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

2008

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning MAY 1, 2008, and ending APR 30, 2009

G Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type See Specific Instructions.	Name of foundation CORA & MURRAY SIMPSON FAMILY FUND, INC.		A Employer identification number 52-2042057
	Number and street (or P.O. box number if mail is not delivered to street address) 5809 DEVONSHIRE DRIVE		B Telephone number 301-229-4880
	City or town, state, and ZIP code BETHESDA, MD 20816		C If exemption application is pending, check here <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		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,463,345.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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			N/A		
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
	3 Interest on savings and temporary cash investments	17,089.	17,089.		STATEMENT 2	
	4 Dividends and interest from securities	18,708.	18,708.		STATEMENT 3	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	<175,031.>			STATEMENT 1	
	b Gross sales price for all assets on line 6a	1,068,485.				
	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)						
11 Other income						
12 Total. Add lines 1 through 11	<139,234.>	35,797.				
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					
	b Accounting fees	STMT 4	14,334.	12,289.		2,045.
	c Other professional fees					
	17 Interest					
	18 Taxes	STMT 5	138.	0.		0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses					
	24 Total operating and administrative expenses. Add lines 13 through 23		14,472.	12,289.		2,045.
	25 Contributions, gifts, grants paid		120,200.			120,200.
26 Total expenses and disbursements. Add lines 24 and 25		134,672.	12,289.		122,245.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		<273,906.>				
b Net investment income (if negative, enter -0-)			23,508.			
c Adjusted net income (if negative, enter -0-)				N/A		

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2008)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		85,332.	453,205.	453,205.
	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				
	7	Other notes and loans receivable ▶				
		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 STMT 6		124,858.	124,665.	137,393.
	b	Investments - corporate stock STMT 7		1,302,933.	662,074.	674,147.
	c	Investments - corporate bonds STMT 8		178,777.	177,949.	173,051.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9		24,680.	24,781.	25,549.	
14	Land, buildings, and equipment; basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		1,716,580.	1,442,674.	1,463,345.	
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				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		1,716,580.	1,442,674.	
30	Total net assets or fund balances		1,716,580.	1,442,674.		
31	Total liabilities and net assets/fund balances		1,716,580.	1,442,674.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,716,580.
2	Enter amount from Part I, line 27a	2	<273,906.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,442,674.
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 30	6	1,442,674.

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.)
1a AMORTIZATION ON BOND	P	VARIOUS	VARIOUS
b SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
c SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
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		926.	<926.>
b 605,413.		724,134.	<118,721.>
c 456,820.		518,456.	<61,636.>
d 6,252.			6,252.
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<926.>
b			<118,721.>
c			<61,636.>
d			6,252.
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="border: 1px solid black; padding: 2px 5px;"> 2 </div> </div>	<175,031.>
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). If (loss), enter -0- in Part I, line 8	<div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;"> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 </div> <div style="border: 1px solid black; padding: 2px 5px;"> 3 </div>	N/A

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))
2007	98,420.	2,146,496.	.045851
2006	91,750.	1,978,465.	.046374
2005	42,850.	1,898,991.	.022565
2004	37,500.	891,095.	.042083
2003	48,657.	839,934.	.057930

2 Total of line 1, column (d)	2	.214803
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.042961
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	1,653,642.
5 Multiply line 4 by line 3	5	71,042.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	235.
7 Add lines 5 and 6	7	71,277.
8 Enter qualifying distributions from Part XII, line 4 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.	8	122,245.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	235.
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	235.
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	235.
6 Credits/Payments:		
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	235.
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 2009 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MD</u>		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► THE BURDETTE SMITH GROUP, P.C. Telephone no. ► (703) 591-5200 Located at ► 4035 RIDGE TOP RD, SUITE 550, FAIRFAX, VA ZIP+4 ► 22030			
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		N/A

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
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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 2008?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2008 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 2008.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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)?

N/A

5b

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 you answered "Yes" to 6b, also 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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
MURRAY S. SIMPSON	DIRECTOR			
5809 DEVONSHIRE DRIVE				
BETHESDA, MD 20816	0.00	0.	0.	0.
CORA S. SIMPSON	DIRECTOR			
5809 DEVONSHIRE DRIVE				
BETHESDA, MD 20816	0.00	0.	0.	0.
THOMAS WALKER SIMPSON	DIRECTOR			
3549 RAYMOOR ROAD				
KENSINGTON, MD 20895	0.00	0.	0.	0.
M. SCOTT SIMPSON	DIRECTOR			
P.O. BOX 1484				
CORRALES, NM 87048	0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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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	1,321,384.
b Average of monthly cash balances	1b	357,440.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,678,824.
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	1,678,824.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,182.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,653,642.
6 Minimum investment return. Enter 5% of line 5	6	82,682.

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	82,682.
2a Tax on investment income for 2008 from Part VI, line 5	2a	235.
b Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	235.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	82,447.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	82,447.
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	82,447.

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	122,245.
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	122,245.
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	5	235.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	122,010.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				82,447.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			104,346.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ 122,245.				
a Applied to 2007, but not more than line 2a			104,346.	
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 2008 distributable amount				17,899.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				64,548.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

N/A

▶

☐ 4942(i)(3) or ☐ 4942(i)(5)

(4) Gross investment income

[illegible]

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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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

Recipient	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 STATEMENT 11				
Total			▶ 3a	120,200.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

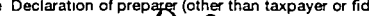
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule. 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.		Yes	No
	1a(1)		X
	1a(2)		X
	1b(1)		X
	1b(2)		X
	1b(3)		X
	1b(4)		X
	1b(5)		X
	1b(6)		X
	1c		X


[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (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		

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee 	Date 2/4/10	Title President
--	----------------	--------------------

Paid Preparer's Use Only	Preparer's signature  Firm's name (if yours or self-employed), address and ZIP code THE BURDETTE SMITH GROUP, P.C. 4035 RIDGE TOP ROAD, SUITE 550 FAIRFAX, VIRGINIA 22030-7411	Date 2/2/10	Check if self-employed <input type="checkbox"/>	Preparer's identifying number EIN Phone no. 703-591-5200
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FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
AMORTIZATION ON BOND	0.	926.	0.	0.		<926.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
SEE ATTACHED STATEMENT	605,413.	724,134.	0.	0.		<118,721.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
SEE ATTACHED STATEMENT	456,820.	518,456.	0.	0.		<61,636.>

CAPITAL GAINS DIVIDENDS FROM PART IV 6,252.

TOTAL TO FORM 990-PF, PART I, LINE 6A <175,031.>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
CASH FROM CHARLES SCHWAB ACCT	16,975.
SMITH BARNEY	114.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	17,089.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SMITH BARNEY	24,960.	6,252.	18,708.
TOTAL TO FM 990-PF, PART I, LN 4	24,960.	6,252.	18,708.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,727.	682.		2,045.
INVESTMENT FEES	11,607.	11,607.		0.
TO FORM 990-PF, PG 1, LN 16B	14,334.	12,289.		2,045.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	138.	0.		0.
TO FORM 990-PF, PG 1, LN 18	138.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREAS NOTE	X		25,409.	27,764.
US AGENCY NOTES	X		99,256.	109,629.
TOTAL U.S. GOVERNMENT OBLIGATIONS			124,665.	137,393.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			124,665.	137,393.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	662,074.	674,147.
TOTAL TO FORM 990-PF, PART II, LINE 10B	662,074.	674,147.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	177,949.	173,051.
TOTAL TO FORM 990-PF, PART II, LINE 10C	177,949.	173,051.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ASSET BACKED	COST	24,781.	25,549.
TOTAL TO FORM 990-PF, PART II, LINE 13		24,781.	25,549.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

MURRAY S. SIMPSON
CORA S. SIMPSON

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADVENTURE THEATRE, , GLEN ECHO, MD	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	300.
ALBUQUERQUE ACADEMY, , ALBUQUERQUE, NM 87109	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	2,000.
AMERICAN COUNCIL ON SCIENCE & HEALTH , NEW YORK, NY 10023	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
CAPITAL AREA FOOD BANK, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
CAPITAL HOSPICE, , FAIRFAX, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,000.
CHRIST CHURCH PARISH, , KENSINGTON, MD 20895	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	10,000.

COLONIAL WILLIAMSBURG FOUNDATION, NONE , WILLIAMSBURG, VA	FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	3,500.
COTTONWOOD SCHOOL, , CORRALES, NM NONE	FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	3,500.
CROSSWAY COMMUNITY, , KENSINGTON, NONE MD 20895	FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	250.
GRACE EPISCOPAL DAY SCHOOL, , KENSINGTON, MD	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	23,500.
HOUSE OF MERCY ROSEMOUNT, , WASHINGTON, DC 20010	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
KAPPA DELTA FOUNDATION, , LEXINGTON, KY	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,000.
KING BARN DAIRY MOOSEUM, , BOYDS, NONE MD	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,000.
LANDON SCHOOL, , BETHESDA, MD	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,000.
LONGWOOD UNIVERSITY FOUNDATION, , NONE FARMVILLE, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	9,250.

NATIONAL WILDLIFE FOUNDATION, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
NORTHUMBERLAND PUBLIC LIBRARY, , HEATHSVILLE, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,500.
OMICRON DELTA KAPPA FDN INC, , LEXINGTON, KY	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
PRINCETON UNIVERSITY, , PRINCETON, NJ	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	5,000.
SMITHSONIAN CRAFT SHOW, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
ST. ANDREW'S EPISCOPAL SCHOOL, , POTOMAC, MD	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	12,500.
STRATHMORE HALL FOUNDATION, , ROCKVILLE, MD	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,000.
THE HERITAGE FOUNDATION, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	3,500.
THE MONTPELIER FOUNDATION, , ORANGE, VA 22960	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	2,500.

THE NATURE CONSERVANCY, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
THE SALVATION ARMY, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	2,500.
UNIVERSITY OF RICHMOND, , RICHMOND, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,000.
UVA LAW SCHOOL FOUNDATION, , CHARLOTTESVILLE, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,000.
VIRGINIA ATHLETICS FOUNDATION, , CHARLOTTESVILLE, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	3,500.
WOLF TRAP FOUNDATION, , VIENNA, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	3,000.
ANIMAL ALLIES, , ARLINGTON, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,500.
AMERICANS FOR PROSPERITY FOUNDATION , ARLINGTON, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
BETHANY BEACH VOLUNTEER FIRE COMPANY , BETHANY BEACH, DE	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.

CATESBY COMMEMORATIVE TRUST, , KIAWAH ISLAND, SC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
CAPITAL RESEARCH CENTER, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
CITIZENS AGAINST GOVERNMENT WASTE, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
COMPETITIVE ENTERPRISE INSTITUTE, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
GEORGE MASON UNIVERSITY , , FAIRFAX, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	1,000.
HABITAT FOR HUMANITY, , AMERICUS, GA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
EPISCOPAL RELIEF & DEVELOPMENT, , NEW YORK, NY	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
INSTITUTE FOR HUMAN STUDIES, , ARLINGTON, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	400.
FUND FOR AMERICAN STUDIES, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	300.

INSTITUTE ON POLITICAL JOURNALISM, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
JUNIOR LEAGUE OF WASHINGTON, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	250.
MEDIA RESEARCH CENTER, , ALEXANDRIA, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
NORTHUMBERLAND HISTORICAL SOCIETY, , SUNBURY, PA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	5,000.
NATIONAL CENTER FOR PUBLIC POLICY RESEARCH , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
NATIONAL RIGHT TO WORK LEGAL DEFENSE FOUNDATION , SPRINGFIELD, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
PENINSULA METROPOLITAN YMCA, , YORKTOWN, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	5,000.
ST JOHN'S COMMUNITY SERVICES FOUNDATION , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
STATE POLICY NETWORK, , ARLINGTON, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.

ST. MARTHA'S EPISCOPAL CHURCH, , BETHANY BEACH, DE	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.
ROBERT E. LEE MEMORIAL ASSOCIATION , STRATFORD, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	3,500.
THOMAS JEFFERSON FOUNDATION, , CHARLOTTESVILLE, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	250.
TAX FOUNDATION, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
U.S. ENGLISH FOUNDATION, , WASHINGTON, DC	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
WEST VIRIGNIA KIDS COUNT FUND, , CHARLESTON, WV	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	500.
WETA, , ARLINGTON, VA	NONE FURTHERANCE OF CHARITABLE PURPOSES	PUBLIC CHARITY	200.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

120,200.

ATLANTIC TRUST
PRIVATE WEALTH MANAGEMENT

Cora & Murray Simpson Family Fund
EIN 52-2042057
Tax Year 2008
Page 1 of 6

Atlantic Trust Private Wealth Management
1330 Ave of the Americas
30th Floor
New York, NY 10019

Gain Loss Report for period 05/01/2008 to 04/30/2009

Information Prepared for

Cora & Murray Simpson Family Fund, Inc

Mr. & Mrs Murray S Simpson
5809 Devonshire Drive
Bethesda, MD 20816

Account Number H4 - 8960 A1 05-08-2009 5:30:37AM

44/00

Fax sent by : 12123878278

Atlantic Trust

09/18/09

12:26

Pg: 12/18

Capital Gain/Loss Report for period 05/01/2008 to 04/30/2009

H4 - 8960 A1

Shares/ Par Value	Lot #	Open Date	Close Date	Net Proceeds	Cost	Long	Short
ACCENTURE LTD-CLA							
200.0000	2	05/09/2006	10/23/2008	5,867	5,899	-32	0
200.0000				5,867	5,899	-32	0
Totals:							
APACHE CORP							
100.0000	5	11/09/2005	06/25/2008	13,015	6,798	6,217	0
100.0000				13,015	6,798	6,217	0
Totals:							
ARCH COAL							
200.0000	2	07/13/2005	06/25/2008	13,517	5,562	7,955	0
1,000.0000	2	07/13/2005	12/02/2008	13,389	27,810	-14,421	0
1,200.0000				26,906	33,372	-6,466	0
Totals:							
BOEING -							
100.0000	3	08/09/2006	06/25/2008	6,984	7,935	-951	0
400.0000	1	02/07/2006	06/25/2008	27,937	28,792	-855	0
500.0000				34,921	36,727	-1,806	0
Totals:							
BORG-WARNER AUTO -							
300.0000	5	09/26/2007	07/11/2008	30,019	36,036	-6,017	0
800.0000				30,019	36,036	-6,017	0
Totals:							
CITIGROUP INC							
1,500.0000	4	12/19/2007	05/29/2008	32,906	45,350	-12,444	0
1,500.0000				32,906	45,350	-12,444	0
Totals:							
COACH INC -							
1,000.0000	6	01/23/2008	10/15/2008	17,650	26,685	-9,035	0
1,000.0000				17,650	26,685	-9,035	0
Totals:							
COGNIZANT TECH SOL							
800.0000	6	09/26/2007	05/14/2008	24,027	31,297	-7,270	0
800.0000				24,027	31,297	-7,270	0
Totals:							
DEERE							
300.0000	2	03/15/2007	10/06/2008	10,613	16,791	-6,178	0
300.0000				10,613	16,791	-6,178	0
Totals:							
DODGE & COX INTL STOCK FUND							
237.9000	1	03/20/2007	10/06/2008	7,042	10,713	-3,671	0
606.6900	2	04/11/2007	10/06/2008	17,958	28,417	-10,459	0
9,3200	6	12/28/2007	10/23/2008	224	430	-206	0
314,500	4	12/28/2007	10/23/2008	756	1,452	-696	0
34,2200	3	12/28/2007	10/23/2008	823	1,580	-757	0

If you have received compensation from a securities class action settlement, please consult with your accountant to determine the appropriate tax treatment of settlement proceeds.

THE ABOVE INFORMATION IS BASED ON INPUT OBTAINED FROM VARIOUS SOURCES AND WE CANNOT BE RESPONSIBLE FOR ITS COMPLETE ACCURACY. IT IS FURNISHED FOR YOUR CONVENIENCE AND AS A CHECK AGAINST YOUR CALCULATIONS. ALL FIGURES ON RET CAPITAL GAIN DISTRIBUTIONS AND MASTER LIMITED PARTNERSHIP (MLP) TRANSACTIONS ARE ESTIMATES. FOR MLPs THE K1 SHOULD BE CONSULTED FOR ACTUAL GAIN OR LOSS REPORTING.

Capital Gain/Loss Report for period 05/01/2008 to 04/30/2009

H4 - 8960 A1

Shares/ Par Value	Lot #	Open Date	Close Date	Net Proceeds	Cost	Gain / Loss	
						Long	Short
Totals	161 8300 1 1,081,4100	03/20/2007	10/23/2008	3,890 30,693	7,287 49,879	-3,397 -17,527	0 -1,659
EXPRESS SCRIPTS							
Totals:	100 0000 3 100 0000	09/18/2001	10/23/2008	5,511 5,511	1,207 1,207	-4,305 4,305	0 0
EXXON MOBIL CORP							
Totals:	200 0000 3 300 0000 2 500 0000	11/09/2005 04/12/2005	06/25/2008 06/25/2008	17,322 25,983 43,306	11,637 18,051 29,688	5,685 7,932 13,618	0 0 0
FLUOR CORP							
Totals:	100 0000 2 100 0000	06/11/2007	02/20/2009	3,636 3,636	5,243 5,243	-1,607 -1,607	0 0
GENERAL ELECTRIC							
Totals:	200 0000 4 1 000 0000 2 1,200 0000	03/13/2008 03/04/2008	05/07/2008 05/07/2008	6,588 32,938 39,525	6,971 33,343 40,314	0 0 0	183 -405 -788
HARBOR INTL INSTITUTIONAL CLASS							
Totals:	308 7600 1 342 1100 2 7,1800 15 14 1400 16 21 9900 14 55 7800 13 273 1800 1 352 3600 4 1,375,5000	04/01/2005 04/11/2005 12/24 2007 12/19/2008 12/24/2007 12/24/2007 04/01/2005 05/27 2005	10/23/2008 10/23/2008 02/12/2009 02/12/2009 02/12 2009 02/12/2009 02/12/2009 02/12/2009	11,860 13,140 254 501 778 1,975 9,670 12,474 59,652	13,264 14,933 496 552 1,518 3,851 11,736 15,000 61,350	1,405 -1,793 -242 0 -740 -1,876 -2,065 -2,526 -10,647	0 0 0 -52 0 0 0 -52
HEWLETT-PACKARD CO							
Totals:	200 0000 1 100 0000 1 300 0000	01/05/2006 01/05/2006	05/14/2008 10/23 2008	8,975 3,432 12,408	5,896 2,948 8,844	3,079 484 3,564	0 0 0
HIOLOGIC INC							
Totals:	200 0000 3 200 0000 4 800 0000 2 1,200 0000	03/13/2008 03/13/2008 01/09 2008	09/05/2008 09/05/2008 09/05 2008	3,828 3,828 15,311 22,967	0 11,224 27,397 38,623	0 0 0 0	3,828 7,396 -12,086 -15,654

If you have received compensation from a securities class-action settlement, please consult with your accountant to determine the appropriate tax treatment of settlement proceeds.

THE ABOVE INFORMATION IS BASED ON INPUT OBTAINED FROM VARIOUS SOURCES AND WE CANNOT BE RESPONSIBLE FOR ITS COMPLETE ACCURACY. IT IS FURNISHED FOR YOUR CONVENIENCE AND AS A CHECK AGAINST YOUR CALCULATIONS. ALL FIGURES ON REIT CAPITAL GAIN DISTRIBUTIONS AND MASTER LIMITED PARTNERSHIP (MLP) TRANSACTIONS ARE ESTIMATES. FOR MLPs THE K1 SHOULD BE CONSULTED FOR ACTUAL GAIN OR LOSS REPORTING.

Fax sent by : 12123878278

Atlantic Trust

09/18/09

12:26

Pg: 14/18

Capital Gain/Loss Report for period 05/01/2008 to 04/30/2009

HL - 8960 A1

Shares / Per Value	Lot #	Open Date	Close Date	Net Proceeds	Cost	Long	Gain / Loss	Short
INTERCONTINENTAL EXCHANGE INC								
150.0000	2	05/10/2007	09/30/2008	10,737	20,994	-10,257		0
Totals:	150.0000			10,737	20,994	-10,257		0
INTL BUSINESS MACHINES CORP								
300.0000	2	01/23/2008	10/15/2008	27,345	30,202	0		-2,857
Totals:	300.0000			27,345	30,202	0		-2,857
ISHARES MSCI BRIC INDEX FUND								
200.0000	3	05/14/2008	10/06/2008	5,395	11,696	0		6,301
300.0000	1	04/18/2008	10/06/2008	8,092	16,474	0		-8,382
500.0000	5	06/25/2008	10/06/2008	13,437	26,512	0		-13,075
Totals:	1,000.0000			26,924	54,682	0		-27,758
ISHARES MSCI EAFE INDEX FUND								
400.0000	4	04/12/2005	06/23/2008	28,244	21,352	6,892		0
200.0000	4	04/12/2005	07/11/2008	12,952	10,636	2,316		0
50.0000	1	10/13/2004	10/06/2008	2,477	2,375	102		0
150.0000	2	12/20/2004	10/06/2008	7,430	8,001	-571		0
300.0000	4	04/12/2005	10/06/2008	14,861	16,014	-1,153		0
300.0000	5	05/27/2005	10/06/2008	14,861	15,744	-883		0
400.0000	1	10/13/2004	10/23/2008	16,648	18,999	-2,351		0
Totals	1,800.0000			97,472	93,160	4,312		0
ISHARES MSCI EMERGING MKT IN FD								
80.0000	4	05/14/2008	06/23/2008	10,942	12,075	0		-1,133
100.0000	2	04/17/2008	06/23/2008	13,678	14,477	0		-799
Totals	180.0000			24,620	26,552	0		-1,932
ISHARES MSCI PACIFIC EX JPN								
100.0000	1	09/14/2005	07/07/2008	13,075	10,177	2,898		0
Totals	100.0000			13,075	10,177	2,898		0
JP MORGAN CHASE & CO								
900.0000	2	10/18/2007	06/02/2008	37,870	41,234	0		-3,364
500.0000	4	10/23/2008	03/05/2009	8,265	18,960	0		-10,695
Totals:	1,400.0000			46,135	60,194	0		-14,059
ORACLE CORP								
500.0000	3	06/22/2006	10/23/2008	8,481	7,251	1,230		0
Totals:	500.0000			8,481	7,251	1,230		0
POWERSHARES GLOBAL WATER PORTFOL								

If you have received compensation from a securities class action settlement, please consult with your accountant to determine the appropriate tax treatment of settlement proceeds.

THE ABOVE INFORMATION IS BASED ON INPUT OBTAINED FROM VARIOUS SOURCES AND WE CANNOT BE RESPONSIBLE FOR ITS COMPLETE ACCURACY. IT IS FURNISHED FOR YOUR CONVENIENCE AND AS A CHECK AGAINST YOUR CALCULATIONS. ALL FIGURES ON REIT CAPITAL GAIN DISTRIBUTIONS AND MASTER LIMITED PARTNERSHIP (MLP) TRANSACTIONS ARE ESTIMATES. FOR MLPs, THE K1 SHOULD BE CONSULTED FOR ACTUAL GAIN OR LOSS REPORTING.

Fax sent by : 12123878278

Atlantic Trust

09/18/09

12:26

Pg: 15/18

Capital Gain/Loss Report for period 05/01/2008 to 04/30/2009

H4 - 8960.A1

Shares / Par Value	Lot #	Open Date	Close Date	Net Proceeds	Cost	Gain / Loss	
						Long	Short
300.0000	4	01/14/2008	11/19/2008	3,157	6,940	0	-3,783
500.0000	2	08/20/2007	11/19/2008	5,262	12,385	-7,123	0
800.0000				8,419	19,325	-7,123	-3,783
Totals:							
POWERSHARES WATER RESOURCES PORT							
800.0000	2	08/23/2007	11/19/2008	9,248	16,349	-7,101	0
800.0000				9,248	16,349	-7,101	0
Totals:							
POWERSHARES WILDERHILL CLN ENRG							
200.0000	4	01/14/2008	11/19/2008	1,445	5,013	0	-3,569
800.0000	2	08/23/2007	11/19/2008	5,778	16,493	-10,715	0
1,000.0000				7,223	21,506	-10,715	-3,569
Totals:							
PRAAIR INC							
100.0000	2	05/17/2007	02/23/2009	5,993	6,872	879	0
100.0000				5,993	6,872	-879	0
Totals:							
QUALCOMM INC							
100.0000	3	01/05/2006	10/23/2008	3,567	4,601	1,034	0
100.0000	4	01/10/2006	10/23/2008	3,567	4,826	-1,258	0
200.0000				7,135	9,427	-2,292	0
Totals:							
SFRYKER CORP							
600.0000	2	05/05/2006	01/07/2009	22,841	26,299	-3,458	0
600.0000				22,841	26,299	-3,458	0
Totals:							
TARGET CORP							
100.0000	5	05/27/2005	06/19/2008	5,147	5,439	-292	0
100.0000	6	11/09/2005	06/19/2008	5,147	5,748	-601	0
300.0000	2	12/16/2003	02/25/2009	8,388	11,042	-2,655	0
500.0000	4	04/12/2005	02/25/2009	8,388	14,858	-6,471	0
800.0000				27,069	37,087	-10,019	0
Totals:							
UNITED TECHNOLOGIES							
100.0000	3	03/14/2005	02/23/2009	4,252	5,044	-792	0
100.0000	4	09/14/2005	02/23/2009	4,252	5,134	-882	0
200.0000				8,505	10,178	-1,673	0
Totals:							
UST BILL NT - 0.000							
300.0000	1	10/10/2008	04/09/2009	300,000	299,190	0	810
300.0000				300,000	299,190	0	810
Totals:							
WELLS FARGO & CO							
600.0000	4	10/23/2008	03/03/2009	6,340	19,036	0	-12,716
Totals:							

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114 - 8949 A1

Fax sent by : 12123070270

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09/18/09 12:26 Pg: 16/18

Capital Gain/Loss Report for period 05/01/2008 to 04/30/2009

Shares / Par Value	Lot #	Open Date	Close Date	Net Proceeds	Cost	Long	Short
600,000				6,340	19,056	0	-12,716
Totals:							
Account Totals:							
Net Gain/Loss:							
-118,721							

Other Reported Gains or Losses

MATTHEWS PAC TIGER F C.G. Distribution 12/10/2008 6,089

Short term capital gains distributions of funds are treated as ordinary income and therefore are not included on this statement

762 233 443 400 < 181.167 >
 300,000 299 170 810
 < 180.357 >

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Application for Extension of Time To File an
Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	CORA & MURRAY SIMPSON FAMILY FUND	52-2042057
	Number, street, and room or suite no. If a P.O. box, see instructions	
	5809 DEVONSHIRE DRIVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	BETHESDA MD 20816	

Check type of return to be filed (file a separate application for each return)

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► ROBERT W. STEMETZKI, PLLC

Telephone No ► 703-503-8900

FAX No ► 703-503-8338

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **12/15/09**, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ☐ calendar year _____ or
 ► ☒ tax year beginning **5/01/08**, and ending **4/30/09**

2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,080
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	1,080
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

Caution If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)

R. W. S.
9/15/09