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C&F
Form 990-PF

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

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

► 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 SCHOENBAUM FAMILY FOUNDATION, INC.		A Employer identification number 65-0043921
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 580	Room/suite	B Telephone number (see instructions) 941-366-1708
City or town, state or province, country, and ZIP or foreign postal code SARASOTA FL 34230-0580		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 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 04 <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 20,484,742	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)
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	17,293	17,293		
4 Dividends and interest from securities	277,177	277,177		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	15,336			
b Gross sales price for all assets on line 6a	605,506			
7 Capital gain net income (from Part IV, line 2)		15,336		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) STMT 1	9,190	9,190		
12 Total. Add lines 1 through 11	318,996	318,996	0	
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages	21,200	4,240		16,960
15 Pension plans, employee benefits	1,622	324		1,298
16a Legal fees (attach schedule) SEE STMT 2	5,190	2,000		3,190
b Accounting fees (attach schedule) STMT 3	18,000	18,000		
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 4	4,246	246		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	1,673			1,673
22 Printing and publications				
23 Other expenses (att sch) STMT 5	13,520	8,594		4,926
24 Total operating and administrative expenses. Add lines 13 through 23	65,451	33,404	0	28,047
25 Contributions, gifts, grants paid	1,006,920			1,006,920
26 Total expenses and disbursements. Add lines 24 and 25	1,072,371	33,404	0	1,034,967
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-753,375			
b Net investment income (if negative, enter -0-)		285,592		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2017)

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	23,242	4,760	4,760
	2 Savings and temporary cash investments	9,751,100	10,345,877	10,345,877
	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 (att. schedule) ▶ Less: allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	670	457	457
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 6	4,081,265	2,986,157	10,112,219
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	15 Other assets (describe ▶ SEE STATEMENT 7)	251,145	21,429	21,429
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	14,107,422	13,358,680	20,484,742
Liabilities	17 Accounts payable and accrued expenses		4,102	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ SEE STATEMENT 8)	1,594	2,125	
	23 Total liabilities (add lines 17 through 22)	1,594	6,227	
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 checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	14,105,828	13,352,453	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	14,105,828	13,352,453	
	31 Total liabilities and net assets/fund balances (see instructions)	14,107,422	13,358,680	

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	14,105,828
2 Enter amount from Part I, line 27a	2	-753,375
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	13,352,453
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	13,352,453

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 OCA STRATEGOS	P	VARIOUS	VARIOUS
b OCA STRATEGOS	P	VARIOUS	VARIOUS
c OCA STRATEGOS LIQUIDATION	P	VARIOUS	VARIOUS
d FIDELITY MM REALIZED LOSS	P	VARIOUS	VARIOUS
e FIDELITY ...2998			

(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 15,102			15,102
b 9,435			9,435
c 579,646		589,193	-9,547
d		977	-977
e 1,323			1,323

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			15,102
b			9,435
c			-9,547
d			-977
e			1,323

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	15,336
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c). See instructions.</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	14,125

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	973,969	16,891,231	0.057661
2015	969,433	15,357,985	0.063122
2014	834,491	15,578,764	0.053566
2013	816,167	15,240,432	0.053553
2012	1,092,220	15,318,036	0.071303

2 Total of line 1, column (d)	2	0.299205
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	0.059841
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	19,298,865
5 Multiply line 4 by line 3	5	1,154,863
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,856
7 Add lines 5 and 6	7	1,157,719
8 Enter qualifying distributions from Part XII, line 4	8	1,034,967

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 <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 type="checkbox"/> and enter 1% of Part I, line 27b	1	5,712
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	5,712
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,712
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 **	6a	8,862
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	100
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	8,962
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,250
11	Enter the amount of line 10 to be Credited to 2018 estimated tax 3,250 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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 FL		
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 SEE STMT 9		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 taxable year beginning in 2017? See 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

N/A

**** - See General Footnote attached to return.**

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► JEFFREY F. SCHOENBAUM Telephone no ► PO BOX 15109 Located at ► CLEARWATER FL ZIP+4 ► 33766		
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		<input type="checkbox"/>
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 ►		X

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

	Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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		N/A
Organizations relying on a current notice regarding disaster assistance, check here		<input type="checkbox"/>
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?		N/A
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)		N/A
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)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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	N/A		5b
	Organizations relying on a current notice regarding disaster assistance, check here	<input 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?	N/A <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?	N/A		7b

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 STATEMENT 10				

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services. 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	

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	6,423,252
b	Average of monthly cash balances	1b	10,760,105
c	Fair market value of all other assets (see instructions)	1c	2,409,399
d	Total (add lines 1a, b, and c)	1d	19,592,756
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	19,592,756
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	293,891
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,298,865
6	Minimum investment return. Enter 5% of line 5	6	964,943

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	964,943
2a	Tax on investment income for 2017 from Part VI, line 5	2a	5,712
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,712
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	959,231
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	959,231
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	959,231

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	1,034,967
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	1,034,967
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,034,967

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				959,231
2 Undistributed income, if any, as of the end of 2017				
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	333,797			
b From 2013	66,934			
c From 2014	69,871			
d From 2015	206,849			
e From 2016	138,003			
f Total of lines 3a through e	815,454			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,034,967				
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				959,231
e Remaining amount distributed out of corpus	75,736			
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	891,190			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a. Taxable amount – see instructions				
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)	333,797			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	557,393			
10 Analysis of line 9:				
a Excess from 2013	66,934			
b Excess from 2014	69,871			
c Excess from 2015	206,849			
d Excess from 2016	138,003			
e Excess from 2017	75,736			

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

- | | | | | | | |
|-----------|---|--|----------------------------------|-----------------|-----------------|------------------|
| 1a | If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling | | | | | |
| b | Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5) | <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5) | | | | |
| 2a | Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | Tax year
(a) 2017 | Prior 3 years
(b) 2016 | (c) 2015 | (d) 2014 | (e) Total |
| b | 85% of line 2a | | | | | |
| c | Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d | Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e | Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c | | | | | |
| 3 | Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a | "Assets" alternative test – enter | | | | | |
| | (1) Value of all assets | | | | | |
| | (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b | "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c | "Support" alternative test – enter | | | | | |
| | (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| | (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | |
| | (3) Largest amount of support from an exempt organization | | | | | |
| | (4) Gross investment income | | | | | |

Part XV	Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)
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- | | | |
|----------|--|--------------------|
| 1 | Information Regarding Foundation Managers: | |
| a | List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
BETTY J. SCHOENBAUM | \$4,988,747 |
| b | List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
N/A | |
| 2 | Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: | |
| | Check here ► <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions. | |
| a | The name, address, and telephone number or email address of the person to whom applications should be addressed
N/A | |
| b | The form in which applications should be submitted and information and materials they should include
N/A | |
| c | Any submission deadlines
N/A | |
| d | Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
N/A | |

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

Recipient		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 STATEMENT 11					1,006,920
Total					▶ 3a 1,006,920
b Approved for future payment N/A					
Total					▶ 3b

Form 990-PF - General FootnoteDescriptionFORM 990-PF, PART VI, LINE 6A

THE AMOUNT INCLUDED ON LINE 6A INCLUDES THE FOLLOWING:

\$2,563	2016 OVERPAYMENT PER THE ORIGINAL FILED RETURN
4,299	2016 AMENDED RETURN OVERPAYMENT APPLIED
2,000	ESTIMATED TAX PAYMENT - 2ND QTR

\$8,862	TOTAL ESTIMATED PAYMENTS AND 2016 OVERPAYMENTS

PLEASE BE ADVISED THE 2016 AMENDED RETURN REFLECTING THE ADDITIONAL
OVERPAYMENT OF \$4,299 WAS RECENTLY FILED.

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
OCA SA MEZZANINE	\$ 9,190	\$ 9,190	\$
TOTAL	\$ 9,190	\$ 9,190	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 5,190	\$ 2,000	\$	\$ 3,190
TOTAL	\$ 5,190	\$ 2,000	\$ 0	\$ 3,190

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 18,000	\$ 18,000	\$	\$
TOTAL	\$ 18,000	\$ 18,000	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX WITHHELD	\$ 185	\$ 185	\$	\$
FEDERAL EXCISE TAX	4,000			
LICENSES AND PERMITS	61	61		
TOTAL	\$ 4,246	\$ 246	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
BANK CHARGES	27	27		
DUES AND SUBSCRIPTIONS	300			300
INSURANCE	1,761			1,761
OCA STRATEGOS RMBS K-1	8,567	8,567		
OTHER EXPENSES	189			189
POSTAGE	9			9
REPAIRS	128			128
SOFTWARE SUBSCRIPTIONS	271			271
TELEPHONE	2,268			2,268
TOTAL	\$ 13,520	\$ 8,594	\$ 0	\$ 4,926

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
OCA SACHEM HEAD OFFSHORE	\$ 630,000	\$	COST	\$
OCA STRATEGOS RMBS	555,930		COST	
OCA MEZZANINE II	188,764	261,419	COST	341,994
MILLENIUM INTL LTD	750,000	750,000	COST	1,176,940
SENATOR GLOBAL OPP FD	500,000	500,000	COST	772,423
GCP SPV LTD	57,977	57,977	COST	9,808
DFA REAL ESTATE	424,077	442,244	COST	563,988
BECTON DICKINSON CO	30,044	30,044	COST	87,765
CARNIVAL CORP	217,800	217,800	COST	663,700
MARRIOTT VACATIONS WORLDWIDE	59,487	59,487	COST	936,735
MARRIOTT INTENATIONAL INC	486,756	486,756	COST	4,641,966
NIKE INC CLASS B	22,269	22,269	COST	62,550
NOVO-NORDISK	20,091	20,091	COST	32,202
OMNICOM GROUP	27,094	27,094	COST	42,606
TARGET CORP	110,976	110,976	COST	779,542
TOTAL	\$ 4,081,265	\$ 2,986,157		\$ 10,112,219

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
REDEMPTION HOLDBACKS RECEIVABLE	\$ 251,145	\$ 21,429	\$ 21,429
TOTAL	\$ 251,145	\$ 21,429	\$ 21,429

Statement 8 - Form 990-PF, Part II, Line 22 - Other Liabilities

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
PAYROLL LIABILITIES	\$ 1,594	\$ 2,125
TOTAL	\$ 1,594	\$ 2,125

Statement 9 - Form 990-PF, Part VII-A, Line 8b - Not Filing with Attorney General
ExplanationDescription

FLORIDA ATTORNEY GENERAL DOES NOT REQUIRE AND PREFERS THAT WE DO NOT
FURNISH A COPY OF FORM 990-PF TO THEIR OFFICE.

Federal Statements

Statement 10 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
BETTY JANE SCHOENBAUM PO BOX 580 SARASOTA FL 34230-0580	PRESIDENT	5.00	0	0	0
RAYMOND D. SCHOENBAUM PO BOX 580 SARASOTA FL 34230-0580	SECRETARY	5.00	0	0	0
JEFFREY F. SCHOENBAUM PO BOX 580 SARASOTA FL 34230-0580	TREASURER	5.00	0	0	0
JOANN SCHOENBAUM MILLER PO BOX 580 SARASOTA FL 34230-0580	VICE PRESIDE	5.00	0	0	0
EMILY SCHOENBAUM PO BOX 580 SARASOTA FL 34230-0580	VICE PRESIDE	5.00	0	0	0

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

<u>Name of Manager</u>	<u>Amount</u>
BETTY J. SCHOENBAUM	\$ <u>4,988,747</u>
TOTAL	\$ <u><u>4,988,747</u></u>

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
ALL FAITHS FOOD BANK SARASOTA FL 34240		NONE	8171 BLAIKIE COURT PC			TO OPEN 3 NEW FOOD PANTRIES	25,000
ATLANTA COMMUNITY FOOD BANK ATLANTA GA 30318		NONE	732 JOSEPH E LOWERY PC			GENERAL CHARITABLE PURPOSES	16,400
ATLANTA SCHOLARS KOLLEL ATLANTA GA 30329		NONE	1959 LAVISTA ROAD PC			PROMOTE JEWISH IDENTITY & KNOWLEDGE	1,907
AVODAH DC WASHINGTON DC 20009		NONE	1875 CONNECTICUT AVE NW PC			GENERAL CHARITABLE PURPOSES	43,000
BOYS & GIRLS CLUBS OF SARASOTA SARASOTA FL 34230		NONE	3100 FRUITVILLE ROAD PC			SCHOLARSHIPS SUPPORT	25,000
BREAD FOR THE CITY WASHINGTON DC 20001		NONE	1525 7TH STREET NW PC			GENERAL CHARITABLE PURPOSES	30,000
CAUZICAN CARE ANIMAL RESCUE CRAWFORDVILLE FL 32327		NONE	9 OAK STREET PC			SUPPORT ANIMAL RESCUE	2,800
CHILDREN'S GUARDIAN FUND SARASOTA FL 34230		NONE	P.O. BOX 49722 PC			SCHOLARSHIPS AND FOSTER CARE	2,500
CLEARWATER FREE CLINIC CLEARWATER FL 33756		NONE	1218 COURT STREET PC			HEALTHCARE FOR UNINSURED RESIDENTS	17,000
CLOTHES TO KIDS CLEARWATER FL 33713		NONE	3251 3RD AVENUE NORTH PC			SCHOOL UNIFORMS	12,500
CONGREGATION BETH SHALOM CLEARWATER FL 33764		NONE	1325 S BELCHER ROAD PC			RENOVATION PROJECT	86,507
EDAVITCH JEWISH COMMUNITY CTR WASHINGTON DC 20036		NONE	1529 SIXTEENTH ST, NW PC			GENERAL CHARITABLE PURPOSES	55,000
EXPERIENCE LEARNING, INC. CIRCLEVILLE WV 26804		NONE	18 WOODLANDS WAY PC			SUPPORT EDUCATION PROGRAMS	32,740
GLASSER/SCHOENBAUM HUMAN SVCS SARASOTA FL 34234		NONE	1750 17TH STREET PC			SUPPORT HUMANITARIAN NEEDS	50,000
GULF COAST JEWISH FAMILY SVCS CLEARWATER FL 33760		NONE	14041 ICOT BLVD PC			GENERAL CHARITABLE PURPOSES	15,000
HILLELS OF GEORGIA ATLANTA GA 30322		NONE	735 GATEWOOD RD, NE PC			SCHOLARSHIP PROGRAM	8,900
HOPE DETROIT MI 48238-2850		NONE	1200 OAKMAN BLVD PC			GENERAL OPERATING SUPPORT	1,400
JEWISH FAMILY AND CHILDREN'S SVCS SARASOTA FL 34237		NONE	2688 FRUITVILLE ROAD PC			GENERAL CHARITABLE PURPOSES	75,000
JEWISH FED OF GREATER ATLANTA ATLANTA GA 30309		NONE	1440 SPRING STREET NW PC			GENERAL CHARITABLE PURPOSES	80,000

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
JEWISH FED OF SARASOTA-MANATEE		SARASOTA FL 34232	NONE	580 MCINTOSH ROAD	PC	ANNUAL CAMPAIGN AND BRIDGE BUILDING	143,460
MOUNTAINEER FOOD BANK		GASSAWAY WV 26624	NONE	484 ENTERPRISE DRIVE	PC	PROJECT HARVEST PROGRAM	25,000
RINGLING COLLEGE OF ART & DESIGN		SARASOTA FL 34234	NONE	2700 N. TAMiami TRAIL	PC	SUPPORT EDUCATION PROGRAMS	10,000
SALVATION ARMY - SARASOTA		SARASOTA FL 34236	NONE	P.O. BOX 2792	PC	PROGRAMS FOR THE NEEDY	25,000
SOUTHERN INST FOR EDUC AND RESEARCH		MANHATTAN NY 10282	NONE	2500 CASTLE DR.	PC	GENERAL SUPPORT	5,000
ST. PETERSBURG FREE CLINIC		ST. PETERSBURG FL 33701	NONE	863 3RD AVE.	PC	GENERAL OPERATING SUPPORT	17,000
TAMPA JCC AND FEDERATION		TAMPA FL 33625	NONE	13009 COMMUNITY CAMPUS DR	PC	PHILANTHROPIC FUND	99,406
THE BLUE CARD, INC.		NEW YORK NY 10016	NONE	171 MADISON AVE.	PC	ASSIST HOLOCAUST SURVIVORS	20,000
WEINSTEIN HOSPICE		ATLANTA GA 30237	NONE	3150 HOWELL MILL RD NW	PC	SUPPORT HOSPICE CARE	10,000
WOMEN'S RESOURCE CTR OF MANATEE		BRADENTON FL 34205	NONE	1926 MANATEE AVE. W	PC	GENERAL SUPPORT	20,000
WORLD ORT		NEW YORK NY 10019	NONE	1745 BROADWAY 17TH FL	PC	DROPOUT PREVENTION	50,000
YMCA OF AUSTIN, TX		AUSTIN TX 78703	NONE	1100 W. CESAR CHAVEZ	PC	SCHOLARSHIP PROGRAM	1,400
TOTAL							<u>1,006,920</u>