

Form **990-PF**Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

OMB No 1545-0052

2017

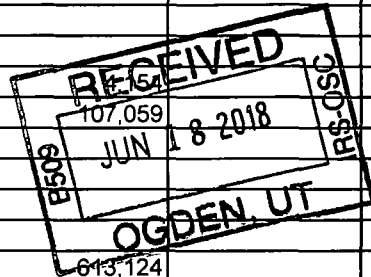
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▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning , and ending

Name of foundation The Eliasberg Family Foundation, Inc			A Employer identification number 52-1199165	
Number and street (or P.O. box number if mail is not delivered to street address) 7 St Paul Street, Suite 920		Room/suite		B Telephone number (see instructions) 410-752-7100
City or town, state or province, country, and ZIP or foreign postal code Baltimore MD 21202				
Foreign country name		Foreign province/state/county		C If exemption application is pending, check here <input type="checkbox"/>
		Foreign postal code		D 1. Foreign organizations, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity				
<input type="checkbox"/> Final return <input type="checkbox"/> Amended return				
<input type="checkbox"/> Address change <input type="checkbox"/> Name change				
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation				
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 9,374,474		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual		
		<input type="checkbox"/> Other (specify) _____		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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	4,154			
	4 Dividends and interest from securities	107,059			
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	613,124			
	b Gross sales price for all assets on line 6a 3,296,714				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	724,337	724,337	0	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	57,734	57,734		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	13,265	165		165
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	27,357			27,357
	24 Total operating and administrative expenses. Add lines 13 through 23	98,356	57,899	0	27,522
	25 Contributions, gifts, grants paid	410,400			410,400
	26 Total expenses and disbursements. Add lines 24 and 25	508,756	57,899	0	437,922
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	215,581			
	b Net investment income (if negative, enter -0-)		666,438		
	c Adjusted net income (if negative, enter -0-)			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	110,284	75,233	75,233
	2	Savings and temporary cash investments	87,587	369,543	369,543
	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)	149,165	1,148,171	1,150,997
	b	Investments—corporate stock (attach schedule)	4,964,952	4,719,510	7,274,598
	c	Investments—corporate bonds (attach schedule)	1,244,447	478,894	488,146
	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 ▶ Interest Receivable)	21,299	15,957	15,957
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	6,577,734	6,807,308	9,374,474
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	115,000	60,000	
	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)	115,000	60,000	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	7,720,937	8,348,054	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-1,258,203	-1,600,746	
	30	Total net assets or fund balances (see instructions)	6,462,734	6,747,308	
	31	Total liabilities and net assets/fund balances (see instructions)	6,577,734	6,807,308	

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	6,462,734
2	Enter amount from Part I, line 27a	2	215,581
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	68,996
4	Add lines 1, 2, and 3	4	6,747,311
5	Decreases not included in line 2 (itemize) ▶ rounding	5	3
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,747,308

Part IV Capital Gains and Losses for Tax on Investment Income

a) List and describe the kind(s) of property sold (for example, 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		P	1/1/2016	12/31/2017
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 3,296,714		2,683,590	613,124
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			613,124
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	613,124
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 doesn't 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))
2016	372,802	7,818,140	0.047684
2015	374,661	8,099,567	0.046257
2014	413,957	8,240,102	0.050237
2013	377,506	7,651,162	0.049340
2012	353,723	6,543,893	0.054054

2 Total of line 1, column (d)	2	0.247572
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.049514
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	8,628,803
5 Multiply line 4 by line 3	5	427,247
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,664
7 Add lines 5 and 6	7	433,911
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	437,922

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	6,664
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	0
3	Add lines 1 and 2	3	6,664
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,664
6	Credits/Payments.		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	13,100
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	13,100
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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,436
11	Enter the amount of line 10 to be Credited to 2018 estimated tax Refunded	11	3,000

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 the instructions for the definition. If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. MD		
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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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	Yes	No
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? Website address ▶	13	X	
14	The books are in care of ▶ Richard A. Eliasberg Telephone no ▶ 410-752-7100 Located at ▶ 7 St. Paul Street, Suite 920 Baltimore MD ZIP+4 ▶ 21202			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2017, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16		X

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)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	1b	N/A	
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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2017 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 2017.)	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 2017?	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions			5b N/A
	Organizations relying on a current notice regarding disaster assistance, check here	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b
	If "Yes" to 6b, file Form 8870			X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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
See Attached Schedule		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 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	8,634,140
b	Average of monthly cash balances	1b	126,066
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,760,206
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	8,760,206
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	131,403
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,628,803
6	Minimum investment return. Enter 5% of line 5	6	431,440

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	431,440
2a	Tax on investment income for 2017 from Part VI, line 5	2a	6,664
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,664
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	424,776
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	424,776
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	424,776

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	437,922
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	437,922
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	6,664
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	431,258

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				424,776
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017.				
a From 2012	21,616			
b From 2013	13,167			
c From 2014	20,977			
d From 2015				
e From 2016				
f Total of lines 3a through e	55,760			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 437,922				
a Applied to 2016, 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 2017 distributable amount				424,776
e Remaining amount distributed out of corpus	13,146			
5 Excess distributions carryover applied to 2017 (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	68,906			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
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 2012 not applied on line 5 or line 7 (see instructions)	21,616			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	47,290			
10 Analysis of line 9				
a Excess from 2013	13,167			
b Excess from 2014	20,977			
c Excess from 2015				
d Excess from 2016				
e Excess from 2017	13,146			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Schedule			All For General Purposes	410,400
Total			3a	410,400
b <i>Approved for future payment</i> Maryland Science Center Goucher College			All For General Purposes All For General Purposes	50,000 10,000
Total			3b	60,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments		4,154	14		
4	Dividends and interest from securities		107,059	14		
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18		
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a <u>Proceeds from Securities Litiga</u>					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		111,213		0	0
13	Total. Add line 12, columns (b), (d), and (e)				13	111,213

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

The Eliasberg Family Foundation, Inc.

52-1199165

12/31/17 Return of Private Foundation

Form 990-PF - Part XV, Item 3 (a) Grants

and Contributions Paid During the Year

<u>Contributions</u>	<u>Address</u>	<u>Amount</u>
Admiral's Cove Foundation	Jupiter, FL	5,200
American Diabetes Association	Merryfield, VA	200
American Friends of Beit Hatfutsot	Tel Aviv, Israel	500
American Technion Society	Baltimore, MD	25,000
American Visionary Art Museum	Baltimore, MD	400
Anti-Defamation League	New York, NY	500
Assoc. Jewish Community Federation Balto.	Baltimore, MD	67,500
B & O Railroad Museum	Baltimore, MD	500
Baltimore Center Stage	Baltimore, MD	250
Baltimore City College	Baltimore, MD	1,150
Baltimore Community Foundation	Baltimore, MD	1,200
Baltimore Museum of Art, The	Baltimore, MD	1,450
Baltimore Squash Wise	Baltimore, MD	10,000
Baltimore Symphony Orchestra	Baltimore, MD	1,000
Balto. Animal Rescue & Care Shelter (BARCS)	Baltimore, MD	1,000
Balto. Off. of Promotion & The Arts	Baltimore, MD	100
Bascom Palmer Eye Institute	Palm Beach Gardens, FL	2,500
Beaches Fine Arts Series	Jacksonville Beach, FL	500
Believe in Music, Inc.	Baltimore, MD	7,500
Berea College	Berea, KY	200
Bike Maryland	Baltimore, MD	2,500
Branksome Hall	Toronto Ontario, Canada	200
Bryn Mawr College	Bryn Mawr, PA	100
Bryn Mawr School	Baltimore, MD	5,500
Busch Wildlife Sanctuary	Jupiter, FL	1,000
Cal Ripken, Sr., Foundation	Baltimore, MD	5,000
Center Stage	Baltimore, MD	1,000
Central Scholarship	Owings Mills, MD	200
Chesapeake Bay Foundation	Annapolis, MD	5,000
Chizuk Amuno Congregation	Baltimore, MD	6,000
Cummer Museum of Art	Jacksonville, FL	100
Dartmouth Women's Athletic Fund	Hanover, NH	150
Doctors Without Borders	Hagerstown, MD	500
Dyslexia Tutoring Program	Baltimore, MD	2,000
Flagler Museum	Palm Beach, FL	5,000
Friends of Fort McHenry	Baltimore, MD	500
Friends of the Gale Academy of Environmental Science	West Palm Beach, FL	1,000
Furry Friends Adoption, Clinic and Ranch	Jupiter, FL	1,000

The Eliasberg Family Foundation, Inc.

52-1199165

12/31/17 Return of Private Foundation

Form 990-PF - Part XV, Item 3 (a) Grants

and Contributions Paid During the Year

<u>Contributions</u>	<u>Address</u>	<u>Amount</u>
Gilchrist Center Baltimore	Baltimore, MD	2,500
Gilchrist Hospice Care	Hunt Valley, MD	2,500
Gilman School	Baltimore, MD	2,500
Goucher College	Baltimore, MD	100
Hathaway Brown School	Shaker Heights, OH	100
HopeWell Cancer Support	Brooklandville, MD	500
Horticultural Society of Maryland	Lutherville, MD	2,500
House of Ruth Maryland	Baltimore, MD	250
Independent College Fund of Maryland	Baltimore, MD	2,500
Institute for Islamic, Christian, and Jewish Studies	Baltimore, MD	1,000
Irvine Nature Center	Owings Mills, MD	5,000
Jacksonville Symphony	Jacksonville, FL	200
Jewish Federation of Palm Beach County	West Palm Beach, FL	10,000
Jewish Museum of Maryland	Baltimore, MD	10,000
Johns Hopkins Hospital, Division of Pediatric Cardiology	Baltimore, MD	250
Johns Hopkins Medicine, Department of Psychiatry	Baltimore, MD	500
Jupiter Medical Center Foundation	Jupiter, FL	5,150
Kennedy Krieger Institute	Baltimore, MD	250
Living Classrooms Foundation	Baltimore, MD	2,500
Maltz Jupiter Theatre Inc.	Jupiter, FL	5,000
Maryland Food Bank	Baltimore, MD	2,500
Maryland Historical Society	Baltimore, MD	1,000
Maryland Institute, College of Art	Baltimore, MD	1,250
Maryland Public Television	Baltimore, MD	500
Maryland Science Center	Baltimore, MD	2,500
Maryland SPCA	Baltimore, MD	1,000
Maryland Zoo in Baltimore, The	Baltimore, MD	1,000
McDonogh School	Owings Mills, MD	10,000
Mt. Washington Pediatric Hospital	Baltimore, MD	10,000
National Aquarium	Baltimore, MD	1,000
National Archives Foundation	Washington, DC	60,000
National Disability Rights Network	Washington, DC	500
National Park Foundation	Washington, DC	1,000
National Public Radio (NPR) Foundation	Washington, DC	1,000
Nature Conservancy, The	Arlington, VA	200
Old Dominion University	Norfolk, VA	100
Palms Presbyterian Church	Jacksonville Beach, FL	500
Parks & People Foundation	Baltimore, MD	1,000

The Eliasberg Family Foundation, Inc.

52-1199165

12/31/17 Return of Private Foundation

Form 990-PF - Part XV, Item 3 (a) Grants

and Contributions Paid During the Year

<u>Contributions</u>	<u>Address</u>	<u>Amount</u>
Peabody Institute	Baltimore, MD	1,000
Peggy Adams Animal Rescue League	West Palm Beach, FL	1,000
Planned Parenthood of South, East, and North Florida	West Palm Beach, FL	500
Roland Park Country School	Baltimore, MD	500
Sadie Crockin Memorial Fund, League of Women Voters	Baltimore, MD	100
Samuel Ready Scholarships, Inc.	Riderwood, MD	5,000
SEED School of Maryland	Baltimore, MD	5,000
Shriver Hall Concert Series	Baltimore, MD	500
Society of the Four Arts	Palm Beach, FL	5,000
St. John's Episcopal Church	Kingsville, MD	100
Temple Oheb Shalom	Baltimore, MD	4,850
United States Holocaust Memorial Museum	Washington, DC	500
United Way of Central Maryland	Baltimore, MD	2,500
University of Maryland Baltimore Foundation,	Baltimore, MD	12,500
University of Maryland, School of Nursing	Baltimore, MD	200
University of North Florida Foundation,	Jacksonville, FL	400
University of Pennsylvania	Philadelphia, PA	1,000
Valleys Planning Council, Inc.	Towson, MD	2,000
Walters Art Museum	Baltimore, MD	55,000
World Wildlife Fund	Washington, DC	500
Zion Church of Baltimore	Baltimore, MD	500
		410,400

THE ELIASBERG FAMILY FOUNDATION, INC.

52-1199165

12/31/17 Return of Private Foundation

Form 990PF - Part XV - Item 2 Information Regarding
Contribution, Grant, Gift, Loan, Scholarship, etc., Programs

(a) Richard A. Eliasberg

7 St. Paul Street, Suite 920

Baltimore, Maryland 21202

(410) 752-7100

(b) Applications from individuals are not accepted.

(c) Applications are accepted anytime from charitable organizations. Notice of rejection or request for further information is usually conveyed within 30 days of Trustees' meeting.

(d) Preference is given to Maryland charitable organizations. Contributions are for charitable purposes to qualified organizations.

THE ELIASBERG FAMILY FOUNDATION, INC.

52-1199165

12/31/17 Return of Private Foundation

Form 990PF - Part VIII - Information About Officers, Directors, Trustees,

Foundation Managers, Highly Paid Employees and Contractors

Name and Address	Title and Time Devoted to Position	Contributions to Employee Benefit Plans	Expense Account, Other Allowances	Compensation
Richard A. Eliasberg 7 St. Paul Street, Suite 920 Baltimore, MD 21202	President / Chairman/ Trustee 30 hours annually	-0-	-0-	-0-
H. Voss Eliasberg 7 St. Paul Street, Suite 920 Baltimore, MD 21202	Vice-President 2 hours annually	-0-	-0-	-0-
Gail E. Redtman 7 St. Paul Street, Suite 920 Baltimore, MD 21202	Secretary /Trustee 125 hours annually	-0-	-0-	-0-
Ilona B. Winter 7 St. Paul Street, Suite 920 Baltimore, MD 21202	Treasurer 56 hours annually	-0-	-0-	-0-
Ann Betten 7 St. Paul Street, Suite 920 Baltimore, MD 21202	Trustee 10 hours annually	-0-	-0-	-0-
Benjamin Greenwald 7 St. Paul Street, Suite 920 Baltimore, MD 21202	Trustee /Vice Chairman 10 hours annually	-0-	-0-	-0-
Douglas Hoffberger 7 St. Paul Street, Suite 920 Baltimore, MD 21202	Trustee 10 hours annually	-0-	-0-	-0-
Jeffrey Weiner 7 St. Paul Street, Suite 920 Baltimore, MD 21202	Trustee 10 hours annually	-0-	-0-	-0-

THE ELIASBERG FAMILY FOUNDATION, INC.

52-1199165

Form 990PF - Part IV - Capital Gains and Losses

		<u>Date</u> <u>Acquired</u>	<u>Date</u> <u>Sold</u>	<u>Sales Price</u>	<u>Cost</u>	<u>Gain/(Loss)</u>
<u>The Eliasberg Family Foundation, Inc.</u>						
Wabtec Corp. - 214 shares	P	09/20/16 S	01/09/17	18,205.59	16,125.41	2,080.18
Blackbaud - 500 shares	P	02/16/16 S	01/12/17	33,181.58	27,423.60	5,757.98
Blackbaud - 65 shares	P	02/17/16 S	01/12/17	4,313.59	3,386.50	927.09
Illumina, Inc. - 156 shsres	P	01/25/16 S	01/13/17	25,525.44	25,637.98	(112.54)
Bear Stearns Cos.	P	01/23/17 S	01/23/17	200,000.00	200,000.00	-
LKQ Corp. 1,500 shares	P	06/15/16 S	01/24/17	47,336.57	48,897.60	(1,561.03)
Signet Jewelers Ltd - 280 shares	P	05/18/16 S	03/03/17	18,218.67	28,870.88	(10,652.21)
Key Bank National	P	01/19/17 S	04/10/17	50,000.00	50,000.00	-
Roper Technologies	P	12/08/16 S	05/09/17	32,539.20	26,229.88	6,309.32
Wells Fargo Cap II	P	06/24/16 S	05/30/17	125,000.00	106,875.00	18,125.00
Roper Technologies	P	06/20/16 S	06/01/17	18,418.44	13,825.79	4,592.65
Intuitive Surgical, Inc.	P	12/12/16 S	06/23/17	18,783.96	12,584.78	6,199.18
Red Hat, Inc.	P	01/19/17 S	06/26/17	30,817.78	23,053.24	7,764.54
Imax Corp.	P	08/25/16 S	06/26/17	18,721.10	23,688.82	(4,967.72)
Imax Corp.	P	12/08/16 S	06/26/17	3,124.22	4,198.95	(1,074.73)
Intuitive Surgical, Inc	P	12/12/16 S	07/17/17	15,226.45	10,067.82	5,158.63
General Electric Co.	P	07/20/16 S	07/21/17	66,898.45	82,162.50	(15,264.05)
Wabtec Corp	P	02/23/17 S	07/31/17	80,408.29	81,787.95	(1,379.66)
Red Hat, Inc. - 140 shares	P	01/19/17 S	08/11/17	13,709.22	10,344.41	3,364.81
Celgene Corp - 186 shares	P	05/04/17 S	08/11/17	25,113.17	23,061.81	2,051.36
Steris PLC - 568 shares	P	01/06/17 S	09/25/17	49,264.17	39,114.89	10,149.28
Wabtec Corp. - 1,010 shares	P	09/15/16 S	09/22/17	75,605.23	73,362.32	2,242.91
Red Hat, Inc.	P	01/19/17 S	10/16/17	2,167.46	1,329.99	837.47
Celgene Corp. - 105 shares	P	05/04/17 S	10/24/17	12,813.36	13,018.76	(205.40)
U.S. Treasury Note	P	06/29/17 S	10/31/17	250,000.00	249,746.10	253.90
Steris PLC	P	01/06/17 S	12/27/17	39,784.34	30,975.06	8,809.28
				<u>1,275,176.28</u>	<u>1,225,770.04</u>	<u>49,406.24</u>

THE ELIASBERG FAMILY FOUNDATION, INC

52-1199165

Form 990PF - Part IV - Capital Gains and Losses

	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Sales Price</u>	<u>Cost</u>	<u>Gain/(Loss)</u>
<u>The Eliasberg Family Foundation, Inc.</u>					
Carmax - 406 shares	09/22/15 L	01/10/17	26,893.66	25,367.74	1,525.92
Wells Fargo bond due 3/29/49	12/16/14 L	01/19/17	105,250.00	110,375.00	(5,125.00)
LKQ Corp. - 165 shares	09/30/14 L	01/24/17	5,207.03	4,396.06	810.97
Fastenal Co - 1,800 shares	07/19/10 L	01/24/17	91,083.41	30,163.95	60,919.46
WageWorks, Inc. - 401 shares	01/30/13 L	01/25/17	28,769.20	7,673.66	21,095.54
Stericycle - 400 shares	10/30/15 L	02/28/17	33,881.94	48,817.24	(14,935.30)
Stericycle - 191 shares	05/29/15 L	02/28/17	16,178.63	26,157.77	(9,979.14)
Signet Jewelers Ltd - 472 shares	02/25/14 L	03/03/17	30,711.47	44,498.32	(13,786.85)
Signet Jewelers Ltd - 678 shares	02/25/14 L	03/06/17	43,986.05	63,919.19	(19,933.14)
General Electric Cap 1/08/20	08/30/13 L	03/14/17	109,328.00	105,693.10	3,634.90
Blackbaud, Inc.	01/06/15 L	04/24/17	6,033.77	3,251.96	2,781.81
Blackbaud, Inc.	02/11/16 L	04/24/17	26,094.10	17,349.30	8,744.80
Trimble Nav Ltd	12/22/09 L	05/18/17	9,620.93	3,421.38	6,199.55
CoStar Group, Inc	09/07/11 L	05/31/17	29,540.73	5,737.76	23,802.97
CoStar Group, Inc	02/12/16 L	05/31/17	20,989.47	12,856.40	8,133.07
LKQ Corp.	09/30/14 L	06/01/17	14,143.10	11,989.26	2,153.84
Wachovia Corp 5 75% 6/15/17	06/24/13 L	06/15/17	100,000.00	93,665.51	6,334.49
Trimble Nav Ltd	12/22/09 L	06/23/17	26,285.78	9,102.62	17,183.16
Imax Corp.	04/17/14 L	06/26/17	1,719.53	1,990.57	(271.04)
Imax Corp.	04/21/14 L	06/26/17	6,417.97	7,427.84	(1,009.87)
Imax Corp.	04/16/14 L	07/21/17	5,281.73	6,930.86	(1,649.13)
Imax Corp.	04/15/14 L	07/21/17	12,613.61	17,094.68	(4,481.07)
Imax Corp	04/21/14 L	07/21/17	13,332.11	17,546.53	(4,214.42)
Imax Corp	04/16/14 L	07/21/17	45,578.24	61,203.55	(15,625.31)
CoStar Group, Inc.	09/07/11 L	07/17/17	18,495.07	3,422.52	15,072.55
Blackbaud, Inc	01/06/15 L	07/17/17	17,596.98	8,277.71	9,319.27
Roper Technologies	06/20/16 L	07/17/17	24,427.32	17,580.95	6,846.37
Intuitive Surgical, Inc.	12/26/13 L	07/17/17	15,226.45	5,985.56	9,240.89
LKQ Corp.	09/30/14 L	07/18/17	34,231.23	28,401.23	5,830.00
Healthcare Services Group	02/05/16 L	07/21/17	208,355.18	101,127.10	107,228.08
Costar Group, Inc - 79 shares	09/07/11 L	09/22/17	22,243.75	3,976.16	18,267.59
LKQ Corp. - 1,146 shares	09/30/14 L	09/25/17	39,605.99	30,532.65	9,073.34
Envestnet, Inc - 261 shares	08/19/15 L	09/27/17	13,047.74	8,621.45	4,426.29
Red Hat, Inc	04/17/13 L	10/16/17	60,448.03	25,301.45	35,146.58
Moodys Corp - 479 shares	11/15/13 L	10/16/17	68,694.15	34,904.68	33,789.47
Carmax, Inc.	09/17/15 L	10/16/17	16,958.89	13,995.99	2,962.90
Carmax, Inc.	09/22/15 L	10/16/17	13,779.10	10,903.40	2,875.70
Envestnet, Inc. - 347 shares	08/19/15 L	10/20/17	18,475.17	11,462.25	7,012.92
Celgene Corp. - 341 shares	07/05/16 L	10/24/17	41,612.90	34,093.90	7,519.00
Celgene Corp - 279 shares	09/09/16 L	10/24/17	34,046.92	29,695.00	4,351.92
Intuitive Surgical, Inc - 124 shares	12/26/13 L	10/27/17	46,179.85	15,462.70	30,717.15
Intuitive Surgical, Inc. - 53 shares	12/26/13 L	11/29/17	21,303.34	6,609.05	14,694.29
Red Hat, Inc - 385 shares	04/17/13 L	11/29/17	49,287.95	19,404.50	29,883.45
Roper Technologies - 268 shares	06/20/16 L	11/29/17	69,796.76	44,314.09	25,482.67
Ansys, Inc. - 439 shares	09/03/08 L	11/29/17	66,249.18	19,739.81	46,509.37
SEI Investments Co. - 881 shares	04/05/12 L	11/29/17	60,541.80	17,591.02	42,950.78
Blackbaud, Inc. - 257 shares	01/06/15 L	11/29/17	26,379.80	10,853.93	15,525.87
General Electric Co - Bond	01/22/09 L	12/06/17	200,000.00	199,058.00	942.00
Steris PLC	10/25/16 L	12/27/17	25,613.37	19,874.48	5,738.89
			2,021,537.37	1,457,819.83	563,717.54
			3,296,713.65	2,683,589.87	613,123.78

THE ELIASBERG FAMILY FOUNDATION, INC.

52-1199165

Form 990PF - Part II - Schedule of Corporate Stock and Corporate Bonds

# shares			Book	Mkt/unit	Fair Market
<u>U.S. Government Obligations</u>					
500,000	United States Treasury Bill	03/22/18	498,303.23	99.703	498,515.00
500,000	United States Treasury Bill	05/03/18	497,621.53	99.530	497,650.00
156,215	United States Treasury Note 0.250 %	01/15/25	152,246.27	99.115	154,832.01
	Total U.S. Government Obligations		1,148,171.03		1,150,997.01
<u>Corporate Stock</u>					
236	Alphabet, Inc.		148,736.65	1,046.400	246,950.40
155	Amazon Com, Inc.		117,671.72	1,169.470	181,267.85
1,365	American Tower Corp.		126,559.75	142.670	194,744.55
1,288	Ansys		55,815.43	147.590	190,095.92
768	Bio-Techne Corp		79,600.29	129.550	99,494.40
670	Blackbaud, In.		28,296.24	94.490	63,308.30
3,965	Blackline, Inc		123,808.87	32.800	130,052.00
1,500	Bristol Myers Squibb Co.		52,480.05	61.280	91,920.00
2,640	Carmax, Inc		156,542.24	64.130	169,303.20
3,454	CBRE Group, Inc.		98,073.27	43.310	149,592.74
989	Celgene Corp.		43,160.59	104.360	103,212.04
700	Chevron Corp.		71,757.00	125.190	87,633.00
3,000	Cisco Systems, Inc		93,534.90	38.300	114,900.00
1,200	Cogent Communications Holdings		53,295.00	45.300	54,360.00
1,235	Core Laboratories		123,995.63	109.550	135,294.25
314	CoStar Group, Inc.		15,804.00	296.950	93,242.30
2,045	Discover Financial Services		106,627.57	76.920	157,301.40
2,976	Ecolab, Inc.		339,794.22	134.180	399,319.68
1,500	Emerson Electric Co.		84,612.00	69.690	104,535.00
1,792	Envestnet, Inc		57,735.62	49.850	89,331.20
657	Exponent, Inc		28,311.60	71.100	46,712.70
800	Exxon Mobil Corp.		69,616.00	83.640	66,912.00
2,249	Fastenal Co		94,556.06	54.690	122,997.81
1,716	Genesee & Wyoming		125,414.12	78.730	135,100.68
808	Illumina, Inc		129,140.61	218.490	176,539.92
405	Intuitive Surgical, Inc.		50,503.16	364.940	147,800.70
1,100	Johnson & Johnson		75,219.00	139.720	153,692.00
1,200	Lilly Eli & Co		52,668.00	84.460	101,352.00
3,173	LKQ Corp.		84,537.60	40.670	129,045.91
120	Markel Corp.		39,719.71	1,139.130	136,695.60
1,675	Mastercard, Inc.		152,765.36	151.360	253,528.00
1,700	Merck & Co, Inc		74,196.95	56.270	95,659.00
1,391	Moodys Corp.		98,662.80	147.610	205,325.51
3,000	Pfizer, Inc		71,527.10	36.220	108,660.00
1,810	Prima Corp. 4% Pfd. \$25 Par		12,217.50	12.500	22,625.00
800	Procter & Gamble Co.		51,480.00	91.880	73,504.00
1,500	Qualcomm, Inc.		83,068.05	64.020	96,030.00
1,466	RedHat, Inc		70,213.19	120.100	176,066.60
773	Roper Technologies, Inc		125,456.08	259.000	200,207.00
1,275	S & P Global, Inc.		132,079.50	169.400	215,985.00
2,749	SEI Investments Co.		54,792.24	71.860	197,543.14
634	Steris PLC		43,300.42	87.470	55,455.98
3,200	Trimble Navigation Ltd		40,400.00	40.640	130,048.00
1,125	Tyler Technologies, Inc.		148,881.92	177.050	199,181.25
3,145	Verisk Analytics, Inc.		212,561.18	96.000	301,920.00
3,300	Visa, Inc.		249,038.60	114.020	376,266.00
3,564	WageWorks, Inc.		157,675.29	62.000	220,968.00
1,455	Waste Connections, Inc		63,680.50	70.940	103,217.70
998	Watsco, Inc.		149,926.20	170.040	169,699.92
	Total Stock		4,719,509.78		7,274,597.65

THE ELIASBERG FAMILY FOUNDATION, INC

52-1199165

Form 990PF - Part II - Schedule of Corporate Stock and Corporate Bonds

# shares				<u>Book</u>	<u>Mkt/unit</u>	<u>Fair Market</u>
<u>Corporate Bonds:</u>						
100,000	American Express Centurion	2.000% %	07/01/19	100,000 00	99.747	99,747.00
50,000	Bank of Nova Scotia	1.450% %	04/25/18	49,953 00	99.913	49,956.50
75,000	Discover Bank New Castle	4 200% %	08/08/23	76,065.43	105.012	78,759 00
125,000	Goldman Sachs Bank	1.650% %	07/09/18	125,000.00	99.978	124,972.50
100,000	NTC Capital II	var. %	04/15/27	87,750.00	93.500	93,500 00
40,000	WalGreen Co.	5.250% %	01/15/19	40,125 97	103.028	41,211 20
Total Bonds				478,894 40		488,146 20

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Decrease in Grants Payable	1	55,000
2	Prepaid taxes	2	13,996
3	Total	3	68,996

Line 5 - Decreases not included in Part III, Line 2

1	rounding	1	3
2	Total	2	3

Part I, Line 16c (990-PF) - Other Professional Fees

		57,734	57,734	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Dent Fees	53,061	53,061		0
2	U.S. Trust Fees	4,673	4,673		0

Part I, Line 18 (990-PF) - Taxes

		13,265	165	0	165
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Federal Excise Tax	13,100			
2	Foreign Taxes	165	165		165

Part I, Line 23 (990-PF) - Other Expenses

		27,357	0	0	27,357
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Management Fees	24,000			24,000
2	Miscellaneous	3,357			3,357

