Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning NOV 1, 2008, and ending OCT 31, 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: ALAN & AMY MELTZER FAMILY FOUNDATION,INC

A Employer identification number: 52-2069235

Number and street (or P O box number if mail is not delivered to street address): R PHILIPSON & CO 8601 GA AVE — Room/suite: 1001

B Telephone number: (301)608-3900

City or town, state, and ZIP code: SILVER SPRING, MD 20910

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,349,996.

J Accounting method: ☒ Cash ☐ Accrual ☐ 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 ▶ ☐

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	50,000.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	34,630.	34,297.		STATEMENT 2
	4 Dividends and interest from securities	16,192.	16,192.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-24,489.			STATEMENT 1
	b Gross sales price for all assets on line 6a 270,740.				
	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	65,817.	65,817.	0.	STATEMENT 4
	12 Total Add lines 1 through 11	142,150.	116,306.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	15,000.	15,000.	0.	0.
	c Other professional fees STMT 6	553.	553.	0.	0.
	17 Interest	18,578.	1,383.	0.	0.
	18 Taxes STMT 7	10,085.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	66,506.	66,506.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	110,722.	83,442.	0.	0.
	25 Contributions, gifts, grants paid	219,999.			219,999.
	26 Total expenses and disbursements. Add lines 24 and 25	330,721.	83,442.	0.	219,999.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-188,571.			
	b Net investment income (if negative, enter -0-)		32,864.		
	c Adjusted net income (if negative, enter -0-)			0.	

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

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	1,283.	79,838.	79,838.
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 ▶ 449,028.			
Less: allowance for doubtful accounts ▶	387,414.	449,028.	449,028.
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U.S. and state government obligations			
b Investments - corporate stock STMT 10	1,240,257.	963,024.	988,797.
c Investments - corporate bonds STMT 11	200,010.	200,010.	0.
11 Investments - land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 12	1,915,676.	1,832,120.	1,832,120.
14 Land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶ STATEMENT 13)	0.	213.	213.
16 **Total assets** (to be completed by all filers)	3,744,640.	3,524,233.	3,349,996.
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	105,506.	165,507.	STATEMENT 14
22 Other liabilities (describe ▶ STATEMENT 15)	91,880.	1,700.	
23 **Total liabilities** (add lines 17 through 22)	197,386.	167,207.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ 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	3,547,254.	3,357,026.	
30 **Total net assets or fund balances**	3,547,254.	3,357,026.	
31 **Total liabilities and net assets/fund balances**	3,744,640.	3,524,233.	

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	3,547,254.
2 Enter amount from Part I, line 27a	2	-188,571.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,358,683.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	1,657.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,357,026.

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	FIDELITY SHORT TERM GAINS/LOSSES - SEE			
b	ATTACHED SCHEDULE	P		
c	FIDELITY LONG TERM GAINS/LOSSES - SEE			
d	ATTACHED SCHEDULE	P		
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b	17,860.		23,408.	-5,548.
c				
d	252,880.		271,821.	-18,941.
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				
b				-5,548.
c				
d				-18,941.
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 -24,489.

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 } 3 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	204,205.	2,926,111.	.069787
2006	189,507.	3,413,274.	.055521
2005	318,807.	3,076,365.	.103631
2004	207,485.	3,002,583.	.069102
2003	246,958.	2,542,274.	.097141

2	**Total** of line 1, column (d)	2	.395182
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	.079036
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	3,123,528.
5	Multiply line 4 by line 3	5	246,871.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	329.
7	Add lines 5 and 6	7	247,200.
8	Enter qualifying distributions from Part XII, line 4	8	219,999.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b		1	657.
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	657.
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	657.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a 1,000.		
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	1,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	343.
11 Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 343. **Refunded** ▶		11	0.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 16	10	X	

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ALAN L. MELTZER Telephone no. ▶301-608-3900

Located at ▶6500 ROCK SPRING DRIVE, SUITE 500, BETHESDA, MD ZIP+4 ▶20817

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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	☐ Yes ☒ 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?	☐ Yes ☒ 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

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 [X] 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 [X] 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 [X] 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 [X] 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
ALAN MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817	PRESIDENT 1.00	0.	0.	0.
AMY MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817	VICE PRES/TREASURER/SEC'Y 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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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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	1,093,706.
b	Average of monthly cash balances		1b	30,384.
c	Fair market value of all other assets		1c	2,047,004.
d	Total (add lines 1a, b, and c)		1d	3,171,094.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) SEE STATEMENT 17	1e 227,445.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	3,171,094.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	47,566.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	3,123,528.
6	**Minimum investment return.** Enter 5% of line 5		6	156,176.

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	156,176.
2a	Tax on investment income for 2008 from Part VI, line 5	2a 657.		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	657.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	155,519.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	155,519.
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	155,519.

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	219,999.
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	219,999.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	219,999.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7					155,519.
2 Undistributed income, if any, as of the end of 2007					
a Enter amount for 2007 only				0.	
b Total for prior years: ____ , ____ , ____			0.		
3 Excess distributions carryover, if any, to 2008:					
a From 2003	131,322.				
b From 2004	65,124.				
c From 2005	168,715.				
d From 2006	25,608.				
e From 2007	57,899.				
f Total of lines 3a through e		448,668.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 219,999.					
a Applied to 2007, 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 2008 distributable amount					155,519.
e Remaining amount distributed out of corpus		64,480.			
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		513,148.			
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					0.
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		131,322.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a		381,826.			
10 Analysis of line 9:					
a Excess from 2004	65,124.				
b Excess from 2005	168,715.				
c Excess from 2006	25,608.				
d Excess from 2007	57,899.				
e Excess from 2008	64,480.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

ALAN MELTZER

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.

ALAN MELTZER

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 18				
Total			▶ 3a	219,999.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

823611 01-02-09

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	34,630.	
4 Dividends and interest from securities			14	16,192.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			16	65,817.	
8 Gain or (loss) from sales of assets other than inventory			16	-24,489.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		92,150.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 92,150.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) 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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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		

Sign Here

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

Signature of officer or trustee — Date 4/15/2010 — Title PRESIDENT

Paid Preparer's Use Only

Preparer's signature — Date 4/15/10 — Check if self-employed ☐ — Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: ROBERT PHILIPSON & CO, 8601 GEORGIA AVE. STE 1001, SILVER SPRING, MD 20910

EIN

Phone no 301-608-3900

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, and 990-PF.**

OMB No 1545-0047

2008

Name of the organization	**Employer identification number**
ALAN & AMY MELTZER FAMILY FOUNDATION, INC	52-2069235

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 organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 Complete Parts I and II.

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

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to 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 Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year) ▶ $ ____________

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

823451 12-18-08

Name of organization	Employer identification number
ALAN & AMY MELTZER FAMILY FOUNDATION, INC	52-2069235

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ALAN & AMY MELTZER C/O R PHILIPSON & CO 8601 GA AVE #1001 SILVER SPRING, MD 20910	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIDELITY SHORT TERM GAINS/LOSSES - SEE ATTACHED SCHEDULE	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,860.	23,408.	0.	0.	-5,548.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIDELITY LONG TERM GAINS/LOSSES - SEE ATTACHED SCHEDULE	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
252,880.	271,821.	0.	0.	-18,941.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-24,489.

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

SOURCE	AMOUNT
AFFORDABLE MINI STORAGE OF GREENBELT LLC	32.
CB TWIN CEDARS, LLC	0.
CLEANTECH MARYLAND INVESTORS, LLC	1,611.
CORPORATE RIDGE PARTICIPATION	12,107.
E BARROWS	0.
FIDELITY INVESTMENTS	8.
FIRST STREET PARTICIPATION CORP	2,414.
FRIDELL	252.
FRIENDS I LLC	79.
FRIENDS V LLC	1,847.
FRIENDS XI, LLC	0.
FRIENDS XV, LLC	126.

FRIENDS XX, LLC	481.
FRIENDS XXIII, LLC	528.
FRIENDS XXV, LLC	19.
FRIENDS XXVI LLC	1.
GBW APARTMENTS, LLC	149.
GOLDSTAR REAL ESTATE FUND I LP	141.
GOLDSTAR REAL ESTATE FUND II LP	102.
HATTERAS SPECIAL SITUATIONS LP	87.
IEM FUNDING LLC	0.
JACLYN ALT	126.
JASON FEITELBERG	3,386.
JUST MOULDING FRANCHISING, LLC	471.
LPG CHILLUM, LLC	143.
MERRILL LYNCH	25.
MORGAN STANLEY SMITH BARNEY	42.
PRUDENT MANAGEMENT - GAINESVILLE	8,342.
PRUDENT MANAGEMENT - NURSES NOW	0.
ROSE GICHURU	194.
ROSENTHAL PROPERTIES INVESTMENT FUND, LLC	244.
SILVER OAK INVESTORS, LLC	24.
STAN SNOW	1,297.
STATE OF ISRAEL	213.
TZEDEC COMMUNICATION	0.
VERMONT & K INVESTORS, LLC	103.
WIN-WIN MADISON FUND II, LLC	36.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	34,630.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BARCLAYS WEALTH	11.	0.	11.
FIDELITY INVESTMENTS	1,833.	0.	1,833.
FINANCIAL INSTITUTION PARTNERS	6,347.	0.	6,347.
FRIENDS V LLC	0.	0.	0.
FRIENDS XX, LLC	695.	0.	695.
FRIENDS XXV, LLC	159.	0.	159.
MERRILL LYNCH	7,147.	0.	7,147.
TOTAL TO FM 990-PF, PART I, LN 4	16,192.	0.	16,192.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
GBW APARTMENTS, LLC	-123.	-123.	0.
LPG CHILLUM, LLC	-278.	-278.	0.
OLD BROWN LLC	6,000.	6,000.	0.
FRIENDS I LLC	-1,823.	-1,823.	0.
R STREET STORAGE ASSOCIATES, LLC	-593.	-593.	0.
VERMONT & K INVESTORS, LLC	90,708.	90,708.	0.
FRIENDS V LLC	15,477.	15,477.	0.
GOLDSTAR REAL ESTATE FUND I LP	-1,406.	-1,406.	0.
TPH VENTURES LLC	0.	0.	0.
FRIENDS XI, LLC	-3,428.	-3,428.	0.
WIN WIN MADISON FUND II, LLC	-8,443.	-8,443.	0.
AFFORDABLE MINI STORAGE OF GREENBELT, LLC	1,195.	1,195.	0.
CB TWIN CEDARS, LLC	-1,381.	-1,381.	0.
KENMAR INSIGNIA FUND	30,139.	30,139.	0.
100 STEPS, LLC	-8,704.	-8,704.	0.
FRIENDS XV, LLC	-2,781.	-2,781.	0.
GOLDSTAR REAL ESTATE FUND II LP	-4,546.	-4,546.	0.
FINANCIAL INSTITUTION PARTNERS, LLC	-23,020.	-23,020.	0.
FRIENDS XVII, LLC	-292.	-292.	0.
FRIENDS XX, LLC	-3,894.	-3,894.	0.
FRINEDS XXIII, LLC	-13,799.	-13,799.	0.
GARDEN OF EDEN LLC	8,500.	8,500.	0.
SILVER OAK INVESTORS LLC	-12,167.	-12,167.	0.
CLEANTECH MARYLAND INVESTORS, LLC	-86.	-86.	0.
FRIENDS XXV, LLC	-2,477.	-2,477.	0.
IEM FUNDING, LLC	-153.	-153.	0.
JUST MOULDING FRANCHISING, LLC	-4,578.	-4,578.	0.
VERMONT & K INVESTORS, LLC	7,294.	7,294.	0.
FIDELITY INVESTMENTS	476.	476.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	65,817.	65,817.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	15,000.	15,000.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	15,000.	15,000.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	553.	553.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	553.	553.	0.	0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	10,085.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	10,085.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	505.	505.	0.	0.
BROKER FEES	4,523.	4,523.	0.	0.
LIFE INSURANCE PREMIUM	23,880.	23,880.	0.	0.
OTHER DEDUCTIONS	242.	242.	0.	0.
SECTION 59(E)(2) EXPENDITURES	30,614.	30,614.	0.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME	6,742.	6,742.	0.	0.
	66,506.	66,506.	0.	0.

TO FORM 990-PF, PG 1, LN 23

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 9

DESCRIPTION	AMOUNT
NON-DEDUCTIBLE EXPENSES FROM PASS-THROUGH ENTITIES	61.
BOOK TO TAX DIFFERENCE	1,596.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,657.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPITAL BANK	93,040.	23,375.
YAHOO INC	13,674.	9,111.
FIDELITY INVESTMENTS	257,166.	272,980.
BANK OF GEORGETOWN	100,000.	100,000.
MERRILL LYNCH - SECURITIES	499,144.	583,331.
TOTAL TO FORM 990-PF, PART II, LINE 10B	963,024.	988,797.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - BONDS	200,010.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	200,010.	0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
R STREET STORAGE ASSOC	COST	47,773.	47,773.
FRIENDS I LLC	COST	0.	0.
IEM FUNDING LLC	COST	827.	827.
OLD BROWN LLC	COST	50,000.	50,000.
FRIENDS V, LLC	COST	33,752.	33,752.
GOLDSTAR RE FUND I LP	COST	9,467.	9,467.
FINANCIAL INSTITUTION PARTNERS	COST	209,297.	209,297.
KENMAR INSIGNIA HEDGE FD LTD	COST	466,792.	466,792.
STATE OF ISRAEL BOND	COST	5,000.	5,000.
100 STEPS LLC	COST	18,655.	18,655.
WIN WIN MADISON FUND II	COST	3,074.	3,074.
FRIENDS XI LLC	COST	109,163.	109,163.
FRIENDS XV LLC	COST	49,128.	49,128.
FRIENDS XVII LLC	COST	17,633.	17,633.
AFFORDABLE MINI STORAGE	COST	61,536.	61,536.
ASSET ONE DEVELOPMENT FUND, LP	COST	52,691.	52,691.
GBW APARTMENTS	COST	27,334.	27,334.
LPG CHILLUM LLC	COST	16,402.	16,402.
VR GATEWAY	COST	50,000.	50,000.
CB TWIN CEDARS, LLC	COST	37,400.	37,400.
GOLDSTAR RE FUND II LP	COST	47,548.	47,548.
FRIENDS XX, LLC	COST	47,708.	47,708.
FRIENDS XXIII	COST	1,049.	1,049.
ROSENTHAL PROPERTY INVESTMENTS	COST	10,467.	10,467.
GARDEN OF EDEN LLC	COST	85,000.	85,000.
ISRAEL CLEANTECH VENTURES	COST	97,158.	97,158.
SILVER OAK INVESTORS	COST	23,742.	23,742.
FRIENDS XXV, LLC	COST	31,660.	31,660.
JUST MOULDING FRANCHISING, LLC	COST	45,977.	45,977.
CORPORATE RIDGE PARTICIPATION	COST	125,270.	125,270.
FIRST STREET PARTICIPATION	COST	0.	0.
FRIENDS XXVI, LLC	COST	617.	617.
SCUDDER BAY CAPITAL, LLC	COST	50,000.	50,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,832,120.	1,832,120.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST INCOME RECEIVABLE	0.	213.	213.
TO FORM 990-PF, PART II, LINE 15	0.	213.	213.

FORM 990-PF OTHER NOTES AND LOANS PAYABLE STATEMENT 14

LENDER'S NAME	TERMS OF REPAYMENT	SECURITY PROVIDED BY BORROWER
EAGLE BANK	ON DEMAND	

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE	PURPOSE OF LOAN
03/25/05		200,000.	5.50%	CASH FLOW FOR CONTRIBUTIONS

RELATIONSHIP OF LENDER

BANK

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
NONE	0.	165,507.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B		165,507.

FORM 990-PF OTHER LIABILITIES STATEMENT 15

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
VERMONT & K INVESTORS LLC	91,880.	0.
FRIENDS I LLC	0.	1,700.
TOTAL TO FORM 990-PF, PART II, LINE 22	91,880.	1,700.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 16
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
ALAN L. MELTZER	6500 ROCK SPRING DRIVE, SUITE 500, BETHESDA, MD 20817

FORM 990-PF REDUCTION EXPLANATION STATEMENT 17
PART X, LINE 1E

EXPLANATION FOR REDUCTION CLAIMED FOR BLOCKAGE OR OTHER FACTORS

PARTNERSHIP, LIMITED LIABILITY COMPANIES AND NOTES RECEIVABLE REPORTED AS OTHER INVESTMENTS ON THE RETURN THAT ARE PRIVATELY HELD AND NOT READILY MARKETABLE.

FAIR MARKET VALUE BEFORE REDUCTION: $2,274,449.

AMOUNT OF REDUCTION IS 10% OF THE VALUE OR $227,445.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 18

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN UNIVERSITY 4400 MASSACHUSETTS AVE, NW, WASHINGTON, DC 20016	NONE CHARITABLE	EDUCATIONAL	37,500.
AUTISM SPEAKS 1990 K STREET, NW 2ND FLR, WASHINGTON, DC 20006	NONE CHARITABLE	CHARITABLE	2,500.
BRIDGES COMMUNITY DEVELOPMENT 8379 PINEY ORCHARD PKWY, STE F, ODENTON, MD 21113	NONE CHARITABLE	CHARITABLE	2,500.
BUILDING BRIDGES, INC 1901 MISSISSIPPI AVE, SE, WASHINGTON, DC 20020	NONE CHARITABLE	CHARITABLE	7,500.
CHILDREN'S HOSPITAL FOUNDATION 801 ROEDER RD #300, SILVER SPRING, MD 20910	NONE CHARITABLE	CHARITABLE	2,000.
CHRISTIAN LEADERSHIP CONCEPT PO BOX 3645 5123 VA WAY, BRENTWOOD, TN 37024	NONE CHARITABLE	CHARITABLE	1,500.
CROSSROADS - RIDE FOR KIDS 119 MYRTLE STREET, DUXBURY, MA 02332	NONE CHARITABLE	CHARITABLE	1,000.
FIGHT FOR CHILDREN 1825 K STREET NW, STE 1080, WASHINGTON, DC 20006	NONE CHARITABLE	CHARITABLE	3,600.
FOOD AND FRIENDS 219 RIGGS RD NE, WASHINGTON, DC 20011	NONE CHARITABLE	CHARITABLE	3,500.

FOR LOVE OF CHILDREN 1763 COLUMBIA RD NW, FIRST FLOOR, WASHINGTON, DC 20009	NONE CHARITABLE	CHARITABLE	750.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DRIVE, FAIRFAX, VA 22030	NONE CHARITABLE	EDUCATIONAL	8,500.
GIRL SCOUT COUNCIL OF THE NATIONS CAPITAL 4301 CONNECTICUT AVE, NW, WASHINGTON, DC 20008	NONE CHARITABLE	CHARITABLE	2,000.
HOSPICE CARING 518 SOUTH FREDERICK AVE, GAITHERSBURG, MD 20877	NONE CHARITABLE	CHARITABLE	3,500.
JEWISH COMMUNITY RELATIONS COUNCIL 6101 MONTROSE RD #205, ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	1,000.
JEWISH COUNCIL FOR AGING 11820 PARKLAWN DR, #200, ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	1,000.
JEWISH FEDERATION OF GREATER WASHINGTON 6101 MONTROSE RD, ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	18,000.
JEWISH FOUNDATION FOR GROUP HOMES 1500 EAST JEFFERSON ST, ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	20,000.
JEWISH SOCIAL SERVICE AGENCY 200 WOOD HILL ROAD, ROCKVILLE, MD 20850	NONE CHARITABLE	CHARITABLE	9,156.
JOSHUA M FREEMAN FOUNDATION 18153 VILLAGE CENTER DR, OLNEY, MD 20832	NONE CHARITABLE	CHARITABLE	9,000.

JUBILEE SUPPORT ALLIANCE 1640 COLUMBIA RD, NW, WASHINGTON, DC 20009	NONE CHARITABLE	CHARITABLE	500.
JUNIOR ACHIEVEMENT 1725 I STREET, NW #200, WASHINGTON, DC 20006	NONE CHARITABLE	CHARITABLE	1,250.
LUTHERAN SOCIAL SERVICE 4406 GEORGIA AVE, NW, WASHINGTON, DC 20011	NONE CHARITABLE	CHARITABLE	2,500.
MARY'S CENTER 2333 ONTARIO ROAD, NW, WASHINGTON, DC 20009	NONE CHARITABLE	CHARITABLE	5,000.
MARYLAND STATE WRESTLING ASSOCIATION 7920 KAVANAGH RD, BALTIMORE, MD 21222	NONE CHARITABLE	CHARITABLE	1,000.
MELWOOD PG COUNTY OPEN 5006 DOWER HOUSE RD, UPPER MARLBORO, MD 20772	NONE CHARITABLE	CHARITABLE	2,000.
NATIONAL BUILDING MUSEUM 401 F STREET, NW, WASHINGTON, DC 20001	NONE CHARITABLE	CHARITABLE	2,500.
NATIONAL LAW ENFORCEMENT OFFICERS MEMORIAL FUND 400 7TH STREET NW, STE 300, WASHINGTON, DC 20004	NONE CHARITABLE	CHARITABLE	1,000.
OLNEY THEATRE 2001 OLNEY-SANDY SPRING RD, OLNEY, MD 20832	NONE CHARITABLE	CHARITABLE	1,250.
ORT AMERICA 6917 ARLINGTON RD, #203, BETHESDA, MD 20814	NONE CHARITABLE	CHARITABLE	750.

POOR ROBERTS CHARITIES 3900-B WATSON PL, NW #G2A, WASHINGTON, DC 20016	NONE CHARITABLE	CHARITABLE	1,000.
PROJECT CONTACT 197 EAST BROADWAY, NEW YORK, NY 10002	NONE CHARITABLE	CHARITABLE	12,500.
READING IS FUNDAMENTAL 1825 CONNECTICUT AVE, NW, WASHINGTON, DC 20009	NONE CHARITABLE	CHARITABLE	1,250.
SECOND GENESIS 8611 SECOND AVE, STE 300, SILVER SPRING, MD 20910	NONE CHARITABLE	CHARITABLE	2,500.
SIBLEY MEMORIAL HOSPITAL FOUNDATION 5255 LOUGHBORO RD, NW, WASHINGTON, DC 20016	NONE CHARITABLE	CHARITABLE	3,125.
SILVER SPRING STAGE, INC. PO BOX 3086, SILVER SPRING, MD 20918	NONE CHARITABLE	CHARITABLE	100.
THE SEED SCHOOL 4300 C STREET, SE, WASHINGTON, DC 20019	NONE CHARITABLE	CHARITABLE	893.
TRUST FOR NATIONAL MALL 601 13TH STREET, NW #300, WASHINGTON, DC 20005	NONE CHARITABLE	CHARITABLE	1,500.
UJA FEDERATION 6101 MONTROSE RD, ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	30,000.
US HOLOCAUST MUSEUM 100 RAOUL WALLENBERG PL, SW, WASHINGTON, DC 20024	NONE CHARITABLE	CHARITABLE	7,000.

VISARTS 155 GIBBS STREET, ROCKVILLE, MD 20850	NONE CHARITABLE	CHARITABLE	2,000.
WASHINGTON ANIMAL RESCUE LEAGUE 71 OGLETHORPE ST NW, WASHINGTON, DC 20011	NONE CHARITABLE	CHARITABLE	1,000.
WASHINGTON HOSPITAL CENTER 110 IRVING ST NW, WASHINGTON, DC 20010	NONE CHARITABLE	CHARITABLE	3,750.
WOLF TRAP FOUNDATION 1645 TRAP ROAD, VIENNA, VA 22182	NONE CHARITABLE	CHARITABLE	625.
YESHIVA OF GREATER WASHINGTON 1216 ARCOLA AVE, SILVER SPRING, MD 20902	NONE CHARITABLE	EDUCATIONAL	500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			219,999.

Alan & Amy Meltzer Family Foundation, Inc.
Realized Gains and Losses
October 31, 2008

Fidelity Investments

	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
Short Term					
Sirius XM Radio, Inc.- 690 shares	7/30/2008	2/10/2009	145.14	1,675 74	(1,530.60)
Chimera Invt Corp - 775 shares	6/19/2008	3/27/2009	1,403 15	8,253.44	(6,850 29)
Ascent Media Corp Com Ser A - 48 shares	9/26/2008	4/3/2009	1,182.13	1,474 46	(292.33)
Discovery Comm Ser C - 487 shares	9/25/2008	08/14/2009	11,149.32	8,052 90	3,096 42
DirecTV Group Inc - 150 shares	8/7/2009	10/16/2009	3,980 39	3,952 08	28.31
					-
			17,860.13	**23,408.62**	**(5,548.49)**
Long Term					
Wellpoint, Inc - 250 shares	various	1/16/2009	9,738 09	8,904.10	833 99
Sirius XM Radio, Inc - 5,000 shares	1/23/2007	2/10/2009	1,051 70	19,480 00	(18,428 30)
Pozen Inc. - 575 shares	various	2/18/2009	4,123 88	7,052 55	(2,928 67)
American Tower Corp - 150 shares	11/18/2003	3/3/2009	4,384 16	1,760.68	2,623 48
American Tower Corp - 300 shares	various	3/15/2009	8,699.28	3,485 94	5,213 34
Chimera Invt Corp - 625 shares	various	3/27/2009	3,343 46	8,567 90	(5,224 44)
Micros Sys Inc - 240 shares	11/5/2003	4/6/2009	4,533 36	2,398 45	2,134.91
Dish Network Corp - 675 shares	1/22/2008	8/4/2009	11,554.21	16,222 33	(4,668.12)
Millicom International Cellular - 100 shares	6/12/2007	08/14/2009	7,108 37	8,402 21	(1,293.84)
AES Corp - 1,150 shares	10/17/2003	08/14/2009	15,470 60	9,346 63	6,123 97
Carmax, Inc - 1,200 shares	various	08/14/2009	20,415 47	14,032 40	6,383.07
Comcast Corp - 450 shares	various	08/14/2009	6,310 37	9,535 00	(3,224 63)
Crown Holdings, Inc. - 200 shares	11/3/2003	08/14/2009	4,883 71	1,576.40	3,307 31
Echostar Corp - 135 shares	1/7/2008	08/14/2009	2,454.38	3,294 18	(839 80)
Gladstone Coml Corp - 1,150 shares	various	08/14/2009	15,861 59	19,371 53	(3,509.94)
Lamar Advertising Co - 500 shares	various	08/14/2009	10,991 71	27,232 54	(16,240 83)
Penn Natl Gaming Inc - 375 shares	11/9/2006	08/14/2009	12,022.52	13,916 33	(1,893.81)
Pioneer Natural Resources Co - 50 shares	2/5/2004	08/14/2009	1,466 96	1,552 56	(85.60)
Pool Corp - 100 shares.	7/24/2007	08/14/2009	2,314 53	3,483 59	(1,169 06)
Saga Communications, Inc - 250 shares	12/2/2003	08/14/2009	2,396 93	10,812.07	(8,415 14)
Universal Display Corp - 225 shares	6/13/2006	08/14/2009	2,291 85	3,044 78	(752 93)
Millicom International Cellular - 40 shares	6/12/2007	10/16/2009	2,902 72	3,360 89	(458 17)
AES Corp - 900 shares	various	10/16/2009	13,320.65	7,736 43	5,584 22

Alan & Amy Meltzer Family Foundation, Inc.
Realized Gains and Losses
October 31, 2008

Fidelity Investments

	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
American Tower Corp - 200 shares	various	10/16/2009	7,475 80	2,169 66	5,306.14
Berkshire Hathaway Inc. - 5 shares	10/170/3	10/16/2009	16,429 07	12,715 10	3,713 97
Carmax Inc. - 325 shares	various	10/16/2009	6,703 07	4,662 66	2,040.41
Clear Channel Outdoor Holdings - 175 shares	4/1/2008	10/16/2009	1,446 46	3,498 29	(2,051 83)
Crown Holdings Inc. - 600 shares	11/3/2003	10/16/2009	17,209 57	4,729 20	12,480 37
Lamar Advertising Co - 75 shares	various	10/16/2009	2,120 44	3,002.10	(881 66)
Markel Corp Holding Co - 15 shares	10/27/2003	10/16/2009	5,106.86	3,971 45	1,135 41
Micros Sys Inc - 100 shares	11/5/2003	10/16/2009	2,920.92	999 35	1,921 57
Penn Natl Gaming Inc. - 50 shares	various	10/16/2009	1,300.46	2,052 80	(752 34)
Pioneer Natural Resources Co - 150 shares	2/5/2004	10/16/2009	6,102 84	4,657 66	1,445 18
Pool Corp - 175 shares	various	10/16/2009	3,961 22	5,605 75	(1,644 53)
Pozen Inc - 1,000 shares	various	10/16/2009	7,441.80	13,320 51	(5,878 71)
Universal Display Corp - 125 shares	6/13/2006	10/16/2009	1,703.20	1,691 54	11.66
Pioneer Natural Resources Co - 125 shares		10/23/2009	5,318.11	4,175.39	1,142 72
					-
			252,880.32	**271,820.95**	**(18,940.63)**
			270,740.45	**295,229.57**	**(24,489.12)**
			Total Gain/Loss on Disposal		**(24,489.12)**

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print	Name of Exempt Organization ALAN & AMY MELTZER FAMILY FOUNDATION, INC	**Employer identification number** 52-2069235
File by the extended due date for filing the return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. R PHILIPSON & CO 8601 GA AVE, NO. 1001	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SILVER SPRING, MD 20910	

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

[ ] Form 990	[ ] Form 990-EZ	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 1041-A	[ ] Form 5227	[ ] Form 8870
[ ] Form 990-BL	[X] Form 990-PF	[ ] Form 990-T (trust other than above)	[ ] Form 4720	[ ] Form 6069	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ ALAN L. MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 - BETHESDA, MD 20817

Telephone No. ▶ 301-608-3900 FAX No. ▶

- 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 is for.

4 I request an additional 3-month extension of time until SEPTEMBER 15, 2010.

5 For calendar year ______ , or other tax year beginning NOV 1, 2008 , and ending OCT 31, 2009 .

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

7 State in detail why you need the extension
INFORMATION NECESSARY TO COMPLETE THE TAX RETURN IS NOT AVAILABLE.

8a	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.	**8a**	$ 305.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 1,000.
c	**Balance Due.** Subtract line 8b from line 8a. 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.	**8c**	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ PREPARER Date ▶ JUN 1 0 2010

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05-26-09