

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

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

OMB No. 1545-0052

2019

Open to Public Inspection

▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2019, or tax year beginning 01-01-2019 , and ending 12-31-2019

Name of foundation BBX CAPITAL FOUNDATION INC		A Employer identification number 65-0499150	
Number and street (or P.O. box number if mail is not delivered to street address) 401 E LAS OLAS BLVD NO 800	Room/suite	B Telephone number (see instructions) (954) 940-5369	
City or town, state or province, country, and ZIP or foreign postal code FORT LAUDERDALE, FL 33301		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <u>5,473,109</u>		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</small>		(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)	150,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	154,112	154,112		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-137,223			
	b Gross sales price for all assets on line 6a	840,960			
	7 Capital gain net income (from Part IV, line 2)			0	
	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)					
12 Total. Add lines 1 through 11	166,889	154,112			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	6,489	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	35,894	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	42,383	0		0
	25 Contributions, gifts, grants paid	252,130			252,130
26 Total expenses and disbursements. Add lines 24 and 25	294,513	0		252,130	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-127,624				
b Net investment income (if negative, enter -0-)		154,112			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	723	75,230	75,230
	2 Savings and temporary cash investments	21,754	134	134
	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)	4,330,892	5,397,745	5,397,745
	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)	4,353,369	5,473,109	5,473,109	
Liabilities	17 Accounts payable and accrued expenses			
	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	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	0	0	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	28 Retained earnings, accumulated income, endowment, or other funds	4,353,369	5,473,109	
29 Total net assets or fund balances (see instructions)	4,353,369	5,473,109		
30 Total liabilities and net assets/fund balances (see instructions) .	4,353,369	5,473,109		

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	4,353,369
2 Enter amount from Part I, line 27a	2	-127,624
3 Other increases not included in line 2 (itemize) ▶ _____	3	1,247,364
4 Add lines 1, 2, and 3	4	5,473,109
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	5,473,109

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., 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.)
1 a UBS 25314		2018-12-21	2019-01-22
b UBS 25314		2017-12-21	2019-01-22
c UBS 47710		2016-08-25	2019-05-29
d UBS 47710		2019-01-22	2019-04-18
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 76,816		75,873	943
b 620,898		713,770	-92,872
c 30,650		102,953	-72,303
d 112,596		85,587	27,009
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			943
b			-92,872
c			-72,303
d			27,009
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	-137,223
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	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	248,458	4,666,451	0.053243
2017	233,500	4,537,433	0.051461
2016	130,875	3,872,448	0.033796
2015	122,250	3,726,523	0.032805
2014	153,250	3,764,898	0.040705

2 Total of line 1, column (d)	2	0.212010
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	0.042402
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	4,902,567
5 Multiply line 4 by line 3	5	207,879
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,541
7 Add lines 5 and 6	7	209,420
8 Enter qualifying distributions from Part XII, line 4	8	252,130

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)

Table with 11 rows for excise tax calculation. Includes questions about exempt foundations, tax under section 511, and tax due. Total tax due is 26, with 393 overpaid.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions about political influence, expenditures, and foundation status. Includes Yes/No columns.

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.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address BBXCAPITAL.COM/ABOUT-US/BBX-CAPITAL-FOUNDATION
14 The books are in care of BBX CAPITAL Telephone no. (954) 940-4000

Located at 401 E LAS OLAS BLVD SUITE 800 FORT LAUDERDALE FL ZIP+4 33301

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

16 At any time during calendar year 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? 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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance check here.
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?
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 (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? 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.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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 THE FOUNDATION GRANTS MONEY TO SECTION 501(C)(3) ORGANIZATIONS WITHIN THE STATE OF FLORIDA WHERE BBX CAPITAL HAS OFFICES. (SEE STATEMENT BELOW FOR RESTRICTIONS AND LIMITATIONS ON AWARDS.)	0
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	
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	4,919,536
b	Average of monthly cash balances.	1b	57,689
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,977,225
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	4,977,225
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	74,658
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,902,567
6	Minimum investment return. Enter 5% of line 5.	6	245,128

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	245,128
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	1,541
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	1,541
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	243,587
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	243,587
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	243,587

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	252,130
b	Program-related investments—total from Part IX-B.	1b	0
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	252,130
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	1,541
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	250,589

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				243,587
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.				
c From 2016.				
d From 2017.				
e From 2018.				19,019
f Total of lines 3a through e.	19,019			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ _____ 252,130				
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.				243,587
e Remaining amount distributed out of corpus	8,543			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)				0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	27,562			
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	27,562			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				19,019
e Excess from 2019.				8,543

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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).)

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.

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 e-mail address of the person to whom applications should be addressed:

LOIS MARINO EXECUTIVE DIRECTOR
401 E LAS OLAS BLVD SUITE 800
FORT LAUDERDALE, FL 33301
(954) 940-4000
LMARINO@BBXCAPITAL.COM

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

GRANT REQUESTS SHOULD BE MAILED TO BBX CAPITAL FOUNDATION AND INCLUDE THE FOLLOWING: -NAME, ADDRESS AND TELEPHONE NUMBER OF THE ORGANIZATION -DIRECTOR'S NAME -BRIEF HISTORY OF THE ORGANIZATION -PROJECT DESCRIPTION, INCLUDING THE NEED OR ISSUE TO BE ADDRESSED BY THE PROJECT -ANTICIPATED BENEFITS OF THE PROJECT -TOTAL AMOUNT REQUESTED -DATES OF PROPOSED PROJECT -OPERATING BUDGET -PROGRAM BUDGET, INCLUDING FUNDS YOU HAVE ALREADY RAISED FOR THE PROGRAM AND IDENTIFICATION OF ADDITIONAL REVENUE SOURCES -LIST OF CURRENT CORPORATE AND FOUNDATION FUNDING SOURCES WITH AMOUNTS CONTRIBUTED -PROJECT DIRECTOR'S NAME, ADDRESS AND TELEPHONE NUMBER, IF DIFFERENT FROM ABOVE -PROJECT LOCATION -COPY OF 501 (C) 3 LETTER -COPY OF CHARITABLE SOLICITATION LICENSE; FOR INFORMATION, CALL 1-800-435-7352 -LIST OF BOARD MEMBERS AND THEIR AFFILIATIONS -LIST OF ANY FUNDING THAT YOU MAY HAVE RECEIVED FROM BBX CAPITAL -SIGNATURE OF EXECUTIVE DIRECTOR ACKNOWLEDGING APPLICATION

c Any submission deadlines:

FROM MARCH 1ST TO OCTOBER 31ST

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

BBX CAPITAL FOUNDATION SUPPORTS FOUR KEY AREAS. 1. THE ARTS 2. EDUCATION 3. COMMUNITY AND ECONOMIC DEVELOPMENT 4. HUMAN SERVICES BBX CAPITAL FOUNDATION CONSIDERS REQUESTS FOR SPECIFIC PROJECTS AS WELL AS FOR GENERAL OPERATIONS. GENERALLY, GRANTS ARE NOT MADE TO THE FOLLOWING TYPES OF ORGANIZATIONS OR ACTIVITIES: CAPITAL IMPROVEMENT OR BUILDING CAMPAIGNS COURTESY OR GOODWILL ADVERTISING IN BENEFIT PUBLICATIONS ENDOWMENT CAMPAIGNS FUNDRAISING EVENTS OR PURCHASE OF TICKETS FUNDS FOR TRAVEL EXPENSES HOSPITALS OR MEDICAL RESEARCH INDIVIDUAL K-12 SCHOOLS NATIONAL HEALTH-RELATED ORGANIZATIONS ORGANIZATIONS OR PROJECTS OF NATIONAL SCOPE ORGANIZATIONS WITHOUT 501(C)(3) STATUS POLITICAL OR LOBBYING ORGANIZATIONS PROGRAMS OR ORGANIZATIONS OPERATING OUTSIDE THE STATE OF FLORIDA RELIGIOUS, VETERAN, OR FRATERNAL ORGANIZATIONS SCHOOL ATHLETIC TEAMS, CHEERLEADING SQUADS, BANDS, CHOIRS, ETC. SOCIAL FUNCTIONS OR SPORTING EVENTS INDIVIDUALS

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total	▶ 3a			252,130
b <i>Approved for future payment</i>				
Total	▶ 3b			0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ART AND CULTURAL CENTER OF HOLLYWOOD 1650 HARRISON ST HOLLYWOOD, FL 33020		EOF	SUMMER ART PROGRAM	3,500
BOYS & GIRLS CLUBS OF BROWARD COUNTY 7201 KIMBERLY BLVD NORTH LAUDERDALE, FL 33068		PC	ADOPT A FAMILY PROGRAM FOR THE HOLIDAYS - GIFTS FOR 5 FAMILIES	10,000
BROWARD COLLEGE FOUNDATION INC 111 EAST LAS OLAS BLVD 11TH FLOOR FORT LAUDERDALE, FL 33301		EOF	AMERICAN DREAM SCHOLARSHIP PROGRAM	10,000
Total	▶ 3a			252,130

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
a <i>Paid during the year</i>					
BROWARD PERFORMING ARTS FOUNDATION 201 SW 5TH AVE FORT LAUDERDALE, FL 33312					20,000
BROWARD PERFORMING ARTS FOUNDATION 201 SW 5TH AVE FORT LAUDERDALE, FL 33312					10,000
BUSINESS FOR THE ARTS OF BROWARD 401 E LAS OLAS BLVD SUITE 800 FORT LAUDERDALE, FL 33301					11,000
Total				252,130	

▶ 3a

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY FOUNDATION OF BROWARD 910 E LAS OLAS BLVD 200 FORT LAUDERDALE, FL 33301		EOF	ART OF COMMUNITY CHAMPION FOR THE LEGACY LUNCHEON - UNDERWRITE THE SPEAKER	100,000
FEEDING SOUTH FLORIDA 2501 SW 32ND TERRACE PEMBROKE PARK, FL 33023		PC	ASSISTANCE TO INDIGENT FAMILIES	10,000
FUNDING ARTS BROWARD 401 E LAS OLAS BLVD SUITE 2200 FORT LAUDERDALE, FL 33301		PC	PROVIDE GRANTS TO THE ART COMMUNITY	5,000
Total ▶ 3a				252,130

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GOODMAN JFS 5890 S PINE ISLAND RD 201 DAVIE, FL 33328		EOF	DONATION	10,000
JASON TAYLOR FOUNDATION 1575 N PARK DR 102 WESTON, FL 33326		PF	SPOKEN WORD POETRY PROGRAM	7,500
JASON TAYLOR FOUNDATION 1575 N PARK DR 102 WESTON, FL 33326		PF	BLUE APPLE POETRY PROGRAM - MIDDLE AND HIGH SCHOOL SPOKEN WORD POETRY PROGRAM	630
Total				252,130

▶ **3a**

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEIGHBORS 4 NEIGHBORS 8900 NW 18TH TERRACE DORAL, FL 33172		PC	ADOPT A FAMILY PROGRAM - ASSISTANCE TO FAMILIES IN NEED DURING THE HOLDIAYS	5,000
NOVA SOUTHEASTERN UNIVERSITY 3301 COLLEGE AVE FORT LAUDERDALE, FL 33314		PC	NSU'S TERRY STILES SCHOOL OF REAL ESTATE DEVELOPMENT	20,000
NOVA SOUTHEASTERN UNIVERSITY 3301 COLLEGE AVE FORT LAUDERDALE, FL 33314		PC	EXPERIENTIAL LEARNING PROGRAM FOR NSU UNDERGRATUE COMMUNICATION STUDENTS	10,000
Total ▶ 3a				252,130

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OFFERDAHL'S HAND OFF FOUNDATION INC 979 NE 45TH ST OAKLAND PARK, FL 33334		PF	CREATING SUSTAINABLE HOUSING & EVENTUALLY HOME OWNERSHIP FOR VULNERABLE FAMILIES	6,500
PALM BEACH STATE COLLEGE FOUNDATION INC 3160 PGA BLVD PALM BEACH GARDENS, FL 33410		EOF	DONATION TO NEXT GENERATION SCHOLARSHIP FUND	5,000
THE WINTERFEST FOUNDATION INC 512 NE 3RD AVE FORT LAUDERDALE, FL 33301		EOF	STUDENT ART COMPETITION	2,500
Total			▶ 3a	252,130

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LITTLE SMILES INC 3569 91ST STREET NORTH SUITE 4 PALM BEACH GARDENS, FL 33403		PC	GIVE SUPPORT TO SICK CHILDREN	2,000
BOGGY CREEK GANG INC 30500 BRANTLEY BEACH RD EUSTIS, FL 32736		PC	HELP SUPPORT SICK CHILDREN	1,000
EMERGE BROWARD 301 E LAS OLAS BLVD FORT LAUDERDALE, FL 33301		PC	TO HELP SUPPORT YOUTH LEADERSHIP AND DEVELOPMENT	2,500
Total ▶ 3a				252,130

TY 2019 Investments Corporate Stock Schedule**Name:** BBX CAPITAL FOUNDATION INC**EIN:** 65-0499150**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOT LABS	134,633	134,633
ABBVIE INC.	110,675	110,675
ABM INDS INC.	71,649	71,649
AFLAC INC.	100,510	100,510
AIR PROD & CHEMICAL INC	105,746	105,746
ALLERGEN PLC	38,234	38,234
AMGEN INC	113,303	113,303
APERGY CORP	15,201	15,201
APPLE INC	146,825	146,825
ARCHER DANIELS MIDLAND CO	69,525	69,525
AT&T INC.	128,964	128,964
CATERPILLAR INC.	125,528	125,528
CHEVRON CORP.	78,332	78,332
CISCO SYSTEMS INC.	100,716	100,716
COCA COLA CO COM	99,630	99,630
CORNING INC	90,241	90,241
CUMMINS INC.	116,324	116,324
DOVER CORP.	103,734	103,734
EATON CORP. PLC	104,192	104,192
EMERSON ELECTRIC CO	95,325	95,325
EXXON MOBIL CORP	52,335	52,335
FORD MOTOR CO COM NEW	56,730	56,730
GENL ELECTRIC CO	20,088	20,088
GENL MILLS INC	117,832	117,832
GLAXO SMITHKLINE PLC ADR	84,582	84,582
INTEL CORP	95,760	95,760
INTL BUSINESS MACH	110,583	110,583
INTL PAPER CO	103,613	103,613
JOHNSON CTLS INTL PLC	47,590	47,590
JOHNSON & JOHNSON COM	109,402	109,402

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JPMORGAN CHASE CO	118,490	118,490
MANULIFE FINANCIAL CORP CAD	107,537	107,537
MERCK & CO INC NEW COM	100,045	100,045
METLIFE INC	72,632	72,632
MICROSOFT CORP	157,700	157,700
NUCOR CORP	78,792	78,792
NUTRIEN LTD CAD	59,408	59,408
NVENT ELEC PLC	28,138	28,138
PENTAIR PLC	50,457	50,457
PEPSICO INC	109,336	109,336
PROCTER & GAMBLE CO	131,145	131,145
PRUDENTIAL FINANCIAL INC	65,618	65,618
QUALCOMM INC	105,876	105,876
ROYAL DUTCH SHELL PLC CLA	94,368	94,368
STARBUCKS CORP	114,296	114,296
TARGET CORP	128,210	128,210
TEXAS INSTRUMENTS	128,290	128,290
UNION PACIFIC CORP	126,553	126,553
VERIZON COMMUNICATIONS INC	76,750	76,750
WALGREENS BOOTS ALLIANCE INC	57,486	57,486
WALMART INC.	112,898	112,898
3M CO	66,157	66,157
BLACKSTONE GROUP INC CL A	106,286	106,286
CARNIVAL CORP NEW	81,328	81,328
CENTURYLINK INC	52,840	52,840
CVS HEALTH CORP	100,292	100,292
KRAFT HEINZ CO/THE	35,343	35,343
LEGGET & PLATT INC	66,079	66,079
PHILIP MORRIS INTL INC	59,563	59,563
SOUTHERN CO	57,330	57,330

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WABTEC INC	700	700

TY 2019 Other Expenses Schedule**Name:** BBX CAPITAL FOUNDATION INC**EIN:** 65-0499150**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UBS MANAGEMENT FEES	35,496	0		0
BANK FEES	337	0		0
REGISTRATION	61	0		0

TY 2019 Other Increases Schedule**Name:** BBX CAPITAL FOUNDATION INC**EIN:** 65-0499150

Description	Amount
CHANGE IN UNREALIZED GAIN/LOSS	1,247,364

TY 2019 Taxes Schedule**Name:** BBX CAPITAL FOUNDATION INC**EIN:** 65-0499150

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX DEPOSIT	4,048	0		0
FOREIGN TAXES	2,441	0		0

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

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

OMB No. 1545-0047
2019

Name of the organization
BBX CAPITAL FOUNDATION INC

Employer identification number
65-0499150

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 other 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 33¹/₃% 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 990PF, 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
 BBX CAPITAL FOUNDATION INC

Employer identification number
 65-0499150

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	BBX CAPITAL CORPORATION 401 E LAS OLAS BLVD SUITE 800 FORT LAUDERDALE, FL 33301	\$ 150,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization
BBX CAPITAL FOUNDATION INC

Employer identification number

65-0499150

Part II			
Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	(see instructions). Use duplicate copies of Part II if additional space is needed. _____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____

Name of organization BBX CAPITAL FOUNDATION INC	Employer identification number 65-0499150
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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	