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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2016

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation
THE NEW MILLENNIUM CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O BOX 1529

City or town, state or province, country, and ZIP or foreign postal code
BOCA RATON, FL 33429-1529

A Employer identification number
23-2903172

B Telephone number (see instructions)
(215) 990-4244

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) Accounting method Cash Accrual
16) \$ 1,004,630. (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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B.				
	3 Interest on savings and temporary cash investments	83.			ATCH 1
	4 Dividends and interest from securities	21,348.	21,348.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-14,492.			
	b Gross sales price for all assets on line 6a 309,836.				
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	6,939.	21,348.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	8,400.	8,400.		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [3]	1,400.	1,400.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	54.	54.		
	24 Total operating and administrative expenses. Add lines 13 through 23.	9,854.	9,854.		
	25 Contributions, gifts, grants paid	55,500.			55,500.
26 Total expenses and disbursements Add lines 24 and 25	65,354.	9,854.		55,500.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-58,415.				
b Net investment income (if negative, enter -0-)		11,494.			
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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	75,697.	60,343.	60,343.
	2	Savings and temporary cash investments	350,231.	375,212.	394,721.
	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			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	590,445.	522,403.	549,566.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less accumulated depreciation ▶ (attach schedule)			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)			
14		Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,016,373.	957,958.	1,004,630.
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			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	1,016,373.	957,958.		
30	Total net assets or fund balances (see instructions)	1,016,373.	957,958.		
31	Total liabilities and net assets/fund balances (see instructions)	1,016,373.	957,958.		

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)	1,016,373.
2	Enter amount from Part I, line 27a	-58,415.
3	Other increases not included in line 2 (itemize) ▶	
4	Add lines 1, 2, and 3	957,958.
5	Decreases not included in line 2 (itemize) ▶	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	957,958.

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)
1 a 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				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
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	-14,492.
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

(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))
2015	53,786.	989,074.	0.054380
2014	55,000.	1,043,371.	0.052714
2013	54,500.	1,036,766.	0.052567
2012	57,346.	1,015,454.	0.056473
2011	55,500.	1,055,829.	0.052565
2 Total of line 1, column (d)			2 0.268699
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.			3 0.053740
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 960,321.
5 Multiply line 4 by line 3.			5 51,608.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 115.
7 Add lines 5 and 6.			7 51,723.
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 55,500.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	115.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	115.
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	115.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	186.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	186.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	71.
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 71. Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of PAUL ROSENBERG Telephone no 215-990-4244
Located at P.O BOX 1529 BOCA RATON, FL ZIP+4 33432
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.
16 At any time during calendar year 2016, 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?

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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)
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)?
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 2016?
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?
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)
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?
b If "Yes," did it have excess business holdings in 2016 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 2016)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2016?

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... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?... 7b If "Yes," did the foundation receive any proceeds or have any net income...

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).

Table with 5 columns: (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. Row 1: ATCH 5, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: 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		0.

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	
b	Average of monthly cash balances	1b	974,945.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	974,945.
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	974,945.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	14,624.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	960,321.
6	Minimum investment return. Enter 5% of line 5	6	48,016.

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	48,016.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	115.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	115.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	47,901.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	47,901.
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	47,901.

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	55,500.
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	55,500.
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	115.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	55,385.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				47,901.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only,				
b Total for prior years 20 14 , 20 13 , 20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011	3,673.			
b From 2012	6,881.			
c From 2013	3,786.			
d From 2014	4,210.			
e From 2015	6,760.			
f Total of lines 3a through e	25,310.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 55,500.				
a Applied to 2015, 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 2016 distributable amount				47,901.
e Remaining amount distributed out of corpus.	7,599.			
5 Excess distributions carryover applied to 2016 . (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	32,909.			
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 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	3,673.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	29,236.			
10 Analysis of line 9				
a Excess from 2012	6,881.			
b Excess from 2013	3,786.			
c Excess from 2014	4,210.			
d Excess from 2015	6,760.			
e Excess from 2016	7,599.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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 address of the person to whom applications should be addressed.

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

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>a <i>Paid during the year</i></p> <p>ATCH 6</p>				
Total				55,500.
<p>b <i>Approved for future payment</i></p>				
Total				3b

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash... (2) Other assets... b Other transactions: (1) Sales of assets... (2) Purchases of assets... (3) Rental of facilities... (4) Reimbursement arrangements... (5) Loans or loan guarantees... (6) Performance of services... c Sharing of facilities... d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for both (c) and (d).

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... 2b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

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. Preparation of this return (other than taxpayer) is based on all information of which preparer has any knowledge. Sign Here: PAUL ROSENBERG, Signature of officer or trustee, Date: 5/11/2017, Title: PRESIDENT.

Paid Preparer Use Only: Print/Type preparer's name: Stephanie Vozzi, Preparer's signature: [Signature], Date: 05/11/2017, Check self-employed: [] if PTIN: P01221835, Firm's name: KPMG LLP, Firm's EIN: 13-5565207, Firm's address: 1601 MARKET STREET PHILADELPHIA, PA, Phone no: 267-256-7000.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					2,121.	
98,467.		ST NON-COVERED LOSSES (JP MORGAN) (SEE A 109,041.					VAR -10,574.	VAR
209,248.		LT NON-COVERED LOSSES (JP MORGAN) (SEE A 215,287.					VAR -6,039.	VAR
TOTAL GAIN (LOSS)							<u>-14,492.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
INTEREST INCOME - JP MORGAN	83.
TOTAL	<u>83.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME - JP MORGAN	21,348.	21,348.
TOTAL	<u>21,348.</u>	<u>21,348.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL INVESTMENT TAX	1,400.	1,400.
TOTALS	<u>1,400.</u>	<u>1,400.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BANKING FEES - TD BANK	39.	39.
PA REGISTRATION FEES	15.	15.
TOTALS	<u>54.</u>	<u>54.</u>

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

ATTACHMENT 5

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
PAUL ROSENBERG 650 NE 5TH AVE BOCA RATON, FL 33432	PRES., SEC	0.	0.	0.
GRAND TOTALS				
		0.	0.	0.

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

ATTACHMENT 6

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
VARIETY CLUB 1520 LOCUST STREET, 9TH FLOOR PHILADELPHIA, PA 19102	N/A	SERVE DISABLED CHILDREN	12,500
WOMEN OF TOMORROW 15000 SW 27TH STREET MIRAMAR, FL 33027	N/A	MENTOR & EDUCATE HIGH RISK YOUNG WOMEN	5,000.
THE FABRIC WORKSHOP AND MUSEUM 1214 ARCH STREET PHILADELPHIA, PA 19107	N/A	ART EDUCATION	1,500
EAR RESEARCH FOUNDATION 1901 FLOYD STREET SARASOTA, FL 34239	N/A	RESEARCH, EDUCATION, AND TREATMENT OF HEARING LOSS	1,500
MIAMI CHILDREN'S HEALTH SYSTEM FOUNDATION 3100 S.W 62 AVE., MIAMI, FL 33155	N/A	INSPIRE HOPE AND PROMOTE LIFELONG HEALTH BY PROVIDING THE BEST CARE TO EVERY CHILD.	15,000.
BOYS AND GIRLS CLUB OF AMERICA 800 NORTHPOINT PARKWAY SUITE 204 WEST PALM BEACH, FL 33407	N/A	THE MISSION OF THE BOYS & GIRLS CLUBS OF PALM BEACH COUNTY IS TO INSPIRE AND ASSIST ALL YOUNG PEOPLE, ESPECIALLY THOSE WHO NEED US MOST, TO REALIZE THEIR FULL POTENTIAL AS PRODUCTIVE, RESPONSIBLE AND CARING CITIZENS.	5,000

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

ATTACHMENT 6 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
JOE DIMAGGIO CHILDREN FOUNDATION, INC 3711 GARFIELD ST HOLLYWOOD, FL 33021	N/A	JOE DIMAGGIO CHILDREN'S HOSPITAL FOUNDATION WAS ESTABLISHED IN 1994 TO SECURE PHILANTHROPIC FUNDING IN SUPPORT OF JOE DIMAGGIO CHILDREN'S HOSPITAL'S MISSION TO HEAL THE BODY, MIND AND SPIRIT OF THOSE IT TOUCHES JOE DIMAGGIO CHILDREN'S HOSPITAL IS THE ONLY CHILDREN'S HOSPITAL THAT PERFORMS CARDIAC CATHETERIZATION, OPEN HEART SURGERY, PEDIATRIC HEART TRANSPLANTATION AND PEDIATRIC DIALYSIS IN BROWARD COUNTY	15,000

TOTAL CONTRIBUTIONS PAID 55,500

Realized Gain/Loss

TIP We display transactions on the Realized Gain Loss report if we have complete cost basis information. Learn more.

Selected View **NEW MILLENNIUM CHAR FDN (A...2000)**

Show **Details** from **Prior** Calendar Year View Tax Lots

Description	Security ID	Quantity	Date Acquired	Date Sold	Proceeds	Cost Basis	Short-Term Realized Gain/Loss	Long-Term Realized Gain/Loss	FX Realized Gain/Loss	Ordinary Income Gain	Total Realized Gain/Loss Amount	Total Realized Gain/Loss %
NEW MILLENNIUM CHAR FDN (A...2000)												
DEUTSCHE X-TRACKERS MSCI EAF	DBEF	-345.00	08/17/2015	09/16/2016	8,890.32	10,068.41	0.00	-1,178.09	0.00	0.00	-1,178.09	-11.70
		-11.00	03/31/2015	09/18/2016	283.30	330.38	0.00	-47.08	0.00	0.00	-47.08	-14.25
		-108.00	08/17/2015	09/18/2016	2,781.49	3,151.85	0.00	-370.36	0.00	0.00	-370.36	-11.75
		-47.00	03/31/2015	09/18/2016	1,211.41	1,411.63	0.00	-200.22	0.00	0.00	-200.22	-14.18
		-247.00	08/17/2015	09/18/2016	6,381.95	7,208.40	0.00	-846.45	0.00	0.00	-846.45	-11.74
		-148.00	03/31/2015	07/20/2016	3,831.18	4,446.20	0.00	-615.02	0.00	0.00	-615.02	-13.83
		-228.00	03/31/2015	07/20/2016	5,927.87	6,877.84	0.00	-949.97	0.00	0.00	-949.97	-13.81
		-265.00	03/31/2015	07/20/2016	6,860.84	7,861.09	0.00	-1,000.25	0.00	0.00	-1,000.25	-13.82
		-1,400.00			35,148.46	41,455.80	0.00	-5,307.44	0.00	0.00	-5,307.44	-12.80
DODGE & COX INCOME FD	DODX	-300.528	03/13/2015	03/03/2016	4,000.00	4,162.28	-162.28	0.00	0.00	0.00	-162.28	-3.90
		-150.83	03/13/2015	02/09/2016	2,000.00	2,089.00	-89.00	0.00	0.00	0.00	-89.00	-4.28
		-451.366			6,000.00	6,251.28	-251.28	0.00	0.00	0.00	-251.28	-4.02
DODGE & COX INTL STOCK FD	DODFX	-235.363	03/13/2015	03/03/2016	8,000.00	10,073.54	-2,073.54	0.00	0.00	0.00	-2,073.54	-20.58
		-236.363			8,000.00	10,073.54	-2,073.54	0.00	0.00	0.00	-2,073.54	-20.58
DOUBLELINE TOTL RET BND	DBLTX	-888.373	03/13/2015	07/27/2016	9,736.57	9,772.11	0.00	-35.54	0.00	0.00	-35.54	-0.36
		-368.324	03/13/2015	03/03/2016	4,000.00	4,051.58	-51.58	0.00	0.00	0.00	-51.58	-1.27
		-274.223	03/13/2015	02/09/2016	3,000.00	3,018.45	-18.45	0.00	0.00	0.00	-18.45	-0.55
		-1,530.92			16,736.57	16,840.12	-68.01	-35.54	0.00	0.00	-103.55	-0.61
ISHARES CORE S&P MIDCAP ETF	IUH	-150.00	03/13/2015	02/09/2016	18,790.17	22,364.15	-3,573.98	0.00	0.00	0.00	-3,573.98	-15.98
		-150.00			18,790.17	22,364.15	-3,573.98	0.00	0.00	0.00	-3,573.98	-15.98
	EFA	-34.00	03/13/2015	04/05/2016	1,883.45	2,145.67	0.00	-262.12	0.00	0.00	-262.12	-12.22
Total in USD					\$307,715.28	\$324,327.87	-\$10,674.00	-\$6,036.59	\$0.00	\$0.00	-\$16,812.59	

Description	Security ID	Quantity	Date Acquired	Date Sold	Proceeds	Cost Basis ¹	Short-Term Realized Gain/Loss ²	Long-Term Realized Gain/Loss ²	FX Realized Gain/Loss	Ordinary Income Gain	Total Realized Gain/Loss Amount	Total Realized Gain/Loss %
ISHARES MSCI EAFE INDEX FUND		-158.00	03/13/2015	04/05/2016	8,752.61	9,970.59	0.00	-1,217.98	0.00	0.00	-1,217.98	-12.32
		-57.00	03/13/2015	04/05/2016	3,153.78	3,596.88	0.00	-443.20	0.00	0.00	-443.20	-12.32
		-81.00	03/13/2015	04/05/2016	4,474.79	5,111.51	0.00	-636.72	0.00	0.00	-636.72	-12.46
		-330.00			18,264.63	20,824.65	0.00	-2,560.02	0.00	0.00	-2,560.02	-12.28
JPM GBL BD OPP FD - CLI FUND 3294 3.88%	GROX	-1,136.354	03/13/2015	03/03/2016	11,000.00	11,875.00	-875.00	0.00	0.00	0.00	-875.00	-7.37
		-1,136.354			11,000.00	11,875.00	-875.00	0.00	0.00	0.00	-875.00	-7.37
JPM SHRT-INT MUNI BND FD - CLI FUND 3602 1.31%	JMIX	-12,889.908	03/13/2015	04/12/2016	136,904.99	135,000.00	0.00	1,904.99	0.00	0.00	1,904.99	1.41
		-12,889.908			136,904.99	135,000.00	0.00	1,904.99	0.00	0.00	1,904.99	1.41
SPDR S&P 500 ETF TRUST	SPY	-40.00	03/13/2015	04/05/2016	8,193.62	8,234.20	0.00	-40.58	0.00	0.00	-40.58	-0.49
		-50.00	03/13/2015	03/03/2016	9,844.03	10,292.75	-348.72	0.00	0.00	0.00	-348.72	-3.39
		-100.00	03/13/2015	02/08/2016	18,533.16	20,585.50	-2,052.34	0.00	0.00	0.00	-2,052.34	-9.87
		-190.00			36,670.81	39,112.45	-2,441.64	-40.58	0.00	0.00	-2,441.64	-6.24
VANGUARD FTSE EUROPE ETF	VGK	-23.00	08/17/2015	07/14/2016	1,094.42	1,258.21	-163.79	0.00	0.00	0.00	-163.79	-13.02
		-56.00	08/17/2015	07/14/2016	2,664.43	3,063.48	-399.05	0.00	0.00	0.00	-399.05	-13.03
		-17.00	08/17/2015	07/14/2016	808.28	829.89	-21.61	0.00	0.00	0.00	-21.61	-2.64
		-28.00	08/17/2015	07/14/2016	1,333.48	1,531.74	-198.26	0.00	0.00	0.00	-198.26	-12.94
		-55.00	08/17/2015	07/13/2016	2,588.26	3,008.78	-418.52	0.00	0.00	0.00	-418.52	-13.84
		-21.00	08/17/2015	07/13/2016	987.51	1,148.80	-161.29	0.00	0.00	0.00	-161.29	-14.04
		-200.00			9,478.38	10,941.00	-1,462.62	0.00	0.00	0.00	-1,462.62	-13.37
VANGUARD TOTAL BOND MARKET INDEX FUND-ADM	VBTLX	-876.58	04/05/2016	07/21/2016	9,721.27	9,589.78	131.49	0.00	0.00	0.00	131.49	1.37
		-876.58			9,721.27	9,589.78	131.49	0.00	0.00	0.00	131.49	1.37
Total in USD					\$307,715.28	\$324,327.87	-\$10,574.00	-\$56,038.59	\$0.00	\$0.00	-\$16,612.59	-5.13

Showing Details from the Prior Calendar Year

¹ Note: Cost basis for certain fixed income instruments may not reflect adjustments for amortization or accretion.

² We will not display short and long term realized gain/loss values when the acquisition date is not available. These values may also reflect special calculations for gifted securities.

These figures are not official for income tax reporting purposes and should not be relied upon for such purposes, including the determination of income, cost basis, or gain/loss. Such information, which may be inaccurate, incomplete or subject to updating, should be confirmed with your records and your tax advisor.

INVESTMENT PRODUCTS: NOT FDIC INSURED • NO BANK GUARANTEE • MAY LOSE VALUE