29491163015000

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.

1912

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , 2019, and ending ,

LEO GOODWIN FOUNDATION, INC.
800 CORPORATE DRIVE #500
FORT LAUDERDALE, FL 33334

A Employer identification number 52-6054098

B Telephone number (see instructions) 954-772-6863

C If exemption application is pending, check here ► ☐

6

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

04

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 13,559,173.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d), must be on cash basis)

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

3/4

	Line	(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 ► ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	254,486.	254,486.		
	4 Dividends and interest from securities	198,664.	198,664.		
	5a Gross rents	1,185.	1,185.		
	b Net rental income or (loss) 1,185.				
	6a Net gain or (loss) from sale of assets not on line 10	226,283.			
	b Gross sales price for all assets on line 6a 3,393,466.				
	7 Capital gain net income (from Part IV, line 2)		229,348.		
	8 Net short term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) SEE STATEMENT 1	116,741.	-27,210.		
	12 Total Add lines 1 through 11	797,359.	656,473.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	150,000.	17,500.		132,500.
	14 Other employee salaries and wages	55,000.	27,500.		27,500.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	24,000.			
	c Other professional fees (attach sch) SEE ST 3	78,208.	78,208.		
	17 Interest	25,146.	25,146.		
	18 Taxes (attach schedule)(see instrs) SEE STM 4	15,782.	13,678.		2,104.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	24,877.	12,439.		12,438.
	21 Travel, conferences, and meetings				
	22 Printing and publications	46.			
	23 Other expenses (attach schedule) SEE STATEMENT 5	118,493.	37,500.		55,132.
	24 Total operating and administrative expenses Add lines 13 through 23	491,552.	211,971.		229,674.
	25 Contributions, gifts, grants paid PART XV	349,000.			349,000.
	26 Total expenses and disbursements. Add lines 24 and 25	840,552.	211,971.	0.	578,674.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-43,193.			
	b Net investment income (if negative, enter -0-)		444,502.		
	c Adjusted net income (if negative, enter -0-)			0.	

Received US Bank - USB

NOV 23 2020

Ogden, UT

112320

SCANNED FEB 2 3 2022

925

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing	121,967.	299,655.	299,655.
	2 Savings and temporary cash investments			
	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 sch) ►			
	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) STATEMENT 6	9,141.	6,266.	10,420.
	b Investments – corporate stock (attach schedule) STATEMENT 7	1,901,616.	761,712.	1,140,619.
	c Investments – corporate bonds (attach schedule)	109,126.		
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) STATEMENT 8	9,684,916.	10,369,928.	11,402,532.
	14 Land, buildings, and equipment basis ► 6,146.			
	Less accumulated depreciation (attach schedule) SEE STMT 9 ► 6,146.			
	15 Other assets (describe ► SEE STATEMENT 10)	789.	705,947.	705,947.
	16 **Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	11,827,555.	12,143,508.	13,559,173.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► SEE STATEMENT 11)	440,106.	4,586.	
	23 **Total liabilities** (add lines 17 through 22)	440,106.	4,586.	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here ► ☐ and complete lines 24, 25, 29, and 30.**			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ► ☒ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg, and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds	11,387,449.	12,138,922.	
	29 **Total net assets or fund balances** (see instructions)	11,387,449.	12,138,922.	
	30 **Total liabilities and net assets/fund balances** (see instructions)	11,827,555.	12,143,508.	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	11,387,449.
2	Enter amount from Part I, line 27a	2	-43,193.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 12	3	795,122.
4	Add lines 1, 2, and 3	4	12,139,378.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 13	5	456.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29	6	12,138,922.

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	SEE STATEMENT 14			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e				

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

	(i) 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				
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	229,348.
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))
2018	765,742.	11,528,952.	0.066419
2017	736,689.	12,007,995.	0.061350
2016	1,035,381.	12,285,277.	0.084278
2015	813,609.	13,489,406.	0.060315
2014	684,521.	14,428,810.	0.047441

2	**Total** of line 1, column (d)	2	0.319803
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	0.063961
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	12,641,516.
5	Multiply line 4 by line 3	5	808,564.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,445.
7	Add lines 5 and 6	7	813,009.
8	Enter qualifying distributions from Part XII, line 4	8	578,674.

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)

1 a 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			1	8,890.
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	8,890.
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	8,890.
6 Credits/Payments				
a 2019 estimated tax pymts and 2018 overpayment credited to 2019	6 a	4,328.		
b Exempt foreign organizations – tax withheld at source	6 b			
c Tax paid with application for extension of time to file (Form 8868)	6 c			
d Backup withholding erroneously withheld	6 d			
7 Total credits and payments Add lines 6a through 6d			7	4,328.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	24.
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 15 ►			9	4,586.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►			10	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax ►	**Refunded** ►		11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a 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?	1 a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1 b		X
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			
c Did the foundation file **Form 1120-POL** for this year?	1 c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
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	2		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	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by *General Instruction T*	5		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?	6	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	7	X	
8 a Enter the states to which the foundation reports or with which it is registered See instructions ► MD 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 *General Instruction G*? If 'No,' attach explanation	8 b	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 2019 or the tax year beginning in 2019? See the instructions for Part XIV If 'Yes,' complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	10		X

TEEA0304L 08/22/19

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	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	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A			

14 The books are in care of ► ELLIOT BORKSON Telephone no ► 954-772-6863
Located at ► 800 CORPORATE DR, #500 FT LAUDERDALE FL ZIP + 4 ► 33334

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – check here N/A ► ☐
and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2019, 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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If 'Yes,' enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

				Yes	No
1 a	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 ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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 ☒ 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 ☒ 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		1 b	N/A	
	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 2019?		1 c		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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019?	☐ Yes ☒ 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)		2 b	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__				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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 2019?		4 b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
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))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) *Provide a grant to an individual for travel, study, or other similar purposes?*	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ 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?	☐ Yes ☒ No			
b If any answer is 'Yes' to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions		5b	N/A	
Organizations relying on a current notice regarding disaster assistance, check here	► ☐			
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 ☐ Yes ☐ 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?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If 'Yes' to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	☐ Yes ☒ No			

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
ELLIOT P. BORKSON 1313 SOUTH ANDREWS AVE FT. LAUDERDALE, FL 33316	VICE PRESIDEN 20.00	150,000.	0.	0.
ALAN J. GOLDBERG 404 DEERCREEK RUN DEERFIELD BEACH, FL 33442	PRESIDENT 20.00	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 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	11,917,268.
b	Average of monthly cash balances		1b	210,811.
c	Fair market value of all other assets (see instructions)		1c	705,947.
d	**Total** (add lines 1a, b, and c)		1d	12,834,026.
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	12,834,026.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	192,510.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	12,641,516.
6	**Minimum investment return.** Enter 5% of line 5		6	632,076.

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	632,076.
2a	Tax on investment income for 2019 from Part VI, line 5	2a 8,890.		
b	Income tax for 2019 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	8,890.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	623,186.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	623,186.
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	623,186.

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	578,674.
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	578,674.
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	***Adjusted qualifying distributions.*** *Subtract line 5 from line 4*	6	578,674.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				623,186.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015 56,220.				
c From 2016 421,183.				
d From 2017 148,435.				
e From 2018 197,946.				
f **Total** of lines 3a through e	823,784.			
4 Qualifying distributions for 2019 from Part XII, line 4 ► $ 578,674.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2019 distributable amount				578,674.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	44,512.			44,512.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	779,272.			
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		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				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)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a	779,272.			
10 Analysis of line 9				
a Excess from 2015 11,708.				
b Excess from 2016 421,183.				
c Excess from 2017 148,435.				
d Excess from 2018 197,946.				
e Excess from 2019				

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

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 2019, 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) 2019	(b) 2018	(c) 2017	(d) 2016	
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)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

SEE STATEMENT 16

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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*				
SEE STATEMENT 17				
Total			► 3a	349,000.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	254,486.	
4 Dividends and interest from securities			14	198,664.	
5 Net rental income or (loss) from real estate					
a Debt-financed property			16	1,185.	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	226,283.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a SEE STATEMENT 18				116,741.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				797,359.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 797,359.

(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)
N/A	

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

		Yes	No
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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2 a 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 ☒ No

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Elliot Bader [signature] | 11/17/20 | VICE PRESIDENT

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ELLIOT S. MELAMED	ELLIOT S. MELAMED	11/17/20		P00897585

Firm's name ► MELAMED & KARP P.A. — Firm's EIN ► 20-0026986

Firm's address ► 12466 W ATLANTIC BLVD CORAL SPRINGS, FL 33071-4086 — Phone no (954) 757-3333

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
AB ENERGY OPPTY FD	$ -25,459.	$ -25,459.	
ADVANTAGE ADVIS HIGH INC	-4,947.	-4,947.	
ANDEAVOR LOGISTICS	-2,646.	-2,646.	
ARMORY CREDIT	-267.	-267.	
ENERGY TRANSFER EQUITY LP	-5,476.	-5,476.	
ENLINK MIDSTREAM PTNRS	-153.	-153.	
ENTERPRISE PROD PTNRS LP	-3,151.	-3,151.	
EQT MIDSTREAM PARTNERS	-763.	-763.	
MAGELLAN MID PTNRS LP	-4,639.	-4,639.	
MCDONALD US LP	-2,254.	-2,254.	
MPLX LP	-2,967.	-2,967.	
OPPENHEIMER DRILL PTNRS	285.	285.	
OPPTY PRIVATE EQTY FD	-2,707.	-2,707.	
OTHER INCOME-CONT REFUND	143,951.		
PHILLIPS 66 PARTNERS	-3,229.	-3,229.	
PLAINS ALL AMER PIPE LP	-5,785.	-5,785.	
SHELL MIDSTREAM PARTNERS	-1,773.	-1,773.	
THE BLACKSTONE GROUP LP	80.	80.	
WESTERN GAS PARTNERS LP	-626.	-626.	
WESTERN MIDSTREAM PARTNER	-5,867.	-5,867.	
XANTHUS PTNR	45,134.	45,134.	
TOTAL	$ 116,741.	$ -27,210.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	$ 24,000.			
TOTAL	$ 24,000.	$ 0.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	$ 78,208.	$ 78,208.		
TOTAL	$ 78,208.	$ 78,208.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHOLDING - ML 2163	$ 13.	$ 13.		
FOREIGN TAX WITHHOLDING - ML 2212	230.	230.		
FOREIGN TAX WITHHOLDING - OPP 0216	642.	642.		
FOREIGN TAX WITHHOLDING - UBS FIN SVCS	996.	996.		
FOREIGN TAX WITHHOLDING K-1	803.	803.		
INCOME TAX ON INVESTMENTS	8,890.	8,890.		
PAYROLL TAXES	4,208.	2,104.		$ 2,104.
TOTAL	$ 15,782.	$ 13,678.	$ 0.	$ 2,104.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVERTISING & PROMOTION	$ 17,632.			$ 17,632.
BANK CHARGES	253.			
COMPUTER AND INTERNET	940.			
EXECUTIVE DIRECTORS FEES	75,000.	$ 37,500.		37,500.
INSURANCE EXPENSE	16,405.			
LICENCES AND PERMITS	225.			
OFFICE EXPENSE	5,971.			
POSTAGE	296.			
TELEPHONE	1,771.			
TOTAL	$ 118,493.	$ 37,500.	$ 0.	$ 55,132.

STATEMENT 6
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BOND GOVT AGENCY OPP - #2638	COST	$ 6,266.	$ 10,420.
	TOTAL	$ 6,266.	$ 10,420.

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EMERALD CHARLES SCHWAB #9084	COST	$ 761,712.	$ 1,140,619.
	TOTAL	$ 761,712.	$ 1,140,619.

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
XANTHUS FUND PARTERSHIP	COST	$ 1,203,092.	$ 1,186,419.
ARMORY CREDIT OPPORTUNITY FUND K-1	COST	8,517.	8,540.
LGF INVESTMENTS, LLC	COST	2,187,223.	2,031,963.
MCDONALD USAF, LP	COST	0.	0.
MILLER/HOWARD LLC MLP #0216	COST	367,435.	514,947.
OPP DRILLING PARTNERS LP #7720	COST	30,658.	45,601.
ML PRIVATE EQUITY MASTER FD - 2090	COST	372,350.	555,223.
ML WESTERN ASSET MIDDLE MKT DEBT FD 2090	COST	577,571.	394,450.
OPPENHEIMER PRIVATE EQUITY	COST	54,107.	65,391.
ADVANTAGE ADVISERS HIGH INCOME FUND I	COST	497,191.	1,201,950.
MERRILL LYNCH #2212	COST	645,469.	740,665.
POHBA RIVERCHASE CRE INVESTORS	COST	86,685.	100,000.
NADG NNN PROPERTY FUND	COST	204,293.	250,000.
UBS FINANCIAL JU 24165	COST	1,010,116.	1,042,532.
AB ENERGY OPPORTUNITY FUND	COST	182,096.	225,000.
BLACKSTONE GROUP	COST	0.	0.
MERRILL LYNCH #2163	COST	517,397.	587,201.
ELECTRON GLOBAL FUND #7720	COST	300,000.	300,463.
KL SPECIAL OPPORTUNITIES FD #7720	COST	100,000.	104,279.
ADLER REAL ESTATE FUND IV	COST	73,167.	75,000.
OPPENHEIMER MUTUAL FDS #7720	COST	175,912.	182,198.
ML BLACKSTONE REAL ESTATE - 2090	COST	517,509.	531,570.
TOTAL OTHER INVESTMENTS		$ 9,110,788.	$ 10,143,392.

OTHER SECURITIES			
INVESTMENT MANAGEMENT MONEY FUND	COST	1,259,140.	1,259,140.
TOTAL OTHER SECURITIES		$ 1,259,140.	$ 1,259,140.
	TOTAL	$ 10,369,928.	$ 11,402,532.

STATEMENT 9
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY		BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES		$ 1,249.	$ 1,249.	$ 0.	$ 0.
MACHINERY AND EQUIPMENT		4,897.	4,897.	0.	0.
	TOTAL	$ 6,146.	$ 6,146.	$ 0.	$ 0.

STATEMENT 10
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

		BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - DISTRIBUTION RECEIVABLES		$ 705,947.	$ 705,947.
	TOTAL	$ 705,947.	$ 705,947.

STATEMENT 11
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

INCOME TAXES PAYABLE		$ 4,586.
	TOTAL	$ 4,586.

STATEMENT 12
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

K-1 BOOK TAX ADJUSTMENTS		$ 318,932.
K-1 CAPITAL ACCOUNT ADJUSTMENTS		476,190.
	TOTAL	$ 795,122.

STATEMENT 13
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NON-DEDUCTIBLE EXPENSES - PER K-1'S		$ 432.
PENALTY		24.
	TOTAL	$ 456.

STATEMENT 14
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	AB ENERGY OPPTY K-1 S/T CAP GAIN	PURCHASED	VARIOUS	VARIOUS
2	AB ENERGY OPPTY K-1 L/T CAP GAIN	PURCHASED	VARIOUS	VARIOUS
3	ADVANTAGE ADV. HIGH INCOME K-1 S/T C/L	PURCHASED	VARIOUS	VARIOUS
4	ADVANTAGE ADV. HIGH INCOME K-1 L/T C/L	PURCHASED	VARIOUS	VARIOUS
5	THE BLACKSTONE GROUP K-1 S/T CAP GAIN	PURCHASED	VARIOUS	VARIOUS
6	THE BLACKSTONE GROUP K-1 L/T CAP GAIN	PURCHASED	VARIOUS	VARIOUS
7	MCDONALD USAF LP L/T C/G	PURCHASED	VARIOUS	VARIOUS
8	OPP PRIVATE EQUITY K-1 L-T CAP GAIN	PURCHASED	VARIOUS	VARIOUS
9	PHILLIPS 66 PTNERS K-1 L-T CAP GAIN	PURCHASED	VARIOUS	VARIOUS
10	WESTERN MIDSTREAM K-1 L/T CAP GAIN	PURCHASED	VARIOUS	VARIOUS
11	MPLX K-1 S/T CAP GAIN	PURCHASED	VARIOUS	VARIOUS
12	THE BLACKSTONE GROUP K-1 SEC 1250	PURCHASED	VARIOUS	VARIOUS
13	THE BLACKSTONE GROUP K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
14	OPP PRIVATE EQUITY K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
15	OPP DRILLING PARTNERS K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
16	ENERGY TRANS EQTY K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
17	ENTERPRISE PROD PARTNERS K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
18	EQT MIDSTREAM EQTY K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
19	MAGELLAN ENERGY K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
20	MPLX K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
21	PLAINS ALL AMERICAN K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
22	WESTERN MIDSTREAM K-1 SEC 1231	PURCHASED	VARIOUS	VARIOUS
23	OPPENHEIMER #0216 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
24	OPPENHEIMER #0216 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
25	MERRILL LYNCH #2163 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
26	MERRILL LYNCH #2163 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
27	MERRILL LYNCH #2212 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
28	MERRILL LYNCH #2212 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
29	MERRILL LYNCH 2163 CAPITAL GAIN DISTRIB.	PURCHASED	VARIOUS	VARIOUS
30	MERRILL LYNCH 2163 SECTION 1250 GAIN	PURCHASED	VARIOUS	VARIOUS
31	MERRILL LYNCH #2163 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
32	MERRILL LYNCH 2212 CAPITAL GAIN DISTRIB.	PURCHASED	VARIOUS	VARIOUS
33	MERRILL LYNCH 2212 SEC 1250 GAIN	PURCHASED	VARIOUS	VARIOUS
34	MADOFF SETTLEMENT	PURCHASED	VARIOUS	VARIOUS
35	SECURITIES SETTLEMENT	PURCHASED	VARIOUS	VARIOUS
36	UBS FINANCIAL SVCS STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
37	UBS FINANCIAL SVCS STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
38	UBS FINANCIAL SVCS STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
39	UBS FIN SVCS SEC 1256 CONTRACTS	PURCHASED	VARIOUS	VARIOUS
40	CHARLES SCHWAB #9084 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
41	CHARLES SCHWAB #9084 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
42	CHARLES SCHWAB CAPITAL GAIN DIST	PURCHASED	VARIOUS	12/31/2019
43	OPPENHEIMER #0106 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
44	OPPENHEIMER #0106 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
45	SPDR GOLD TRUST	PURCHASED	VARIOUS	VARIOUS
46	OPPENHEIMER #2638 STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS
47	WASH SALE			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	0.		2,765.	-2,765.				$ -2,765.
2	0.		26,736.	-26,736.				-26,736.
3	2.		0.	2.				2.
4	0.		4,732.	-4,732.				-4,732.

STATEMENT 14 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
5	3.		0.	3.				$ 3.
6	219.		0.	219.				219.
7	17,394.		0.	17,394.				17,394.
8	713.		0.	713.				713.
9	1.		0.	1.				1.
10	95.		0.	95.				95.
11	274.		0.	274.				274.
12	9.		0.	9.				9.
13	39.		0.	39.				39.
14	1.		0.	1.				1.
15	0.		29,200.	-29,200.				-29,200.
16	0.		19.	-19.				-19.
17	0.		46.	-46.				-46.
18	0.		3.	-3.				-3.
19	25.		0.	25.				25.
20	0.		6.	-6.				-6.
21	0.		42.	-42.				-42.
22	0.		1.	-1.				-1.
23	43,179.		43,226.	-47.				-47.
24	408,009.		519,756.	-111,747.				-111,747.
25	83,308.		87,546.	-4,238.				-4,238.
26	60,630.		53,006.	7,624.				7,624.
27	295,780.		299,360.	-3,580.				-3,580.
28	414,110.		338,877.	75,233.				75,233.
29	100.		0.	100.				100.
30	28.		0.	28.				28.
31	18.		0.	18.				18.
32	133.		0.	133.				133.
33	18.		0.	18.				18.
34	126,727.		0.	126,727.				126,727.
35	25,088.		0.	25,088.				25,088.
36	13,609.		860.	12,749.				12,749.
37	469,349.		469,884.	-535.				-535.
38	42,385.		34,373.	8,012.				8,012.
39	1,280.		0.	1,280.				1,280.
40	358,587.		348,401.	10,186.				10,186.
41	898,344.		791,503.	106,841.				106,841.
42	15,810.		0.	15,810.				15,810.
43	10,638.		10,046.	592.				592.
44	104,499.		103,854.	645.				645.
45	121.		0.	121.				121.
46	2,941.		2,941.	0.				0.
47								3,065.
							TOTAL	$ 229,348.

STATEMENT 15
FORM 990-PF, PART VI, PENALTY AND INTEREST
BALANCE DUE

TAX DUE	$	4,586.
LATE PAYMENT PENALTY		91.
LATE INTEREST		77.
TOTAL	$	4,754.

STATEMENT 16
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	ELLIOT BORKSON
CARE OF:	LEO GOODWIN FOUNDATION
STREET ADDRESS:	800 CORPORATE DR SUITE 500
CITY, STATE, ZIP CODE:	FORT LAUDERDALE, FL 33327
TELEPHONE:	954-772-6863
E-MAIL ADDRESS:	
FORM AND CONTENT:	1. LETTER STATING PURPOSE OF PROGRAM AND AMOUNT REQUESTED. 2. OBJECTIVES: SPECIFIC PROGRAM DESCRIPTION; TYPE OF PERSON REACHED (AGE, GEOGRAPHIC LOCATION, SOCIAL AND ECONOMIC STATUS), NUMBER OF PERSONS TO BE REACHED. PRIORITY GIVEN TO RESIDENT OF BROWARD COUNTY AND FLORIDA. 3. HOW WILL FUNDS BE USED. 4. LINE ITEM OPERATING BUDGET AND AUDITED STATEMENTS AND TAX RETURN. 5. IRS DETERMINATION LETTER OF 501(C)(3) STATUS AND VERIFICATION THAT IT HAS NOT BEEN REVOKED. 6. FUNDING SOURCES WITH DOLLAR AMOUNTS OR RECEIVED. 7. NAMES OF GOVERNING BOARD MEMBERS.
SUBMISSION DEADLINES:	ACCEPTED ANYTIME PROVIDED SUFFICIENT TIME TO REVIEW.
RESTRICTIONS ON AWARDS:	NONE, OTHER THAN QUALIFICATION FOR CHARITABLE PURPOSES.

STATEMENT 17
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
ACHIEVEMENT & REHABILITATION CENTERS 10250 NW 53RD STREET FORT LAUDERDALE FL 33351	NONE	PC	CHARITABLE	$ 15,000.
BOYS AND GIRLS CLUBS OF BROWARD 877 NW 61ST ST #100 FORT LAUDERDALE FL 33309	NONE	PC	CHARITABLE	7,500.

**STATEMENT 17 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
BROWARD 2-1-1 250 NE 33RD ST OAKLAND PARK FL 33334	NONE	PC	CHARITABLE	$ 12,500.
BROWARD EDUCATION FOUNDATION 600 SE 3RD AVE FORT LAUDERDALE FL 33301	NONE	PC	CHARITABLE	30,000.
BROWARD PARTNERSHIP FOR THE HOMELESS 920 NW 7TH AVE FORT LAUDERDALE FL 33311	NONE	PC	CHARITABLE	45,000.
CHILDREN'S DIAGNOSTIC AND TREATMENT CNTR 1401 S FEDERAL HWY FORT LAUDERDALE FL 33316	NONE	PC	CHARITABLE	6,000.
HENDERSON MENTAL HEALTH CENTER 4720 FL-7, LAUDERDALE LAKES FL 33319	NONE	PC	CHARITABLE	50,000.
JASON TAYLOR FOUNDATION 1575 N PARK DR #99 FORT LAUDERDALE FL 33326	NONE	PC	CHARITABLE	3,500.
JUNIOR ACHIEVEMENT OF S FLORIDA 1130 COCONUT CREEK BLVD COCONUT CREEK FL 33066	NONE	PC	CHARITABLE	6,500.
KIDS IN DISTRESS, INC. 819 NE 26TH ST WILTON MANORS FL 33305	NONE	PC	CHARITABLE	25,000.
LIGHTHOUSE FOR THE BLIND 650 N ANDREWS AVE FORT LAUDERDALE FL 33311	NONE	PC	CHARITABLE	2,500.
MUSEUM OF DISCOVERY & SCIENCE 401 SW 2ND ST FORT LAUDERDALE FL 33312	NONE	PC	CHARITABLE	30,000.
PACE CENTER FOR GIRLS/BROWARD 2225 N ANDREWS AVE FORT LAUDERDALE FL 33311	NONE	PC	CHARITABLE	25,000.

STATEMENT 17 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
SOS CHILDREN'S VILLAGES OF FLORIDA 3681 NW 59TH PL COCONUT CREEK FL 33073	NONE	PC	CHARITABLE	$ 25,000.
WOMEN IN DISTRESS OF BROWARD COUNTY 1372 SOUTH STATE ROAD 7 MARGATE FL 33063	NONE	PC	CHARITABLE	10,000.
YOUNG AT ART MUSEUM 751 SW 121ST AVE DAVIE FL 33325	NONE	PC	CHARITABLE	5,000.
HEART GALLERY OF BROWARD 401 NE 4TH STREET FORT LAUDERDALE FL 33301	NONE	PC	CHARITABLE	3,500.
JACK & JILL CHILDREN'S CENTER 1315 W BROWARD BLVD FORT LAUDERDALE FL 33312	NONE	PC	CHARITABLE	7,500.
FUNDING ARTS BROWARD 401 E LAS OLAS BLVD FORT LAUDERDALE FL 33301	NONE	PC	CHARIABLE	2,500.
HANDS ON BROWARD 5815 N. ANDREWS WAY FORT LAUDERDALE FL 33309	NONE	PC	CHARITABLE	2,500.
MOTHERS AGAINST DRUNK DRIVING 2425 E COMMERICAL BLVD #403 FORT LAUDERDALE FL 33308	NONE	PC	CHARITABLE	5,000.
SPECIAL OLYMPICS FLORIDA 3301 COLLEGE AVENUE FORT LAUDERDALE FL 33314	NONE	PC	CHARITABLE	1,000.
UNIVERSITY OF FLORIDA 1864 STADIUM ROAD, RM 200 GAINESVILLE FL 32611	NONE	PC	CHARITABLE	5,000.
UNIVERSITY OF MIAMI 3300 NORTH FEDERAL HIGHWAY #200 FORT LAUDERDALE FL 33306	NONE	PC	CHARITABLE	1,000.

STATEMENT 17 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
ALEXANDRA'S ANGELS MS FOUNDATION 1500 NORTH FEDERAL HIGHWAY #200 FORT LAUDERDALE FL 33304	NONE	PC	CHARITABLE	$ 2,500.
LIFENET4FAMILIES 1 NW 33RD TERRACE LAUDERHILL FL 33311	NONE	PC	CHARITABLE	10,000.
DIFFERENT BRAINS, INC 3471 N. FEDERAL HWY # 309 FORT LAUDERDALE FL 33306	NONE	PC	CHARITABLE	2,500.
H.O.M.E.S. 690 NE 13 ST, SUITE 101 FORT LAUDERDALE FL 33304	NONE	PC	CHARITABLE	2,500.
SMHPS 450 NE 10TH STREET POMPANO BEACH FL 33060	NONE	PC	CHARITABLE	5,000.
			TOTAL	$ 349,000.

STATEMENT 18
FORM 990-PF, PART XVI-A, LINE 11
OTHER REVENUE

OTHER REVENUE	(A) BUSINESS CODE	(B) UNRELATED BUSINESS AMOUNT	(C) EXCLUSION CODE	(D) EXCLUDED AMOUNT	(E) RELATED OR EXEMPT FUNCTION
AB ENERGY OPPTY FD			1	$ -25,459.	
ADVANTAGE ADVIS HIGH INC			1	-4,947.	
ANDEAVOR LOGISTICS			1	-2,646.	
ARMORY CREDIT			1	-267.	
ENERGY TRANSFER EQUITY LP			1	-5,476.	
ENLINK MIDSTREAM PTNRS			1	-153.	
ENTERPRISE PROD PTNRS LP			1	-3,151.	
EQT MIDSTREAM PARTNERS			1	-763.	
MAGELLAN MID PTNRS LP			1	-4,639.	
MCDONALD US LP			1	-2,254.	
MPLX LP			1	-2,967.	
OPPENHEIMER DRILL PTNRS			1	285.	
OPPTY PRIVATE EQTY FD			1	-2,707.	
OTHER INCOME-CONT REFUND			1	143,951.	
PHILLIPS 66 PARTNERS			1	-3,229.	
PLAINS ALL AMER PIPE LP			1	-5,785.	
SHELL MIDSTREAM PARTNERS			1	-1,773.	
THE BLACKSTONE GROUP LP			1	80.	
WESTERN GAS PARTNERS LP			1	-626.	
WESTERN MIDSTREAM PARTNER			1	-5,867.	

**STATEMENT 18 (CONTINUED)
FORM 990-PF, PART XVI-A, LINE 11
OTHER REVENUE**

OTHER REVENUE	(A) BUSINESS CODE	(B) UNRELATED BUSINESS AMOUNT	(C) EXCLUSION CODE	(D) EXCLUDED AMOUNT	(E) RELATED OR EXEMPT FUNCTION
XANTHUS PTNR			1	$ 45,134.	
TOTAL		$ 0.		$ 116,741.	$ 0.