FINANCIAL	20,889	20,900
TARGET CORP	4,243	4,077
UNITEDHEALTH GROUP	25,083	24,816
US BANCORP 1.95%	20,311	20,002
US BANCORP 3.70%	16,025	15,754
VERIZON COMMUNICATIONS 5.15%	22,618	22,253
VISA INC	30,372	30,669
WALLGREENS BOOTS ALLIANCE	14,779	14,833

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WELLTOWER INC	26,313	26,172

TY 2017 Investments Corporate Stock Schedule

Name: THE MIDDAY FOUNDATION
EIN: 81-0826828

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACS ACTIVE DE CONSTRUC	3,467	4,276
ACTIVISION BLIZZARD	5,241	7,725
ACUITY BRANDS	4,462	3,520
ADOBE SYSTEMS	4,250	6,659
AERCAP HOLDINGS	5,346	6,629
AIA GROUP LTD	3,616	4,793
AIRBUS GROUP	2,930	4,312
ALEXION PHARM	6,685	6,697
ALIBABA GROUP HLDGS	4,837	8,104
ALPHABET CL A	11,997	14,747
AMAZON.COM INC	6,980	10,525
AMBEV S A SPONSORED	3,464	4,089
APPLIED MATERIALS	7,147	6,646
APTIV PLC	6,175	6,532
ARCELORMITTAL CL A NY REGISTRY	3,310	4,717
AT & T INC	8,737	8,826
AUTOZONE INC	5,414	7,114
AXA ADS	3,493	4,361
BAE SYS SPON ADR	4,562	4,209
BAIDU INC ADS	4,398	5,621
BANCO BILBAO VIZ	3,303	4,165
BAYER AG SPON ADR	4,607	4,104
BHP BILLITON PLC	5,431	7,093
BRISTOL MYERS SQUIBB	6,328	6,986
BRITISH AMER TOB SPON ADR	6,437	6,833
CANADIAN NATURAL RESOURCES LTD	4,101	4,751
CARLSBERG AS	3,613	4,647
CARREFOUR SA SPONSORED	4,998	4,323
CARTER'S	2,650	3,525
CELGENE CORP	6,899	6,470

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB	4,516	6,832
CISCO SYS INC	16,682	20,950
CK HUTCHISON HLDGS	3,974	4,143
COCA COLA CO	17,373	18,857
COGNEX CORP	2,908	4,037
COSTCO WHOLESALE	4,006	4,653
CROWN HLDGS	8,555	8,775
DBS GROUP HOLDINGS	3,244	5,077
DEUTSCHE BOERSE AG UNSPON ADR	4,598	4,879
DNB ASA SPONSORED	3,267	4,121
DOMINOS PIZZA INC	4,174	4,157
DXC TECHNOLOGY COMPANY	10,677	13,286
E.ON SE	2,820	4,056
EBAY	11,892	15,624
EDWARD LIFESCIENCES CORP	5,510	6,199
ENGIE SPONS ADR	3,838	4,446
ESSILOR INTL SA SPONS ADR	4,037	4,691
FACEBOOK	6,868	9,882
FAST RETAILING LRD UNSPON ADR	4,372	4,664
FIRST REPUBLIC BANK	5,005	4,419
HSBC HOLDINGS	3,389	4,596
ILLUMINA	5,142	7,429
INTERCONTINENTAL EXCHANGE	3,629	4,375
INTESA SANPAOLO	2,973	4,290
JULIUS BAER GROUP	3,179	4,599
KELLOGG CO	2,503	2,311
KOMATSU LTD SPON	3,152	4,927
LLOYDS BANKING GROUP PLC	4,263	4,478
MEDTRONIC PLC	20,940	21,641
MERCADOLIBRE	2,551	4,405

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MITSUBISHI EST ADR	4,723	4,261
MOLSON COORS BREWING	20,750	18,548
MONSTER BEVERAGE CORP	4,313	5,633
MOTOROLA SOLUTIONS	12,282	13,732
NEW ORIENTAL ED & TECH GRP	3,563	4,418
NIKE	6,741	7,819
NVIDIA CORP	4,734	8,127
ORANGE	4,155	4,489
OTSUKA HLDGS CO LTD	4,110	4,296
PANASONIC CORP	5,354	6,561
PAYPAL HLGS INC	5,415	5,448
PIONEER NATURAL RESOURCES CO	5,302	5,013
PRICELINE GROUP	7,525	8,689
ROCHE HOLDINGS	4,561	4,832
ROYAL DSM NV SPONSORED	3,173	4,895
ROYAL DUTCH SHELL	3,802	4,870
ROYAL KPN NV SPONS	4,324	4,382
SALESFORCE.COM	5,517	7,361
SCHLUMBERGER LTD	9,158	8,693
SECOM LTD	4,510	4,430
SERVICENOW	4,668	7,171
SEVEN & I HLDGS CO LTD ADR	4,326	4,415
SHIRE PLC	4,742	4,033
SKYWORKS SOLUTIONS	7,164	8,545
SMITH & NEPHEW PLC	3,863	4,271
SPLUNK	4,938	6,793
STARBUCKS CORP	7,002	7,121
STEEL DYNAMICS INC	3,849	4,658
SUMITOMO MITSUI FINL GROUP	6,332	7,143
TATA MOTORS LTD	5,160	4,861

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TORAY INDS ADR	4,353	4,147
TOTAL SA SPON	4,062	4,588
ULTA BEAUTY INC	5,690	5,144
UNITED PARCEL SER INC CL-B	12,759	14,060
UNITEDHEALTH GP INC	3,594	4,630
VERTEX PHARMACEUTICALS	4,681	7,493
VISA INC CL A	5,018	6,955
WEBTEC	5,165	5,619

TY 2017 Investments - Other Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKROCK HI YIELD BD	AT COST	135,008	139,628
DOUBLELINE TOTAL RETURN	AT COST	460,989	450,254
ISHARES S&P	AT COST	122,409	118,702
MATTHEWS ASIA DIVIDEND INV	AT COST	108,096	128,168
SPDR S&P	AT COST	837,100	959,095
TORTOISE MLP	AT COST	155,343	156,718
VANGUARD INTL EQUITY INDEX	AT COST	606,520	699,048
VANGUARD REIT ETF	AT COST	148,564	143,970
VANGUARD SHORT-TERM CORP	AT COST	441,397	435,278

TY 2017 Legal Fees Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,515	1,515		0

TY 2017 Other Expenses Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	23,769	23,769		0
OFFICE SUPPLIES & WEBSITE	2,800	2,800		0
OTHER INVESTMENT LOSS	689	689		0

TY 2017 Substantial Contributors Schedule

Name: THE MIDDAY FOUNDATION

EIN: 81-0826828

Name	Address
STEPHEN P KELLY	32 ALDWYN LANE VILLANOVA, PA 19085
SUSAN S KELLY	32 ALDWYN LANE VILLANOVA, PA 19085

TY 2017 Taxes Schedule**Name:** THE MIDDAY FOUNDATION**EIN:** 81-0826828

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON NET INVEST INCOME	1,376	0		0
FOREIGN TAX	917	917		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491319036738	
<div>Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service</div>		<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990</div>			<div>OMB No 1545-0047</div> <div>2017</div>
<div>Name of the organization</div> <div>THE MIDDAY FOUNDATION</div>				<div>Employer identification number</div> <div>81-0826828</div>	
<div>Organization type (check one)</div>					
<div>Filers of:</div> <div>Form 990 or 990-EZ</div> <div>Form 990-PF</div>					
<div>Section:</div> <div><div><input type="checkbox"/> 501(c)() (enter number) organization</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div><div><input type="checkbox"/> 527 political organization</div><div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div><div><input type="checkbox"/> 501(c)(3) taxable private foundation</div></div>					
<div>Check if your organization is covered by the General Rule or a Special Rule.</div> <div>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</div>					
<div>General Rule</div> <div><input checked="" type="checkbox"/> 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 other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.</div>					
<div>Special Rules</div> <div><input type="checkbox"/> For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 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.</div> <div><input type="checkbox"/> 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 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.</div> <div><input type="checkbox"/> 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 <i>exclusively</i> 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 <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$</div>					
<div>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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).</div>					
<div>For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF</div> <div>Cat No 30613X</div> <div>Schedule B (Form 990, 990-EZ, or 990-PF) (2017)</div>					

Name of organization THE MIDDAY FOUNDATION	Employer identification number 81-0826828
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Part I	Contributors (See instructions) Use duplicate copies of Part I if additional space is needed
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(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEPHEN P KELLY	\$ 500,000	Person <input checked="checked" type="checkbox"/>
	32 ALDWYN LANE		Payroll <input type="checkbox"/>
	VILLANOVA, PA19085		Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	SUSAN S KELLY	\$ 500,000	Person <input checked="checked" type="checkbox"/>
	32 ALDWYN LANE		Payroll <input type="checkbox"/>
	VILLANOVA, PA19085		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)

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

(a)	(b)	(c)	(d)
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization THE MIDDAY FOUNDATION	Employer identification number 81-0826828
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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 information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(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	
	_____	_____	_____
	_____	_____	_____
	(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	