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

2010

For calendar year 2010, or tax year beginning , and ending

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

Name of foundation
PETER D. AND CAROL GOLDMAN FOUNDATION

A Employer identification number
36-3730772

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
219 CARY AVENUE

B Telephone number
312-644-3200

City or town, state, and ZIP code
HIGHLAND PARK, IL 60035

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,167,606.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8,491.	8,491.		STATEMENT 1
	4 Dividends and interest from securities	68,848.	68,848.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-38,386.			
	b Gross sales price for all assets on line 6a 888,574.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	38,953.	77,339.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 3	22,299.	22,299.		0.
	17 Interest				
	18 Taxes STMT 4	944.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	23,243.	22,299.		0.
	25 Contributions, gifts, grants paid	141,038.			141,038.
	26 **Total expenses and disbursements.** Add lines 24 and 25	164,281.	22,299.		141,038.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-125,328.			
	b **Net investment income** (if negative, enter -0-)		55,040.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	15,189.	23,129.	23,129.
	2	Savings and temporary cash investments	29,744.	67,581.	67,581.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	560.	960.	960.
	10a	Investments - U.S. and state government obligations STMT 5	509,818.	509,818.	540,801.
	b	Investments - corporate stock STMT 6	2,545,000.	2,169,702.	2,974,685.
	c	Investments - corporate bonds STMT 7	400,000.	600,000.	516,300.
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	96,120.	99,913.	44,150.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	3,596,431.	3,471,103.	4,167,606.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	3,596,431.	3,596,431.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	-125,328.	
	30	**Total net assets or fund balances**	3,596,431.	3,471,103.	
	31	**Total liabilities and net assets/fund balances**	3,596,431.	3,471,103.	

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	3,596,431.
2	Enter amount from Part I, line 27a	2	-125,328.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,471,103.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,471,103.

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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.)
1a	PUBLICLY TRADED SECURITIES			
b	AP ALTERNATIVE ASSETS - FLOW THRU K1	P	01/01/10	12/31/10
c	AP ALTERNATIVE ASSETS - FLOW THRU K1	P	01/01/09	12/31/10
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	885,404.		926,960.	-41,556.
b	662.			662.
c	2,508.			2,508.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-41,556.
b				662.
c				2,508.
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** -38,386.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **3** N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? [X] Yes [ ] No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009			
2008			
2007			
2006			
2005			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,101.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	1,101.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,101.
6 Credits/Payments:				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	960.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	1,500.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	2,460.
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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,359.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	1,359.	**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 instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
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 2010 or the taxable year beginning in 2010 (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 ▶ PETER GOLDMAN Telephone no. ▶847-831-9598

Located at ▶219 CARY AVENUE, HIGHLAND PARK, IL ZIP+4 ▶60035

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 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 2010.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☒ Yes ☐ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	X
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?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETER D. GOLDMAN 219 CARY AVENUE HIGHLAND PARK , IL 60035	PRESIDENT 0.00	0.	0.	0.
CAROL GOLDMAN 219 CARY AVENUE HIGHLAND PARK , IL 60035	SECRETARY 0.00	0.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,839,971.
b	Average of monthly cash balances	1b	59,501.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,899,472.
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	3,899,472.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,492.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,840,980.
6	**Minimum investment return.** Enter 5% of line 5	6	192,049.

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	192,049.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 1,101.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,101.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	190,948.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	190,948.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	190,948.

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	141,038.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	141,038.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	141,038.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				190,948.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			133,905.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 141,038.				
a Applied to 2009, but not more than line 2a			133,905.	
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 2010 distributable amount				7,133.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				183,815.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, 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) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total			▶ 3a	141,038.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	8,491.	
4 Dividends and interest from securities			14	68,848.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-38,386.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		38,953.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 38,953.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	NOT APPLICABLE

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
		NOT APPLICABLE	

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
NOT APPLICABLE		

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

Peter D. Goldman — August 12, 2011 — President

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
RICHARD A. REISIN		08/01/11		

Firm's name ▶ OSTROW REISIN BERK & ABRAMS, LTD. Firm's EIN ▶

Firm's address ▶ 455 N. CITYFRONT PLAZA DRIVE, SUITE 15
CHICAGO, IL 60611-5313 Phone no. 312-670-7444

Form **990-PF** (2010)

023622
04-26-11

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
GOFEN & GLOSSBERG	8,491.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,491.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AP ALTERNATIVE ASSETS - FLOW THRU K1	2,754.	0.	2,754.
GOFEN & GLOSSBERG	66,094.	0.	66,094.
TOTAL TO FM 990-PF, PART I, LN 4	68,848.	0.	68,848.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL & ADVISORY FEES	20,152.	20,152.		0.
K1 FLOW THRU INVESTMENT FEES	2,132.	2,132.		0.
FILING FEES	15.	15.		0.
TO FORM 990-PF, PG 1, LN 16C	22,299.	22,299.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	944.	0.		0.
TO FORM 990-PF, PG 1, LN 18	944.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLITAITONS	X		509,818.	540,801.
TOTAL U.S. GOVERNMENT OBLIGATIONS			509,818.	540,801.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			509,818.	540,801.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCKS	2,169,702.	2,974,685.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,169,702.	2,974,685.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE BONDS	600,000.	516,300.
TOTAL TO FORM 990-PF, PART II, LINE 10C	600,000.	516,300.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AP ALTERNATIVE ASSETS, LP	COST	99,913.	44,150.
TOTAL TO FORM 990-PF, PART II, LINE 13		99,913.	44,150.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ACCESS LIVING 115 WEST CHICAGO AVENUE CHICAGO, IL 60654	NONE GENERAL SUPPORT	501(C)(3)	500.
AM SHALOM 840 VERNON AVENUE GLENCOE, IL 60022	NONE GENERAL SUPPORT	501(C)(3)	50.
AMERICAN CANCER SOCIETY 225 NORTH MICHIGAN AVENUE #1210 CHICAGO, IL 60601	NONE GENERAL SUPPORT	501(C)(3)	350.
AMERICAN HEART ASSOCIATION 208 S LASALLE ST #1500 CHICAGO, IL 60604	NONE GENERAL SUPPORT	501(C)(3)	100.
BREAST CANCER NETWORK 135 S. LASALLE ST SUITE 2000 CHICAGO, IL 60603	NONE GENERAL SUPPORT	501(C)(3)	100.
CANADIANTIRE JUMPSTART 2180 YONGE STREET, P.O. BOX 700 TORONTO, ON, CANADA M4P 2V8	NONE GENERAL SUPPORT		250.
CANCER WELLNESS CENTER 215 REVERE DRIVE NORTHBROOK, IL 60062	NONE GENERAL SUPPORT	501(C)(3)	400.
CHICAGO BOTANIC GARDEN 1000 LAKE COOK RD GLENCOE, IL 60022	NONE GENERAL SUPPORT	501(C)(3)	230.

CHICAGO MARITIME SOCIETY 310 S RACINE AVE., #6N CHICAGO, IL 60607	NONE GENERAL SUPPORT	501(C)(3)	100.
CHICAGO YC FOUNDATION 400 EAST MONROE STREET CHICAGO, IL 60603	NONE GENERAL SUPPORT	501(C)(3)	500.
CHILDRENS MEMORIAL FOUNDATION 2300 N CHILDRENS PLZ #4 CHICAGO, IL 60614	NONE GENERAL SUPPORT	501(C)(3)	350.
CHILDRENS MEMORIAL HOSPITAL 2300 CHILDREN'S PLAZA CHICAGO, IL 60614	NONE GENERAL SUPPORT	501(C)(3)	500.
CHILDRENS ONCOLOGY SERVICES 213 WEST INSTITUTE PLACE #511 CHICAGO, IL 60610	NONE GENERAL SUPPORT	501(C)(3)	100.
COL. YC LEGACY FOUNDATION 1660 LINCOLN, STE 2720 DENVER, CO 80264	NONE GENERAL SUPPORT	501(C)(3)	100.
CONGREGATION SOLEL 1301 CLAVEY ROAD HIGHLAND PARK, IL 60035	NONE GENERAL SUPPORT	501(C)(3)	2,850.
FRIENDS OF THE PARKS 17 N STATE ST #1450 CHICAGO, IL 60602	NONE GENERAL SUPPORT	501(C)(3)	50.
G.I.R.F. 70 E LAKE ST #1015 CHICAGO, IL 60601	NONE GENERAL SUPPORT	501(C)(3)	63,770.
GOLDEN CRADLE ADOPTION SERVICES 95 WEST GATE DRIVE CHERRY HILL, NJ 08034	NONE GENERAL SUPPORT	501(C)(3)	50.

HAROLD EISENBERG FOUNDATION 1780 GREEN BAY ROAD HIGHLAND PARK, IL 60035	NONE GENERAL SUPPORT	501(C)(3)	100.
HIGHLAND PARK ART CENTER 1957 SHERIDAN ROAD HIGHLAND PARK, IL 60035	NONE GENERAL SUPPORT	501(C)(3)	100.
INVEST FOR KIDS 1775 SHERMAND ST #2075 DENVER , CO 80264	NONE GENERAL SUPPORT	501(C)(3)	500.
J.G.A.S.F. 875 N. MICHIGAN AVE., SUITE 3718 CHICAGO , IL 60611	NONE GENERAL SUPPORT	501(C)(3)	11,200.
JUVENILLE DIABETES RESEARCH FOUNDATION 11 SOUTH LA SALLE ST. SUITE 1800 CHICAGO, IL 60603	NONE GENERAL SUPPORT	501(C)(3)	375.
KIDS UGANDA P.O. BOX 401 LAKE BLUFF, IL 60044	NONE GENERAL SUPPORT	501(C)(3)	150.
LEPER FOUNDATION OF AMERICA 1 ALM WAY GREENVILLE, SC 29601	NONE GENERAL SUPPORT	501(C)(3)	200.
LEUKEMIA & LYMPHOMA SOCIETY 651 W WASHINGTON BLVD #400 CHICAGO, IL 60661	NONE GENERAL SUPPORT	501(C)(3)	600.
LEUKEMIA RESEARCH FOUNDATION 3520 LAKE AVENUE, SUITE #202 WILMETTE, IL 60091	NONE GENERAL SUPPORT	501(C)(3)	50.
LINKS 1200 MASSACHUSETTS AVENUE WASHINGTON , DC 20005	NONE GENERAL SUPPORT	501(C)(3)	100.

LUNG CANCER RESEARCH FOUNDATION 845 THIRD AVENUE, 6TH FLOOR NEW YORK, NY 10022	NONE GENERAL SUPPORT	501(C)(3)	100.
MDA 3300 E. SUNRISE DRIVE TUSCON, AZ 85718	NONE GENERAL SUPPORT	501(C)(3)	150.
MICHAEL ROLFE PANCREATIC CANCER FOUNDATION 17 NORTH STATE STREET, SUITE 1550 CHICAGO, IL 60602	NONE GENERAL SUPPORT	501(C)(3)	1,000.
NORTH SUBURBAN MEDICAL RESEARCH 2300 CHILDREN'S PLAZA CHICAGO, IL 60614	NONE GENERAL SUPPORT	501(C)(3)	300.
NORTHWESTERN SCLERODERMA PROGRAM 675 NORTH ST. CLAIR, SUITE 14-100 CHICAGO, IL 60611	NONE GENERAL SUPPORT	501(C)(3)	3,000.
RAVIANA FESTIVAL ASSOCIATION 201 SAINT JOHNS AVE HIGHLAND PARK, IL 60035	NONE GENERAL SUPPORT	501(C)(3)	678.
REHABILITATION INSTITUTE OF CHICAGO 345 EAST SUPERIOR STREET CHICAGO, IL 60611	NONE GENERAL SUPPORT	501(C)(3)	15,000.
RIC SPORTS & FITNESS 345 E. SUPERIOR STREET CHICAGO, IL 60611	NONE GENERAL SUPPORT	501(C)(3)	300.
SCLERODERMA FOUNDATION 300 ROSEWOOD DRIVE, SUITE 105 DANVERS, MA 01923	NONE GENERAL SUPPORT	501(C)(3)	3,885.
SONIA SHANKMAN ORTHOGENIC SCHOOL 1365 E. 60TH STREET CHICAGO, IL 60637	NONE GENERAL SUPPORT	501(C)(3)	100.

TEAM PARADISE 2620 S. BAYSHORE DR. MIAMI, FL 33133	NONE GENERAL SUPPORT	501(C)(3)	100.
THE JOSSELYN CENTER 405 CENTRAL AVENUE NORTHFIELD, IL 60093	NONE GENERAL SUPPORT	501(C)(3)	50.
TRI CITY HEALTH PARTNERSHIP 318 WALNUT STREET ST. CHARLES, IL 60174	NONE GENERAL SUPPORT	501(C)(3)	100.
TULANE UNIVERSITY 6823 ST. CHARLES AVENUE NEW ORLEANS, LA 70118	NONE GENERAL SUPPORT	501(C)(3)	31,500.
UNITED WAY 560 WEST LAKE STREET CHICAGO, IL 60661	NONE GENERAL SUPPORT	501(C)(3)	250.
URBAN GATEWAYS 205 W RANDOLP ST #1700 CHICAGO, IL 60606	NONE GENERAL SUPPORT	501(C)(3)	250.
US HOLOCAUST MEMORIAL MUSEUM P.O. BOX 7022 ALBERT LEA, MN 56007	NONE GENERAL SUPPORT	501(C)(3)	500.
VOLUNTEER POOL OF H.P. P.O. BOX 192 HIGHLAND PARK, IL 60035	NONE GENERAL SUPPORT	501(C)(3)	50.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			141,038.

Gofen and Glossberg LLC

REALIZED GAINS AND LOSSES

G 763

Peter D. & Carol Goldman Foundation

From 01-01-10 Through 12-31-10

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
08-31-05	02-17-10	1,000.000	Medtronic	57,000.00	43,586.94		-13,413.06
08-23-06	03-23-10	150.000	Albemarle	3,975.00	6,411.01		2,436.01
06-22-06	03-23-10	700.000	Albemarle	16,075.50	29,918.03		13,842.53
01-09-08	03-23-10	1,500.000	AT&T	57,978.75	39,629.49		-18,349.26
06-25-09	03-23-10	100,000.000	Suntrust Bk CDDJUBS Cmd Idx 0.000% Due 06-28-13	100,000.00	100,724.00	724.00	
08-31-05	05-25-10	300.000	3M Company	21,345.00	23,332.63		1,987.63
10-08-08	05-25-10	1,000.000	Mosaic Company	35,259.20	43,089.37		7,830.17
11-07-07	06-16-10	90.000	Coca-Cola Femsa SAB SP ADR	3,994.84	6,248.59		2,253.75
01-10-07	07-12-10	1,000.000	Gilead Sciences	32,088.30	34,261.31		2,173.01
08-31-05	08-04-10	0.721	Frontier Communications	5.95	5.47		-0.48
09-21-07	09-30-10	100,000.000	CS HOLT Water Cert PLUS-T 0.000% Due 09-30-10	100,000.00	75,326.00		-24,674.00
06-18-09	10-18-10	10,000.000	UBS 100% PPN USD vs Curr Bsk 0.000% Due 06-25-12	100,000.00	107,489.25		7,489.25
08-31-05	10-19-10	247.000	Frontier Communications	2,038.65	2,119.47		80.82
08-31-05	12-14-10	500.000	Abbott Laboratories	22,565.00	23,859.89		1,294.89
08-31-05	12-14-10	1,000.000	General Electric	33,610.00	17,580.40		-16,029.60
01-01-06	12-14-10	630.000	General Electric	19,866.00	11,075.65		-8,790.35
09-24-07	12-14-10	225.000	Hewlett-Packard	11,313.61	9,337.39		-1,976.22
08-27-07	12-14-10	50.000	Hewlett-Packard	2,390.58	2,074.97		-315.61
01-04-08	12-14-10	75.000	Hewlett-Packard	3,495 00	3,112.46		-382.54
02-07-08	12-14-10	50.000	Hewlett-Packard	2,031.40	2,074.98		43.58

Gofen and Glossberg LLC

REALIZED GAINS AND LOSSES

G 763

Peter D. & Carol Goldman Foundation

From 01-01-10 Through 12-31-10

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
06-23-06	12-14-10	850.000	Hewlett-Packard	28,022.46	35,274.57		7,252.11
10-11-05	12-14-10	500.000	Walgreen	22,155 00	18,339.78		-3,815.22
TOTAL GAINS						724.00	46,683.75
TOTAL LOSSES						0 00	-87,746.34
				675,210.24	**634,871.65**	**724.00**	**-41,062.59**

TOTAL REALIZED GAIN/LOSS -40,338.59

Gofen and Glossberg LLC

REALIZED GAINS AND LOSSES

G 763EXC

Peter & Carol Goldman Foundation - Exclusion

From 01-01-10 Through 12-31-10

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
08-14-08	08-20-10	10,000.000	UBS Return Opt S&P 500 0.000% Due 08-20-10	100,000.00	86,764.56		-13,235.44
05-25-10	10-18-10	10,000.000	UBS PS-CP DJUBS 0.000% Due 05-29-15	100,000.00	113,147.00	13,147.00	
09-27-10	12-21-10	5,000.000	UBS PAS Best Global 0.000% Due 09-30-15	51,750.00	50,620.00	-1,130.00	
TOTAL GAINS						13,147.00	0.00
TOTAL LOSSES						-1,130.00	-13,235.44
				251,750.00	**250,531.56** A3	**12,017.00**	**-13,235.44**

TOTAL REALIZED GAIN/LOSS -1,218.44 TIS

Gofen and Glossberg, L.L.C.
455 Cityfront Plaza, Chicago, Illinois 60611
(312) 828-1100

Original Appraisal Date		Realized Gains (Losses) Year to Date		Priced as of	Accou **
		SHORT TERM	12,741	12/31/10	G763
08/31/05	82	LONG TERM	-54,298		

Date Purchased	Quantity	Description	Interest or Dividend	Market Price	Unit Cost	Market Value	Total Cost	Unrealized Profit/Loss	% Mkt. Value	Annual Income
		TAXABLE FIXED INCOME								
		U S GOVERNMENT BONDS								
01/15/09	100,000	Federal Home Loan Banks 01/21/11	1.625	100.063	99.880	100,063	99,880	183	2.4	1,625
03/10/09	215,554	U S Treasury Infl Index 04/15/12	2.000	103.633	97.278	223,385	209,687	13,698	5.3	4,311
04/23/09	206,680	U S Treasury Infl Index 04/15/14	1.250	105.164	96.890	217,353	200,251	17,102	5.1	2,584
						540,801*	509,818*	30,983*	12.7	8,520
		Total TAXABLE FIXED INCOME				540,801*	509,818* D C	30,983*	12.7	8,520
		CONVERTIBLE SECURITIES								
		CONVERTIBLE PREFERRED STOCKS								
01/25/06	500	Newell Financial 5.25% Cvt Pfd	2.625	42.000	43.625	21,000	21,813	-813	0.5	1,313
02/07/06	500	Newell Financial 5.25% Cvt Pfd	2.625	42.000	43.625	21,000	21,813	-813	0.5	1,313
						42,000*	43,626*	-1,626*	1.0	2,626
		Total CONVERTIBLE SECURITIES				42,000*	43,626* A B	-1,626*	1.0	2,626
		COMMON STOCKS								
		CONSUMER DISCRETIONARY								
05/12/08	2,000	Comcast Cl A	0.378	21.970	22.125	43,940	44,250	-310	1.0	756
04/17/07	2,000	Staples	0.360	22.770	26.711	45,540	53,422	-7,882	1.1	720
08/31/05	2,000	Starbucks	0.520	32.130	~~24.515~~ S/B 49.030	64,260	98,000 ~~49,030~~	15,230	1.5	1,040
08/31/05	1,000	Tiffany	1.000	62.270	37.420	62,270	37,420	24,850	1.5	1,000
						216,010*	~~184,122*~~ 233,152	31,888*	5.1	3,516
		CONSUMER STAPLES								
08/31/05	1,000	Coca-Cola	1.760	65.770	44.000	65,770	44,000	21,770	1.5	1,760
08/31/05	1,000	Costco Wholesale	0.820	72.210	43.400	72,210	43,400	28,810	1.7	820
08/31/05	1,250	Nestle SA Sponsored ADR	0.897	58.738	27.971	73,423	34,964	38,459	1.7	1,121
08/31/05	975	Procter & Gamble	1.927	64.330	53.870	62,722	52,523	10,199	1.5	1,879
10/11/05	500	Walgreen	0.700	38.960	44.310	19,480	22,155	-2,675	0.5	350
10/13/09	1,000	Walgreen	0.700	38.960	38.960	38,960	38,960		0.9	700
						332,565*	236,002*	96,563*	7.8	6,630
		ENERGY								
08/31/05	500	Exxon Mobil	1.760	73.120	59.900	36,560	29,950	6,610	0.9	880
08/31/05	3,000	Quicksilver Resources	0.000	14.740	21.700	44,220	65,100	-20,880	1.0	0
09/08/09	3,000	Quicksilver Resources	0.000	14.740	11.058	44,220	33,174	11,046	1.0	0
						125,000*	128,224*	-3,224*	2.9	880
		FINANCIALS								
02/26/92	780	American Express	0.720	42.920	6.917	33,478	5,395	28,083	0.8	562
08/31/05	1,000	American Express	0.720	42.920	55.240	42,920	55,240	-12,320	1.0	720
02/17/10	400	IntercontinentalExchange	0.000	119.150	102.230	47,660	40,892	6,768	1.1	0
08/31/05	1,000	JPMorgan Chase & Co	0.200	42.420	33.890	42,420	33,890	8,530	1.0	200

Gofen and Glossberg, L L C
455 Cityfront Plaza, Chicago, Illinois 60611
(312) 828-1100

Original Appraisal Date		Realized Gains (Losses) Year to Date		Priced as of	Account
08/31/05	82	SHORT TERM	12,741	12/31/10	3763
		LONG TERM	-54,298		

Date Purchased	Quantity	Description	Interest or Dividend	Market Price	Unit Cost	Market Value	Total Cost	Unrealized Profit/Loss	% Mkt. Value	Annual Income
03/07/06	3,000	Old Republic International	0.690	13.630	21.225	40,890	63,676	-22,786	1.0	2,070
09/08/09	3,000	Old Republic International	0.690	13.630	11.446	40,890	34,338	6,552	1.0	2,070
						248,258*	233,431*	14,827*	5 8	5,622
		HEALTH CARE								
08/31/05	1,000	Abbott Laboratories	1.760	47.910	45.130	47,910	45,130	2,780	1.1	1,760
02/11/08	600	Celgene	0.000	59.140	58.231	35,484	34,939	545	0.8	0
08/17/09	400	Celgene	0.000	59.140	52.186	23,656	20,874	2,782	0.6	0
02/04/02	175	Johnson & Johnson	2.160	61.850	57.500	10,824	10,063	761	0.3	378
10/11/05	325	Johnson & Johnson	2.160	61.850	61.464	20,101	19,976	126	0.5	702
01/10/06	500	Johnson & Johnson	2.160	61.850	63.009	30,925	31,504	-579	0.7	1,080
05/19/09	1,000	Thermo Fisher Scientific	0.000	55.360	36.055	55,360	36,055	19,305	1.3	0
						224,260*	198,541*	25,720*	5.3	3,920
		INDUSTRIALS								
08/31/05	1,000	Caterpillar	1.760	93.660	55.490	93,660	55,490	38,170	2.2	1,760
06/28/95	10,000	General Electric	0.560	18.290	6.178	182,900	61,783	121,117	4.3	5,600
02/11/08	500	United Technologies	1.700	78.720	71.392	39,360	35,696	3,664	0.9	850
03/10/08	500	United Technologies	1.700	78.720	66.430	39,360	33,215	6,145	0.9	850
						355,280*	186,184*	169,096*	8.4	9,060
		INFORMATION TECHNOLOGY								
08/31/05	2,000	Cisco Systems	0.000	20.230	17.620	40,460	35,240	5,220	1.0	0
10/11/05	2,000	Corning	0.200	19.320	17.790	38,640	35,580	3,060	0.9	400
11/08/05	2,000	Corning	0.200	19.320	19.520	38,640	39,040	-400	0.9	400
07/12/10	500	Cree	0.000	65.890	66.924	32,945	33,462	-517	0.8	0
	350	Microsoft	0.640	27.910	27.352	9,769	9,573	195	0.2	224
08/31/05	1,000	Microsoft	0.640	27.910	27.380	27,910	27,380	530	0.7	640
01/10/06	650	Microsoft	0.640	27.910	26.860	18,142	17,459	683	0.4	416
02/07/07	2,125	Oracle	0.200	31.300	16.894	66,513	35,899	30,613	1.6	425
02/22/07	225	Oracle	0.200	31.300	17.151	7,043	3,859	3,183	0.2	45
09/17/07	325	Oracle	0.200	31.300	19.920	10,173	6,474	3,699	0.2	65
10/03/07	50	Oracle	0.200	31.300	21.500	1,565	1,075	490	0.0	10
08/31/05	1,000	QUALCOMM	0.760	49.490	39.710	49,490	39,710	9,780	1.2	760
06/13/07	1,000	QUALCOMM	0.760	49.490	42.450	49,490	42,450	7,040	1.2	760
						390,780*	327,201*	63,576*	9.2	4,145
		MATERIALS								
09/09/08	500	Monsanto	1.120	69.640	99.780	34,820	49,890	-15,070	0.8	560
06/16/10	500	Monsanto	1.120	69.640	51.116	34,820	25,558	9,262	0.8	560
10/08/08	1,500	Mosaic Company	0.200	76.360	35.259	114,540	52,889	61,651	2.7	300
06/25/04	1,200	Praxair	1.800	95.470	39.170	114,564	47,004	67,560	2.7	2,160
						298,744*	175,341*	123,403*	7.0	3,580
		TELECOMMUNICATIONS SERVICES								
08/31/05	1,032	Verizon Communications	1.950	35.780	~~29.392~~ 5/10 32.110	36,925	32,75? ~~30,332~~	6,593	0.9	2,012

Gofen and Glossberg, L.L.C
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Original Appraisal Date		Realized Gains (Losses) Year to Date		Priced as of	Accou
08/31/05	82	SHORT TERM	12,741	12/31/10	G763
		LONG TERM	-54,298		

Date Purchased	Quantity	Description	Interest or Dividend	Market Price	Unit Cost	Market Value	Total Cost	Unrealized Profit/Loss	% Mkt. Value	Annual Income
		UTILITIES								
01/16/07	815	CIA Paranaese Ener SP ADR	0.030	25.170	11.435	20,514	9,319	11,194	0.5	24
07/07/09	350	CIA Paranaese Ener SP ADR	0.030	25.170	13.460	8,810	4,711	4,099	0.2	10
11/05/08	205	CIA Saneamento Basico ADR	1.140	52.880	14.002	10,840	2,870	7,970	0.3	234
						40,164*	16,900*	23,263*	0.9	268
		Total COMMON STOCKS				2,267,986*	~~1,716,278*~~ 1,768,733 (A)(B)	551,705*	53.4	39,633
		REAL ESTATE INVESTMENT TRUSTS								
		EQUITY REITs								
02/08/06	2,000	Kite Realty Group Trust	0.240	5.410	16.079	10,820	32,158	-21,338	0.3	480
05/14/07	2,000	Kite Realty Group Trust	0.240	5.410	20.333	10,820	40,666	-29,846	0.3	480
05/13/09	2,706	Kite Realty Group Trust	0.240	5.410	3.200	14,639	8,659	5,980	0.3	649
05/13/09	1,294	Kite Realty Group Trust	0.240	5.410	3.185	7,001	4,122	2,879	0.2	311
						43,280*	85,605*	-42,325*	1.0	1,920
		Total REAL ESTATE INVESTMENT TRUSTS				43,280*	85,605* (A) (B)	-42,325*	1.0	1,920
		INVESTMENT FUNDS								
		TAXABLE BOND FUNDS								
12/30/09	9,380.863	Vanguard GNMA Fd - Adm	0.368	10.740	10.660	100,741	100,000 (C)	741	2.4	3,448
		COMMON STOCK FUNDS								
	11,738	Columbia Acorn Intl Fd-Z	0.921	40.920	13.139	480,319	154,221	326,098	11.3	10,808
09/08/09	500	iShares MSCI Asia Ex-Japan	0.963	63.700	50.967	31,850	25,483	6,367	0.8	482
10/13/09	500	iShares MSCI Asia Ex-Japan	0.963	63.700	53.162	31,850	26,581	5,269	0.8	482
08/17/09	500	iShares MSCI Brazil Index Fd	2.807	77.400	57.630	38,700	28,815	9,885	0.9	1,404
10/13/09	500	iShares MSCI Brazil Index Fd	2.807	77.400	72.378	38,700	36,189	2,511	0.9	1,404
						621,419*	271,289* (B)	350,130*	14.6	14,580
		Total INVESTMENT FUNDS				722,160*	371,289* (A)	350,871*	17.0	18,028
		MISCELLANEOUS								
		STRUCTURED NOTES - EQUITY								
10/26/10	10,000	Barclays PS-CP Intl Fd Bskt 10/30/15	0.000	9.830	10.000	98,300	100,000	-1,700	2.3	0
10/26/10	10,000	Barclays PS-CP US Equity 10/30/15	0.000	10.270	10.000	102,700	100,000	2,700	2.4	0
09/27/10	5,000	Barclays ROS-PP Gold 09/28/12	0.000	10.230	10.000	51,150	50,000	1,150	1.2	0
03/29/10	15,000	HSBC PS - PP 03/31/15	0.000	10.720	10.000	160,800	150,000	10,800	3.8	0
11/23/10	5,000	UBS ROS XLF 11/28/14	0.000	10.670	10.000	53,350	50,000	3,350	1.3	0
12/28/10	5,000	UBS ROS-CP Gbl Fd Bskt 03/31/15	0.000	10.000	10.000	50,000	50,000		1.2	0
						516,300*	500,000*	16,300*	12.2	0
		MISCELLANEOUS ASSETS								
06/08/06	5,000	AP Alternative Assets LP	0.070	8.830	20.000	44,150	100,000 (B)	-55,850	1.0	350

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Original Appraisal Date		Realized Gains (Losses) Year to Date		Priced as of	Account
08/31/05	82[redacted]	SHORT TERM	12,741	12/31/10	Accou[redacted]G 763
		LONG TERM	-54,298		

Date Purchased	Quantity	Description	Interest or Dividend	Market Price	Unit Cost	Market Value	Total Cost	Unrealized Profit/Loss	% Mkt. Value	Annual Income
		Total MISCELLANEOUS				560,450*	600,000* (A)	-39,550*	13.2	350
		CASH & EQUIVALENTS								
		Cash				67,581	67,581 *		1.6	0
		Total VALUE OF ACCOUNT				4,244,258*	~~3,394,197*~~ 3,446,652	850,058*	100.0	71,077

Form **8868**
(Rev. January 2011)
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.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

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.

Type or print	Name of exempt organization	Employer identification number
File by the due date for filing your return See instructions	PETER D. AND CAROL GOLDMAN FOUNDATION	36-3730772
	Number, street, and room or suite no. If a P.O. box, see instructions. 219 CARY AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HIGHLAND PARK, IL 60035	

Enter the Return code for the return that this application is for (file a separate application for each return) [0|4]

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ PETER GOLDMAN
219 CARY AVENUE - HIGHLAND PARK, IL 60035
Telephone No. ▶ 847-831-9598 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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2010 or
▶ [ ] tax year beginning ______ , and ending ______ .

2 If the tax year entered in line 1 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	$ 1,500.
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.	3b	$ 0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 1,500.

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.

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

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01-03-11

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