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

OMB No 1545-0052

**2009**

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

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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 GOLDBERG FAMILY FOUNDATION		A Employer identification number 43-6884613
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (913) 385-9997
	C/O LYNN G INTRATER, 10412 METCALF		C If exemption application is pending, check here <input type="checkbox"/>
	City or town, state, and ZIP code OVERLAND PARK, KS 66212		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,021,874.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	21	21		ATCH 1
	4 Dividends and interest from securities	40,769	40,769		ATCH 2
	5a Gross rents	38,676	38,676		
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-26,599			
	b Gross sales price for all assets on line 6a 273,354				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	6,822	-1		ATCH 3
	12 Total. Add lines 1 through 11	59,689	79,465		
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 4	7,690	3,845	0	3,845
	c Other professional fees (attach schedule) *	11,407	5,703		5,704
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) *	578	578		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	3,883	1,942		1,941
	24 Total operating and administrative expenses. Add lines 13 through 23	23,558	12,068	0	11,490
	25 Contributions, gifts, grants paid	150,622			150,622
	26 Total expenses and disbursements. Add lines 24 and 25	174,180	12,068	0	162,112
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-114,491			
	b Net investment income (if negative, enter -0-)		67,397		
	c Adjusted net income (if negative, enter -0-)			-0-	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value <sup>1</sup>	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,009,920.	422,296.	422,296.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 8	1,281,940.	1,424,457.	1,618,496.	
	c	Investments - corporate bonds (attach schedule) ATCH 9	107,668.	386,185.	388,794.	
	Liabilities	11	Investments - land, buildings, and equipment, basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment, basis	670,679.			
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe ATCH 10)	139,239.	134,488.	134,488.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,209,446.	3,038,105.	3,021,874.	
17		Accounts payable and accrued expenses		1,025.		
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		1,025.		
Foundations that follow SFAS 117, check here <input type="checkbox"/>	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	3,209,446.	3,037,080.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.		
	30	Total net assets or fund balances (see page 17 of the instructions)	3,209,446.	3,037,080.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,209,446.	3,038,105.		

## 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	3,209,446.
2	Enter amount from Part I, line 27a	2	-114,491.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	3,094,955.
5	Decreases not included in line 2 (itemize) ATTACHMENT 11	5	57,875.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,037,080.

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

(a) List and describe the kind(s) of property sold (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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) . . . . .			<b>2</b>	-26,599.	
<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> <p>If gain, also enter in Part I, line 7</p> <p>If (loss), enter -0- in Part I, line 7</p> </div> <div style="font-size: 2em;">}</div> </div>					
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			<b>3</b>		
<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> <p>If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)</p> <p>If (loss), enter -0- in Part I, line 8.</p> </div> <div style="font-size: 2em;">}</div> </div>					

**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 page 18 of 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))
2008	182,107.	3,274,187.	0.055619
2007	179,251.	3,600,029.	0.049792
2006	176,668.	3,032,739.	0.058254
2005	89,502.	2,041,351.	0.043844
2004	91,464.	1,792,908.	0.051014
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.258523
<b>3</b> 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 . . . . .			<b>3</b> 0.051705
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			<b>4</b> 2,864,850.
<b>5</b> Multiply line 4 by line 3 . . . . .			<b>5</b> 148,127.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 674.
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 148,801.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . .			<b>8</b> 162,112.

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 on page 18.

**Part VI. Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	674.
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	
3 Add lines 1 and 2		3	674.
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	674.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	816.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	400.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		1,216.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		542.
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax <input type="checkbox"/> 542. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the 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? . . . . .	13		X
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> LYNN G INTRATER Telephone no <input type="checkbox"/> 913-385-9376			
	Located at <input type="checkbox"/> 10406 METCALF OVERLAND PARK, KS ZIP + 4 <input type="checkbox"/> 66212			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	
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? <input type="checkbox"/>	1 c	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? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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 page 20 of the instructions.) <input type="checkbox"/>	2 b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="checkbox"/>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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) <input type="checkbox"/>	3 b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4 a	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? <input type="checkbox"/>	4 b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No
- 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? ☐ 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? ☐ Yes ☒ No
- 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? ☐ Yes ☒ No

5b

6b

7b

X

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(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
ATTACHMENT 12		-0-	-0-	-0-

**2** Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). 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 ☐

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services . . . . . NONE

**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 (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,611,720.
b	Average of monthly cash balances	1b	699,916.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	596,841.
d	Total (add lines 1a, b, and c)	1d	2,908,477.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,908,477.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	43,627.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,864,850.
6	Minimum investment return. Enter 5% of line 5	6	143,243.

**Part XI** Distributable Amount (see page 25 of the 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	143,243.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	674.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	674.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	142,569.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	142,569.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	142,569.

**Part XII** Qualifying Distributions (see page 25 of the 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	162,112.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	162,112.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	674.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	161,438.

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				142,569.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07 20 06 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				17,636.
d From 2007				6,016.
e From 2008				20,028.
f Total of lines 3a through e	43,680.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 162,112.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				142,569.
e Remaining amount distributed out of corpus	19,543.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	63,223.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	63,223.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				17,636.
c Excess from 2007				6,016.
d Excess from 2008				20,028.
e Excess from 2009				19,543.

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**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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)

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

Tax year	Prior 3 years				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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)(ii)					
(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 page 28 of 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) )

N/A

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.

N/A

**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 page 28 of the 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:

N/A

b The form in which applications should be submitted and information and materials they should include

N/A

c Any submission deadlines:

N/A

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

N/A

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<b>a</b> Paid during the year SEE ATTACHED LIST				150,622.
<b>Total.</b> . . . . .			▶ <b>3a</b>	150,622.
<b>b</b> Approved for future payment				
<b>Total.</b> . . . . .			▶ <b>3b</b>	

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Enter gross amounts unless otherwise indicated

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

▼

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) (See page 29 of the instructions )

NOT APPLICABLE



**PARAGON CAPITAL MANAGEMENT, LLC**

**PORTFOLIO APPRAISAL  
GOLDBERG FAMILY FOUNDATION 6100-3020  
6100-3020  
C/O LYNN G. INTRATER  
December 31, 2009**

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
<b>COMMON STOCK</b>									
<b>CONSUMER DISCRETIONARY</b>									
1,000	COSTCO WHSL CORP NEW	31 42	31,428 45	59 17	59,170 00	2 4	0 720	720 00	1 2
2,000	GAMESTOP CORP CL A NEW	22 35	44,710 75	21 94	43,880 00	1 8	0 000	0 00	0 0
700	MC DONALDS CORP	58 69	41,084 53	62 44	43,708 00	1 8	2 200	1,540 00	3 5
1,200	NIKE INC CLASS B	40 84	49,008 71	66 07	79,284 00	3 3	1 080	1,296 00	1 6
1,300	TARGET CORPORATION	52 75	68,582 78	48 37	62,881 00	2 6	0 680	884 00	1 4
			234,815 22		288,923 00	12 0		4,440 00	1 5
<b>CONSUMER STAPLES</b>									
2,000	C V S CAREMARK CORP	28 46	56,926 75	32 21	64,420 00	2 6	0 305	610 00	0 9
1,000	PEPSICO INCORPORATED	54 71	54,717 87	60 80	60,800 00	2 5	1 800	1,800 00	2 9
			111,644 62		125,220 00	5 2		2,410 00	1 9
<b>ENERGY</b>									
600	APACHE CORP	32 48	19,491 84	103 17	61,902 00	2 5	0 600	360 00	0 5
800	CHEVRON CORPORATION	43 38	34,705 00	76 99	61,592 00	2 5	2 720	2,176 00	3 5
600	SCHLUMBERGER LTD F	100 19	60,118 13	65 09	39,054 00	1 6	0 840	504 00	1 2
1,500	TORTOISE EGY INFRASTRUCT	19 44	29,171 10	31 02	46,530 00	1 9	2 160	3,240 00	6 9
1,800	VALERO ENERGY CORP NEW	33 22	59,807 47	16 75	30,150 00	1 2	0 600	1,080 00	3 5
			203,293 54		239,228 00	9 9		7,360 00	3 0
<b>FINANCIALS</b>									
1,000	ARCH CAP GROUP LTD NEW F	70 69	70,698 95	71 55	71,550 00	2 9	0 000	0 00	0 0
			70,698 95		71,550 00	2 9		0 00	0 0
<b>HEALTH CARE</b>									
1,800	TEVA PHARM INDS LTD ADRF SPONSORED ADR	38 45	69,225 16	56 18	101,124 00	4 2	0 482	868 47	0 8
			69,225 16		101,124 00	4 2		868 47	0 8
<b>INDUSTRIALS</b>									
1,775	EMERSON ELECTRIC CO	30 08	53,402 25	42 60	75,615 00	3 1	1 340	2,378 50	3 1
1,000	FEDEX CORPORATION	71 69	71,692 35	83 45	83,450 00	3 4	0 440	440 00	0 5
1,500	ILLINOIS TOOL WORKS INC	39 58	59,373 95	47 99	71,985 00	2 9	1 240	1,860 00	2 5
1,300	JACOBS ENGINEERING GROUP	45 89	59,657 50	37 61	48,893 00	2 0	0 000	0 00	0 0

# PARAGON CAPITAL MANAGEMENT, LLC

## PORTFOLIO APPRAISAL GOLDBERG FAMILY FOUNDATION 6100-3020 6100-3020 C/O LYNN G. INTRATER December 31, 2009

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct Assets	Unit Income	Annual Income	Cur. Yield
1,000	L-3 COMMUNICATIONS HLDGS	68 39	68,392 55	86 95	86,950.00	3 6	1 400	1,400 00	1 6
			312,518 60		366,893 00	15 2		6,078 50	1 6
	TELECOMMUNICATION SERVICES								
1,600	HARRIS CORPORATION	50 16	80,267 55	47 55	76,080.00	3 1	0.880	1,408.00	1 8
			80,267 55		76,080 00	3 1		1,408 00	1 8
	INFORMATION TECHNOLOGY								
2,000	PAYCHEX INC	28 34	56,693 75	30 64	61,280.00	2 5	1 240	2,480 00	4 0
1,500	QUALCOMM INC	39 61	59,426 90	46.26	69,390 00	2 8	0 680	1,020 00	1 4
			116,120 65		130,670 00	5 4		3,500 00	2 6
	INTERNATIONAL EQUITIES								
1,100	ISHARES TR MSCI EAFE FD MSCI EAFE INDEX FU	64 75	71,234.95	55 28	60,808 00	2 5	1 440	1,585 01	2 6
			71,234 95		60,808 00	2 5		1,585 01	2 6
	FOREIGN STOCK								
2,700	ISHARES MSCI EMRG MKT FD EMERGING MARKETS	38 73	104,590.95	41 50	112,050 00	4 6	0 645	1,743 61	1 5
			104,590.95		112,050 00	4 6		1,743 61	1 5
	COMMON STOCK Total		1,374,410 19		1,572,546.00	65 5		29,393 60	1 8
	CORPORATE BONDS								
50,000	GOLDMAN SACHS GP 5 30%12 SR NOTE DUE 02/14/12	99 65	49,828.16	106 02	53,012.45	2 2	5.300	2,650 00	4 9
25,000	5.300% Due 02-14-12 GENERAL ELEC CAP 5%18 NOTES DUE 06/30/18	100 06	25,016.36	95.53	23,882.62	0 9	5 000	1,250.00	5 2
	5 000% Due 06-30-18		74,844 53		76,895 07	3 2		3,900 00	5 0
	GNMA								
200,000	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000	103 87	75,646.52	105 96	77,171.33	3 2	5.000	3,641.22	4 7
50,000	5 000% Due 05-01-18 FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000	103 34	33,777 29	104 82	34,261 43	1 4	4.500	1,470 79	4 2
	4 500% Due 12-01-18								



# **PARAGON CAPITAL MANAGEMENT, LLC**

## **PORTFOLIO APPRAISAL** **GOLDBERG FAMILY FOUNDATION 6100-3020** **6100-3020** **C/O LYNN G. INTRATER** *December 31, 2009*

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
100,000	FHLMC C9-0675 5%23 DUE 05/01/23 FACTOR= 0 328452110000 5 000% Due 05-01-23	103 87	34,117 96	103 14	33,877 79	1 4	5 000	1,642 26	4 8
100,000	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0.350776680000 4 500% Due 06-15-23	102 74	34,941 08	101 62	34,557 25	1 4	4 500	1,530 26	4 4
200,000	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	101 59	37,769 70	100.95	37,531 45	1 5	5 000	1,858 85	4 9
40,000	FED HM LN MTG 5%31 REMIC DUE 06/15/31 FACTOR= 1 000000000000 5 000% Due 06-15-31	104 75	41,900 00	103 91	41,566 76	1 7	5 000	2,000 00	4 8
50,000	FED NATL MTG 5.5%31 REMIC DUE 11/25/31 FACTOR= 1 000000000000 5 500% Due 11-28-31	106.37	53,187 50	105.86	52,932 90	2 2	5 500	2,750 00	5 1
			311,340 07		311,898 94	12 9		14,893 41	4.7
<b>PREFERRED STOCK</b>									
1,000	GEN ELEC CAP 5 875%33 SENIOR NTS DUE 02/18	24 57	24,572 35	23 50	23,500 00	0 9	1.468	1,468 80	6 2
1,000	M S CAP TRUST VI 6 60%46 CAP SECS DUE 02/0	25.47	25,474.65	22 45	22,450 00	0 9	1 650	1,650 00	7 3
			50,047.00		45,950 00	1 9		3,118 80	6 7
<b>CASH AND EQUIVALENTS</b>									
	SCHWAB ONE INTEREST		392,429.93		392,429 93	16 3	0.010	39.24	0 0
			392,429 93		392,429.93	16 3		39.24	0 0
<b>TOTAL PORTFOLIO</b>			<b>2,203,071.72</b>		<b>2,399,719.94</b>	<b>100.0</b>		<b>51,345.06</b>	<b>2.1</b>

**PARAGON** CAPITAL MANAGEMENT, LLC

PORTFOLIO APPRAISAL  
**GOLDBERG FAMILY FOUNDATION 6100-3020**  
**6100-3020**  
**C/O LYNN G. INTRATER**  
*December 31, 2008*

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
<b>COMMON STOCK</b>									
<b>CONSUMER DISCRETIONARY</b>									
1,000	COSTCO WHOLESALE CORP-NEW	31.42	31,428	52.50	52,500	2.3	0.580	580	1.1
1,200	NIKE INC-CL B	40.84	49,008	51.00	61,200	2.7	0.740	888	1.4
1,300	TARGET CORP	52.75	68,582	34.53	44,889	1.9	0.560	728	1.6
			149,019		158,589	7.0		2,196	1.3
<b>CONSUMER STAPLES</b>									
2,000	CVS CORP	28.46	56,926	28.74	57,480	2.5	0.240	480	0.8
400	PEPSICO INC	42.03	16,814	54.77	21,908	0.9	1.500	600	2.7
			73,740		79,388	3.5		1,080	1.3
<b>ENERGY</b>									
600	APACHE CORP	32.48	19,491	74.53	44,718	1.9	0.600	360	0.8
800	CHEVRONTEXACO CORP	43.38	34,705	73.97	59,176	2.6	2.320	1,856	3.1
600	SCHLUMBERGER LTD	100.19	60,118	42.33	25,398	1.1	0.700	420	1.6
1,500	TORTOISE ENERGY INFR COM	19.44	29,171	16.97	25,455	1.1	2.180	3,270	12.8
1,800	VALERO ENERGY CORP NEW COM	33.22	59,807	21.64	38,952	1.7	0.320	576	1.4
			203,293		193,699	8.6		6,482	3.3
<b>FINANCIALS</b>									
1,000	ARCH CAP GROUP LTD ORD	70.69	70,698	70.10	70,100	3.1	0.000	0	0.0
			70,698		70,100	3.1		0	0.0
<b>HEALTH CARE</b>									
1,400	FOREST LABS INC COM	37.86	53,012	25.47	35,658	1.5	0.000	0	0.0
1,800	TEVA PHARMACEUTICAL INDUSTRIES LTD-ADR	38.45	69,225	42.57	76,626	3.4	0.340	612	0.7
			122,237		112,284	4.9		612	0.5
<b>INDUSTRIALS</b>									
1,400	EMERSON ELECTRIC CO	29.27	40,983	36.61	51,254	2.2	1.050	1,470	2.8
500	FEDEX CORP COM	88.53	44,265	64.15	32,075	1.4	0.400	200	0.6
1,500	ILLINOIS TOOL WORKS INC	39.58	59,373	35.05	52,575	2.3	1.120	1,680	3.1
1,000	L-3 COMMUNICATIONS HOLDINGS INC	68.39	68,392	73.78	73,780	3.2	1.000	1,000	1.3
			213,016		209,684	9.3		4,350	2.0
<b>TELECOMMUNICATION SERVICES</b>									
1,600	HARRIS CORP-DEL	50.16	80,267	38.05	60,880	2.7	0.600	960	1.5
			80,267		60,880	2.7		960	1.5

**PARAGON CAPITAL MANAGEMENT, LLC**

**PORTFOLIO APPRAISAL  
GOLDBERG FAMILY FOUNDATION 6100-3020  
6100-3020  
C/O LYNN G. INTRATER  
December 31, 2008**

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
<b>INFORMATION TECHNOLOGY</b>									
1,500	GARMIN LTD	16 55	24,839	19.17	28,755	1.2	0.750	1,125	3.9
1,500	QUALCOMM INC	39 61	59,426	35.83	53,745	2.3	0.560	840	1.5
2,000	TEXAS INSTRUMENTS INC	29.76	59,528	15 52	31,040	1.3	0.400	800	2.5
			143,794		113,540	5.0		2,765	2.4
<b>FOREIGN STOCK</b>									
2,700	ISHARES TR MSCI EMERG MKT	38 73	104,590	24 97	67,419	2.9	1 572	4,245	6.2
			104,590		67,419	2.9		4,245	6.2
	<b>COMMON STOCK Total</b>		1,160,659		1,065,583	47.4		22,690	2.1
<b>CORPORATE BONDS</b>									
25,000	GENERAL ELEC CAP 5.000% Due 06-30-18	100.07	25,017	96 43	24,108	1.0	5 000	1,250	5.1
			25,017		24,108	1.0		1,250	5.1
<b>GOVERNMENT BONDS</b>									
25,000	FEDERAL FARM CR BKS CONS 4.200% Due 02-05-15	100 08	25,022	100 22	25,055	1.1	4 200	1,050	4.1
			25,022		25,055	1.1		1,050	4.1
<b>GNMA</b>									
209,155	FNMA PASS-THRU BLLN SINGLE 7- 6.000% Due 02-01-09	103 50	3,823	104.57	3,863	0.1	6 000	221	5.7
500,000	FNMA PASS-THRU BLLN SINGLE 7- 5.000% Due 12-01-09	100 53	53,805	101.09	54,105	2.4	5.000	2,675	4.9
			57,629		57,968	2.5		2,897	4.9
<b>PREFERRED STOCK</b>									
1,000	GENERAL ELEC CAP CORP NT 5.875%2033	24 57	24,572	21.13	21,136	0.9	1 468	1,468	6.9
1,000	MORGAN STANLEY CAP VI CAP SECS 6 60%	25.47	25,474	15 51	15,510	0.6	1.650	1,650	10.6
			50,047		36,646	1.6		3,118	8.5
<b>INDEX UNIT</b>									
<b>FOREIGN STOCK</b>									
1,100	ISHARES TRUST MSCI EAFE INDEX FUND	64 75	71,234	44 86	49,346	2.1	1 440	1,584	3.2
			71,234		49,346	2.1		1,584	3.2
	<b>INDEX UNIT Total</b>		71,234		49,346	2.1		1,584	3.2

**PARAGON CAPITAL MANAGEMENT, LLC**

**PORTFOLIO APPRAISAL**  
**GOLDBERG FAMILY FOUNDATION 6100-3020**  
**6100-3020**  
**C/O LYNN G. INTRATER**  
*December 31, 2008*

<u>Quantity</u>	<u>Security</u>	<u>Adj Unit Cost</u>	<u>Total Adjusted Cost</u>	<u>Price</u>	<u>Market Value</u>	<u>Pct. Assets</u>	<u>Unit Income</u>	<u>Annual Income</u>	<u>Cur. Yield</u>
<b>CASH AND EQUIVALENTS</b>									
	SCHWAB ONE INTEREST		988,902		988,902	43.9	0.150	1,483	0.1
			988,902		988,902	43.9		1,483	0.1
<b>TOTAL PORTFOLIO: 2,378,512 2,247,609 100.0% 34,074 1.5</b>									

**PARAGON CAPITAL MANAGEMENT, LLC**

**REALIZED GAINS AND LOSSES**  
**GOLDBERG FAMILY FOUNDATION 6100-3020**  
**6100-3020**  
**C/O LYNN G. INTRATER**  
*From 01-01-09 Through 12-31-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-22-04	01-25-09	2,492	FNMA PASS-THRU BLLN SNGLE 7- 6 000% Due 02-01-09	2,579	2,492		-87
09-26-08	01-25-09	707	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	711	707	-3	
01-06-09	02-15-09	1,027	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	1,067	1,027	-39	
09-26-08	02-25-09	2,327	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	2,340	2,327	-12	
07-22-04	02-25-09	1,201	FNMA PASS-THRU BLLN SNGLE 7- 6 000% Due 02-01-09	1,243	1,201		-42
01-23-08	03-02-09	25,000	FEDERAL FARM CR BKS CONS 4 200% Due 02-05-15	25,025	25,000		-24
06-29-06	03-04-09	1,400	FOREST LABS INC COM	53,012	28,090		-24,922
11-03-06	03-04-09	2,000	TEXAS INSTRUMENTS INC	59,528	29,730		-29,797
01-06-09	03-15-09	2,682	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	2,786	2,682	-103	
09-26-08	03-25-09	2,028	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	2,038	2,028	-10	
01-06-09	04-15-09	1,258	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	1,306	1,258	-48	
09-26-08	04-25-09	3,803	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	3,823	3,803	-20	
03-17-09	04-25-09	876	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	905	876	-29	
01-06-09	05-15-09	766	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0.364122920000 5 000% Due 05-01-18	796	766	-29	
04-06-09	05-15-09	5,664	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	5,754	5,664	-90	

**PARAGON CAPITAL MANAGEMENT, LLC**

**REALIZED GAINS AND LOSSES  
GOLDBERG FAMILY FOUNDATION 6100-3020  
6100-3020**

**C/O LYNN G. INTRATER**

*From 01-01-09 Through 12-31-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
04-27-09	05-15-09	1,485	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0 350776680000 4 500% Due 06-15-23	1,526	1,485	-40	
09-26-08	05-25-09	2,417	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	2,430	2,417	-13	
03-17-09	05-25-09	863	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	892	863	-28	
05-27-09	05-27-09	0	HARRIS STRATEX NTWRKS CL A	2	2	0	
05-27-09	06-02-09	397	HARRIS STRATEX NTWRKS CL A	2,048	2,215	166	
01-06-09	06-15-09	2,164	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	2,247	2,164	-83	
04-06-09	06-15-09	5,702	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	5,793	5,702	-90	
04-27-09	06-15-09	1,565	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0 350776680000 4 500% Due 06-15-23	1,608	1,565	-43	
09-26-08	06-25-09	2,815	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	2,830	2,815	-15	
03-17-09	06-25-09	836	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	864	836	-27	
01-06-09	07-15-09	2,191	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	2,276	2,191	-84	
04-06-09	07-15-09	4,815	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	4,891	4,815	-76	
04-27-09	07-15-09	1,759	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0 350776680000 4 500% Due 06-15-23	1,807	1,759	-48	
09-26-08	07-25-09	1,909	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	1,920	1,909	-10	

**PARAGON CAPITAL MANAGEMENT, LLC**

**REALIZED GAINS AND LOSSES  
GOLDBERG FAMILY FOUNDATION 6100-3020  
6100-3020**

**C/O LYNN G. INTRATER**

*From 01-01-09 Through 12-31-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
03-17-09	07-25-09	854	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	883	854	-28	
01-06-09	08-15-09	2,646	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	2,749	2,646	-102	
07-14-09	08-15-09	1,085	FHLMC C9-0675 5%23 DUE 05/01/23 FACTOR= 0 328452110000 5 000% Due 05-01-23	1,127	1,085	-42	
04-06-09	08-15-09	5,289	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	5,373	5,289	-84	
04-27-09	08-15-09	1,284	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0 350776680000 4 500% Due 06-15-23	1,320	1,284	-35	
09-26-08	08-25-09	3,358	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	3,376	3,358	-18	
03-17-09	08-25-09	764	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	789	764	-25	
01-06-09	09-15-09	1,555	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	1,616	1,555	-60	
07-14-09	09-15-09	704	FHLMC C9-0675 5%23 DUE 05/01/23 FACTOR= 0 328452110000 5 000% Due 05-01-23	731	704	-27	
04-06-09	09-15-09	2,379	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	2,417	2,379	-37	
04-27-09	09-15-09	912	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0 350776680000 4 500% Due 06-15-23	938	912	-25	
09-26-08	09-25-09	4,929	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	4,955	4,929	-26	
03-17-09	09-25-09	724	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	748	724	-24	
04-28-04	10-13-09	1,500	GARMIN LTD	24,839	57,446		32,607

**PARAGON** CAPITAL MANAGEMENT, LLC

REALIZED GAINS AND LOSSES  
**GOLDBERG FAMILY FOUNDATION 6100-3020**  
**6100-3020**  
**C/O LYNN G. INTRATER**  
*From 01-01-09 Through 12-31-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-06-09	10-15-09	2,069	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	2,150	2,069	-80	
07-14-09	10-15-09	646	FHLMC C9-0675 5%23 DUE 05/01/23 FACTOR= 0 328452110000 5 000% Due 05-01-23	671	646	-25	
04-06-09	10-15-09	2,616	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	2,658	2,616	-41	
04-27-09	10-15-09	585	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0 350776680000 4 500% Due 06-15-23	601	585	-16	
09-26-08	10-25-09	10,286	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	10,341	10,286		-55
03-17-09	10-25-09	658	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	680	658	-22	
01-06-09	11-15-09	1,021	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	1,060	1,021	-39	
07-14-09	11-15-09	699	FHLMC C9-0675 5%23 DUE 05/01/23 FACTOR= 0 328452110000 5 000% Due 05-01-23	726	699	-27	
04-06-09	11-15-09	3,596	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	3,654	3,596	-57	
04-27-09	11-15-09	1,012	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0 350776680000 4 500% Due 06-15-23	1,040	1,012	-27	
09-26-08	11-25-09	18,227	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	18,326	18,227		-98
03-17-09	11-25-09	693	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	716	693	-23	
01-06-09	12-15-09	1,505	FHLMC E9-6701 5%18 DUE 05/01/18 FACTOR= 0 364122920000 5 000% Due 05-01-18	1,564	1,505	-58	



**PARAGON CAPITAL MANAGEMENT, LLC**

**REALIZED GAINS AND LOSSES  
GOLDBERG FAMILY FOUNDATION 6100-3020  
6100-3020**

**C/O LYNN G. INTRATER**  
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-14-09	12-15-09	936	FHLMC C9-0675 5%23 DUE 05/01/23 FACTOR= 0 328452110000 5 000% Due 05-01-23	972	936	-36	
04-06-09	12-15-09	3,972	FED HM LN MTG 5%29 REMIC DUE 02/15/29 FACTOR= 0 205746070000 5 000% Due 02-15-29	4,035	3,972	-63	
04-27-09	12-15-09	1,071	FED HM LN MTG 4 5%23 REMIC DUE 06/15/23 FACTOR= 0 350776680000 4 500% Due 06-15-23	1,101	1,071	-29	
03-17-09	12-25-09	710	FNMA PL 888889 4 5%18 DUE 12/01/18 FACTOR= 0 653688620000 4 500% Due 12-01-18	734	710	-23	
09-26-08	12-25-09	705	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	708	705		-2
09-26-08	12-29-09	0	FNMA PL 254541 5XXX **MATURED** DUE 12/01/09 FACTOR= 0 001411630000 5 000% Due 12-01-09	0	0		0
TOTAL GAINS						166	32,607
TOTAL LOSSES						-2,062	-55,031
TOTAL REALIZED GAIN/LOSS						-1,895	-22,423

SHORT TERM

102,072 109,177 (1,895)

LONG TERM

195,600 173,177 (22,423)

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		CIBC				P		
		PROPERTY TYPE: SECURITIES						
		2,281.					-2,281.	
		SEE ATTACHED LIST				P		
100,177.		PROPERTY TYPE: SECURITIES						
		102,072.					-1,895.	
		SEE ATTACHED LIST				P		
173,177.		PROPERTY TYPE: SECURITIES						
		195,600.					-22,423.	
TOTAL GAIN (LOSS) .....							<u>-26,599.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
METCALF BANK	21.	21.
TOTAL	<u>21.</u>	<u>21.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHARLES SCHWAB DIVIDENDS	25,625.	25,625.
CHARLES SCHWAB INTEREST	12,538.	12,538.
ADVANTAGE ADVISERS PRIVATE EQ PARTNERS	589.	589.
ADVANTAGE ADVISERS PRIVATE EQ PARTNERS	43.	43.
INTEREST PURCHASED	-1,974.	-1,974.
CHARLES SCHWAB PERIODIC INTEREST	2,771.	2,771.
CHARLES SCHWAB OID	1,177.	1,177.
TOTAL	<u>40,769.</u>	<u>40,769.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB	3,240.	
ADVANTAGE ADVISERS PRIVATE EQ PARTNERS	-1.	-1.
INTERNAL REVENUE SERVICE	3,583.	
TOTALS	<u>6,822.</u>	<u>-1.</u>

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CBIZ - ACCOUNTING FEES	7,690.	3,845.		3,845.
TOTALS	<u>7,690.</u>	<u>3,845.</u>	<u>0.</u>	<u>3,845.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
CHARLES SCHWAB INV MGMT FEES	11,407.	5,703.	5,704.
TOTALS	<u>11,407.</u>	<u>5,703.</u>	<u>5,704.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX	578.	578.
TOTALS	<u>578.</u>	<u>578.</u>



ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADVANTAGE ADVISORS PRIVATE EQ	3,101.	1,551.	1,550.
METCALF BANK - BANK FEES	18.	9.	9.
ADMINISTRATIVE FEES	102.	51.	51.
INVESTMENT EXPENSES	662.	331.	331.
TOTALS	<u>3,883.</u>	<u>1,942.</u>	<u>1,941.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COMMON STOCKS	1,424,457.	1,618,496.
TOTALS	<u>1,424,457.</u>	<u>1,618,496.</u>

FORM 990PF, PART II - CORPORATE BONDS

<u>ATTACHMENT 9</u>		
<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIXED INCOME	386,185.	388,794.
TOTALS	<u>386,185.</u>	<u>388,794.</u>

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 10DESCRIPTION

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
--	------------------------------	-----------------------

ADVANTAGE ADVISERS PRIVATE EQ

	134,488.	134,488.
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TOTALS

	<u>134,488.</u>	<u>134,488.</u>
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ATTACHMENT 11FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

NONDEDUCTIBLE EXPENSES

57,875.

TOTAL

57,875.

GOLDBERG FAMILY FOUNDATION

43-6884613

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

TRUSTEE

LYNN G INTRATER  
4805 W 112TH TERR  
LEAWOOD, KS 66211

ADVISORY COMMITTEE MEMBER

GERALDINE D GOLDBERG  
4901 W 133RD ST #303  
LEAWOOD, KS 66209

ADVISORY COMMITTEE MEMBER

JOHN M GOLDBERG  
12409 HIGH DRIVE  
LEAWOOD, KS 66202

ADVISORY COMMITTEE MEMBER

ROBERT A GOLDBERG  
2816 WELBORN ST  
DALLAS, TX 75219

GRAND TOTALS

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

# Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

**2009**

Name of estate or trust

GOLDBERG FAMILY FOUNDATION

Employer identification number

43-6884613

**Note:** Form 5227 filers need to complete **only** Parts I and II

## Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	<b>1b</b>	-1,895.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>3</b>	
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	<b>5</b>	-1,895.

## Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	<b>6b</b>	-24,704.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>8</b>	
<b>9</b> Capital gain distributions	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I	<b>10</b>	
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	<b>12</b>	-24,704.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

**Part III Summary of Parts I and II****Caution: Read the instructions before completing this part.**

		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		-1,895.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		-24,704.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		-26,599.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of		
a	The loss on line 15, column (3) or <b>b</b> \$3,000 . . . . .	<b>16</b>	( 3,000 )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>	
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>	
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>	
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>	
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . . ▶	<b>21</b>	
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>	
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>	
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,300 . . . . .	<b>24</b>	
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>	
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>	
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the <b>smaller</b> of line 17 or line 22 . . . . .	<b>27</b>	
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>	
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>	
<b>30</b>	Multiply line 29 by 15% ( 15 ) . . . . .	<b>30</b>	
<b>31</b>	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>	
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>	
<b>33</b>	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>	
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>	

Schedule D (Form 1041) 2009



- ▶ See instructions for Schedule D (Form 1041).
- ▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

GOLDBERG FAMILY FOUNDATION

Employer identification number

43-6884613

[illegible]

<b>1b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .	-1,895.
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**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

Schedule D-1 (Form 1041) 2009

Employer identification number

[illegible]

<b>6b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .	-24,704.
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Schedule D-1 (Form 1041) 2009

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury  
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of Exempt Organization <b>GOLDBERG FAMILY FOUNDATION</b>	Employer identification number <b>43-6884613</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>C/O LYNN G INTRATER, 10406 METCALF</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>OVERLAND PARK, KS 66212</b>	

**Check type of return to be filed** (file a separate application for each return).

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► **LYNN G INTRATER**

Telephone No ► **913 385-9376**

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 will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ☒ calendar year **2009** or  
► ☐ tax year beginning \_\_\_\_\_, \_\_\_\_\_, and ending \_\_\_\_\_

2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a 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	3a	\$	400.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c <b>Balance Due.</b> Subtract line 3b from line 3a. 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.	3c	\$	400.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

**For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 4-2009)

- 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 GOLDBERG FAMILY FOUNDATION	Employer identification number 43-6884613
	Number, street, and room or suite no. If a P.O. box, see instructions C/O LYNN G INTRATER, 10412 METCALF	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. OVERLAND PARK, KS 66212	

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

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

**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 ☒ LYNN G INTRATER  
 Telephone No. ☒ 913 385-9376 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 11/15/2010
- 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 ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.

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	\$	0.
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	\$	0.
c <b>Balance Due.</b> 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 ☒ *Paul S. Podemski* Title ☐                      Date ☒ 8-15-10

CBIZ MHM, LLC  
 11440 TOMAHAWK CREEK PARKWAY  
 LEAWOOD, KS 66211

Form 8868 (Rev 4-2009)