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 , 2009, 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.

THE STEPHEN H. GOLDMAN FOUNDATION, INC.
2009 VENETIAN WAY
WINTER PARK, FL 32789

A Employer identification number: 59-3690155

B Telephone number (see the instructions): (407) 622-1222

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 ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ► ☐

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ►$ 2,279,516.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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 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 (att sch)				
	2 Ck ► ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	5.	5.	5.	
	4 Dividends and interest from securities	58,905.	58,905.	58,905.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-294,884.			
	b Gross sales price for all assets on line 6a 1,322,116.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) SEE STATEMENT 1	1,395.			
	12 **Total.** Add lines 1 through 11	-234,579.	58,910.	58,910.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 2	527.	527.		
	b Accounting fees (attach sch) SEE ST 3	2,900.	2,900.		
	c Other prof fees (attach sch) SEE ST 4	11,783.	11,783.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) SEE STM 5	222.	222.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 6	1,125.	1,125.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	16,557.	16,557.		
	25 Contributions, gifts, grants paid PART XV	28,950.			28,950.
	26 **Total expenses and disbursements.** Add lines 24 and 25	45,507.	16,557.	0.	28,950.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-280,086.			
	b **Net investment income** (if negative, enter -0-)		42,353.		
	c **Adjusted net income** (if negative, enter -0-)			58,910.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS		1	Cash – non-interest-bearing	35,702.	50,005.	50,005.
		2	Savings and temporary cash investments			
		3	Accounts receivable ►			
			Less: allowance for doubtful accounts ►			
		4	Pledges receivable ►			
			Less: allowance for doubtful accounts ►			
		5	Grants receivable			
		6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
		7	Other notes and loans receivable (attach sch) ►			
			Less. allowance for doubtful accounts ►			
		8	Inventories for sale or use			
		9	Prepaid expenses and deferred charges			
		10a	Investments – U S. and state government obligations (attach schedule)			
		b	Investments – corporate stock (attach schedule)	1,284,995.	738,271.	850,701.
		c	Investments – corporate bonds (attach schedule)	25,000.	710,104.	858,408.
		11	Investments – land, buildings, and equipment. basis ►			
			Less accumulated depreciation (attach schedule) ►			
		12	Investments – mortgage loans			
		13	Investments – other (attach schedule)	984,419.	551,650.	520,402.
		14	Land, buildings, and equipment: basis ►			
			Less accumulated depreciation (attach schedule) ►			
		15	Other assets (describe ►)			
		16	**Total assets** (to be completed by all filers – see instructions. Also, see page 1, item I)	2,330,116.	2,050,030.	2,279,516.
LIABILITIES		17	Accounts payable and accrued expenses			
		18	Grants payable			
		19	Deferred revenue			
		20	Loans from officers, directors, trustees, & other disqualified persons			
		21	Mortgages and other notes payable (attach schedule)			
		22	Other liabilities (describe ►)			
		23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR	FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ 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 ► ☒ and complete lines 27 through 31.			
		27	Capital stock, trust principal, or current funds			
		28	Paid-in or capital surplus, or land, building, and equipment fund			
		29	Retained earnings, accumulated income, endowment, or other funds	2,330,116.	2,050,030.	
		30	**Total net assets or fund balances** (see the instructions)	2,330,116.	2,050,030.	
		31	**Total liabilities and net assets/fund balances** (see the instructions)	2,330,116.	2,050,030.	

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	2,330,116.
2	Enter amount from Part I, line 27a	2	-280,086.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,050,030.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,050,030.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SUNTRUST - SEE ATTACHED	P	VARIOUS	VARIOUS
b	SUNTRUST - SEE ATTACHED	P	VARIOUS	VARIOUS
c	HATTERAS MULTI-STRATEGY TEI FUND	P	1/01/06	1/01/09
d	CAPITAL GAIN DIVIDENDS			
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	438,524.		493,855.	-55,331.
b	171,640.		223,305.	-51,665.
c	708,488.		899,840.	-191,352.
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-55,331.
b				-51,665.
c				-191,352.
d				3,464.
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** -294,884.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 — **3** -55,331.

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 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 (column (b) divided by column (c))
2008	281,150.	2,738,867.	0.102652
2007	161,550.	3,312,298.	0.048773
2006	77,650.	2,990,100.	0.025969
2005	142,096.	2,842,104.	0.049997
2004	181,015.	3,346,916.	0.054084

2	**Total** of line 1, column (d)	2	0.281475
3	Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.056295
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,009,065.
5	Multiply line 4 by line 3	5	113,100.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	424.
7	Add lines 5 and 6	7	113,524.
8	Enter qualifying distributions from Part XII, line 4	8	28,950.

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 the 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 instr.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b	1	847.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	847.
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	847.
6	Credits/Payments:		
a	2009 estimated tax pmts and 2008 overpayment credited to 2009 — 6a: 7,880.		
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	7,880.
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** ►	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	7,033.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 7,033. **Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the 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?	4b	N/A	
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, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► FL			
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?	13	X	

Website address ► N/A

14 The books are in care of ► ANNA GOLDSMITH Telephone no. ► (407) 622-1222

Located at ► 2009 VENETIAN WAY WINTER PARK FL ZIP + 4 ► 32789

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

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 the instructions)?	1b	N/A	
	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 ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	3b	N/A	
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)? (see instructions) ☐ Yes ☒ No

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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

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

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(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
STEPHEN H. GOLDMAN 2009 VENETIAN WAY WINTER PARK, FL 32789	DIRECTOR 10.00	0.	0.	0.
ANNA GOLDSMITH 959 BUCKSAW PLACE LONGWOOD, FL 32750	DIRECTOR 10.00	0.	0.	0.
ELLWOOD WHITCHURCH 324 ASHFORD COURT HEATHROW, FL 32746	DIRECTOR 10.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(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 – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
a Average monthly fair market value of securities		1a	1,873,316.
b Average of monthly cash balances		1b	166,344.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	2,039,660.
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	2,039,660.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	30,595.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,009,065.
6 **Minimum investment return.** Enter 5% of line 5		6	100,453.

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	100,453.
2a Tax on investment income for 2009 from Part VI, line 5	2a 847.		
b Income tax for 2009 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	847.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	99,606.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	99,606.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	99,606.

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	28,950.
b Program-related investments – total from Part IX-B	1b	
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	28,950.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	28,950.

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				99,606.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004 19,539.				
b From 2005 1,967.				
c From 2006				
d From 2007 3,799.				
e From 2008 144,207.				
f **Total** of lines 3a through e	169,512.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 28,950.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				28,950.
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).)*	70,656.			70,656.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	98,856.			
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 instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	98,856.			
10 Analysis of line 9.				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008 98,856.				
e Excess from 2009				

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

1a 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
2a 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 organization had $5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

STEPHEN H. GOLDMAN

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:

SEE STATEMENT 7

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines.

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
***a** Paid during the year*				
SEE STATEMENT 8				
Total			► **3a**	28,950.
***b** Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
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	5.	
4 Dividends and interest from securities			14	58,905.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,395.	
8 Gain or (loss) from sales of assets other than inventory			18	-294,884.	
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)				-234,579.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -234,579.

(See worksheet in the instructions for line 13 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). (See the instructions)
N/A	

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

► Signature of officer or trustee — Date 9/11/10 ► Title Business Mgr

Paid Preparer's Use Only			
Preparer's signature	► Jomislav Imlar	Date 9/10/10	Check if self-employed ► ☐ Preparer's Identifying number (See Signature in the instrs) P00224197
Firm's name (or yours if self-employed), address, and ZIP code	► REILLY, FISHER & SOLOMON, P.A.		EIN ► 02-0587685
	4950 WEST KENNEDY BLVD, SUITE 610		
	TAMPA, FL 33609		Phone no ► (813) 491-0001

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	$ 1,395.		
TOTAL	$ 1,395.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY FEES	$ 527.	$ 527.		
TOTAL	$ 527.	$ 527.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REILLY, FISHER & SOLOMON PA	$ 2,900.	$ 2,900.		
TOTAL	$ 2,900.	$ 2,900.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	$ 11,783.	$ 11,783.		
TOTAL	$ 11,783.	$ 11,783.	$ 0.	$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	$ 44.	$ 44.		
OTHER TAXES	178.	178.		
TOTAL	$ 222.	$ 222.	$ 0.	$ 0.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGE	$ 10.	$ 10.		
INVESTMENT EXPENSES	1,084.	1,084.		
INVESTMENT EXPENSES	31.	31.		
TOTAL	$ 1,125.	$ 1,125.	$ 0.	$ 0.

STATEMENT 7
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	ANNA GOLDSMITH
CARE OF:	
STREET ADDRESS:	2009 VENETIAN WAY
CITY, STATE, ZIP CODE:	WINTER PARK, FL 32789
TELEPHONE:	(407) 622-1222
FORM AND CONTENT:	WRITTEN FORM INCLUDING THE PURPOSE OF THE GRANT, ETC.
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	NONE

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
UCF FOUNDATION P.O BOX 160000 ORLANDO, FL 32816	NONE		EDUCATION	$ 10,000.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
ORLANDO SCIENCE CENTER 777 EAST PRINCETON STREET ORLANDO, FL 32803	NONE		COMMUNITY SUPPORT	$ 5,000.
JOY MCC THANKSGIVING 2351 SOUTH FERNCREEK AVE ORLANDO, FL 32806	NONE		COMMUNITY SUPPORT	250.
BLOSSOM IN THE WORD 525 S. RONALD REAGAN BOULEVARD LONGWOOD, FL 32750	NONE		COMMUNITY SUPPORT	200.
THE EASTER BUNNY 2443 LOT A FUN AVENUE WINTER PARK, FL 32789	NONE		COMMUNITY SUPPORT	500.
HOLOCAUST MEMORIAL RESOURCE 851 NORTH MAITLAND AVENUE MAITLAND, FL 32794	NONE		EDUCATION	1,000.
ORLANDO MUSEUM OF ART 2416 NORTH MILLS AVENUE ORLANDO, FL 32803	NONE		SUPPORT OF THE ARTS	1,000.
POPULATION CONNECTION 2120 L STREET, NW SUITE 500 WASHINGTON, DC 20037	NONE		EDUCATION	1,000.
YOUNG COMPOSERS CHALLENGE 812 E ROLLINS STREET, SUITE 300 ORLANDO, FL 32803	NONE		SUPPORT OF THE ARTS	10,000.
			TOTAL	$ 28,950.

TRUST YEAR ENDING 12/31/2009

TAX PREPARER· 21
TRUST ADMINISTRATOR· 1212
INVESTMENT OFFICER· 314

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
145 0000 ANNALY MTG MGMT INC COM - 035710409 - MINOR = 45						
SOLD		01/06/2009	2248.93		SUB TRUST 7927130	
ACQ	145 0000	09/18/2008	2248.93	1886.32	362.61	ST
60 0000 CHUBB CORP COM - 171232101 - MINOR = 41						
SOLD		01/06/2009	2948 38		SUB TRUST 7927130	
ACQ	60.0000	07/28/2008	2948.38	2761.20	187 18	ST
50.0000 HERSHEY FOODS CORP COM - 427866108 - MINOR = 41						
SOLD		01/06/2009	1778 99		SUB TRUST 7927130	
ACQ	50 0000	07/28/2008	1778.99	1809 31	-30.32	ST
45 0000 MOLSON COORS BREWING CO CL B COM - 60871R209 - MINOR = 41						
SOLD		01/06/2009	2187.43		SUB TRUST 7927130	
ACQ	45.0000	08/05/2008	2187.43	2136 87	50 56	ST
775.0000 SLM CORP COM - 78442P106 - MINOR = 41						
SOLD		01/06/2009	7633.70		SUB TRUST 7927130	
ACQ	725.0000	07/28/2008	7141.20	12354.00	-5212.80	ST
	50.0000	10/09/2008	492 50	304.48	188 02	ST
50 0000 TRAVELERS COS INC/THE COM - 89417E109 - MINOR = 41						
SOLD		01/06/2009	2189 98		SUB TRUST 7927130	
ACQ	50 0000	07/28/2008	2189 98	2137.50	52 48	ST
55.0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR = 41						
SOLD		01/06/2009	1783 09		SUB TRUST 7927130	
ACQ	55.0000	09/17/2008	1783.09	1772 29	10 80	ST
225 0000 SLM CORP COM - 78442P106 - MINOR = 41						
SOLD		01/20/2009	2725.25		SUB TRUST 7927130	
ACQ	225.0000	10/09/2008	2725.25	1370.18	1355.07	ST
40 0000 TRAVELERS COS INC/THE COM - 89417E109 - MINOR = 41						
SOLD		02/02/2009	1529.18		SUB TRUST 7927130	
ACQ	40.0000	07/28/2008	1529.18	1710.00	-180 82	ST
75 0000 HERSHEY FOODS CORP COM - 427866108 - MINOR = 41						
SOLD		02/11/2009	2698 50		SUB TRUST 7927130	
ACQ	75.0000	07/28/2008	2698.50	2713 97	-15 47	ST
55 0000 BARRICK GOLD CORP COM - 067901108 - MINOR = 42						
SOLD		02/13/2009	2112.53		SUB TRUST 7927130	
ACQ	55.0000	10/21/2008	2112.53	1319 57	792 96	ST
35 0000 NORTHROP GRUMMAN CORP COM - 666807102 - MINOR = 41						
SOLD		02/13/2009	1662.14		SUB TRUST 7927130	
ACQ	35.0000	07/28/2008	1662.14	2421.65	-759.51	ST
45 0000 QUEST DIAGNOSTICS INC COM - 74834L100 - MINOR = 41						
SOLD		02/13/2009	2346 73		SUB TRUST 7927130	
ACQ	45.0000	07/28/2008	2346 73	2385.00	-38.27	ST
885 0000 SLM CORP COM - 78442P106 - MINOR = 41						
SOLD		02/26/2009	4715.43		SUB TRUST 7927130	
ACQ	685.0000	10/09/2008	3649.80	4171 45	-521.65	ST
	200.0000	02/13/2009	1065 63	1770 00	-704.37	ST
110 0000 HERSHEY FOODS CORP COM - 427866108 - MINOR = 41						
SOLD		03/09/2009	3498 59		SUB TRUST 7927130	
ACQ	110.0000	07/28/2008	3498 59	3980 48	-481.89	ST
35 0000 KIMBERLY CLARK CORP COM - 494368103 - MINOR = 41						
SOLD		03/10/2009	1530 26		SUB TRUST 7927130	
ACQ	35.0000	07/28/2008	1530 26	1978.55	-448.29	ST
140.0000 AFLAC INC COM - 001055102 - MINOR = 41						
SOLD		03/17/2009	2135 50		SUB TRUST 7927130	
ACQ	140 0000	07/28/2008	2135 50	7711 20	-5575.70	ST
10.0000 EXPRESS SCRIPTS INC CLASS A - 302182100 - MINOR = 41						
SOLD		03/17/2009	486.29		SUB TRUST 7927130	
ACQ	10.0000	04/29/2008	486.29	718.33	-232 04	ST
415 0000 KEYCORP NEW COM - 493267108 - MINOR = 41						
SOLD		03/24/2009	3597.53		SUB TRUST 7927130	
ACQ	415.0000	07/28/2008	3597.53	4560.31	-962.78	ST
3753 7540 FAIRHOLME FD - 304871106 - MINOR = 54						
SOLD		03/26/2009	75000.00			
ACQ	58.2200	12/14/2006	1163.24	1707.59	-544 35	LT15
	3457.8150	01/24/2007	69087 14	100000.00	-30912.86	LT15
	170 2610	12/19/2007	3401.81	5327 48	-1925 67	LT15
	67 4580	05/16/2006	1347 81	1834.18	-486 37	LT15
400.0000 PETRO-CDA COM ACQUIRED - 71644E102 - MINOR = 42						
SOLD		04/03/2009	11522 14		SUB TRUST 7927130	
ACQ	250.0000	08/22/2008	7201.34	11183.00	-3981.66	ST
	150 0000	10/17/2008	4320.80	3305 45	1015 35	ST
180 0000 AFLAC INC COM - 001055102 - MINOR = 41						
SOLD		04/28/2009	5034.47		SUB TRUST 7927130	
ACQ	60.0000	07/28/2008	1678.16	3304.80	-1626.64	ST
	120 0000	02/11/2009	3356.31	2695.20	661.11	ST
110 0000 AMERICAN EXPRESS CO COM - 025816109 - MINOR = 41						
SOLD		04/28/2009	2719 20		SUB TRUST 7927130	
ACQ	110.0000	08/07/2008	2719 20	4170 83	-1451.63	ST
45 0000 CIMAREX ENERGY CO COM - 171798101 - MINOR = 41						
SOLD		04/29/2009	1239 17		SUB TRUST 7927130	
ACQ	45.0000	07/28/2008	1239 17	2524 05	-1284.88	ST
4242 6970 FAIRHOLME FD - 304871106 - MINOR = 54						
SOLD		04/29/2009	96478.93			
ACQ	1893 9390	03/06/2006	43068.17	50000 00	-6931 83	LT15
	1771 4530	05/16/2006	40282.84	48165.82	-7882 98	LT15
	377 7860	06/19/2006	8590 85	10000 00	-1409 15	LT15
	199 5190	12/17/2008	4537 06	4213.84	323 22	ST

TRUST YEAR ENDING 12/31/2009

TAX PREPARER· 21
TRUST ADMINISTRATOR· 1212
INVESTMENT OFFICER 314

LEGEND· F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
270 0000 NABORS INDUSTRIES LTD COM SEDOL #2963372 - G6359F103 - MINOR = 42						
SOLD		04/29/2009	4267.54		SUB TRUST 7927130	
ACQ	270 0000	07/28/2008	4267.54	10654.20	-6386.66	ST
110.0000 SUNTRUST BANKS INC COM - 867914103 - MINOR = 41						
SOLD		05/08/2009	2156.79		SUB TRUST 7927130	
ACQ	110 0000	01/29/2009	2156.79	1504 63	652.16	ST
75 0000 CIMAREX ENERGY CO COM - 171798101 - MINOR = 41						
SOLD		05/19/2009	2260.53		SUB TRUST 7927130	
ACQ	75.0000	07/28/2008	2260.53	4206 75	-1946.22	ST
120 0000 NABORS INDUSTRIES LTD COM SEDOL #2963372 - G6359F103 - MINOR = 42						
SOLD		05/19/2009	2061.99		SUB TRUST 7927130	
ACQ	80.0000	07/28/2008	1374 66	3156 80	-1782.14	ST
	40.0000	12/22/2008	687 33	427.19	260.14	ST
130.0000 DR PEPPER SNAPPLE GROUP INC COM - 26138E109 - MINOR = 41						
SOLD		06/23/2009	2714.30		SUB TRUST 7927130	
ACQ	130.0000	07/28/2008	2714 30	2623 40	90 90	ST
325 0000 ALLIANT ENERGY CORP COM - 018802108 - MINOR = 41						
SOLD		07/14/2009	8297 03		SUB TRUST 7927130	
ACQ	275.0000	10/08/2008	7020 56	7719 47	-698 91	ST
	50 0000	03/09/2009	1276 47	1048.16	228 31	ST
335 0000 AMERICAN EXPRESS CO COM - 025816109 - MINOR = 41						
SOLD		07/14/2009	8167 08		SUB TRUST 7927130	
ACQ	120.0000	08/07/2008	2925.52	4549.99	-1624.47	ST
	95.0000	10/09/2008	2316.04	2547 23	-231.19	ST
	120 0000	01/06/2009	2925.52	2427 60	497.92	ST
460.0000 ANNALY MTG MGMT INC COM - 035710409 - MINOR = 45						
SOLD		07/14/2009	7078.61		SUB TRUST 7927130	
ACQ	460 0000	09/18/2008	7078.61	5984 19	1094 42	ST
250.0000 BARRICK GOLD CORP COM - 067901108 - MINOR = 42						
SOLD		07/14/2009	8158 29		SUB TRUST 7927130	
ACQ	250.0000	10/21/2008	8158.29	5998 02	2160.27	ST
165.0000 BROWN FORMAN CORP CL B - 115637209 - MINOR = 41						
SOLD		07/14/2009	6986.22		SUB TRUST 7927130	
ACQ	165 0000	06/23/2009	6986 22	7020.16	-33.94	ST
205.0000 CADBURY PLC SPON ADR EA REPR 4 ORD S - 12721E102 - MINOR = 42						
SOLD		07/14/2009	7062 06		SUB TRUST 7927130	
ACQ	205.0000	10/10/2008	7062.06	6746 83	315 23	ST
120.0000 CHEVRONTEXACO CORP COM - 166764100 - MINOR = 41						
SOLD		07/14/2009	7540 60		SUB TRUST 7927130	
ACQ	100.0000	07/28/2008	6283.83	8278 00	-1994 17	ST
	20.0000	01/09/2009	1256 77	1475 00	-218.23	ST
220 0000 CHUBB CORP COM - 171232101 - MINOR = 41						
SOLD		07/14/2009	8965.75		SUB TRUST 7927130	
ACQ	140.0000	07/28/2008	5705.48	6442 80	-737.32	ST
	80.0000	07/10/2009	3260.27	3141.73	118.54	ST
225 0000 CIMAREX ENERGY CO COM - 171798101 - MINOR = 41						
SOLD		07/14/2009	6446 82		SUB TRUST 7927130	
ACQ	110 0000	07/28/2008	3151 78	6169.90	-3018.12	ST
	115.0000	12/22/2008	3295.04	2860.58	434.46	ST
195 0000 CONOCOPHILLIPS COM - 20825C104 - MINOR = 41						
SOLD		07/14/2009	7975.23		SUB TRUST 7927130	
ACQ	135.0000	10/21/2008	5521.31	7464 46	-1943.15	ST
	30.0000	01/09/2009	1226.96	1575 46	-348.50	ST
	30.0000	04/29/2009	1226 96	1251.60	-24 64	ST
630.0000 DELL INC COM - 24702R101 - MINOR = 41						
SOLD		07/14/2009	7824.39		SUB TRUST 7927130	
ACQ	360.0000	07/28/2008	4471 08	8420 40	-3949.32	ST
	270.0000	12/19/2008	3353.31	3096 71	256.60	ST
180 0000 DIAGEO PLC SPONSORED ADR SEDOL #2133896 - 25243Q205 - MINOR = 42						
SOLD		07/14/2009	10208.74		SUB TRUST 7927130	
ACQ	150 0000	10/01/2008	8507 28	10427.88	-1920.60	ST
	30.0000	10/01/2008	1701.46	2075.26	-373 80	ST
495 0000 DR PEPPER SNAPPLE GROUP INC COM - 26138E109 - MINOR = 41						
SOLD		07/14/2009	10926 44		SUB TRUST 7927130	
ACQ	495 0000	07/28/2008	10926 44	9989.10	937.34	ST
755.0000 DUKE RLTY INVTS INC COM NEW - 264411505 - MINOR = 45						
SOLD		07/14/2009	5876 76		SUB TRUST 7927130	
ACQ	310 0000	11/06/2008	2412 97	3750 85	-1337 88	ST
	445 0000	11/25/2008	3463.79	3030 94	432 85	ST
550 0000 EBAY INC COM - 278642103 - MINOR = 41						
SOLD		07/14/2009	9168.26		SUB TRUST 7927130	
ACQ	550 0000	07/28/2008	9168 26	13920.50	-4752 24	ST
175 0000 ENCANA CORP COM - 292505104 - MINOR = 42						
SOLD		07/14/2009	8309 53		SUB TRUST 7927130	
ACQ	175 0000	04/03/2009	8309 53	7783 13	526 40	ST
165 0000 HERSHEY FOODS CORP COM - 427866108 - MINOR = 41						
SOLD		07/14/2009	6093.34		SUB TRUST 7927130	
ACQ	165.0000	07/28/2008	6093.34	5970 72	122 62	ST
480 0000 IMS HEALTH INC COM - 449934108 - MINOR = 41						
SOLD		07/14/2009	5846.24		SUB TRUST 7927130	
ACQ	480 0000	10/10/2008	5846 24	6757 94	-911.70	ST
405 0000 INTUIT INC COM - 461202103 - MINOR = 41						
SOLD		07/14/2009	11137 21		SUB TRUST 7927130	
ACQ	285 0000	10/14/2008	7837 30	7438 22	399 08	ST
	120 0000	04/30/2009	3299 91	2775 53	524 38	ST

TRUST YEAR ENDING 12/31/2009

TAX PREPARER 21
TRUST ADMINISTRATOR 1212
INVESTMENT OFFICER: 314

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
990 0000 KEYCORP NEW COM - 493267108 - MINOR = 41						
SOLD		07/14/2009	5217 16		SUB TRUST 7927130	
ACQ	335.0000	07/28/2008	1765 40	3681 22	-1915.82	ST
	345.0000	10/09/2008	1818.10	2563.49	-745.39	ST
	310 0000	05/26/2009	1633 66	1610.36	23.30	ST
145 0000 KIMBERLY CLARK CORP COM - 494368103 - MINOR = 41						
SOLD		07/14/2009	7664 50		SUB TRUST 7927130	
ACQ	145.0000	07/28/2008	7664 50	8196 85	-532.35	ST
225 0000 LILLY ELI & CO COM - 532457108 - MINOR = 41						
SOLD		07/14/2009	7417 56		SUB TRUST 7927130	
ACQ	225 0000	07/28/2008	7417 56	10860.75	-3443.19	ST
250 0000 MEDTRONIC INC COMMON STOCK - 585055106 - MINOR = 41						
SOLD		07/14/2009	8387.28		SUB TRUST 7927130	
ACQ	250.0000	07/28/2008	8387.28	13257 00	-4869.72	ST
725 0000 MICROSOFT CORP COM - 594918104 - MINOR = 41						
SOLD		07/14/2009	16616 57		SUB TRUST 7927130	
ACQ	95 0000	05/04/2007	2177.34	2900 20	-722.86	LT15
	60.0000	07/18/2007	1375.16	1848.20	-473.04	LT15
	50.0000	10/16/2007	1145.97	1522.18	-376.21	LT15
	520.0000	07/28/2008	11918.09	13525 20	-1607.11	ST
220 0000 MOLSON COORS BREWING CO CL B COM - 60871R209 - MINOR = 41						
SOLD		07/14/2009	9373 95		SUB TRUST 7927130	
ACQ	220 0000	08/05/2008	9373.95	10446 94	-1072 99	ST
225 0000 NEWMONT MNG CORP COM - 651639106 - MINOR = 41						
SOLD		07/14/2009	8773.02		SUB TRUST 7927130	
ACQ	100.0000	07/28/2008	3899.12	5019.00	-1119.88	ST
	125.0000	09/25/2008	4873 90	5301.24	-427.34	ST
200 0000 NORTHROP GRUMMAN CORP COM - 666807102 - MINOR = 41						
SOLD		07/14/2009	8857.77		SUB TRUST 7927130	
ACQ	90.0000	07/28/2008	3986.00	6227 10	-2241.10	ST
	110.0000	10/22/2008	4871 77	5077 25	-205.48	ST
170.0000 PEPSICO INC COM - 713448108 - MINOR = 41						
SOLD		07/14/2009	9455 15		SUB TRUST 7927130	
ACQ	170.0000	10/14/2008	9455.15	9213.95	241 20	ST
725 0000 POST PROPERTIES INC COM - 737464107 - MINOR = 45						
SOLD		07/14/2009	9004 26		SUB TRUST 7927130	
ACQ	240 0000	02/06/2009	2980.72	2834.88	145 84	ST
	140.0000	02/13/2009	1738.75	1709.81	28.94	ST
	170.0000	03/24/2009	2111.34	1868.44	242 90	ST
	175.0000	07/10/2009	2173 44	2105 08	68.36	ST
180 0000 PROCTER & GAMBLE CO COM - 742718109 - MINOR = 41						
SOLD		07/14/2009	9552.35		SUB TRUST 7927130	
ACQ	140.0000	03/06/2009	7429.61	6385.88	1043.73	ST
	40.0000	03/12/2009	2122.74	1827.20	295.54	ST
155 0000 QUEST DIAGNOSTICS INC COM - 74834L100 - MINOR = 41						
SOLD		07/14/2009	8476.08		SUB TRUST 7927130	
ACQ	155.0000	07/28/2008	8476.08	8215.00	261.08	ST
190 0000 SIGMA-ALDRICH CORP COM - 826552101 - MINOR = 41						
SOLD		07/14/2009	8973.46		SUB TRUST 7927130	
ACQ	190.0000	10/24/2008	8973 46	7032.98	1940.48	ST
380 0000 SUNTRUST BANKS INC COM - 867914103 - MINOR = 41						
SOLD		07/14/2009	6076.04		SUB TRUST 7927130	
ACQ	255.0000	01/29/2009	4077.34	3488.02	589.32	ST
	125.0000	05/26/2009	1998.70	1682.69	316 01	ST
245.0000 TARGET CORP COM - 87612E106 - MINOR = 41						
SOLD		07/14/2009	9275.90		SUB TRUST 7927130	
ACQ	200 0000	07/28/2008	7572.16	8922.00	-1349.84	ST
	45 0000	01/27/2009	1703.74	1491 74	212.00	ST
230 0000 TORCHMARK CORP COM - 891027104 - MINOR = 41						
SOLD		07/14/2009	8175 68		SUB TRUST 7927130	
ACQ	150.0000	07/28/2008	5331 97	8562.00	-3230 03	ST
	80 0000	02/13/2009	2843.71	2221 60	622.11	ST
170 0000 TRAVELERS COS INC/THE COM - 89417E109 - MINOR = 41						
SOLD		07/14/2009	6764.43		SUB TRUST 7927130	
ACQ	170.0000	07/28/2008	6764.43	7267.50	-503 07	ST
350 0000 UNILEVER NV NEW YORK SHS NEW - 904784709 - MINOR = 42						
SOLD		07/14/2009	8497.78		SUB TRUST 7927130	
ACQ	350.0000	07/28/2008	8497.78	10510 50	-2012.72	ST
270 0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR = 41						
SOLD		07/14/2009	7818 99		SUB TRUST 7927130	
ACQ	270 0000	09/17/2008	7818.99	8700.35	-881 36	ST
155 0000 WALMART STORES INC COM - 931142103 - MINOR = 41						
SOLD		07/14/2009	7370 06		SUB TRUST 7927130	
ACQ	155 0000	07/28/2008	7370.06	8825 70	-1455.64	ST
400 0000 NABORS INDUSTRIES LTD COM SEDOL #2963372 - G6359F103 - MINOR = 42						
SOLD		07/14/2009	6083.84		SUB TRUST 7927130	
ACQ	400 0000	12/22/2008	6083 84	4271 88	1811.96	ST
1068 3760 ARTISAN FDS INC INTL VALUE FD INV - 04314H881 - MINOR = 54						
SOLD		10/23/2009	25000 00			
ACQ	1068 3760	11/19/2008	25000.00	16869 66	8130 34	ST
		TOTALS	610163 92	717160.07		

TAX PREPARER· 21
TRUST ADMINISTRATOR 1212
INVESTMENT OFFICER 314

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-55330 85	0.00	-51665 30	0 00	0 00	0.00*
COMMON TRUST FUND	0 00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	0 00	0 00	3437.72			26.29
	-55330.85	0 00	-48227 58	0 00	0 00	26 29
STATE						
SUBTOTAL FROM ABOVE	-55330 85	0 00	-51665.30	0 00	0.00	0.00*
COMMON TRUST FUND	0 00	0.00	0 00			0.00
CAPITAL GAIN DIVIDENDS	0 00	0.00	3437.72			26.29
	-55330 85	0.00	-48227 58	0 00	0 00	26.29

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0.00
FLORIDA	N/A	N/A

Form **8868** (Rev April 2009)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

OMB No 1545-1709

- 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* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization	**Employer identification number**
	THE STEPHEN H. GOLDMAN FOUNDATION, INC.	59-3690155
File by the due date for filing your return See instructions	Number, street, and room or suite number If a P O box, see instructions	
	2009 VENETIAN WAY	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	WINTER PARK, FL 32789	

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

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

- The books are in the care of ► ANNA GOLDSMITH

Telephone No ► (407) 622-1222 FAX No ► (407) 622-1222

- 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 8/15 , 20 10 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [X] calendar year 20 09 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

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**	$ 847.
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**	$ 7,880.
c Balance Due. 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**	$ 0.

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

• 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	Name of Exempt Organization	Employer identification number
	THE STEPHEN H. GOLDMAN FOUNDATION, INC.	59-3690155
File by the extended due date for filing the return See instructions	Number, street, and room or suite number If a P O box, see instructions. REILLY, FISHER & SOLOMON, P.A. 4950 WEST KENNEDY BLVD, SUITE 610	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions TAMPA, FL 33609	

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

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] 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 care of ► ANNA GOLDSMITH

Telephone No ► (407) 622-1222 FAX No. ► (407) 622-1222

• 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, 20 10.

5 For calendar year 2009, or other tax year beginning ______, 20 __, and ending ______, 20 __.

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... TAXPAYER RESCPECTFULLY REQUESTS ADDITIONAL TIME IN ORDER TO FILE 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	$ 869.
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	$ 7,880.
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 instrs	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 ► Jonislav Forca Title ► CPA P00224197 Date ► 8/11/10