

Form 990-PF

Department of the Treasury
Internal Revenue Service



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

- Do not enter social security numbers on this form as it may be made public.
- 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	
City or town, state or province, country, and ZIP or foreign postal code Baltimore MD 21202		B Telephone number (see instructions) 410-752-7100	
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, 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		D <ol style="list-style-type: none"> 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> 	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/>		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
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) _____		

SCANNED JUL 24 2018

Revenue

Operating and Administrative Expenses

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 checked="" 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)		613,124			
	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		

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
	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
	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 ►)	115,000	60,000	
	23	Total liabilities (add lines 17 through 22)			
		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 ► <input type="checkbox"/> and complete lines 27 through 31.			
	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) 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			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 8 437,922

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments.

a 2017 estimated tax payments and 2016 overpayment credited to 2017

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

11 Enter the amount of line 10 to be **Credited to 2018 estimated tax** ► 3,436 Refunded ► 3,000

6a	13,100	
6b		
6c		
6d		
7	13,100	
8		
9	0	
10	6,436	
11	3,000	

Part VII-A Statements Regarding Activities

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?

1b 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

1c Did the foundation file **Form 1120-POL** for this year?

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

1e 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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b 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?
If "Yes," attach the statement required by *General Instruction T*

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?

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

8a Enter the states to which the foundation reports or with which it is registered See instructions ►
MD

8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8b	X	
9		X
10		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	Yes	No
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	Yes	No
12		X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	Yes	No
13	X		
14	The books are in care of ► Richard A. Eliasberg Located at ► 7 St. Paul Street, Suite 920 Baltimore MD	Telephone no ► 410-752-7100 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 ►	Yes	No
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 ►	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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions (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 Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>		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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? b If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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			0	
a Enter amount for 2016 only				
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	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
Name and address (home or business)				
a Paid during the year See Attached Schedule			All For General Purposes	410,400
Total			► 3a	410,400
b Approved for future payment Maryland Science Center			All For General Purposes	50,000
Goucher College			All For General Purposes	10,000
Total			► 3b	60,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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 Dividends and interest from securities****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****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory****11 Other revenue: a Proceeds from Securities Litigation**

b _____
 c _____
 d _____
 e _____

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

(See worksheet in line 13 instructions to verify calculations)

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

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

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**

Contributions

Gilchrist Center Baltimore
Gilchrist Hospice Care
Gilman School
Goucher College
Hathaway Brown School
HopeWell Cancer Support
Horticultural Society of Maryland
House of Ruth Maryland
Independent College Fund of Maryland
Institute for Islamic, Christian, and Jewish Studies
Irvine Nature Center
Jacksonville Symphony
Jewish Federation of Palm Beach County
Jewish Museum of Maryland
Johns Hopkins Hospital, Division of Pediatric Cardiology
Johns Hopkins Medicine, Department of Psychiatry
Jupiter Medical Center Foundation
Kennedy Krieger Institute
Living Classrooms Foundation
Maltz Jupiter Theatre Inc.
Maryland Food Bank
Maryland Historical Society
Maryland Institute, College of Art
Maryland Public Television
Maryland Science Center
Maryland SPCA
Maryland Zoo in Baltimore, The
McDonogh School
Mt. Washington Pediatric Hospital
National Aquarium
National Archives Foundation
National Disability Rights Network
National Park Foundation
National Public Radio (NPR) Foundation
Nature Conservancy, The
Old Dominion University
Palms Presbyterian Church
Parks & People Foundation

Address

Baltimore, MD 2,500
Hunt Valley, MD 2,500
Baltimore, MD 2,500
Baltimore, MD 100
Shaker Heights, OH 100
Brooklandville, MD 500
Lutherville, MD 2,500
Baltimore, MD 250
Baltimore, MD 2,500
Baltimore, MD 1,000
Owings Mills, MD 5,000
Jacksonville, FL 200
West Palm Beach, FL 10,000
Baltimore, MD 10,000
Baltimore, MD 250
Baltimore, MD 500
Jupiter, FL 5,150
Baltimore, MD 250
Baltimore, MD 2,500
Jupiter, FL 5,000
Baltimore, MD 2,500
Baltimore, MD 1,000
Baltimore, MD 1,250
Baltimore, MD 500
Baltimore, MD 2,500
Baltimore, MD 1,000
Baltimore, MD 1,000
Owings Mills, MD 10,000
Baltimore, MD 10,000
Baltimore, MD 1,000
Washington, DC 60,000
Washington, DC 500
Washington, DC 1,000
Washington, DC 1,000
Arlington, VA 200
Norfolk, VA 100
Jacksonville Beach, FL 500
Baltimore, MD 1,000

Amount

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

		Date Aquired	Date Sold	Sales Price	Cost	Gain/(Loss)
<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
				1,275,176.28	1,225,770.04	49,406.24

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

<u># shares</u>			<u>Book</u>	<u>Mkt/unit</u>	<u>Fair</u> <u>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

