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

Department of the Treasury
 Internal Revenue Service

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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation THE GOODMAN CHARITABLE TRUST
 C/O MARCUM LLP
 Number and street (or P O box number if mail is not delivered to street address) Room/suite
 10 MELVILLE PARK ROAD
 City or town, state, and ZIP code
 MELVILLE, NY 11747-3146

A Employer identification number
 11-6479000

B Telephone number (see instructions)
 (516) 992-5900

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

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

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, col (c), line 16) ▶ \$ 55,661.

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 instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		37,500.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		470.	470.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-1,517.			
b Gross sales price for all assets on line 6a		7,772.			
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 2		-122.	-122.		
12 Total Add lines 1 through 11		36,331.	348.		
13 Compensation of officers, directors, trustees, etc		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest ATCH 3		186.	186.		
18 Taxes (attach schedule) (see instructions) ATCH 4		5.	5.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5		384.	384.		
24 Total operating and administrative expenses. Add lines 13 through 23		575.	575.		
25 Contributions, gifts, grants paid		45,475.			45,475.
26 Total expenses and disbursements Add lines 24 and 25		46,050.	575.		45,475.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-9,719.			
b Net investment income (if negative, enter -0-)			0		
c Adjusted net income (if negative, enter -0-)					

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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)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,988.	1,696.	1,696.
	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 instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule),			
	b Investments - corporate stock (attach schedule) ATCH 6	28,483.	23,683.	35,880.
	c Investments - corporate bonds (attach schedule),			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 7	-5,841.	-10,710.	500.
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ ATCH 8)	17,083.	17,585.	17,585.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	41,713.	32,254.	55,661.	
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 (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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	41,713.	32,254.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	41,713.	32,254.		
31 Total liabilities and net assets/fund balances (see instructions)	41,713.	32,254.		

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	41,713.
2 Enter amount from Part I, line 27a	2	-9,719.
3 Other increases not included in line 2 (itemize) ▶ ATCH 9	3	260.
4 Add lines 1, 2, and 3	4	32,254.
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	32,254.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-1,517.
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 instructions) If (loss), enter -0- in Part I, line 8	{	3	0

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 (col (b) divided by col (c))
2011	72,659.	76,336.	0.951831
2010	99,863.	67,867.	1.471452
2009	92,608.	75,816.	1.221484
2008	107,429.	97,468.	1.102198
2007	83,945.	85,806.	0.978312
2	Total of line 1, column (d)		2 5.725277
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 1.145055
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4 51,087.
5	Multiply line 4 by line 3		5 58,497.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6
7	Add lines 5 and 6		7 58,497.
8	Enter qualifying distributions from Part XII, line 4 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		8 45,475.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Values include 0, 134, and -0-.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, tax on political expenditures, and IRS reporting. Includes 'Yes', 'No', and 'N/A' responses.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 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 MARCUM LLP Telephone no 631-414-4000
Located at 10 MELVILLE PARK ROAD MELVILLE, NY ZIP+4 11747
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2012, 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 Yes No X
See 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X 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 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 2012? 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes X 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) 2b X
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 X No
b If "Yes," did it have excess business holdings in 2012 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 2012) 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 2012? 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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here **5b** N/A

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) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870 **6b** X

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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
ATCH 10		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

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 ▶

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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

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	34,890.
b	Average of monthly cash balances	1b	6,569.
c	Fair market value of all other assets (see instructions)	1c	10,406.
d	Total (add lines 1a, b, and c)	1d	51,865.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	51,865.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	778.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	51,087.
6	Minimum investment return. Enter 5% of line 5	6	2,554.

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	2,554.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,554.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,554.
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	2,554.

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	45,475.
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	45,475.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,475.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,554.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007	79,785.			
b From 2008	102,556.			
c From 2009	88,901.			
d From 2010	96,470.			
e From 2011	68,858.			
f Total of lines 3a through e	436,570.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 45,475.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				2,554.
e Remaining amount distributed out of corpus	42,921.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	479,491.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	79,785.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	399,706.			
10 Analysis of line 9				
a Excess from 2008	102,556.			
b Excess from 2009	88,901.			
c Excess from 2010	96,470.			
d Excess from 2011	68,858.			
e Excess from 2012	42,921.			

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail 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
<p><i>a Paid during the year</i></p> <p>ATCH 11</p>				
Total ▶ 3a				45,475.
<p><i>b Approved for future payment</i></p>				
Total ▶ 3b				

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

2012

Name of the organization THE GOODMAN CHARITABLE TRUST C/O MARCUM LLP	Employer identification number 11-6479000
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Organization type (check one):

- | | | |
|--------------------|---|--|
| Filers of: | Section: | |
| Form 990 or 990-EZ | <input type="checkbox"/> 501(c)() (enter number) organization | |
| | <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation | |
| | <input type="checkbox"/> 527 political organization | |
| Form 990-PF | <input checked="" type="checkbox"/> 501(c)(3) exempt private foundation | |
| | <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation | |
| | <input type="checkbox"/> 501(c)(3) taxable private foundation | |

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE GOODMAN CHARITABLE TRUST
C/O MARCUM LLP

Employer identification number
11-6479000

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JIM GOODMAN C/O 10 MELVILLE PARK ROAD MELVILLE, NY 11747	\$ 17,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	ANDREW GOODMAN C/O 10 MELVILLE PARK ROAD MELVILLE, NY 11747	\$ 20,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization THE GOODMAN CHARITABLE TRUST C/O MARCUM LLP	Employer identification number 11-6479000
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----

Name of organization THE GOODMAN CHARITABLE TRUST C/O MARCUM LLP	Employer identification number 11-6479000
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once See instructions) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

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

Kind of Property		Description				P r o p e r t y	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,043.		BERKSHIRE HATHAWAY PROPERTY TYPE: SECURITIES 2,400.				P	VAR 1,643.	VAR
3,726.		BERKSHIRE HATHAWAY PROPERTY TYPE: SECURITIES 2,400.				P	VAR 1,326.	VAR
		PASS THRU: JABA ASSO PROPERTY TYPE: SECURITIES 2,063.				P	VAR -2,063.	VAR
		PASS THRU: JABA ASSO PROPERTY TYPE: SECURITIES 2,426.				P	VAR -2,426.	VAR
3.		PASS THRU: JABA ASSO PROPERTY TYPE: SECURITIES				P	VAR 3.	VAR
TOTAL GAIN (LOSS)							<u>-1,517.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	1.	1.
PASS THRU K-1: JABA ASSOCIATES		
INTEREST INCOME	232.	232.
DIVIDENDS	237.	237.
TOTAL	<u>470.</u>	<u>470.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THRU K-1: JABA ASSOC- OTHER PORTF INC	-117.	-117.
THRU K-1: JABA ASSOC- RENTAL INCOME	-5.	-5.
TOTALS	<u>-122.</u>	<u>-122.</u>

ATTACHMENT 3

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST EXPENSE	186.	186.
TOTALS	<u>186.</u>	<u>186.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN WITHHOLDING TAXES	5.	5.
TOTALS	<u>5.</u>	<u>5.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PASS THRU K-1: JABA ASSOCIATES	296.	296.
PORTFOLIO DEDUCTIONS	88.	88.
BANK CHARGES		
TOTALS	<u>384.</u>	<u>384.</u>

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
400 QTY BERKSHIRE HATHAWAY	24,000.	19,200.	35,880.
100 QTY LEHMAN BROS HOLDG INC	4,483.	4,483.	
TOTALS	<u>28,483.</u>	<u>23,683.</u>	<u>35,880.</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT IN JABA ASSOCIATES	-6,341.	-11,210.	500.
STATE OF ISRAEL BONDS	500.	500.	
TOTALS	<u>-5,841.</u>	<u>-10,710.</u>	<u>500.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DUE FROM INVESTMENT IN JABA	17,083.	17,585.	17,585.
TOTALS	<u>17,083.</u>	<u>17,585.</u>	<u>17,585.</u>

ATTACHMENT 9

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN THRU PARTNERSHIP	260.
TOTAL	<u>260.</u>

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

ATTACHMENT 10

NAME AND ADDRESS
 TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
 COMPENSATION
 CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
 EXPENSE ACCT AND OTHER ALLOWANCES

BRUCE GOODMAN C/O MURRAY HILL PROP 1140 AVE. OF AMERICAS NEW YORK, NY 10036	TRUSTEE 1.00	0	0	0
ANDREW GOODMAN C/O F. WALTER PACKAGING 2900 GRANT AVENUE, PO BOX 16223 PHILADELPHIA, PA 19114	TRUSTEE 1.00	0	0	0
BARRY B. SEIDEL C/O MP&S LLP 88 FROEHLIC FARM BLVD. WOODBURY, NY 11797	TRUSTEE 1.00	0	0	0
PETER BUELL C/O MARCUM LLP 10 MELVILLE PARK ROAD MELVILLE, NY 11747	TRUSTEE 1.00	0	0	0

GRAND TOTALS 0 0 0

THE GOODMAN CHARITABLE TRUST

11-6479000

FORM 990BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SCHEDULE ATTACHED

NONE
501 (C) 3

CHARITABLE- SEE FOOTNOTE ATTACHED

45,475

TOTAL CONTRIBUTIONS PAID

45,475

THE GOODMAN CHARITABLE TRUST

11-6479000

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
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JABA ASSOC. FLOW THRU - OTHER INCOME

18

-122.

TOTALS

-122.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust **THE GOODMAN CHARITABLE TRUST**
C/O MARCUM LLP

Employer identification number
11-6479000

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-2,063.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	-2,063.

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	546.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	546.

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

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-2,063.
14	Net long-term gain or (loss):			
	a Total for year	14a		546.
	b Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
	c 28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		-1,517.

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

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000	16	(1,517.)
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

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

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

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

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

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero.	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,400	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23.	25		
26	Subtract line 25 from line 24.	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (if line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (15)	30		
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2012

FEDERAL FOOTNOTES

PART XV SUPPLEMENTARY INFORMATION

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THE SCHEDULE DETAILING CONTRIBUTIONS PAID DURING THE YEAR REFLECTS CONTRIBUTIONS DISTRIBUTED TO ORGANIZATIONS DEVOTED TO THE FIELDS OF MEDICAL SERVICE, COMMUNITY SERVICE, EDUCATION, AND THE LIKE. NO PAYMENTS WERE MADE TO RELATIVES BY BLOOD, MARRIAGE OR ADOPTION, OR TO ANY PERSON OR CORPORATION HAVING AN INTEREST IN THE CORPORATION, SUCH AS CREATOR, DONOR, ETC. ALL CONTRIBUTIONS PAID ARE FOR THE GENERAL PURPOSE AND USE OF THE RECIPIENTS.

THE GOODMAN CHARITABLE TRUST
 EIN: 11-6479000
 FOR THE YEAR ENDED DECEMBER 31, 2012

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

FORM 990-PF, PART XV, LINE 3a

<u>RECIPIENT: NAME AND ADDRESS</u>	<u>RELATIONSHIP TO ANY FOUNDATION MANAGER/SUSTANTIAL CONTRIBUTOR</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
ACTORS FUND NEW YORK, NY 10058	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$350.00
AJC CHILDRENS FOUNDATION INC	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$500.00
ALZHEIMERS COMMUNITY CARE INC WEST PALM BEACH, FL 33407	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$150.00
ALZHEIMERS RESEARCH PROJECT, INDIANAPOLIS, IN 46208	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
AMERICAN CANCER SOCIETY, ATLANTA, GA 30303	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$200.00
AMERICAN FRIENDS OF ISRAEL NEW YORK, NY 10018	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$350.00
AMERICAN ISRAEL PUBLIC AFFAIRS, WASHINGTON, DC 20001	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$1,000 00

THE GOODMAN CHARITABLE TRUST
EIN: 11-6479000
FOR THE YEAR ENDED DECEMBER 31, 2012

ARMED FORCES, SAN DIEGO, CA 92193	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$50.00
ARTHUR I MEYER JEWISH ACADEMY INC, WEST PALM BEACH, FL 33409	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$200.00
BIG BROTHER BIG SISTER FOUNDATION, HOLBROOK, MA 02343	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
BOYS & GIRLS CLUB OF PALM BEACH WEST PALM BEACH, FL 33407	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$250.00
BREAST CANCER RESEARCH FOUNDATION NEW YORK, NY 10022	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$2,250.00
BRIGHAM WOMENS HOSPITAL BOSTON, MA 02115	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$750.00
CENTRAL PARK CONSERVANCY NEW YORK, NY 10022	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$2,250.00
CHEMOTHERAPY FDN NEW YORK, NY 10016	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$250.00

THE GOODMAN CHARITABLE TRUST
EIN: 11-6479000
FOR THE YEAR ENDED DECEMBER 31, 2012

CHILDRENS CAUSE FOR CANCER ADVOCACY SILVER SPRING, MD 20910	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$150.00
CHILDRENS INHERITED BRAIN DISORDERS, WALNUT CREEK, CA 94596	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$1,000 00
COLGATE UNIVERSITY HAMILTON, NY 13346	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$300.00
CONGREGATION BETH OHR, OLD BRIDGE, NJ 08857	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$350.00
CONGREGATION EMANUAL DENVER, CO 80220	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$2,975.00
DANA FARBER CANCER INSTITUTE, BROOKLINE MA 02445	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
FEED THE CHILDREN OKLAHOMA CITY, OK 73107	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$250.00
FLORIDA FIRE AND EMERGENCY SERVICES FOUNDATION INC, ORMOND BEACH, FL 32174	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$50.00

THE GOODMAN CHARITABLE TRUST
EIN: 11-6479000
FOR THE YEAR ENDED DECEMBER 31, 2012

FRIENDS OF KAREN INC, PURDYS, NY 10578	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$700.00
FRIENDS OF NINOS DECRISTO BRONX, NY 10452	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$200.00
HACKLEY SCHOOL, TARRYTOWN, NY 10591	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$500.00
HOPE HELP HEAL, HOUSTON TX 77095	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$500.00
HUMANE SOCIETY OF THE UNITED STATES, GAITHERSBURG, MD 20879	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
JEWISH ACADEMY OF ORLANDO, MAITLAND, FL 32751	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
KRAVIS CENTER WEST PALM BEACH, FL 33401	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$4,500.00
LEUKEMIA & LYMPHOMA SOCIETY INC, WHITE PLAINS, NY 10605	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$250.00
LONG ISLAND CADDIE SCHOLARSHIP FUND INC, MINEOLA, NY 11501	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00

THE GOODMAN CHARITABLE TRUST
EIN: 11-6479000
FOR THE YEAR ENDED DECEMBER 31, 2012

LYNN UNIVERSITY INC, BOCA RATON, FL 33431	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$1,000.00
MADISON SQUARE PARK CONSERVANCY INC, NEW YORK, NY 10010	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
MEIR PANIM RELIEF CENTERS BROOKLYN, NY 11219	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$150.00
METROPOLITAN MUSEUM OF ART NEW YORK, NY 10028	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
METROPOLITAN OPERA NEW YORK, NY 10023	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$2,300.00
MIAMI CITY BALLET MIAMI BEACH, FL 33139	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$850 00
MORSE LIFE WEST PALM BEACH, FL 33417	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$3,700.00
MOUNT SINAI MEDICAL CENTER INC NEW YORK, NY 10029	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$1,100.00
MULTIPLE SCLEROSIS FOUNDATION INC, FT LAUDERDALE, FL 33309	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$50 00

THE GOODMAN CHARITABLE TRUST
EIN: 11-6479000
FOR THE YEAR ENDED DECEMBER 31, 2012

MUSEUM OF JEWISH HERITAGE, NEW YORK, NY 10280	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$150.00
NEWMARK SCHOOL INC, PLAINFIELD, NJ 07062	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$150.00
NEW YORK CITY HEMOPHILIA CHAPTER, NEW YORK, NY 10036	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
NEW YORK CITY POLICE FOUNDATION INC NEW YORK, NY 10017	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$150.00
NEW YORK STATE POLICE FOUNDATION, FARMINGDALE, NY 11735	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$25.00
NORTHERN PALM BEACH COUNTY JEWISH COMMUNITY CENTER INC, PALM BCH GARDENS, FL 33418	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$450.00
NEW YORK UNIVERSITY, NEW YORK, NY 10023	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$600.00
OLIVER'S HOUSE INC, WEST PALM BEACH, FL 33406	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$500.00

THE GOODMAN CHARITABLE TRUST
 EIN: 11-6479000
 FOR THE YEAR ENDED DECEMBER 31, 2012

PALM BEACH CIVIC ASSOCIATION INC, PALM BEACH, FL 33480	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$2,300.00
PALM BEACH COUNTY VOLUNTEER FIRE RESCUE ASSOC, INC WEST PALM BEACH, FL 33411	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$25 00
PALM BEACH COUNTRY CLUB FOUNDATION PALM BEACH, FL 33480	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$2,200.00
PALM BEACH OPERA WEST PALM BEACH, FL 33401	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$750.00
PALM BEACH PUBLIC SCHOOL ORCHESTRAL STRINGS FOUNDATION, PALM BEACH, FL 33480	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$1,500.00
PALM BEACH UNITED WAY BOYTON BEACH, FL 33426	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$500 00
PHI KAPPA TAU FOUNDATION OXFORD, OH 45056	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$150.00
PLAY FOR P.I.N.K , INC NEW YORK, NY 10021	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$300.00

THE GOODMAN CHARITABLE TRUST
EIN: 11-6479000
FOR THE YEAR ENDED DECEMBER 31, 2012

SOCIETY OF THE FOUR ARTS PALM BEACH, FL 33480	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$2,300.00
SPECIAL OLYMPICS NEW YORK INC, SCHENECTADY, NY 12304	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$50.00
ST BERNARDS SCHOOL NEW YORK, NY 10029	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$500.00
TEMPLE ISRAEL NEW YORK, NY 10021	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$1,850.00
WHITNEY MUSEUM OF AMERICAN ART NEW YORK, NY 10021	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$100.00
WEST PALM BEACH PUBLIC TELEVISION, WEST PALM BEACH, FL 33406	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$200.00
WS PARALYZED VETS OF AMERICA MI, EDGEFIELD, SC 29824	NONE	501 (c)(3) - PUBLIC CHARITY	CHARITABLE	\$400.00
TOTAL CONTRIBUTIONS				\$45,475.00

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- 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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE GOODMAN CHARITABLE TRUST C/O MARCUM LLP	Employer identification number (EIN) or 11-6479000
	Number, street, and room or suite no. If a P.O. box, see instructions 10 MELVILLE PARK ROAD	Social security number (SSN)
	City, town, or post office, state, and ZIP code. For a foreign address, see instructions MELVILLE, NY 11747-3146	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	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 ▶ MARCUM LLP

Telephone No ▶ 631 414-4000 FAX No ▶ 631 414-4001

- 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 08/15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ calendar year 2012 or

▶ tax year beginning _____, 20____, and ending _____, 20____

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 \$	134.
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 \$	134.
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 \$	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

For Privacy Act and Paperwork Reduction Act Notice, see 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 File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE GOODMAN CHARITABLE TRUST C/O MARCUM LLP	Employer identification number (EIN) or 11-6479000
	Number, street, and room or suite no If a P O box, see instructions 10 MELVILLE PARK ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions MELVILLE, NY 11747-3146	

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 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	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

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

- The books are in the care of ► MARCUM LLP
 Telephone No ► 631 414-4000 FAX No ► 631 414-4001
 - 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, 2013
- 5 For calendar year 2012, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If the tax year entered in line 5 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 ALL INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a \$	134.
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 \$	134.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c \$	0

Signature and Verification must be completed for Part II only.

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

Signature ► Title ► Date ►