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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label Otherwise, print or type. See Specific Instructions.	Name of foundation CORA AND JOHN H. DAVIS FOUNDATION, INC		A Employer identification number 52-1282054
	Number and street (or P.O. box number if mail is not delivered to street address) 1401 ROCKVILLE PIKE		B Telephone number (301) 309-9191
	Room/suite 560		
	City or town, state, and ZIP code ROCKVILLE, MD 20852		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			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,040,335.		J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	
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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		83,449.	73,553.		STATEMENT 1
4 Dividends and interest from securities		244,378.	244,378.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-196,518.			
b Gross sales price for all assets on line 6a		1,905,576.			
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)		1,809.	1,809.		STATEMENT 3
11 Other income		133,118.	319,740.		
12 Total. Add lines 1 through 11		82,911.	20,728.		62,183.
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes		2,428.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		55,333.	55,329.		4.
24 Total operating and administrative expenses. Add lines 13 through 23		140,672.	76,057.		62,187.
25 Contributions, gifts, grants paid		295,000.			295,000.
26 Total expenses and disbursements. Add lines 24 and 25		435,672.	76,057.		357,187.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-302,554.			
b Net investment income (if negative, enter -0-)			243,683.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAY 19 2010

Operating and Administrative Expenses

STMT 4

STMT 5

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		184,233.	256,107.	256,107.
	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		4,435.	3,455.	3,455.
	10a	Investments - U.S. and state government obligations STMT 6		352.	4.	4.
	b	Investments - corporate stock STMT 7		6,121,872.	6,080,304.	7,276,841.
	c	Investments - corporate bonds STMT 8		708,108.	352,913.	358,927.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9		140,380.	147,060.	145,000.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 10)		894.	894.	1.	
16	Total assets (to be completed by all filers)		7,160,274.	6,840,737.	8,040,335.	
Liabilities	17	Accounts payable and accrued expenses		92,569.	82,910.	
	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)		92,569.	82,910.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒				
	27	Capital stock, trust principal, or current funds		7,067,705.	6,757,827.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
30	Total net assets or fund balances		7,067,705.	6,757,827.		
31	Total liabilities and net assets/fund balances		7,160,274.	6,840,737.		

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	7,067,705.
2	Enter amount from Part I, line 27a	2	-302,554.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,765,151.
5	Decreases not included in line 2 (itemize) ▶ RETURN OF CAPITAL	5	7,324.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,757,827.

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				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,905,576.		2,102,094.	-196,518.

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			
c			
d			
e			-196,518.

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	-196,518.
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))
2008	374,427.	8,061,947.	.046444
2007	558,940.	10,451,000.	.053482
2006	495,310.	10,142,331.	.048836
2005	431,933.	8,109,235.	.053264
2004	348,590.	9,551,995.	.036494

2 Total of line 1, column (d)	2	.238520
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	.047704
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,894,097.
5 Multiply line 4 by line 3	5	328,876.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,437.
7 Add lines 5 and 6	7	331,313.
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	357,187.

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 or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	2,437.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	2,437.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	2,437.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	5,844.	
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	5,844.	
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	3,407.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax	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?		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
c 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
b 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>DC</u>		
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	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 2009 or the taxable year beginning in 2009 (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

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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>GLAZER & ASSOCIATES, P.C.</u> Telephone no. ► <u>(301) 309-9191</u> Located at ► <u>1401 ROCKVILLE PIKE, SUITE 560, ROCKVILLE, MD</u> ZIP+4 ► <u>20852</u>			
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)? 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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ 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 2009 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 2009.) ☐ 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 2009?	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 "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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
STUART L. BINDEMAN 7101 WISCONSIN AVENUE SUITE 1203 BETHESDA, MD 20814	PRESIDENT 5.00	0.	0.	0.
MICHAEL F. GLAZER 1401 ROCKVILLE PIKE SUITE 560 ROCKVILLE, MD 20852	SECRETARY/TREASURER 5.00	0.	0.	0.
HAROLD ZIRKIN THREE BETHESDA METRO CENTER SUITE 840 BETHESDA, MD 20814	VICE PRESIDENT 5.00	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 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	6,778,913.
b	Average of monthly cash balances	1b	220,170.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,999,083.
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	6,999,083.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	104,986.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,894,097.
6	Minimum investment return Enter 5% of line 5	6	344,705.

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	344,705.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,437.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,437.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	342,268.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	342,268.
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	342,268.

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	357,187.
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	357,187.
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	2,437.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	354,750.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				342,268.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			81,014.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 357,187.				
a Applied to 2008, but not more than line 2a			81,014.	
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 2009 distributable amount				276,173.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				66,095.
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 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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 2009, 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)

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 12				
Total			▶ 3a	295,000.
b Approved for future payment				
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? | | Yes |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| 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.

Sign Here	Signature of officer or trustee <u>Michael F. Glazer</u>		Date <u>5/13/10</u>	Title <u>PRESIDENT SECRETARY/TREASURER</u>	
	Preparer's signature <u>[Signature]</u>		Date <u>5/13/10</u>	Check if self-employed ☐	Preparer's identifying number <u>P22046765</u>
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code <u>GLAZER & ASSOCIATES, P.C.</u> <u>1401 ROCKVILLE PIKE, SUITE 560</u> <u>ROCKVILLE, MARYLAND 20852</u>		EIN <u>52-1988752</u>		Phone no. <u>(301) 309-9191</u>

Form **990-PF** (2009)

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	M & T TRUST COMPANY	P	VARIOUS	VARIOUS
b	M & T TRUST COMPANY	P	VARIOUS	VARIOUS
c	KKR FINANCIAL HOLDINGS LLC-NET SHORT TERM CAPITAL	P	VARIOUS	VARIOUS
d	KKR FINANCIAL HOLDINGS LLC-NET LONG TERM CAPITAL	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 1,315,044.		1,586,261.	-271,217.
b 587,246.		506,709.	80,537.
c		8,885.	-8,885.
d		239.	-239.
e 3,286.			3,286.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-271,217.
b			80,537.
c			-8,885.
d			-239.
e			3,286.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	-196,518.
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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST INCOME-CORPORATE BONDS	25,539.
INTEREST INCOME-KKR FINANCIAL HOLDING	57,910.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	83,449.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME(ARK U.S TREASURY MMF) PAID IN 2008	-348.	0.	-348.
DIVIDENDS-KKR FINANCIAL HOLDINGS, LLC	4,935.	0.	4,935.
DIVIDENDS-MARKETABLE SECURITIES	242,989.	3,286.	239,703.
DIVIDENDS-REPORTED AS U.S GOVT. INTEREST	88.	0.	88.
TOTAL TO FM 990-PF, PART I, LN 4	247,664.	3,286.	244,378.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KKR-CANCELLATION OF DEBT	1,809.	1,809.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,809.	1,809.	

FORM 990-PF

TAXES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX-FOREIGN PAID	47.	0.		0.
TAX - 2009	2,381.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,428.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEE-M & T(BASED OM MARKET VALUE)	3,558.	3,558.		0.
KKR FINANCIAL HOLDINGS INVESTMENT EXPENSE	47,596.	47,596.		0.
M & T INVESTMENT EXPENSE	4,175.	4,175.		0.
KKR FINANCIAL HOLDINGS-CONTRIBUTION	4.	0.		4.
TO FORM 990-PF, PG 1, LN 23	55,333.	55,329.		4.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT

6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST RECEIVABLE-U.S GOVT INTEREST	X		4.	4.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4.	4.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4.	4.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES	6,080,304.	7,276,841.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,080,304.	7,276,841.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	352,913.	358,927.
TOTAL TO FORM 990-PF, PART II, LINE 10C	352,913.	358,927.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
KKR FINANCIAL HOLDINGS-PARTNER	COST	147,060.	145,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		147,060.	145,000.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FDIC RECORD-CTC OF PROOF OF CLAIM	894.	894.	1.
TO FORM 990-PF, PART II, LINE 15	894.	894.	1.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

STUART L. BINDEMAN
7101 WISCONSIN AVE., SUITE 1203, BETHESDA, MD 20814 301-907
BETHESDA, MD 20814

TELEPHONE NUMBER

301.907.7200

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS MUST BE WRITTEN AND STATE THE USE OF THE GRANT

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
A GREATER WASHINGTON 7211 EXETER ROAD BETHESDA, MD 20814	NONE FIELD OF DREAMS	PUBLIC CHARITY	5,000.
ALZHEIMER'S DISEASE RESEARCH 22512 GATEWAY CENTER DRIVE CLARKBURG, MD 20871	NONE GENERAL PURPOSES	PUBLIC CHARITY	5,000.
BETHESDA CHEVY CHASE RESCUE SQUAD 5020 BATTERY LANE BETHESDA, MD 20814	NONE PURCHASE OF EQUIPMENT	PUBLIC CHARITY	10,000.
CHILDREN'S NATIONAL MEDICAL CENTER 111 MICHIGAN AVE NW WASHINGTON, DC 20010	NONE RESEARCH SUPPORT FOR HEART/KIDNEY DISEASE	PUBLIC CHARITY	25,000.
CLARICE SMITH PERFORMING ARTS CENTER AT UNIVERSITY OF MARYLAND UNIVERSITY OF MARYLAND-SUITE 3800 COLLEGE PARK, MD 20742	NONE MEDICAL RESEARCH	PUBLIC CHARITY	15,000.
FAMILY SUPPORT CENTER 4308 MONTGOMERY AVENUE BETHESDA, MD 20814	NONE PREVENTION RESOURCE CENTER	PUBLIC CHARITY	15,000.
GEORGE WASHINGTON UNIVERSITY 2130 H STREET, NW, SUITE 800 WASHINGTON, DC 20052	NONE GENERAL OPERATIONS	PUBLIC CHARITY	30,000.
GEORGETOWN DAY SCHOOL 4530 MACARTHUR BLVD., NW WASHINGTON, DC 20007	NONE GENERAL PURPOSES FUND	PUBLIC CHARITY	10,000.

HOLTON ARMS SCHOOL 7303 RIVER ROAD BETHESDA, MD 20817	NONE FABRIC OF LIFE PRESENTATION FOR AGING POPULATION	PUBLIC CHARITY	5,000.
INOVA ALEXANDRIA HOSPITAL 4320 SEMINARY ROAD ALEXANDRIA, VA 22304	NONE GENERAL OPERATIONS	PUBLIC CHARITY	15,000.
INTERFAITH CONFERENCE OF METROPOLITAN WASHINGTON 1426 NINTH STREE NW 2ND FLOOR WASHINGTON, DC 20001	NONE GENERAL OPERATIONS	PUBLIC CHARITY	10,000.
IVYMOUNT SCHOOL 11614 SEVEN LOCKS ROAD ROCKVILLE, MD 20854	NONE GENERAL OPERATIONS	PUBLIC CHARITY	5,000.
JEWISH COMMUNITY CENTER 6123 MONTROSE ROAD ROCKVILLE, MD 20852	NONE CAPITAL CAMPAIGN	PUBLIC CHARITY	7,500.
JEWISH SOCIAL SERVICE AGENCY 6123 MONTROSE ROAD ROCKVILLE, MD 20852	NONE GENERAL PURPOSES	PUBLIC CHARITY	7,500.
LEADERSHIP CONFERENCE ON CIVIL RIGHTS 1629 K STREET NW 10TH FLOOR WASHINGTON, DC 20006	NONE EDUCATION FUND	PUBLIC CHARITY	5,000.
LEUKEMIA AND LYMPHOMA SOCIETY 11 CANAL CENTER PLAZA SUITE 111 ALEXANDRIA, VA 22314	NONE GENERAL PURPOSES	PUBLIC CHARITY	10,000.
MAKE A WISH FOUNDATION OF THE MID-ATLANTIC, INC 5272 RIVER ROAD, SUITE 700 BETHESDA, MD 20816	NONE GENERAL PURPOSES	PUBLIC CHARITY	5,000.
MARTHA'S TABLE 2114 14TH STREET NW WASHINGTON, DC 20009	NONE FEEDING THE HOMELESS	PUBLIC CHARITY	10,000.

CORA AND JOHN H. DAVIS FOUNDATION, INC

52-1282054

MUSCULAR DYSTROPHY ASSOCIATION 11800 SUNRISE VALLEY DRIVE, SUITE 1210 RESTON, VA 20191	NONE GENERAL PURPOSES	PUBLIC CHARITY	7,500.
NATIONAL VULVODYNIA ASSN P.O. BOX 4491 SILVER SPRING, MD 20914	NONE GENERAL OPERATIONS	PUBLIC CHARITY	2,500.
RELIGIOUS ACTION CENTER OF REFORM OF JUDAISM 2027 MASSACHUSETTS AVE WASHINGTON, DC 20036	NONE GENERAL OPERATIONS	PUBLIC CHARITY	7,500.
SEED FOUNDATION, INC. 1776 MASSACHUSETTS AVE, NW, SUITE 600 WASHINGTON, DC 20036			5,000.
SHADY GROVE ADVENTIST HOSPITAL 9901 MEDICAL CENTER DRIVE ROCKVILLE, MD 20850	NONE MEDICAL EQUIPMENT	PUBLIC CHARITY	7,500.
SHARE OUR STRENGTH 1730 M STREET, NW, SUITE 700 WASHINGTON, DC 20036	NONE CORA & JOHN DAVIS SCHOLARSHIP FUND	PUBLIC CHARITY	10,000.
SO OTHERS MIGHT EAT 710 O STREET NW WASHINGTON, DC 20001	NONE FEEDING THE HOMELESS	PUBLIC CHARITY	10,000.
SUBURBAN HOSPITAL 8600 OLD GEORGETOWN ROAD BETHESDA, MD 20814	NONE GENERAL PURPOSES FUND	PUBLIC CHARITY	10,000.
WALTER JOHNSON HIGH SCHOOL EDUCATION FOUNDATION, INC. 6400 ROCK SPRING DR BETHESDA, MD 20814	NONE GENERAL PURPOSES FUND	PUBLIC CHARITY	10,000.
WASHINGTON HOSPITAL CENTER 110 IRVING STREET NW WASHINGTON, DC 20010	NONE GENERAL OPERATIONS	PUBLIC CHARITY	20,000.

CORA AND JOHN H. DAVIS FOUNDATION, INC

52-1282054

WESTERN PRESBYTERIAN CHURCH
2401 VIRGINIAN AVE NW
WASHINGTON, DC 20037

NONE
MIRIAM'S KITCHEN
FEEDING THE HOMELESS

PUBLIC CHARITY 10,000.

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

295,000.