

Form 990-PF

Return of Private Foundation

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

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.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning 10/06, 2017, and ending 12/31, 2017

Name of foundation: GOLDBERG FAMILY FOUNDATION, INC.
Employer identification number: 82-3543283
Address: 647 OSPREY POINT CIRCLE, BOCA RATON, FL 33431
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$10,112,287
Accounting method: Accrual

Table with 4 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include contributions, interest, dividends, rents, capital gain, and operating expenses.

SCANNED FEB 05 2019

Revenue
Operating and Administrative Expenses

| 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 | | | |
| | 2 | Savings and temporary cash investments | | 2,419,283. | 2,419,283. |
| | 3 | Accounts receivable ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 4 | Pledges receivable ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 5 | Grants receivable. | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use. | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10a | Investments - U S and state government obligations (attach schedule) | | | |
| | b | Investments - corporate stock (attach schedule) ATCH 3 | | 7,693,004. | 7,693,004. |
| | c | Investments - corporate bonds (attach schedule) | | | |
| | 11 | Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶ | | | |
| 12 | Investments - mortgage loans | | | | |
| 13 | Investments - other (attach schedule) | | | | |
| 14 | Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶ | | | | |
| 15 | Other assets (describe ▶) | | | | |
| 16 | Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) | 0. | 10,112,287. | 10,112,287. | |
| Liabilities | 17 | Accounts payable and accrued expenses | | 14,612. | |
| | 18 | Grants payable | | | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe ▶) | | | |
| 23 | Total liabilities (add lines 17 through 22) | 0. | 14,612. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> X and complete lines 24 through 26, and lines 30 and 31. | | | | |
| | 24 | Unrestricted | | 10,097,675. | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> | | | | |
| | 27 | Capital stock, trust principal, or current funds | | | |
| | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | | | |
| 30 | Total net assets or fund balances (see instructions) | 0. | 10,097,675. | | |
| 31 | Total liabilities and net assets/fund balances (see instructions) | 0. | 10,112,287. | | |

| 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 | 0. |
| 2 | Enter amount from Part I, line 27a | 2 | 10,125,141. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 10,125,141. |
| 5 | Decreases not included in line 2 (itemize) ▶ ATCH 4 | 5 | 27,466. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 10,097,675. |

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns for property description, acquisition method, date acquired, date sold, sales price, depreciation, cost/basis, gain/loss, FMV as of 12/31/69, adjusted basis, and excess of FMV over adjusted basis. Includes summary rows for net capital gain/loss and net short-term capital gain/loss.

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.

NOT AVAILABLE FOR INITIAL YEAR RETURNS

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? [] Yes [] No

Table for qualification under Section 4940(e) with columns for base period years, adjusted qualifying distributions, net value of noncharitable-use assets, and distribution ratio. Includes summary rows for total, average distribution ratio, and final qualification calculation.

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

Form 990-PF Part VI: Excise Tax Based on Investment Income. Includes lines 1a through 11 with checkboxes and numerical inputs.

Part VII-A Statements Regarding Activities

Form 990-PF Part VII-A: Statements Regarding Activities. Includes questions 1a through 10 with Yes/No columns and handwritten '2' next to question 9.

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 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions 12 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of YUAN YUAN Telephone no 214-442-8154 Located at 8333 DOUGLAS AVENUE, SUITE 1600 DALLAS, TX ZIP+4 75225
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here 15
16 At any time during calendar year 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? 16 Yes No 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)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? X Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions 1b X
Organizations relying on a current notice regarding disaster assistance, check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b 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
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 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 | | Yes | No |
| (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 | X |
| | 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? 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? | <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? If "Yes" to 6b, file Form 8870 | | 6b | X |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? | <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, foundation managers and their compensation. See instructions.

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| ATCH 6 | | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000. 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 0.

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

| | |
|-------|--|
| 1 N/A | |
| 2 | |
| 3 | |
| 4 | |

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

| | |
|--|--|
| 1 NONE | |
| 2 | |
| All other program-related investments See instructions 3 NONE | |

Total. Add lines 1 through 3

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

| | | | |
|---|---|----|----------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities | 1a | 270,174. |
| b | Average of monthly cash balances | 1b | 42,488. |
| c | Fair market value of all other assets (see instructions) | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 312,662. |
| 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 | 312,662. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 4,690. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 307,972. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 3,670. |

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 | 3,670. |
| 2a | Tax on investment income for 2017 from Part VI, line 5 | 2a | |
| b | Income tax for 2017 (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 3,670. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 3,670. |
| 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 | 3,670. |

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 | |
| 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 | |
| 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 | 0. |

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 | | | | 3,670. |
| 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 | | | | |
| b From 2013 | | | | |
| c From 2014 | | | | |
| d From 2015 | | | | |
| e From 2016 | | | | |
| f Total of lines 3a through e | | | | |
| 4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ _____ | | | | |
| 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 | | | | |
| e Remaining amount distributed out of corpus | | | | |
| 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 | | | | |
| 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 | | | | 3,670. |
| 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) | | | | |
| 9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2013 | | | | |
| b Excess from 2014 | | | | |
| c Excess from 2015 | | | | |
| d Excess from 2016 | | | | |
| e Excess from 2017 | | | | |

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

NOT APPLICABLE

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

| | Tax year | | Prior 3 years | | (e) Total |
|---|----------|----------|---------------|----------|-----------|
| | (a) 2017 | (b) 2016 | (c) 2015 | (d) 2014 | |
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test - enter | | | | | |
| (1) Value of all assets | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c "Support" alternative test - enter | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

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

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

JEFFREY L. & NICOLE H. GOLDBERG

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

NONE

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., 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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|-----------|
| a Paid during the year | | | | |
| Total ▶ | | | | 3a |
| b Approved for future payment | | | | |
| Total ▶ | | | | 3b |

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

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

Table with 2 columns: 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.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash
(2) Other assets
b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All entries are N/A.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? [] Yes [X] No

b If "Yes," complete the following schedule.

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here: Signature of officer or trustee: Jeffrey Goldberg, Date: 10/19/2018, Title: Director

May the IRS discuss this return with the preparer shown below? See instructions [X] Yes [] No

Paid Preparer Use Only section containing fields for Preparer's name (MORGAN L SOUZA), Signature, Date (10/18/2018), Firm's name (KPMG LLP), Firm's address (210 PARK AVE., SUITE 2650 OKLAHOMA CITY, OK 73102), Firm's EIN (13-5565207), and Phone no (405-239-6411).

Schedule of Contributors

2017

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization
GOLDBERG FAMILY FOUNDATION, INC.

Employer identification number
82-3543283

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

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

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization **GOLDBERG FAMILY FOUNDATION, INC.**

Employer identification number
82-3543283

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

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|--|----------------------------|---|
| 1 | JEFFREY L. & NICOLE H. GOLDBERG 647 OSPREY POINT CIRCLE BOCA RATON, FL 33431 | \$ 10,139,753. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |

Name of organization GOLDBERG FAMILY FOUNDATION, INC.

Employer identification number
82-3543283

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (See instructions.) | (d) Date received |
|---------------------|---|---|-------------------|
| 1 | PUBLICLY TRADED SECURITIES | \$ 7,720,470. | VAR |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |
| | | \$ | |

Name of organization **GOLDBERG FAMILY FOUNDATION, INC.**

Employer identification number
82-3543283

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

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

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| LEGAL FEES | 9,612. | | | |
| TOTALS | <u>9,612.</u> | | | |

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| ACCOUNTING FEES | 5,000. | 2,500. | | |
| TOTALS | <u>5,000.</u> | <u>2,500.</u> | | |

ATTACHMENT 3

FORM 990PF, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|--|------------------------------|-----------------------|
| PUBLICLY TRADED SECURITIES - ATTACHMENT 3B | 7,693,004. | 7,693,004. |
| TOTALS | <u>7,693,004.</u> | <u>7,693,004.</u> |



Portfolio Holdings
 As of 12/31/2017

Goldberg Family Foundation Inc Acct # 6080-5850

| Description | Symbol | CUSIP | Par Shares | Current Value | Asset Class | Security Type | Acquisition Date |
|---|--------|-----------|--------------|---------------|--------------------|----------------------|------------------|
| AbbVie, Inc | ABBV | 00287Y109 | 4,000.00 | 386,840.00 | Equities | Equities | 12/29/2017 |
| Alphabet, Inc Class A | GOOGL | 02079K305 | 10.00 | 10,534.00 | Equities | Equities | 12/29/2017 |
| Altria Group, Inc | MO | 02209S103 | 580.00 | 41,417.80 | Equities | Equities | 12/22/2017 |
| Amazon com, Inc | AMZN | 02313S106 | 320.00 | 374,230.40 | Equities | Equities | 12/29/2017 |
| Amgen, Inc | AMGN | 03116Z100 | 250.00 | 43,475.00 | Equities | Equities | 12/29/2017 |
| Apple, Inc | AAPL | 037833100 | 700.00 | 118,461.00 | Equities | Equities | 12/29/2017 |
| AT&T, Inc | T | 00206R102 | 5,000.00 | 194,400.00 | Equities | Equities | 12/29/2017 |
| Baron Discovery Institutional | BDFIX | 068278852 | 80,693.75 | 1,476,695.53 | Equities | Mutual Funds | 12/29/2017 |
| Cash Balance | CASH | | 2,419,283.36 | 2,419,283.36 | Cash and Equivalen | Cash and Money Funds | 12/29/2017 |
| CenterPoint Energy, Inc | CNP | 15189T107 | 3,000.00 | 85,080.00 | Equities | Equities | 12/29/2017 |
| Chico's FAS, Inc | CHS | 168615102 | 56.00 | 493.92 | Equities | Equities | 12/22/2017 |
| Cisco Systems, Inc | CSCO | 17275R102 | 1,500.00 | 57,450.00 | Equities | Equities | 12/29/2017 |
| Crown Holdings Inc | CCK | 228368106 | 48.00 | 2,700.00 | Equities | Equities | 12/22/2017 |
| DowDuPont, Inc | DWDP | 26078J100 | 576.00 | 41,022.72 | Equities | Equities | 12/29/2017 |
| Emerson Electric Company | EMR | 291011104 | 1,500.00 | 104,535.00 | Equities | Equities | 12/29/2017 |
| Energy Select Sector SPDR® ETF | XLE | 81369Y506 | 1,000.00 | 72,260.00 | Equities | Unit Trusts | 12/29/2017 |
| Enterprise Products Partners, L P | EPD | 29379Z107 | 1,000.00 | 26,510.00 | Equities | Equities | 12/29/2017 |
| Facebook, Inc | FB | 30303M102 | 1,200.00 | 211,752.00 | Equities | Equities | 12/29/2017 |
| Goldman Sachs Int'l Sm-Cap Insights Inst'l | GICX | | 9,861.93 | 125,739.65 | Equities | Mutual Funds | 12/29/2017 |
| Golub Capital BDC, Inc | GBDC | 38173M102 | 5,000.00 | 91,000.00 | Equities | Equities | 12/29/2017 |
| GW Pharmaceuticals, p l c | GWPH | 36197T103 | 1,500.00 | 198,015.00 | Equities | Equities | 12/29/2017 |
| Integrated Device Technology, Inc | IDTI | 458118106 | 4,000.00 | 118,920.00 | Equities | Equities | 12/29/2017 |
| Intel Corporation | INTC | 458140100 | 1,500.00 | 69,240.00 | Equities | Equities | 12/29/2017 |
| International Business Machines Corporation | IBM | 459200101 | 250.00 | 38,355.00 | Equities | Equities | 12/29/2017 |
| Johnson & Johnson | JNJ | 478160104 | 870.00 | 121,556.40 | Equities | Equities | 12/29/2017 |
| Ladenburg Thalmann | LTS | 50575Q102 | 159.00 | 502.44 | Equities | Equities | 12/22/2017 |
| Merck & Co , Inc | MRK | 58933Y105 | 800.00 | 45,016.00 | Equities | Equities | 12/29/2017 |
| Microbot Medical, Inc | MBOT | 59503A105 | 1.00 | 1.02 | Equities | Equities | 12/22/2017 |
| Microsoft Corporation | MSFT | 594918104 | 1,000.00 | 85,540.00 | Equities | Equities | 12/29/2017 |
| Mondelez International, Inc | MDLZ | 609207105 | 824.00 | 35,267.20 | Equities | Equities | 12/22/2017 |

GOLDBERG FAMILY FOUNDATION
 EIN: 82-3543283

Portfolio Holdings
 As of 12/31/2017

Goldberg Family Foundation Inc Acct # 6080-5850

| Description | Symbol | CUSIP | Par Shares | Current Value | Asset Class | Security Type | Acquisition Date |
|---|--------|-----------|--------------|---------------|---------------------|---------------|------------------|
| Netflix, Inc | NFLX | 64110L106 | 1,000 00 | 191,960 00 | Equities | Equities | 12/29/2017 |
| Oracle Corporation | ORCL | 68389X105 | 1,200 00 | 56,736 00 | Equities | Equities | 12/29/2017 |
| Pfizer, Inc | PFE | 717081103 | 1,000 00 | 36,220 00 | Equities | Equities | 12/29/2017 |
| Philip Morris International, Inc | PM | 718172109 | 780 00 | 82,407 00 | Equities | Equities | 12/22/2017 |
| Public Service Enterprise Group, Inc | PEG | 744573106 | 650 00 | 33,475 00 | Equities | Equities | 12/29/2017 |
| Qualcomm, Inc | QCOM | 747525103 | 1,500 00 | 96,030 00 | Equities | Equities | 12/29/2017 |
| Rite Aid Corporation | RAD | 767754104 | 49 00 | 96 53 | Equities | Equities | 12/22/2017 |
| Schwab U S Dividend Equity ETF™ | SCHD | 808524797 | 4,000 00 | 204,680 00 | Equities | Equities | 12/29/2017 |
| Schwab U S Large-Cap Growth ETF™ | SCHG | 808524300 | 4,000 00 | 282,840 00 | Equities | Equities | 12/29/2017 |
| Schwab U S Large-Cap Value ETF™ | SCHV | 808524409 | 4,500 00 | 246,015 00 | Equities | Equities | 12/29/2017 |
| Sirius XM Radio, Inc | SIRI | 82968B103 | 117 00 | 627 12 | Equities | Equities | 12/22/2017 |
| Swan Defined Risk I | SDRIX | 66538E606 | 74,103 39 | 964,826 10 | Alternative Investm | Mutual Funds | 12/29/2017 |
| Tesla, Inc | TSLA | 88160R101 | 500 00 | 155,675 00 | Equities | Equities | 12/29/2017 |
| The Bank of New York Mellon Corporation | BK | 064058100 | 1,000 00 | 53,860 00 | Equities | Equities | 12/29/2017 |
| The Kraft Heinz Company | KHC | 500754106 | 274 00 | 21,306 24 | Equities | Equities | 12/22/2017 |
| The Walt Disney Company | DIS | 254687106 | 1,000 00 | 107,510 00 | Equities | Equities | 12/29/2017 |
| United States Oil Fund L.P | USO | 91232N108 | 60,000 00 | 720,600 00 | Alternative Investm | Unit Trusts | 12/29/2017 |
| UnitedHealth Group, Inc | UNH | 91324P102 | 250 00 | 55,115 00 | Equities | Equities | 12/29/2017 |
| Vector Group, Ltd | VGR | 92240M108 | 4,793 00 | 107,267 34 | Equities | Equities | 12/22/2017 |
| VISA, Inc | V | 92826C839 | 600 00 | 68,412 00 | Equities | Equities | 12/29/2017 |
| Wells Fargo & Company | WFC | 949746101 | 500 00 | 30,335 00 | Equities | Equities | 12/29/2017 |
| | | | 2,708,299 43 | 10,112,286 77 | | | |

ATTACHMENT 4

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

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|-------------------------------|----------------|
| UNREALIZED LOSS ON SECURITIES | 27,466. |
| TOTAL | <u>27,466.</u> |

FORM 990PF, PART VII-A, LINE 10 - SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 5

NAME AND ADDRESS

JEFFREY L. & NICOLE H. GOLDBERG
647 OSPREY POINT CIRCLE
BOCA RATON, FL 33431

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

ATTACHMENT 6

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| NICOLE H. GOLDBERG 647 OSPREY POINT CIRCLE BOCA RATON, FL 33431 | DIRECTOR/PRESIDENT 1.00 | 0. | 0. | 0. |
| JEFFREY L. GOLDBERG 647 OSPREY POINT CIRCLE BOCA RATON, FL 33431 | DIRECTOR/VP/TREASURER 1.00 | 0. | 0. | 0. |
| LYNN RAVITZ 647 OSPREY POINT CIRCLE BOCA RATON, FL 33431 | DIRECTOR/SECRETARY 1.00 | 0. | 0. | 0. |
| <u>GRAND TOTALS</u> | | <u>0.</u> | <u>0.</u> | <u>0.</u> |