Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions

Name of foundation
HERBERT & ROSALIE GOLDBERG
FAMILY FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
191 PRESIDENTIAL BLVD. | PH 1

City or town, state, and ZIP code
BALA-CYNWYD, PA 19004

A Employer identification number
30-0127167

B Telephone number

C If exemption application is pending, check here ▶ [ ]
D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 827,422.

J Accounting method: [X] Cash [ ] Accrual [ ] 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 ▶ [ ]

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Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	607.	607.		STATEMENT 2
4 Dividends and interest from securities	27,871.	27,871.		STATEMENT 3
5a Gross rents	7.	7.		STATEMENT 4
b Net rental income or (loss) 7.				
6a Net gain or (loss) from sale of assets not on line 10	19,765.			STATEMENT 1
b Gross sales price for all assets on line 6a 633,515.				
7 Capital gain net income (from Part IV, line 2)		27,091.		
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	871.	871.		STATEMENT 5
12 **Total.** Add lines 1 through 11	49,121.	56,447.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 6	1,500.	750.		750.
c Other professional fees				
17 Interest				
18 Taxes STMT 7	356.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	4,000.	0.		4,000.
22 Printing and publications				
23 Other expenses STMT 8	7,554.	7,195.		359.
24 **Total operating and administrative expenses.** Add lines 13 through 23	13,410.	7,945.		5,109.
25 Contributions, gifts, grants paid	53,600.			53,600.
26 **Total expenses and disbursements.** Add lines 24 and 25	67,010.	7,945.		58,709.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-17,889.			
b **Net investment income** (if negative, enter -0-)		48,502.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions.** Form **990-PF** (2009)

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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	165,322.	151,380.	151,380.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	593,535.	604,960.	676,042.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	758,857.	756,340.	827,422.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	758,857.	756,340.	
	30 **Total net assets or fund balances**	758,857.	756,340.	
	31 **Total liabilities and net assets/fund balances**	758,857.	756,340.	

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	758,857.
2	Enter amount from Part I, line 27a	2	-17,889.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	15,700.
4	Add lines 1, 2, and 3	4	756,668.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	328.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	756,340.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
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	633,363.		606,424.	26,939.
b	152.			152.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				26,939.
b				152.
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	27,091.
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 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))
2008	56,871.	965,891.	.058879
2007	6,124.	1,344,107.	.004556
2006	0.	531,645.	.000000
2005			
2004			

2	**Total** of line 1, column (d)	2	.063435
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	.021145
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	764,813.
5	Multiply line 4 by line 3	5	16,172.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	485.
7	Add lines 5 and 6	7	16,657.
8	Enter qualifying distributions from Part XII, line 4	8	58,709.

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 ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b			1	485.
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	485.
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	485.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a			
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			
7 Total credits and payments. Add lines 6a through 6d			7	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** SEE STATEMENT 12 ▶			9	485.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA,NY			
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	

14 The books are in care of ▶ DR. HERBERT I. GOLDBERG Telephone no. ▶
Located at ▶ 191 PRESIDENTIAL BLVD., PH#1, BALA-CYNWYD, PA ZIP+4 ▶ 19004

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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 page 20 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, 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
DR. HERBERT I. GOLDBERG 191 PRESIDENTIAL BLVD., PH#1 BALA CYNWYD, PA 19004	PRESIDENT 1.00	0.	0.	0.
ROSALIE A. GOLDBERG 191 PRESIDENTIAL BLVD., PH#1 BALA CYNWYD, PA 19004	VICE-PRESIDENT 1.00	0.	0.	0.
LAURA RAAB 102 Copples LANE Wallingford, PA 19086	VICE-PRESIDENT 1.00	0.	0.	0.
ALAN GOLDBERG 461 SE 18th Ave, Deerfield Beach, FL 33441	VICE-PRESIDENT 1.00	0.	0.	0.

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

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2009)

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Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	607,928.
b	Average of monthly cash balances	1b	168,532.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	776,460.
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	776,460.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,647.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	764,813.
6	**Minimum investment return.** Enter 5% of line 5	6	38,241.

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	38,241.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 485.		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	485.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	37,756.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	37,756.
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	37,756.

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	58,709.
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	58,709.
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	485.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	58,224.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				37,756.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			47,956.	
b Total for prior years: 2007, ____, ____		4,206.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 58,709.				
a Applied to 2008, but not more than line 2a			47,956.	
b Applied to undistributed income of prior years (Election required - see instructions) *		4,206.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				6,547.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (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	0.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				31,209.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

* SEE STATEMENT 15

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 2009, 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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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 the 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).)

DR. HERBERT I. GOLDBERG

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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number 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 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 SCHEDULE ATTACHED	NONE	OTHER PUBLIC CHARITY	GENERAL	53,600.
Total			▶ **3a**	53,600.
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0.

923611 02-02-10

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	607.	
4 Dividends and interest from securities			14	27,871.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property			14	7.	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	871.	
8 Gain or (loss) from sales of assets other than inventory			18	19,765.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		49,121.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 49,121.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

923621
02-02-10

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) 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
N/A		

Sign Here

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

Herbert L Goldberg — Signature of officer or trustee | 11-15-10 Date | President Title

Paid Preparer's Use Only

Preparer's signature	[signature] CPA	Date 11/11/10	Check if self-employed ☐	Preparer's identifying number 094-42-3014
Firm's name (or yours if self-employed), address, and ZIP code	WEISERMAZARS LLP 135 WEST 50TH STREET NEW YORK, NY 10020	EIN	Phone no. 212.812.7000

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
633,363.	613,750.	0.	0.	19,613.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTIONS		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
152.	0.	0.	0.	152.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	19,765.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
PARTNERSHIP INTEREST	41.
SMITH BARNEY	566.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	607.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SMITH BARNEY	27,871.	0.	27,871.
TOTAL TO FM 990-PF, PART I, LN 4	27,871.	0.	27,871.

FORM 990-PF RENTAL INCOME STATEMENT 4

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
THROUGH PENGROWTH ENERGY TRUST	1	7.
TOTAL TO FORM 990-PF, PART I, LINE 5A		7.

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP AND ROYALTY INCOME	871.	871.	
TOTAL TO FORM 990-PF, PART I, LINE 11	871.	871.	

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WEISER LLP	1,500.	750.		750.
TO FORM 990-PF, PG 1, LN 16B	1,500.	750.		750.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	356.	0.		0.
TO FORM 990-PF, PG 1, LN 18	356.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	6,604.	6,604.		0.
FILING FEE	100.	0.		100.
MISC EXPENSE	259.	0.		259.
PARTNERSHIP INVESTMENT EXPENSES	591.	591.		0.
TO FORM 990-PF, PG 1, LN 23	7,554.	7,195.		359.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT IN RETAINED EARNINGS	15,700.
TOTAL TO FORM 990-PF, PART III, LINE 3	15,700.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
PARTNERSHIP INCOME NOT INCLUDED FOR BOOK PURPOSES	328.
TOTAL TO FORM 990-PF, PART III, LINE 5	328.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SECURITIES SEE ATTACHED	COST	604,960.	676,042.
TOTAL TO FORM 990-PF, PART II, LINE 13		604,960.	676,042.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT 12

TAX DUE FROM FORM 990-PF, PART VI	485.
LATE PAYMENT INTEREST	10.
LATE PAYMENT PENALTY	15.
TOTAL AMOUNT DUE	510.

FORM 990-PF	LATE PAYMENT PENALTY	STATEMENT 13

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/10	485.	485.	6	15.
DATE FILED	11/15/10		485.		
TOTAL LATE PAYMENT PENALTY					15.

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT 14

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/10	485.	485.	.0400	184	10.
DATE FILED	11/15/10		495.			
TOTAL LATE PAYMENT INTEREST						10.

FORM 990-PF ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO APPLY EXCESS QUALIFYING DISTRIBUTIONS TO PRIOR YEAR'S UNDISTRIBUTED INCOME STATEMENT 15

GOLDBERG FAMILY FOUNDATION INC
EIN: 30-0127167
191 PRESIDENTIAL BLVD. STE PH 1
BALA CYNWYD, PA 19004

PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE ABOVE REFERENCED FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF UNDISTRIBUTED INCOME FROM THE TAX YEAR ENDING 2007 IN THE AMOUNT OF $4,206.

SIGNED: Herbert L. Goldberg 11-15-10
DATE

HERBERT GOLDBERG President
NAME AND TITLE

GOLDBERG FAMILY FOUNDATION INC

Schedule E

Distributions

			Distribution Value		
A BUDDY FOR LIFE					
01/07/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
A F S P					
11/19/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
AICR					
01/07/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
ALPHA OMEGA ALPHA					
02/17/2009	Cash	$	300.00		
Total To Or For Beneficiary				**$**	**300.00**
ALZHEIMERS ASSOCIATION					
01/07/2009	Cash	$	100.00		
02/18/2009	Cash		100.00		
Total To Or For Beneficiary				**$**	**200.00**
AMERICAN ACADEMY OF NEURO					
01/07/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
AMERICAN CANCER SOCIETY					
09/15/2009	Cash	$	250.00		
Total To Or For Beneficiary				**$**	**250.00**
ANTI-DEFAMATION LEAGUE					
12/23/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**

Schedule E (Continued)

		Distribution Value			
ASHNR					
06/26/2009	Cash	$	50.00		
Total To Or For Beneficiary				**$**	**50.00**
B R C H G PINK					
09/04/2009	Cash	$	250.00		
Total To Or For Beneficiary				**$**	**250.00**
B'NAI B'RITH					
01/07/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
BALA CYNWYD LIBRAYR					
01/07/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
BOY SCOUTS OF AMERICA					
01/07/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
BOYS AND GIRLS CLUB					
09/04/2009	Cash	$	250.00		
Total To Or For Beneficiary				**$**	**250.00**
BRYN MAWR FILM INSTITUTE					
01/07/2009	Cash	$	1,000.00		
Total To Or For Beneficiary				**$**	**1,000.00**
BUCKS COUNTY OPERA ASSOCIATION					
02/02/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
COLLEGE OF PHYSICIANS					
12/23/2009	Cash	$	130.00		
Total To Or For Beneficiary				**$**	**130.00**

			Distribution Value		
COMMUNITY ARTS CENTER					
12/08/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
CONGREGATION RODEPH SHALO					
10/19/2009	Cash	$	450.00		
12/01/2009	Cash		100.00		
12/08/2009	Cash		180.00		
Total To Or For Beneficiary				**$**	**730.00**
DREXEL UNIVERSITY					
05/26/2009	Cash	$	100.00		
12/08/2009	Cash		250.00		
Total To Or For Beneficiary				**$**	**350.00**
DRUG POLICY ALLIANCE					
12/08/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
EDUCATION FOUNDATION					
07/02/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
EFEPA					
12/10/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
EGOFO PRODUCTIONS					
06/21/2009	Cash	$	100.00		
07/14/2009	Cash		3,000.00		
Total To Or For Beneficiary				**$**	**3,100.00**
EPILEPSY FOUNDATION EPA					
01/07/2009	Cash	$	100.00		

Schedule E (Continued)

			Distribution Value		
EPILEPSY FOUNDATION EPA (Continued)					
Total To Or For Beneficiary				**$**	**100.00**
FRACTURED ATLAS					
12/05/2009	Cash	$	1,000.00		
Total To Or For Beneficiary				**$**	**1,000.00**
FRIENDS OF THE RADNOR LIB.					
05/26/2009	Cash	$	125.00		
Total To Or For Beneficiary				**$**	**125.00**
FRIENDS SELECCT SCHOOL					
02/23/2009	Cash	$	200.00		
12/08/2009	Cash		250.00		
Total To Or For Beneficiary				**$**	**450.00**
GEORGESNOW SCHOLARSHIP FUND					
08/17/2009	Cash	$	200.00		
Total To Or For Beneficiary				**$**	**200.00**
HEDGEROW THEATER					
12/08/2009	Cash	$	300.00		
Total To Or For Beneficiary				**$**	**300.00**
HELEN KATE FURNESS LIBRARY					
12/08/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
IN THE PINES					
01/07/2009	Cash	$	5,000.00		
12/16/2009	Cash		5,000.00		
Total To Or For Beneficiary				**$**	**10,000.00**

Schedule E (Continued)

			Distribution Value		
MAINE COLLEGE OF ART					
06/26/2009	Cash	$	250.00		
Total To Or For Beneficiary				**$**	**250.00**
MEDIA FIRE COMPANY					
12/08/2009	Cash	$	250.00		
Total To Or For Beneficiary				**$**	**250.00**
MEMBER SERVICES WXPN-FM					
02/15/2009	Cash	$	250.00		
Total To Or For Beneficiary				**$**	**250.00**
NORDSTROM GALA					
03/17/2009	Cash	$	200.00		
Total To Or For Beneficiary				**$**	**200.00**
NORTHWESTERN UNIVERSITY					
12/23/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
OPERA COMPANY OF PHILADELPHA					
09/03/2009	Cash	$	500.00		
11/25/2009	Cash		1,475.00		
Total To Or For Beneficiary				**$**	**1,975.00**
PEACE ACTION EDUCATION FUND					
12/08/2009	Cash	$	350.00		
Total To Or For Beneficiary				**$**	**350.00**
PEOPLE'S LIGHT & THEATRE					
01/07/2009	Cash	$	300.00		
Total To Or For Beneficiary				**$**	**300.00**
PHILABUNDANCE					

Schedule E (Continued)

			Distribution Value		
PHILABUNDANCE (Continued)					
01/07/2009	Cash	$	100.00		
12/08/2009	Cash		150.00		
Total To Or For Beneficiary				**$**	**250.00**
PHILADELPHIA MUSEUM OF ART					
01/07/2009	Cash	$	2,000.00		
04/05/2009	Cash		3,000.00		
10/06/2009	Cash		1,000.00		
Total To Or For Beneficiary				**$**	**6,000.00**
PHILADELPHIA ZOO					
12/08/2009	Cash	$	800.00		
Total To Or For Beneficiary				**$**	**800.00**
PINE CREST SCHOOL					
12/08/2009	Cash	$	600.00		
Total To Or For Beneficiary				**$**	**600.00**
SPIRIT OF GIVING					
12/08/2009	Cash	$	5,000.00		
Total To Or For Beneficiary				**$**	**5,000.00**
THE ACADEMY OF NATURAL SC					
12/08/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
THE ANTI DEFAMATON LEAGU					
01/07/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
THE BARNSTORMERS					
10/06/2009	Cash	$	350.00		
Total To Or For Beneficiary				**$**	**350.00**

Schedule E (Continued)

			Distribution Value		
THE CARDIOVASCULAR INSTITUTE					
05/26/2009	Cash	$	600.00		
Total To Or For Beneficiary				**$**	**600.00**
THE FRANKLIN INSTITUTE					
12/08/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**
THE HAVEN					
01/07/2009	Cash	$	2,500.00		
12/08/2009	Cash		600.00		
Total To Or For Beneficiary				**$**	**3,100.00**
THE JUNIOR LEAGUE OF BOCA					
01/07/2009	Cash	$	5,000.00		
Total To Or For Beneficiary				**$**	**5,000.00**
THE NEIGHBORHOOD CLUB					
01/07/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
THE PHI BETA KAPPA SOCIET					
12/08/2009	Cash	$	135.00		
12/23/2009	Cash		55.00		
Total To Or For Beneficiary				**$**	**190.00**
THE PINNSYLVANIA PRISON					
01/07/2009	Cash	$	350.00		
Total To Or For Beneficiary				**$**	**350.00**
THE PRISON SOCIETY					
12/08/2009	Cash	$	500.00		
Total To Or For Beneficiary				**$**	**500.00**

Schedule E (Continued)

			Distribution Value		
THINK PINK ROCKS					
10/19/2009	Cash	$	1,000.00		
Total To Or For Beneficiary				**$**	**1,000.00**
TYLER ARBORETUM					
12/08/2009	Cash	$	300.00		
Total To Or For Beneficiary				**$**	**300.00**
UNITED STATES HOLOCAUST					
01/07/2009	Cash	$	200.00		
12/23/2009	Cash		200.00		
Total To Or For Beneficiary				**$**	**400.00**
UNIVERSITY OF PENNSYLVANIA					
11/10/2009	Cash	$	300.00		
Total To Or For Beneficiary				**$**	**300.00**
VOLUNTEEN MEDICAL ASSOCIATION					
01/07/2009	Cash	$	250.00		
Total To Or For Beneficiary				**$**	**250.00**
W H Y Y					
12/08/2009	Cash	$	400.00		
Total To Or For Beneficiary				**$**	**400.00**
WOODMERE ART MUSEUM					
12/08/2009	Cash	$	250.00		
Total To Or For Beneficiary				**$**	**250.00**
WRIT-TEMPLE UNIVERSITY					
12/08/2009	Cash	$	100.00		
Total To Or For Beneficiary				**$**	**100.00**
Total Distributions to Beneficiaries				**$**	**53,600.00**

Schedule E (Continued)

Total Distributions	**$ 53,600.00**

GOLDBERG FAMILY FOUNDATION INC

Schedule G

Balance On Hand

No. of Shares	Stocks		Market Value 12/31/2009		Inventory Value
200	3M COMPANY - 0968	$	16,534.00	$	11,927.00
200	ALCOA INC		3,224.00		1,737.80
200	AMERICAN EXPRESS CO - 0968		8,104.00		4,349.96
2,000	ARCH CAPITAL GROUP 7.875		50,680.00		36,810.98
100	AT&T INC		2,803.00		2,909.70
100	AT&T INC - 0968		2,803.00		2,841.90
100	AT&T INC 6.375%		2,669.00		2,548.59
200	BANK OF AMRICA CORP - 0968		3,012.00		2,930.00
200	BOEING CO		10,826.00		8,600.40
200	BOEING CO - 0968		10,826.00		8,660.56

Schedule G (Continued)

No. of Shares	Stocks		Market Value 12/31/2009		Inventory Value
100	CATERPILLAR INC	$	5,699.00	$	5,613.67
100	CATERPILLAR INC - 0968		5,699.00		5,044.09
100	CHEVRON CORP		7,699.00		7,780.63
200	CHEVRON CORP - 0968		15,398.00		14,715.00
200	CISCO SYS INC		4,788.00		4,785.42
100	COCA-COLA CO		5,700.00		5,266.75
200	COCA-COLA CO - 0968		11,400.00		11,628.14
200	E I DU PONT DE NEMOURS & CO - 0968		6,734.00		4,745.70
100	E I DU PONT DE NEMOURS & CO		3,367.00		2,313.85
200	EXXON MOBIL CORP		13,638.00		15,537.40
200	GENERAL ELECTRIC CO - 0968		3,026.00		3,545.46
200	HEWLETT PACKARD CO		10,302.00		6,737.30
100	HOME DEPOT INC		2,893.00		2,204.99
200	HOME DEPOT INC - 0968		5,786.00		4,743.30
100	INTEL CORP		2,040.00		1,320.65
300	INTEL CORP - 0968		6,120.00		5,612.46
200	INTL BUSINESS MACHINES CORP - 0968		26,180.00		15,932.80
289	IPATH S&P 500 VIX S/T ETF		9,846.23		12,696.57
455	ISHARES BARCLAYS 1-3 YEAR TREAS BOND FUND		37,746.80		38,119.80

Schedule G (Continued)

No. of Shares	Stocks		Market Value 12/31/2009		Inventory Value
269	ISHARES BARCLYS TREAS INFLATION	$	27,949.10	$	26,533.56
272	ISHARES TR IBOXX $ HIGH YIELD CORP BD FD		23,892.48		17,516.80
200	JOHNSON & JOHNSON		12,882.00		11,395.46
100	JOHNSON AND JOHNSON		6,441.00		6,020.00
200	JPMORGAN CHASE & CO - 0968		8,334.00		6,323.80
100	KRAFT FOODS INC CL A		2,718.00		2,615.70
100	KRAFT FOODS INC CL A - 0968		2,718.00		2,652.85
100	MCDONALDS CORP		6,244.00		6,358.16
100	MCDONALDS CORP - 0968		6,244.00		6,294.44
100	MERCK & CO INC NEW		3,654.00		3,780.39
100	MERCK & CO INC NEW - 0968		3,654.00		3,779.76
200	MICROSOFT CORP - 0968		6,096.00		3,890.00
1,500	NATIONAL BANK OF GREECE		32,250.00		37,500.00
100	PFIZER INC		1,819.00		1,635.65
200	PFIZER INC - 0968		3,638.00		3,293.46
534	POWERSHARES DB US DOLLAR INDEX		12,324.72		12,004.10
1,494	POWERSHARES EXCH-TRADED FD		24,382.08		17,539.56
100	PROCTER & GAMBLE CO		6,063.00		5,525.67

Schedule G (Continued)

No. of Shares	Stocks		Market Value 12/31/2009		Inventory Value
200	PROCTER & GAMBLE CO - 0968	$	12,126.00	$	12,365.60
241	SPDR DB INTL GOVT INFLATION		13,462.26		14,047.89
1,015	UNITED STATED NATURAL GAS FUND LP		10,231.20		12,048.98
200	UNITED TECHNOLOGIES CORP		13,882.00		9,431.30
231	USB CAPITAL XI 6.6%		5,585.58		5,021.94
110	UTS SPDR TRUST SER I - 0968		12,258.40		9,413.59
200	VERIZON COMMUNICATIONS		6,626.00		6,535.40
100	VERIZON COMMUNICATIONS - 0968		3,313.00		3,267.70
400	VORNADO REALTY LP 7.875% DUE 10/01/2039		9,732.00		10,000.00
100	WAL-MART STORES INC		5,345.00		5,490.65
100	WALT DISNEY CO		3,225.00		3,245.35
	Total Stocks	**$**	**582,632.85**	**$**	**517,188.63**

Par Value	Bonds, Debentures & T-Bills				
20,000	CITIGROUP CALL 11.125% DUE 04/28/24	$	20,312.00	$	20,000.00
10,000	FHLM CORP 1.75% DUE 08/15/12		10,051.50		9,980.00
10,000	FHLM CORP 2.25% DUE 05/26/17		9,918.60		9,950.00

Schedule G (Continued)

Par Value	Bonds, Debentures & T-Bills		Market Value 12/31/2009		Inventory Value
13,000	FHLM CORP 3.25% DUE 11/23/16	$	12,877.54	$	13,000.00
10,000	FNMA 2.75% DUE 07/14/14		10,006.30		10,000.00
5,000	GOLDMAN SACHS GROUP INC 6.25% DUE 09/01/17		5,362.05		4,639.00
10,000	INTL BUSINESS MACHINES CORP 7.625% DUE 10/15/2018		12,211.40		11,164.38
5,000	JP MORGAN CHASE & CO 6.0% DUE 01/15/18		5,374.95		4,952.45
10,000	PEPSICO INC 7.9% DUE 11/01/2018		12,272.50		11,648.75
5,000	SBC COMMUNICATIONS INC 5.3% DUE 11/15/10		5,197.70		5,179.75
	Total Bonds, Debentures & T-Bills	**$**	**103,584.54**	**$**	**100,514.33**
No. of Contract	**Options**				
(50)	OPTION CALL - 0968	$	(7,982.50)	$	(9,783.78)
(16)	OPTION CALLS		(2,192.50)		(2,959.28)
	Total Options	**$**	**(10,175.00)**	**$**	**(12,743.06)**

Total 676,042 604,960

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print		
File by the extended due date for filing the return See instructions	Name of Exempt Organization HERBERT & ROSALIE GOLDBERG FAMILY FOUNDATION INC	**Employer identification number** 30-0127167
	Number, street, and room or suite no. If a P.O. box, see instructions. 191 PRESIDENTIAL BLVD., NO. PH 1	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BALA-CYNWYD, PA 19004	

Check type of return to be filed (File a separate application for each return):

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ DR. HERBERT I. GOLDBERG 191 PRESIDENTIAL BLVD., PH#1 - BALA-CYNWYD, PA 19004

  Telephone No. ▶ ________ FAX No. ▶ ________

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

5 For calendar year 2009 , or other tax year beginning ________ , and ending ________ .

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 499.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 499.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

923832
05-26-09