

Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

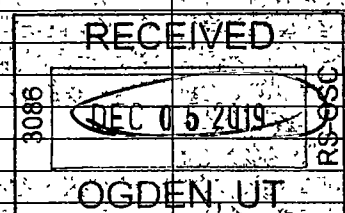
▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2018 or tax year beginning

, and ending

Name of foundation S.P. MANDELL FOUNDATION <i>SPAMU</i>		A Employer identification number 23-6274709
Number and street (or P O box number if mail is not delivered to street address) 1818 MARKET STREET	Room/suite 3220	B Telephone number (215)979-3400
City or town, state or province, country, and ZIP or foreign postal code PHILADELPHIA, PA 19103		C If exemption application is pending, check here <input type="checkbox"/> <i>6</i>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <i>04</i> <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) ▶ \$ 22,046,280.	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"/>

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>			N/A	
Revenue				
1 Contributions, gifts, grants, etc., received				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	1,398.	1,398.		STATEMENT 1
4 Dividends and interest from securities	886,645.	886,645.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	830,618.			
b Gross sales price for all assets on line 6a 6,642,960.				
7 Capital gain net income (from Part IV, line 2)		830,618.		
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	225,322.	-19,320.		STATEMENT 3
12 Total. Add lines 1 through 11	1,943,983.	1,699,341.		
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 <i>111519</i>				
b Accounting fees STMT 4	24,570.	17,199.		7,371.
c Other professional fees STMT 5	92,290.	92,290.		0.
17 Interest				
18 Taxes STMT 6	13,477.	8,477.		0.
19 Depreciation and depletion				
20 Occupancy	482,500.	241,250.		241,250.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	1,221.	361.		360.
24 Total operating and administrative expenses. Add lines 13 through 23	614,058.	359,577.		248,981.
25 Contributions, gifts, grants paid	1,787,225.			1,787,225.
26 Total expenses and disbursements. Add lines 24 and 25	2,401,283.	359,577.		2,036,206.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-457,300.			
b Net investment income (if negative, enter -0-)		1,339,764.		
c Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	207,399.	369,166.	369,166.
	2 Savings and temporary cash investments	522,248.	1,000,072.	1,000,072.
	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	399,284.	0.	0.
	b Investments - corporate stock STMT 8	18,092,069.	15,302,712.	15,302,712.
	c Investments - corporate bonds STMT 9	77,140.	75,140.	75,140.
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	7,396,090.	5,299,190.	5,299,190.	
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)	26,694,230.	22,046,280.	22,046,280.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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	26,694,230.	22,046,280.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	26,694,230.	22,046,280.		
31 Total liabilities and net assets/fund balances	26,694,230.	22,046,280.		

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	26,694,230.
2 Enter amount from Part I, line 27a	2	-457,300.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	26,236,930.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENTS	5	4,190,650.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,046,280.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			
b STATE OF ISRAEL	P		
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 6,634,360.		5,810,342.	824,018.
b 8,600.		2,000.	6,600.
c			
d			
e			

(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			824,018.
b			6,600.
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	830,618.
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))
2017	1,630,586.	25,957,679.	.062817
2016	1,455,131.	24,586,680.	.059184
2015	1,443,494.	27,155,359.	.053157
2014	1,227,648.	28,593,473.	.042935
2013	1,014,816.	25,323,267.	.040074

2 Total of line 1, column (d)	2	.258167
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	.051633
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	24,991,460.
5 Multiply line 4 by line 3	5	1,290,384.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,398.
7 Add lines 5 and 6	7	1,303,782.
8 Enter qualifying distributions from Part XII, line 4	8	2,036,206.

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)

Table with 11 rows for excise tax calculations. Includes sub-tables for credits/payments (6a-6d) and a final total of 37,610.00.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity questions (1a-10) and Yes/No columns. Includes a handwritten 'PA' in row 8a.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, and foreign country interests.

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

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about Form 4720 requirements, including disqualifying acts, taxes on failure to distribute income, and business holdings.

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A <input type="checkbox"/>	5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
1104 SERVICES CORP 1818 MARKET STREET, PHILADELPHIA, PA 19103	ADMINISTRATIVE, BOOKKEEPING AND OFFI	482,500.
UBS FINANCIAL SERVICES INC - 1735 MARKET STREET, 35TH FLOOR, PHILADELPHIA, PA 19103	INVESTMENT SERVICES	91,190.

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
	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 N/A	
	0.
2	
All other program-related investments. See instructions.	
3 N/A	
	0.

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	23,642,089.
b	Average of monthly cash balances	1b	686,305.
c	Fair market value of all other assets	1c	1,043,647.
d	Total (add lines 1a, b, and c)	1d	25,372,041.
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	25,372,041.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	380,581.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,991,460.
6	Minimum investment return. Enter 5% of line 5	6	1,249,573.

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

1	Minimum investment return from Part X, line 6	1	1,249,573.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	13,398.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	85,400.
c	Add lines 2a and 2b	2c	98,798.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,150,775.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,150,775.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,150,775.

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	2,036,206.
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	2,036,206.
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	13,398.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,022,808.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,150,775.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015	182,747.			
d From 2016	283,430.			
e From 2017	368,312.			
f Total of lines 3a through e	834,489.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 2,036,206.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				1,150,775.
e Remaining amount distributed out of corpus	885,431.			
5 Excess distributions carryover applied to 2018 (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	1,719,920.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	1,719,920.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015	182,747.			
c Excess from 2016	283,430.			
d Excess from 2017	368,312.			
e Excess from 2018	885,431.			

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- NONE**
- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- NONE**

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.
- a The name, address, and telephone number or email address of the person to whom applications should be addressed:
- MORTON MANDELL, (215) 979-3400**
1818 MARKET STREET, SUITE 3220, PHILADELPHIA, PA 19103
- b The form in which applications should be submitted and information and materials they should include:
- LETTER**
- c Any submission deadlines:
- NONE**

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

FOUNDATION MAKES GRANTS TO PUBLIC CHARITIES. NO GRANTS ARE MADE TO PRIVATE OR OPERATING FOUNDATIONS OR TO INDIVIDUALS.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT # 15 VARIOUS VARIOUS, PA 19103	NONE	VARIOUS	VARIOUS	1,787,225.
Total			▶ 3a	1,787,225.
b Approved for future payment				
SEE STATEMENT # 16 VARIOUS VARIOUS, PA 19103	NONE	VARIOUS	VARIOUS	2,538,420.
Total			▶ 3b	2,538,420.

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
BANK AND MONEY MARKET FUNDS	1,398.	1,398.	
TOTAL TO PART I, LINE 3	1,398.	1,398.	

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
BONDS	1,846.	0.	1,846.	1,846.	
PARTNERSHIPS	12,590.	0.	12,590.	12,590.	
PARTNERSHIPS	354,181.	0.	354,181.	354,181.	
SECURITIES	518,028.	0.	518,028.	518,028.	
TO PART I, LINE 4	886,645.	0.	886,645.	886,645.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	225,322.	225,322.	
PARTNERSHIP INCOME SUBJECT TO UNRELATED BUSINESS INCOME	0.	-244,642.	
TOTAL TO FORM 990-PF, PART I, LINE 11	225,322.	-19,320.	

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	24,570.	17,199.		7,371.
TO FORM 990-PF, PG 1, LN 16B	24,570.	17,199.		7,371.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT FEE	92,290.	92,290.		0.
TO FORM 990-PF, PG 1, LN 16C	92,290.	92,290.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	8,463.	8,463.		0.
FEDERAL EXCISE TAX EXPENSE	0.	0.		0.
FEDERAL UBI TAX EXPENSE	5,000.	0.		0.
STATE TAXES	14.	14.		0.
TO FORM 990-PF, PG 1, LN 18	13,477.	8,477.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	1,221.	361.		360.
FO FORM 990-PF, PG 1, LN 23	1,221.	361.		360.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
ABB LTD	570,300.	570,300.	
ABBOTT LABS	723,300.	723,300.	
ABBVIE, INC	737,520.	737,520.	
ALPHABET, INC	724,927.	724,927.	
APPLE, INC	788,700.	788,700.	
ARCHER DANIELS MIDLAND CO	573,580.	573,580.	
AT&T	627,880.	627,880.	
BRISTOL MYERS SQUIBB	727,720.	727,720.	
BLACKROCK INC	392,820.	392,820.	
CELGENE CORP	474,266.	474,266.	
CISCO SYSTEMS INC	649,950.	649,950.	
CORNING INC	906,300.	906,300.	
CVS CAREMARK CORP	655,200.	655,200.	
DOWDUPONT INC	685,614.	685,614.	
FEDEX CORP	306,527.	306,527.	
INTEL CORP	938,600.	938,600.	
ILLINOIS TOOL WORKS INC	380,070.	380,070.	
LIMESTONE BANCORP INC	55,040.	55,040.	
MERCK & CO	1,375,380.	1,375,380.	
HOMEBANCSHARES (FORMERLY STONEGATE BANK)	204,136.	204,136.	
UNITED PARCEL SERVICE INC	487,650.	487,650.	
WP CAREY INC REIT	967,032.	967,032.	
WALT DISNEY CO (HOLDING CO)	438,600.	438,600.	
VANGUARD FTSE ALL WORLD EX-US ETF	911,600.	911,600.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,302,712.	15,302,712.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
STATE OF ISRAEL BOND	75,140.	75,140.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	75,140.	75,140.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LBC CREDIT PARTNERS PARALLEL II LP	COST	1,511.	1,511.
LBC CREDIT PARTNERS PARALLEL LP	COST	5,450.	5,450.
LEM REAL ESTATE MEZZANINE FUND II LP	COST	11,210.	11,210.
LLR EQUITY PARTNERS II LP	COST	3,890.	3,890.
LLR EQUITY PARTNERS III LP	COST	205,506.	205,506.
QUAKER BIOVENTURES II LP	COST	93,441.	93,441.
QUAKER BIOVENTURES LP	COST	7,856.	7,856.
VERSA CAPITAL PARTNERS I PARALLEL LP	COST	290,126.	290,126.
AMERIGAS PARTNERS LP	FMV	632,500.	632,500.
BUCKEYE PARTNERS LP	FMV	289,900.	289,900.
ENTERPRISE PRODUCTS PARTNERS LP	FMV	1,475,400.	1,475,400.
MAGELLAN MIDSTREAM PARTNERSHIP LP	FMV	2,282,400.	2,282,400.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,299,190.	5,299,190.

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
MORTON MANDELL 3779 COVENTRY LANE BOCA RATON, FL 33496	TRUSTEE 1.00	0.	0.	0.
RONALD MANDELL 250 ALGOMA ROAD PALM BEACH, FL 33480	TRUSTEE 1.00	0.	0.	0.
GERALD MANDELL 4625 N. BORGATELLO LANE PHOENIX, AZ 85018	TRUSTEE 1.00	0.	0.	0.
JUDITH MANDELL 2355 N.W. 53RD STREET BOCA RATON, FL 33496	TRUSTEE 1.00	0.	0.	0.
MIRIAM MANDELL 237 S 18TH STREET PHILADELPHIA, PA 19103	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

S.P. MANDELL FOUNDATION**23-6274709****FORM 990-PF****GRANTS & CONTRIBUTIONS MADE DURING YEAR****STATEMENT 15**

Recipient Name and Address	Relationship	Status	Purpose	Amount
Abington Memorial Hospital Foundation 1200 Old York Road Abington, PA 19001	None	PC	Health & Related	2,500
Abramson Cancer Center 3400 Spruce Street #1600 Philadelphia, PA 19104	None	PC	Health & Related	5,000
Abramson Center For Jewish Life 1425 Horsham Road North Wales, PA 19454-1320	None	PC	Elderly & Youth	42,700
Academy of Music 260 S Broad St 16th Floor Philadelphia, PA 19102	None	PC	Arts & Theater	7,250
Academy of Natural Sciences 1900 Ben Franklin Parkway Philadelphia, PA 19103	None	PC	Arts & Theater	1,000
Albert Einstein Healthcare Network 5501 Old York Rd Philadelphia, PA 19141	None	PC	Health & Related	1,000
Alex's Lemonade 333 E Lancaster Avenue #414 Wynnewood, PA 19096	None	PC	Health & Related	6,000
Alliance to Protect 4 Barnstable Road Hyannis, MA 02601	None	PC	Other	250
Alzheimer's Assoc 225 N Michigan Ave Chicago, IL 60601	None	PC	Health & Related	200
Alzheimer's Community Care 800 Northpoint Parkway Suite 101B West Palm Beach, FL 33407	None	PC	Health & Related	100,000
Alzheimer's Disease Research 322 Eighth Avenue 7th Floor New York, NY 10001	None	PC	Health & Related	500

Recipient Name and Address	Relationship	Status	Purpose	Amount
American College of Radiology Foundation 1891 Preston White Drive Reston, VA 20191	None	PC	Elderly & Youth	1,000
American Craft Council 1224 Marshall St NE, Suite 200 Minneapolis, MN 55413	None	PC	Arts & Theater	2,500
American Friend of Israel Elwyn PO Box 828284 Philadelphia, PA 19182	None	PC	Health & Related	11,520
American Heart Association 7272 Greenville Avenue Dallas, TX 75231	None	PC	Health & Related	1,000
American Indian College Fund 8333 Greenwood Blvd Denver, CO 80221	None	PC	Schools & Colleges	500
America-Israel Cultural Foundation 1140 Broadway Suite #304 New York, NY 10001	None	PC	Arts & Theater	5,000
American Museum of Natural History 200 Central Park West New York, NY 10024	None	PC	Arts & Theater	575
American Red Cross 23rd & Chestnut Streets Philadelphia, PA 19103	None	PC	Health & Related	1,000
Angel Flight East 1501 Narcissa Road Blue Bell, PA 19422	None	PC	Health & Related	1,000
Anti-Defamation League One Penn Center, Suite 1160 Philadelphia, PA 19103	None	PC	Other	4,000
Arthur Ashe Youth Tennis & Education 4842 Ridge Avenue Philadelphia, PA 19129	None	PC	Elderly & Youth	1,000

Recipient Name and Address	Relationship	Status	Purpose	Amount
Associated Services for the Blind 919 Walnut St Philadelphia, PA 19107	None	PC	Health & Related	500
Association for Police 317 South Patrick Street Alexandna VA 22314	None	PC	Other	1,000
ASU Foundation - AZ State Univ Fulton Center 300 E University Drve PO Box 2260 Tempe, AZ 85280	None	PC	Schools & Colleges	5,000
Athenaeum of Philadelphia 219 S 6th St Philadelphia, PA 19106	None	PC	Arts & Theater	250
Autism Society of North Carolina, Inc 505 Oberlin Rd , Suite #230 Raleigh, NC 27605-1345	None	PC	Health & Related	5,000
Barrow Neurological Foundation 124 W Thomas Road Suite 250 Phoeniz, AZ	None	PC	Elderly & Youth	151,000
Better Chance in Lower Menon PO Box 213 Ardmore, PA 19003	None	PC	Schools & Colleges	250
Birth Right Israel Foundation PO Box 5892 Hicksville, NY 11802	None	PC	Directed to Other Organizations	500
Boys & Girls Club of PB County 800 Northpoint Parkway Suite 204 West Palm Beach, FL 33407	None	PC	Elderly & Youth	500
Boys & Girls Club of Philadelphia 2901 Bndge Street Philadelphia, PA 19137	None	PC	Elderly & Youth	1,000
Breastcancer Org 111 Forrest Ave , 1R Narberth, PA 19382	None	PC	Health & Related	1,000

Recipient Name and Address	Relationship	Status	Purpose	Amount
Bryn Mawr Rehab 414 Paoli Pike Malvern, PA 19355	None	PC	Health & Related	2,500
Camp Sunshine 35 Acadia Rd Casco, ME 04015	None	PC	Elderly & Youth	500
Center for Autism 3905 Ford Road, Suite 6 Philadelphia PA 19131	None	PC	Elderly & Youth	1,000
Chabad for Students of the Arts 1432 Cathanne Street Philadelphia, PA 19146-2206	None	PC	Arts & Theater	7,200
Chestnut Hill College 9601 Germantown Avenue Philadelphia, PA 19118	None	PC	Schools & Colleges	5,000
Children's Cancer Research Fund 7301 Ohms Lane, Suite 355 Minneapolis, MN 55439	None	PC	Health & Related	500
Children's Cancer Recovery Foundation 249 Lincoln Way East New Oxford, PA 17350	None	PC	Elderly & Youth	1,000
Children's Hospital Foundation 34th & Civic Center Blvd Philadelphia, PA 19104	None	PC	Health & Related	6,500
Children's Scholarship Fund - Philadelphia 100 S Broad Street #1200 Philadelphia, PA 19110	None	PC	Elderly & Youth	500
College of Physicians of Philadelphia 19 S 22nd Street Philadelphia, PA 19103-3097	None	PC	Health & Related	2,500
Community Learning Center 229 N 63rd St Philadelphia, PA 19139	None	PC	Schools & Colleges	500

Recipient Name and Address	Relationship	Status	Purpose	Amount
Congregation Emanu-El One East Sixty-Fifth Street New York, NY 10065	None	PC	Religious	5,000
Congregation Kol Emet 1360 Oxford Valley Road Yardley, PA 19067	None	PC	Religious	10,000
Congregation of Mikveh Israel 44 N 4th Street Philadelphia, PA 19106	None	PC	Religious	1,000
Congregation Shirat Ha Yam PO Box 1145 Nantucket, MA 02554	None	PC	Religious	600
Cop Wheels, Inc 1818 Market Street James J Binns Philadelphia, PA 19103	None	PC	Other	25,000
Curtis Institute of Music 1726 Locust St Philadelphia, PA 19103	None	PC	Arts & Theater	5,000
Deborah Hospital 200 Trenton Rd Browns Mills, NJ 08015	None	PC	Health & Related	500
Delaware Guidance Services for Children 1213 Delaware Avenue Wilmington, DE 19806	None	PC	Elderly & Youth	5,000
Delaware Valley College 700 E Butler Ave Doylestown, PA 18901	None	PC	Schools & Colleges	126,000
Doctors Without Borders P O Box 5030 Hagerstown, MD 21741	None	PC	Health & Related	2,250
Dominican Shrine of St Jude 411 East 68 St New York, NY 10021	None	PC	Religious	1,000
Drexel University 3141 Chestnut St Philadelphia PA, 19104	None	PC	Schools & Colleges	100,000

S.P. MANDELL FOUNDATION**23-6274709****FORM 990-PF****GRANTS & CONTRIBUTIONS MADE DURING YEAR****STATEMENT 15**

Recipient Name and Address	Relationship	Status	Purpose	Amount
Ed Snider Youth Hockey Foundation 3601 S Broad Street Philadelphia, PA 19148	None	PC	Elderly & Youth	1,000
Education & Research Foundation Fund 1850 Samuel Morse Drive Reston, VA 20190-5316	None	PC	Health & Related	55,000
Episcopal Charities of the Diocese of New York 1047 Amsterdam Avenue New York, NY 10025	None	PC	Directed to Other Organizations	300
FL Atlantic Univ Foundation 777 Glades Road Boca Raton, FL 33431	None	PC	Schools & Colleges	500
Food for the Poor Inc 6401 Lyon Road Coconut Creek, FL 33097	None	PC	Other	500
Fox Chase Cancer Prevention Center 333 Cottman Avenue Philadelphia, PA 19111	None	SONFI	Health & Related	300
Franklin Institute 222 N 20th Street Philadelphia, PA 19103	None	PC	Arts & Theater	18,500
Free Library of Philadelphia Foundation 1901 Vine St , Suite #111 Philadelphia, PA 19103	None	PC	Schools & Colleges	500
Friends Home 642 N Broad St Philadelphia, PA 19130	None	PC	Elderly & Youth	1,000
Friends of Nantucket Historical Association PO Box 1016 Nantucket, MA 02554	None	PC	Schools & Colleges	3,000
Friends of Rittenhouse Square 150 Summit Avenue Upper Darby, PA 19082	None	PC	Other	1,500
Gersham YMCA 401 South Broad Street Philadelphia, PA 19147	None	PC	Directed to Other Organizations	1,000

Recipient Name and Address	Relationship	Status	Purpose	Amount
Gratz College Old York Road & Melrose Ave Melrose Park, PA 19027	None	PC	Schools & Colleges	5,500
Grey Nuns of the Sacred Heart 1750 Quarry Rd Yardley, PA 19067-3998	None	PC	Religious	500
Habitat for Humanity International 322 W Lamar Street Americus, GA 31709	None	PC	Other	1,500
Hand Conservatory of Music Inc 2285 Potomac Road Boca Raton, FL 33431	None	PC	Arts & Theater	3,000
Hearng Health Foundation 363 Seventh Avenue, 10th Floor New York, NY 10001-3904	None	PC	Elderly & Youth	1,000
Hebrew University Two Bala Plaza, Suite 300 New York, NY 10021	None	PC	Schools & Colleges	10,000
Helpusadopt org P O Box 787 New York, NY 10150	None	PC	Elderly & Youth	6,900
Hepatitis B Foundation 3805 Old Easton Road Doylestown, PA 18902	None	PC	Health & Related	500
Hill Top Preparatory School 737 S Ithan Avenue Bryn Mawr, PA 19010	None	PC	Schools & Colleges	20,000
Hoffman Homes for Youth 815 Orphanage Road Littlestown, PA 17340	None	PC	Elderly & Youth	1,000
Holy Ground Shelter for the Homeless 200 W 20th Street Riviera Beach, FL 33404	None	PC	Elderly & Youth	1,000

Recipient Name and Address	Relationship	Status	Purpose	Amount
Humane Society of America 2100 L St , NW Washington, D C 20037	None	PC	Other	750
Inglis House 2600 Belmont Ave Philadelphia, PA 19131	None	PC	Health & Related	1,000
Israel Tennis Center 432 Park Avenue S 4th Floor New York, New York 10016	None	PC	Elderly & Youth	500
Jefferson Medical College 1020 Walnut Street Philadelphia, PA 19107	None	PC	Schools & Colleges	3,000
JEVS Human Services 1845 Walnut St, 7th Floor Philadelphia, PA 19103-4707	None	PC	Schools & Colleges	1,000
Jewish Family & Children's Services 2100 Arch Street 5th Floor Philadelphia, PA 19103	None	PC	Other	6,000
Jewish Federation of Greater Philadelphia 2100 Arch Street Philadelphia PA 19103	None	PC	Directed to Other Organizations	53,500
Jewish Federation of South Palm Beach 9901 Donna Klein Blvd Boca Raton, FL 33428-1788	None	PC	Directed to Other Organizations	21,500
Jewish National Fund - Philadelphia 2100 Arch Street, Floor 3 Philadelphia, PA 19103	None	PC	Other	1,500
Jewish Theological Seminary of America 1518 Walnut Street, Suite 1100 Philadelphia, PA 19102	None	PC	Religious	7,500
John & Alice Fullam Memorial Scholarship 275 Swamp Road Newtown, PA 18940	None	PC	Schools & Colleges	500

Recipient Name and Address	Relationship	Status	Purpose	Amount
Juvenile Diabetes Foundation 2200 Benjamin Franklin Parkway Philadelphia, PA 19103	None	PC	Health & Related	2,500
Kravis Center for Performing Arts 701 Okeechobee Blvd West Palm Beach, FL 33401-6399	None	PC	Arts & Theater	5,000
Lankenau Medical Center 100 E Lancaster Avenue Wynnewood, PA 19096	None	PC	Health & Related	500
LaSalle University 1900 West Olney Avenue Philadelphia, PA 19141	None	PC	Schools & Colleges	26,000
Little Sisters of the Poor 5300 Chester Avenue Philadelphia, PA 19143	None	PC	Religious	200
Living Beyond Breast Cancer 40 Monument Rd Bala Cynwyd, PA 19004	None	PC	Health & Related	2,500
Lymphoma Research Foundation 115 Broadway, Suite 1301 New York, NY 10006	None	PC	Health & Related	250
Main Line Art Center 746 Panmure Road Haverford, PA 19041	None	PC	Arts & Theater	20,000
Make a Wish Foundation 4742 N 24th Street Suite 400 Phoenix, AZ 85016 4862	None	PC	Other	2,000
Manna Chantable Foundation 17638 132nd Avenue Jamaica, NY 11434	None	PC	Other	300
March of Dimes 1275 Mamaroneck Avenue White Plains, NY 10605	None	PC	Health & Related	500

Recipient Name and Address	Relationship	Status	Purpose	Amount
Maria Mitchell Association 89 Nantucket Avenue Nantucket, MA 02554	None	PC	Other	200
Massachusetts General Hospital Fruit Street Boston, MA 02114	55 None	PC	Health & Related	500
Mayo Clinic 13400 E Shea Blvd Scottsdale, AZ 85259	None	PC	Health & Related	1,000
Melmark 2600 Wayland Road Berwyn, PA 19312	None	PC	Health & Related	5,000
Memorial Sloan Kettering 1275 York Avenue (Between 67th and 68th Streets) New York, NY 10065	None	PC	Health & Related	1,000
Mercy Corps 45 SW Ankeny Street Portland, OR 97204	None	PC	Other	500
Metropolitan Opera Association The Lincoln Center New York, NY 10023	None	PC	Arts & Theater	4,250
Moore College of Art & Design 20th Street and The Parkway Philadelphia, PA 19103	None	PC	Arts & Theater	2,500
Mount Sinai Medical Center One Gustave L Levy Place New York, NY 10029	None	PC	Health & Related	10,000
Mutter Museum 19 S 22nd Street Philadelphia, PA 19103	None	PC	Health & Related	100
NAMI PA 2149 N 2nd Street Harrisburg, PA 17121	None	PC	Health & Related	500

FORM 990-PF

GRANTS & CONTRIBUTIONS MADE DURING YEAR

STATEMENT 15

Recipient Name and Address	Relationship	Status	Purpose	Amount
Nantucket Boys & Girls Club 61 Sparks Ave Nantucket, MA 02554	None	PC	Elderly & Youth	1,500
Nantucket Conservation Fund PO Box 13 Nantucket, MA 02554	None	PC	Other	1,000
Nantucket Cottage Hospital 57 Prospect Street Nantucket, MA 02554	None	PC	Health & Related	35,000
Nantucket Firemen 131 Pleasant Street Nantucket, MA 02554	None	PC	Other	200
Nantucket Food Fuel Rental Assistance PO Box 2597 Nantucket, MA 02584-2597	None	PC	Elderly & Youth	100
Nantucket Historical Association P O Box 1016 Nantucket, MA 02554-1016	None	PC	Other	3,675
Nantucket Lightship Basket Museum 49 Union Street Nantucket, MA 02554	None	PC	Arts & Theater	150
Nantucket Preservation Trust 2 Union Street Nantucket, MA 02554	None	PC	Arts & Theater	2,000
Nantucket Safe Harbor for Animals 21 Crooked Lane Nantucket, MA 02554	None	PC	Directed to Other Organizations	1,000
Nantucket Wine & Food Festival Chantable Foundation 480 Pleasant Street Suite B210 Waltham, MA 02472	None	PC	Directed to Other Organizations	500
National Children's Cancer Society S Memorial Drive Suite 800 Louis, MO 63102	1 None St	PC	Health & Related	750
National Liberty Museum 321 Chestnut Street Philadelphia, PA 19106	None	PC	Arts & Theater	10,000

S.P. MANDELL FOUNDATION

23-6274709

FORM 990-PF

GRANTS & CONTRIBUTIONS MADE DURING YEAR

STATEMENT 15

Recipient Name and Address	Relationship	Status	Purpose	Amount
National Museum of American Jewish History 55 North 5th Philadelphia, PA 19106	None	PC	Arts & Theater	30,000
National Wildlife Federation PO Box 1691 Merrifield, VA 22116	None	PC	Other	250
New Horizons Senior 206 Pnce Avenue PO Box 85 Narberth, PA 19072	None	PC	Elderly & Youth	300
North Shore Animal League 25 Davis Avenue Port Washington, NY 11050	None	PC	Other	500
Opera Company of Philadelphia 510 Walnut Street Suite 1500 Philadelphia, PA 19106	None	PC	Arts & Theater	20,000
Osher Lifelong Learning Institute 777 Glades Road Building 31D Boca Raton, FL 33431	None	PC	Arts & Theater	1,000
Palm Beach Opera 1800 S Australian Ave #301 West Palm Beach, FL 33409	None	PC	Arts & Theater	5,000
Pancreatic Cancer Foundation Box 1848 CO 80502	PO None Longmont,	PC	Health & Related	200
Parkinson Voice Project 646 N Coit Road Suite 2250 Richardson, TX 75080	None	PC	Health & Related	2,825
Peacehaven Farm 1458 NC-61 Whitsett NC 27377	None	PC	Elderly & Youth	100,000
Pennsylvania Ballet 1819 JFK Blvd Suite 210 Philadelphia, PA 19103-5306	None	PC	Arts & Theater	250

FORM 990-PF

GRANTS & CONTRIBUTIONS MADE DURING YEAR

STATEMENT 15

Recipient Name and Address	Relationship	Status	Purpose	Amount
Philabundance PO Box 37555 Philadelphia, PA 19148-7555	None	PC	Other	100
Philadelphia Children's Alliance 300 E Hunting Park Avenue Philadelphia, PA 19124	None	PC	Elderly & Youth	1,000
Philadelphia Education Fund 7 Ben Franklin Parkway Suite 700 Philadelphia, PA 19103	None	PC	Schools & Colleges	1,000
Philadelphia Holocaust Remembrance Foundation 2100 Arch Street 4th Floor Philadelphia, PA 19103	None	PC	Directed to Other Organizations	5,000
Philadelphia Museum of Art 26th Street and Benjamin Franklin Parkway Philadelphia, PA 19130	None	PC	Arts & Theater	7,100
Philadelphia Youth Orchestra PO Box 41810 Philadelphia, PA 19101	None	PC	Elderly & Youth	1,500
Philadelphia Zoo 3400 West Girard Avenue Philadelphia, PA 19104	None	PC	Other	2,500
Phoenix Children's Hospital 1919 East Thomas Road Phoenix, AZ 85016	None	PC	Health & Related	51,500
Please Touch Museum 210 N 21st Street Philadelphia, PA 19103	None	PC	Elderly & Youth	500
Police Athletic League 2524 East Clearfield Street Philadelphia, PA 19134-5098	None	PC	Elderly & Youth	2,000
Project HOME 1515 Fairmont Ave Philadelphia, PA 19130	None	PC	Health & Related	500

FORM 990-PF

GRANTS & CONTRIBUTIONS MADE DURING YEAR

STATEMENT 15

Recipient Name and Address	Relationship	Status	Purpose	Amount
Recording for the Blind and Dyslexic 215 W Church Rd , Suite #111 King of Prussia, PA 19405	None	PC	Health & Related	500
Rock School of Dance Education 1101 S Broad Street Philadelphia, PA 19147	None	PC	Arts & Theater	5,000
Roentgen Fund 44211 Slatestone Court Leesburg, VA 20176-5109	None	PC	Health & Related	4,000
RSNA Research & Education Foundation 820 Jon Blvd Oak Brook, IL 60523	None	PC	Health & Related	2,500
Sail to Prevail for Autism P O Box 1264 Newport, RI 02840	None	PC	Other	2,500
Salvation Army 615 Slaters Lane Alexandna, VA 22313	None	PC	Other	500
Settlement Music School 416 Queen Street Phiadelfia, PA 19147	None	PC	Arts & Theater	1,000
Simon Wiesenthal Center 1399 South Roxbury Dr Los Angeles, CA 90035	None	PC	Other	2,000
Sisters of St Francis Foundation 609 Convent Road Aston, PA 19014	None	PC	Elderly & Youth	500
Sisters of St Joseph 9701 Germantown Avenue Philadelphia, PA 19118	None	PC	Religious	500
SPCA International 242 W 30th Street New York, NY 10001	None	PC	Other	500

S.P. MANDELL FOUNDATION**23-6274709****FORM 990-PF****GRANTS & CONTRIBUTIONS MADE DURING YEAR****STATEMENT 15**

Recipient Name and Address	Relationship	Status	Purpose	Amount
Special Olympics PA 2570 Boulevard of the Generals, Suite 124 Norristown, PA 19403	None	PC	Elderly & Youth	1,250
St Ignatius Nursing Home 4401 Haverford Ave Philadelphia, PA 19104	None	PC	Elderly & Youth	1,000
St Joseph's Preparatory School 1733 W Girard Avenue Philadelphia, PA 19130	None	PC	Religious	5,000
St Jude's Children's Hospital PO Box 50 Memphis, TN 38101	None	PC	Health & Related	1,000
St Malachy's Church 1429 North 11th St Philadelphia, PA 19122	None	PC	Religious	500
St Mary Magdalen Parish 7 Shapley Road Wilmington, DE 19803	None		Religious	10,000
St Mary's/Our Lady of the Isle 3 Federal St Nantucket, MA 02554	None	PC	Religious	250
Stand Up & Learn - Nantucket Comedy Festival PO Box 2336 Nantucket, MA 02584	None	PC	Elderly & Youth	1,750
Temple Adath Israel Old Lancaster Rd & Highland Ave Menon, PA 19066	None	PC	Religious	130,180
Temple University Health System 1801 Liacouras Walk Philadelphia, PA 19122	None	PC	Health & Related	5,000
Theatre Workshop of Nantucket Inc PO Box 1297 Nantucket, MA 02554	None	PC	Arts & Theater	1,000
The Bames Foundation 2025 Benjamin Franklin Parkway Philadelphia, PA 19130	None	PC	Arts & Theater	1,500

S.P. MANDELL FOUNDATION**23-6274709****FORM 990-PF****GRANTS & CONTRIBUTIONS MADE DURING YEAR****STATEMENT 15**

Recipient Name and Address	Relationship	Status	Purpose	Amount
Thomcroft 190 Line Rd Malvern, PA 19355	None	PC	Health & Related	500
Trustees of University of Pennsylvania 3440 Market St , Suite 100 Philadelphia, PA 19104-3335	None	PC	Schools & Colleges	303,000
U S Fund for UNICEF 125 Maiden Ln New York, NY 10038	None	PC	Health & Related	1,000
US Holocaust Memorial 100 Raoul Wallenburg Place, SW Washington DC 20024-2126	None	PC	Other	5,600
United Way of Palm Beach County 2600 Quantum Blvd Boynton Beach, FL 33426	None	PC	Directed to Other Organizations	6,000
United Way of Southeastern Pennsylvania 7 Benjamin Franklin Parkway Philadelphia, PA 19103	None	PC	Directed to Other Organizations	2,500
USA for UNHCR PO Box 97114 Washington, DC 20077-7282	None	PC	Directed to Other Organizations	500
Valley of Sun United Way 15 East Osborn Road Phoenix, AZ 85014	None	PC	Directed to Other Organizations	6,000
Villanova University 800 Lancaster Ave Villanova, PA19085	None	PC	Schools & Colleges	500
Walnut Street Theatre 825 Walnut St Philadelphia, PA 19107	None	PC	Arts & Theater	1,500
WCAI / WNAN The Cape and Islands NPR Station 3 Water Street Woods Hole, MA 02543	None	PC	Arts & Theater	200

S.P. MANDELL FOUNDATION**23-6274709****FORM 990-PF****GRANTS & CONTRIBUTIONS MADE DURING YEAR****STATEMENT 15**

Recipient Name and Address	Relationship	Status	Purpose	Amount
WHYY Independence Mall West 50 N 6th Street Philadelphia, PA 19106	None	PC	Arts & Theater	500
William Holden Wildlife Foundation P O Box 16637 Beverly Hills, CA 90049	None	PC	Directed to Other Organizations	500
Winn Feline Foundation 390 Amwell Rd Ste 403 Hillsborough, NJ 08844	None	PC	Other	1,000
Wistar Institute 3601 Spruce Street, Suite 242 Philadelphia, PA 19104	None	PC	Health & Related	1,500
Wounded Warrior Project 4899 Belfort Road, Suite 300 Jacksonville, FL 32256	None	PC	Directed to Other Organizations	1,000
Zionist Organization of America 4 E 34th St New York, NY 10016	None	PC	Other	2,000
				<hr/> <u>1,787,225</u>

GRANTS & CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHIP	AMOUNT
ABRAHMSON CENTER FOR JEWISH LIFE 1425 HORSHAM ROAD NORTH WALES, PA 19454	PC	ELDERLY & YOUTH	NONE	50,000
AMERICAN FRIENDS OF ISRAEL ELWYN P O BOX 828284 PHILADELPHIA, PA 19182	PC	HEALTH	NONE	11,520
CHABAD FOR STUDENTS FOR THE ARTS 1432 CATHARINE ST PHILADELPHIA, PA 19146	PC	SCHOOLS	NONE	14,400
DELAWARE VALLEY COLLEGE 700 EAST BUTLER AVE DOYLESTOWN, PA 18901	PC	SCHOOLS	NONE	50,000
DREXEL UNIVERSITY 3141 CHESTNUT AVE PHILADELPHIA, PA 19104	PC	SCHOOLS	NONE	300,000
FJA MANDELL CAMPUS MAINTENANCE 226 S 16TH ST PHILADELPHIA, PA 19102	PC	CONDUIT	NONE	125,000
HELP US ADOPT ORG 845 3RD AVE NEW YORK, NY 10022	PC	OTHER	NONE	12,500
JEWISH FAMILY AND CHILDRENS SERVICES 2100 ARCH ST PHILADELPHIA, PA 19103	PC	ELDERLY & YOUTH	NONE	10,000
MAIN LINE ARTS CENTER 746 PANMURE RD HAVERFORD, PA 19041	PC	ARTS & THEATRE	NONE	20,000
NATIONAL MUESEUM OF JEWISH HISTORY 101 SOUTH INDEPENDENCE MALL E PHILADELPHIA, PA 19106	PC	EDUCATION	NONE	20,000
PEACEHAVEN COMMUNITY FARM 1458 NC HIGHWAY 61 WHITSETT, NC 27377	PC	ELDERLY & YOUTH	NONE	150,000
PHOENIX CHILDREN'S HOSPITAL 1919 E THOMAS RD PHOENIX, AZ 85016	PC	HEALTH	NONE	50,000
TEMPLE ADATH ISRAEL OLD LANCASTER RD & HIGHLAND AVE MERION, PA 19066	PC	RELIGIOUS	NONE	375,000
TEMPLE ADATH ISRAEL OLD LANCASTER RD & HIGHLAND AVE MERION, PA 19066	PC	RELIGIOUS	NONE	250,000
UNIVERSITY OF PENNSYLVANIA HOSPITAL SGM SCHOLARSHIP 3535 MARKET STREET PHILADELPHIA, PA 19104	PC	HEALTH	NONE	800,000
UNIVERSITY OF PENNSYLVANIA HOSPITAL PAVILLION 3535 MARKET STREET PHILADELPHIA, PA 19104	PC	HEALTH	NONE	300,000
TOTAL TO FORM 990-PF, PART XV, LINE 3B				<u>\$ 2,538,420</u>