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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 | 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 | 4,099,596. | 2,409,400. | 2,409,400. |
| | 3 Accounts receivable ► | | | |
| | Less: allowance for doubtful accounts ► | | | |
| | 4 Pledges receivable ► | | | |
| | Less: allowance for doubtful accounts ► | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ► | | | |
| | Less: allowance for doubtful accounts ► | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations STMT 8 | 7,218,216. | 13,472,015. | 15,659,856. |
| | b Investments - corporate stock STMT 9 | 19,556,902. | 14,980,488. | 14,792,792. |
| | c Investments - corporate bonds | | | |
| | 11 Investments - land, buildings, and equipment basis ► | 2,328. | | |
| | Less accumulated depreciation ► | 2,328. | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 10 | 8,050,866. | 6,987,300. | 4,608,253. |
| | 14 Land, buildings, and equipment basis ► | | | |
| | Less accumulated depreciation ► | | | |
| | 15 Other assets (describe ►) | | | |
| | 16 Total assets (to be completed by all filers) | 38,925,580. | 37,849,203. | 37,470,301. |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ►) | | | |
| | 23 Total liabilities (add lines 17 through 22) | 0. | 0. | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | 38,925,580. | 37,849,203. | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | | | |
| | 28 Paid-in or capital surplus, or land, bldg , and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances | 38,925,580. | 37,849,203. | |
| | 31 Total liabilities and net assets/fund balances | 38,925,580. | 37,849,203. | |

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 | 38,925,580. |
| 2 Enter amount from Part I, line 27a | 2 | <1,076,377.> |
| 3 Other increases not included in line 2 (itemize) ► | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 37,849,203. |
| 5 Decreases not included in line 2 (itemize) ► | 5 | 0. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 37,849,203. |

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 | | | <199,810.> | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) | | |
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | <199,810.> | | |
| 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 | <199,810.> | |
| 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 | 1,920,027. | 36,770,678. | .052216 |
| 2007 | 2,315,882. | 42,285,218. | .054768 |
| 2006 | 2,364,225. | 45,077,952. | .052447 |
| 2005 | 2,537,286. | 44,764,512. | .056681 |
| 2004 | 2,592,927. | 45,738,272. | .056691 |

2 Total of line 1, column (d)

2 .272803

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 .054561

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 34,450,100.

5 Multiply line 4 by line 3

5 1,879,632.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 5,267.

7 Add lines 5 and 6

7 1,884,899.

8 Enter qualifying distributions from Part XII, line 4

8 1,387,853.

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 or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

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

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ►

| | |
|----|---------|
| 1 | 10,534. |
| 2 | 0. |
| 3 | 10,534. |
| 4 | 0. |
| 5 | 10,534. |
| 6a | 22,498. |
| 6b | |
| 6c | |
| 6d | |
| 7 | 22,498. |
| 8 | |
| 9 | |
| 10 | 11,964. |
| 11 | 0. |

Part VII-A Statements Regarding Activities

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?

| | Yes | No |
|----|-----|----|
| 1a | | X |
| 1b | | X |

b 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

c Did the foundation file Form 1120-POL for this year?

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 | |

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 | |

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

| | |
|----|---|
| 4a | X |
| 4b | |

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

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

MD, WA

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*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*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

N/A

| | |
|---|---|
| 6 | X |
| 7 | X |

| | |
|----|---|
| 8b | X |
| 9 | X |

| | |
|----|---|
| 10 | X |
| | |

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X

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

14 The books are in care of ► **THE FOUNDATION** Telephone no. ► **410-349-2376**
Located at ► **PMB #352, 1290 BAY DALE DRIVE, ARNOLD, MD** ZIP+4 ► **21012**

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.

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 X No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X 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 ► 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? 1b X2 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)): 1c Xa 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 X 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/Ac If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 2b X

► _____, _____, _____, _____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X Nob 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/A4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 3b Xb 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? 4a Xhad not been removed from jeopardy before the first day of the tax year beginning in 2009? 4b X

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: | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| (3) Provide a grant to an individual for travel, study, or other similar purposes? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 | | | <input checked="" type="checkbox"/> | |
| 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? | <input type="checkbox"/> Yes <input type="checkbox"/> No | | N/A | |
| 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | 6b | X |
| b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | 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 |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 11 | | 155,769. | 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 VII 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.

| 1 | N/A | Expenses |
|---|-----|----------|
| 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.

| 1 | N/A | Amount |
|------------------------------|-----|--------|
| 2 | | |
| 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 32,351,756. |
| b | Average of monthly cash balances | 1b 2,622,965. |
| c | Fair market value of all other assets | 1c |
| d | Total (add lines 1a, b, and c) | 1d 34,974,721. |
| 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 34,974,721. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 524,621. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 34,450,100. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 1,722,505. |

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 1,722,505. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a 10,534. |
| b | Income tax for 2009. (This does not include the tax from Part VI.) | 2b |
| c | Add lines 2a and 2b | 2c 10,534. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 1,711,971. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 0. |
| 5 | Add lines 3 and 4 | 5 1,711,971. |
| 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 1,711,971. |

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 1,387,853. |
| 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 1,387,853. |
| 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 1,387,853. |

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 | | | | 1,711,971. |
| 2 Undistributed income, if any, as of the end of 2009 | | | 1,013,321. | |
| a Enter amount for 2008 only | | | | |
| 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: ► \$ 1,387,853. | | | 1,013,321. | |
| a Applied to 2008, but not more than line 2a | | | | |
| 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 | | | | 374,532. |
| e Remaining amount distributed out of corpus | 0. | | | 0. |
| 5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | |
| 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 | | | | 1,337,439. |
| 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 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 |
|--|--|--------------------------------------|-------------------------------------|------------|
| <i>a Paid during the year</i> SEE ATTACHED STATEMENT | NONE | | | 1,219,311. |
| Total | | | ► 3a | 1,219,311. |
| <i>b Approved for future payment</i> SEE ATTACHED STATEMENT | NONE | | | 1,136,460. |
| Total 923611 02-02-10 | | | ► 3b | 1,136,460. |

Part XVI-A Analysis of Income-Producing Activities

| | | Unrelated business income | | (e) Related or exempt function income |
|---|--|---------------------------|---------------|---|
| | | (a) Business code | (b) 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 | | | 14 322,595. | |
| 4 Dividends and interest from securities | | | 14 448,466. | |
| 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 | | | 14 <27,133.> | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 <199,810.> | |
| 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. | 544,118. | 0. |
| 13 Total Add line 12, columns (b), (d), and (e) | | | 13 | 544,118. |
| (See worksheet in line 13 instructions to verify calculations) | | | | |

Relationship of Activities to the Accomplishment of Exempt Purposes

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 PUBLICLY TRADED SECURITIES | | | | | |
| b ARCH VENTURE FUND IV | | | P | | |
| c ARCH VENTURE FUND V | | | P | | |
| d BOREALIS | | | P | | |
| e DLJ | | | P | | |
| f FFC PARTNERS II | | | P | | |
| g OLD WESTBURY VENTURE CAP. FUND II | | | P | | |
| h PEQUOT HEALTHCARE | | | P | | |
| i POWERSHARE DB COMMODITIES | | | P | | |
| j SYMPHONY STRATEGIC PARTNERS, LLC | | | P | | |
| 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 | | | | | <170,761. > |
| b | | | | | <6,883. > |
| c | | | | | 48,821. |
| d | | | | | <25,000. > |
| e | | | | | 4,675. |
| f | | | | | <13,510. > |
| g | | | | | 11,173. |
| h | | | | | <12,077. > |
| i | | | | | <446. > |
| j | | | | | <35,802. > |
| k | | | | | |
| l | | | | | |
| m | | | | | |
| n | | | | | |
| o | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") | | |
| (i) F M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | | | |
| a | | | | | <170,761. > |
| b | | | | | <6,883. > |
| c | | | | | 48,821. |
| d | | | | | <25,000. > |
| e | | | | | 4,675. |
| f | | | | | <13,510. > |
| g | | | | | 11,173. |
| h | | | | | <12,077. > |
| i | | | | | <446. > |
| j | | | | | <35,802. > |
| 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 | | <199,810. > |
| 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 |
|--|----------|
| CASH ACCOUNTS | 322,595. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 322,595. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|----------------------------------|--------------|-------------------------|-------------------|
| INVESTMENT ACCOUNTS | 389,987. | 0. | 389,987. |
| PARTNERSHIPS | 58,479. | 0. | 58,479. |
| TOTAL TO FM 990-PF, PART I, LN 4 | 448,466. | 0. | 448,466. |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|---------------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| PARTNERSHIP INCOME | <27,133.> | <27,133.> | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | <27,133.> | <27,133.> | |

FORM 990-PF LEGAL FEES STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| LEGAL FEES | 5,067. | 0. | | 5,067. |
| TO FM 990-PF, PG 1, LN 16A | 5,067. | 0. | | 5,067. |

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 FEES | 9,928. | 0. | | 9,928. |
| TO FORM 990-PF, PG 1, LN 16B | 9,928. | 0. | | 9,928. |

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 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| INVESTMENT FEES | 84,918. | 84,918. | | 0. |
| TECHNICAL ASSIST. FEES | 3,831. | 0. | | 3,831. |
| GRANT CONSULTING FEES | 17,369. | 0. | | 17,369. |
| TO FORM 990-PF, PG 1, LN 16C | 106,118. | 84,918. | | 21,200. |

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DUES AND SUBSCRIPTIONS | 2,510. | 0. | | 2,510. |
| INSURANCE | 752. | 0. | | 752. |
| PARTNERSHIP EXPENSES | 116,724. | 116,724. | | 0. |
| MISCELLANEOUS | 1,465. | 0. | | 1,465. |
| TO FORM 990-PF, PG 1, LN 23 | 121,451. | 116,724. | | 4,727. |

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT

8

| DESCRIPTION | U.S. GOV'T | OTHER GOV'T | BOOK VALUE | FAIR MARKET VALUE |
|--|---------------|----------------|-------------|----------------------|
| US BANK - GOVERNMENT | X | | 8,399,400. | 10,416,971. |
| US BANK - MUNI BONDS | | X | 5,072,615. | 5,242,885. |
| TOTAL U.S. GOVERNMENT OBLIGATIONS | | | 8,399,400. | 10,416,971. |
| TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS | | | 5,072,615. | 5,242,885. |
| TOTAL TO FORM 990-PF, PART II, LINE 10A | | | 13,472,015. | 15,659,856. |

FORM 990-PF

CORPORATE STOCK

STATEMENT

9

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|-------------|----------------------|
| US BANK - MISC. STOCKS | 1,966,747. | 1,864,721. |
| SCHWAB EQUITIES | 12,736,869. | 12,645,221. |
| SMITH BARNEY | 276,872. | 282,850. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 14,980,488. | 14,792,792. |

FORM 990-PF

OTHER INVESTMENTS

STATEMENT

10

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|-----------------------------------|---------------------|------------|----------------------|
| LUCENT MEDICAL | COST | 60,000. | 6,720. |
| ARCH VENTURE FUND IV | COST | 192,130. | 37,638. |
| ARCH VENTURE FUND IVA | COST | 45,573. | 12,892. |
| ARCH VENTURE FUND V | COST | 1,575,697. | 951,160. |
| BOULDER VENTURES III | COST | 159,762. | 29,717. |
| CISTHERA | COST | 25,000. | 17,500. |
| DLJ | COST | 946,563. | 815,863. |
| FFC EXECUTIVE PARTNERS II | COST | 91,912. | 78,547. |
| FFC PARTNERS II | COST | 1,332,722. | 1,466,744. |
| IMMUNOMIC THERAPEUTICS | COST | 25,000. | 17,500. |
| NUGEN | COST | 399,223. | 157,993. |
| OLD WESTBURY VENTURE CAPITAL FUND | COST | 736,580. | 546,784. |
| PEQUOT HEALTHCARE FUND, LP | COST | 813,057. | 38,518. |
| PRESIDO | COST | 76,786. | 53,750. |
| SYMPHONY STRATEGIC PARTNERS, LLC | COST | 335,967. | 212,237. |
| TEACH TOWN | COST | 75,000. | 15,750. |

RATHMANN FAMILY FOUNDATION

52-1757445

| | | | |
|--|------|------------|------------|
| TRINITY | COST | 50,000. | 24,900. |
| BOREALIS | COST | 0. | 0. |
| HEALTHCARE DISPARITIES | COST | 41,393. | 19,000. |
| POWERSHARES DB COMMODITIES | COST | 4,935. | 105,040. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 6,987,300. | 4,608,253. |

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|--|--------------------------|-------------------|---------------------------------|--------------------|
| FRANCES JOY RATHMANN PMB # 352, 1290 BAY DALE DRIVE ARNOLD, MD 21012 | CHAIRPERSON 1.00 | 0. | 0. | 0. |
| RICHARD G. RATHMANN PMB # 352, 1290 BAY DALE DRIVE ARNOLD, MD 21012 | PRESIDENT 40.00 | 155,769. | 0. | 0. |
| JAMES LOUIS RATHMANN PMB # 352, 1290 BAY DALE DRIVE ARNOLD, MD 21012 | SECRETARY 1.00 | 0. | 0. | 0. |
| GEORGE B. RATHMANN PMB # 352, 1290 BAY DALE DRIVE ARNOLD, MD 21012 | TREASURER 1.00 | 0. | 0. | 0. |
| SALLY TAHMANN KADIFA PMB # 352, 1290 BAY DALE DRIVE ARNOLD, MD 21012 | VICE-PRESIDENT 1.00 | 0. | 0. | 0. |
| MARGARET CROSBY RATHMANN PMB # 352, 1290 BAY DALE DRIVE ARNOLD, MD 21012 | VICE-PRESIDENT 1.00 | 0. | 0. | 0. |
| LAURA JEAN RATHMANN PMB # 352, 1290 BAY DALE DRIVE ARNOLD, MD 21012 | VICE-CHAIR 1.00 | 0. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 155,769. | 0. | 0. |

Kathmann Family Foundation
 Form 990-IPF, Part XV- Grants and Contributions
 Year Ended December 31, 2009
 52-1757445

| Organization Name | Amt/Pd | Street Address | City Address | State Address | Zip/Code |
|---|--------|--|---------------------|---------------|------------|
| AARP Foundation | \$ | 200 PO Box 91100 | Washington | DC | 20090-1100 |
| Abilities United | | 2,000 525 E Charleston Road | Palo Alto | CA | 94306 |
| Alzheimer's Association | | 2,000 PO Box 464 | Tintonum | MD | 21094-0464 |
| American Association for Advancement of Science | | 200 1200 New York Avenue, NW | Washington | DC | 20005 |
| American Association of Kidney Patients | | 1,000 3505 E Frontage Rd, Suite 315 | Tampa | FL | 33607-1796 |
| American Bird Conservancy | | 1,000 4249 Loudoun Avenue | The Plains | VA | 20198 |
| American Health Assistance Foundation | | 10,000 22512 Gateway Center Drive | Clarksburg | MD | 20871 |
| American University of Beirut | | 25,000 3 Dag Hammarskjold Plaza, 8th Floor | New York | NY | 10017-2303 |
| Amherst College | | 10,000 P O Box 5000 | Amherst | MA | 01002-5000 |
| Amherst College | | 5,000 P O Box 5000 | Amherst | MA | 01002-5000 |
| Animal Human Society in Golden Valley MN | | 1,000 845 Meadow Lane North | Minneapolis | MN | 55422 |
| Animalis Area Ministries | | 1,000 206 West Street | Minneapolis | MD | 21401 |
| Animalis Symphony Orchestra | | 1,000 801 Chase Street | Minneapolis | MD | 21401 |
| Annie Arundel Community College | | 1,000 101 College Parkway | Arnold | MD | 21012-1895 |
| Annie Arundel Medical Center | | 1,000 2001 Medical Parkway | Annapolis | MD | 21401 |
| Association of Small Foundations | | 1,000 4905 Del Rey Avenue, Suite 200 | Bethesda | MD | 20814 |
| Audubon Society | | 10,000 711 University Avenue | Sacramento | CA | 95825 |
| Baltimore Symphony Orchestra | | 1,000 1212 Cathedral Street | Baltimore | MD | 21201 |
| Bay Area BioScience Center | | 10,000 400 Oyster Point Blvd Suite 221 | South San Francisco | CA | 94080 |
| Bay Theatre Company | | 1,000 275 West Street | Annapolis | MD | 21401 |
| Biotechnology Institute | | 2,000 1840 Wilson Boulevard, Suite 202 | Arlington | VA | 22201 |
| Boston College Law School | | 1,000 885 Centre Street | Newton | MA | 02459-1163 |
| Brown University | | 15,000 Controller's Office Box J | Providence | RI | 02912 |
| California Family Foundation | | 4,000 3201 Ash Street | Palo Alto | CA | 94306 |
| Camp Hill Village Minnesota Inc | | 10,000 15136 Celtic Drive | Sauk Centre | MN | 56378 |
| Carnegie Institute of Washington | | 2,000 3520 San Martin Drive | Baltimore | MD | 21218 |
| Center for Inquiry | | 1,000 P O Box 741 | Amherst | NY | 14226-0741 |
| Charities Review Council | | 8,000 2610 University Avenue West, Suite 375 | St Paul | MN | 55114-2007 |
| Chemical Heritage Foundation | | 10,000 315 Chestnut Street | Philadelphia | PA | 19106-2702 |
| Chesapeake Bay Foundation | | 5,000 6 Herndon Avenue | Annapolis | MD | 21403 |
| Chesapeake Ctr for Youth Development | | 1,000 301 E Patapsco Ave | Baltimore | MD | 21225 |
| Chesapeake Rivers Association | | 4,000 329 Riverview Trail | Annapolis | MD | 21401 |
| Cold Spring Harbor Laboratory | | 2,000 One Bungtown Road | Cold Spring Harbor | NY | 11724 |
| Competitive Enterprise Institute | | 10,000 1001 Connecticut Avenue, N W | Washington | DC | 20036 |
| Conservation Earth Inc | | 5,000 P O Box 3098 | Half Moon Bay | CA | 94019 |
| Conservation Northwest | | 15,000 1208 Bay Street, Suite 201 | Bellingham | WA | 98225 |
| County of Marin | | 115,000 3501 Civic Center Drive, Room 236 | San Rafael | CA | 94903 |
| Dartmouth College | | 2,000 63 S Main Street, Suite 6066 | Hanover | NH | 03755-2047 |

| | | | |
|---|---|-----------------|------------|
| Eagle Valley Land Trust | 1,000 Post Office Box 3308 | Eagle | 81631 |
| East Metro Women's Council | 5,000 3521 Century Avenue North | White Bear Lake | 55110-5656 |
| Edison High School | 4,788 700 22nd Ave NE | Minneapolis | 55418 |
| Edison High School | 6,400 700 22nd Ave NE | Minneapolis | 55418 |
| Edison High School | 4,000 700 22nd Ave NE | Minneapolis | 55418 |
| Edison High School | 2,400 700 22nd Ave NE | Minneapolis | 55418 |
| Exploratorium | 1,000 3601 Lyon Street | San Francisco | 94123 |
| First Congregational Church | 7,500 1985 Louis Road | Palo Alto | 94303-3499 |
| First Congregational Church | 20,000 1985 Louis Road | Palo Alto | 94303-3499 |
| Franklin Institute | 210,000 222 North 20th Street | Philadelphia | 19103-1194 |
| Friends of the Palo Alto Junior Museum and Zoo | 10,000 1451 Middlefield Road | Palo Alto | 94301 |
| Galapagos Conservancy | 3,000 407 N Washington Street, Room 105 | Falls Church | 22046 |
| Garlough Elementary Magnet School | 1,000 1740 Charlton Street | West St Paul | 55118 |
| Garlough Elementary Magnet School | 5,335 1740 Charlton Street | West St Paul | 55118 |
| Garlough Elementary Magnet School | 1,078 1740 Charlton Street | West St Paul | 55118 |
| Garlough Elementary Magnet School | 3,000 1740 Charlton Street | West St Paul | 55118 |
| Garlough Elementary Magnet School | 2,910 1740 Charlton Street | West St Paul | 55118 |
| Graywolf Press | 2,000 2402 University Avenue, Suite 203 | Saint Paul | 55114 |
| Guthrie Theater | 3,000 Vineland Place | Minneapolis | 55403 |
| Guthrie Theater | 3,000 Vineland Place | Minneapolis | 55403 |
| Helping Paws | 17,000 P O Box 634 | Hopkins | 55343 |
| Historic Annapolis Foundation | 1,000 18 Pinkney Street | Annapolis | 21401 |
| Hoover Institution - Stanford University | 15,000 326 Galvez Street | Stanford | 94305-6105 |
| Jackson Laboratory, The | 1,000 610 Main Street | Bar Harbor | 04609 |
| Key School, The | 65,000 534 Hillsmere Drive | Annapolis | 21403 |
| Living Classrooms Foundation, The | 5,000 802 South Caroline Street | Baltimore | 21231 |
| Maryland Science Center | 3,000 601 Light Street | Baltimore | 21230-3812 |
| Mayo Clinic Rochester | 1,000 200 First Street SW | Rochester | 55905 |
| Minnesota Opera | 1,000 620 North First Street | Minneapolis | 55401 |
| Minnesota Orchestral Association | 2,000 1111 Nicollet Mall | Minneapolis | 55403-2477 |
| Minnesota Public Radio | 3,000 45 East Seventh Street | Saint Paul | 55101-2274 |
| Minnesota Public Radio | 5,000 45 East Seventh Street | Saint Paul | 55101-2274 |
| Minnesota Sinfonia | 2,000 901 North Third Street, Suite 112 | Minneapolis | 55401 |
| National Academies, The | 1,000 P O Box 96714 | Washington | 20001 |
| National Aquarium in Baltimore | 3,000 Pier 3 / 501 East Pratt Street | Baltimore | 21202-3194 |
| National Science and Technology Medals Foundation | 25,000 1818 N St NW | Washington | DC |
| Nature Conservancy, The | 10,000 1917 First Street | Seattle | 20036 |
| Northwest Kidney Foundation | 2,000 700 Broadway | Seattle | WA |
| Northwestern University | 2,000 633 Clark Street | Evanston | 98101 |
| | | | 98122 |
| | | | 60208-1100 |

Rathmann Family Foundation
Form 990-PF, Part XV- Grants and Contributions
Year Ended December 31, 2009
52-1757445

| | | | | |
|--|--------|---------------------------------|------------------|------------|
| Page Education Foundation | 15,000 | P O Box 581254 | MN | 55458-1254 |
| Palo Alto Arts Center Foundation | 3,000 | 1313 Newell Road | CA | 94303 |
| Partners in Education | 45,000 | P O Box 1557 | CA | 94302 |
| Philharmonia Baroque Orchestra | 2,000 | 180 Redwood Street, Suite 200 | CA | 94102 |
| Princeton University | 12,000 | P O Box 5357 | San Francisco | 08543 |
| Saint Paul Chamber Orchestra | 2,000 | 408 St. Peter Street, Suite 500 | Princeton | 55102-1497 |
| Santa Clara Audubon Society | 1,000 | 22221 McClellan Road | St. Paul | 55102 |
| Science Museum of Minnesota | 40,000 | 120 W Kellogg Blvd | Cupertino | 59014 |
| Skidmore College | 10,000 | 815 N Broadway | St. Paul | 55102 |
| Smith College | 15,000 | Stoddard Annex, Level 1 | Saratoga Springs | NY |
| South River Federation | 1,000 | 6 Herndon Avenue | Northampton | 12866 |
| St. John's College | 1,000 | P O Box 2800 | MA | 01063 |
| St. John's Presbyterian Church | 15,000 | P O Box 399 | Northampton | 21403 |
| Stanford University | 4,000 | 2700 Sand Hill Road | Annapolis | MD |
| Superior Hiking Trail Association | 4,000 | 731 7th Avenue | Annapolis | 21404 |
| The Children's Dental Center | 1,000 | 300 E. Buckhorn Street | Devon | PA |
| Trinity College | 25,000 | 300 Summit Street | Menlo Park | 19333 |
| Trustees of Reservations | 30,000 | 572 Essex Street | Beverly | 94025 |
| U S Fund for UNICEF | 500 | P O Box 27780 | Two Harbors | 53616-0004 |
| University of California - Berkeley | 85,000 | 2150 Shattuck Avenue, Suite 313 | Inglewood | 90301 |
| University of California - Berkeley | 25,000 | 2150 Shattuck Avenue, Suite 313 | Hartford | CT |
| University of California - Los Angeles | 2,000 | 8300 Murphy Hall, Box 951438 | Beverly | MA |
| University of Colorado | 50,000 | 4740 Walnut Street | Newark | 01915 |
| University School of Milwaukee | 5,000 | 2100 West Fairy Chasm Road | Berkeley | NJ |
| Westport River Watershed Alliance | 50,000 | P O Box 3427 | Berkeley | 94704 |
| Wildlife Science Center | 17,000 | 5463 West Broadway | Los Angeles | 94704 |
| William Mitchell College of Law | 2,000 | 875 Summit Avenue | Boulder | 90095-1438 |
| | | | Milwaukee | 80301 |
| | | | Westport | 53217 |
| | | | Forest Lake | 02790 |
| | | | St. Paul | 55025 |
| | | | | 55105-3076 |

Total Contributions Paid during the Year

\$1,219,311

Rathmann Family Foundation
 Form 990-PF, Part XV- Grants and Contributions
 Year Ended December 31, 2009

52-1757445

| Organization Name | Amt Approved | To Be Pd | Street Address | City Address | State Address | Zip Code |
|-----------------------------|--------------|---------------------------------|----------------|--------------|---------------|----------|
| Edison High School | \$ 3,960 | 02-Jan-10 700 22nd Ave NE | Minneapolis | MN | 55418 | |
| Conservation Earth Inc | 5,000 | 31-Jan-10 P O Box 3098 | Half Moon Bay | CA | 94019 | |
| Amherst College | 10,000 | 31-Jan-10 P O Box 5000 | Amherst | MA | 01002-5000 | |
| Amherst College | 5,000 | 31-Jan-10 P O Box 5000 | Amherst | MA | 01002-5000 | |
| First Congregational Church | 20,000 | 31-Mar-10 1985 Louis Road | Palo Alto | CA | 94303-3499 | |
| First Congregational Church | 7,500 | 31-Mar-10 1985 Louis Road | Palo Alto | CA | 94303-3499 | |
| University of Colorado | 25,000 | 31-Oct-10 4740 Walnut Street | Boulder | CO | 80301 | |
| Franklin Institute | 210,000 | 31-Dec-10 222 North 20th Street | Philadelphia | PA | 19103-1194 | |
| Amherst College | 10,000 | 31-Jan-11 P O Box 5000 | Amherst | MA | 01002-5000 | |
| Franklin Institute | 210,000 | 31-Dec-11 222 North 20th Street | Philadelphia | PA | 19103-1194 | |
| Amherst College | 10,000 | 31-Jan-12 P O Box 5000 | Amherst | MA | 01002-5000 | |
| Franklin Institute | 210,000 | 31-Dec-12 222 North 20th Street | Philadelphia | PA | 19103-1194 | |
| Amherst College | 10,000 | 31-Jan-13 P O Box 5000 | Amherst | MA | 01002-5000 | |
| Franklin Institute | 200,000 | 31-Dec-13 222 North 20th Street | Philadelphia | PA | 19103-1194 | |
| Franklin Institute | 200,000 | 31-Dec-14 222 North 20th Street | Philadelphia | PA | 19103-1194 | |

Total Contributions Approved for
 Future Payment

\$ 1,136,460

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

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 RATHMANN FAMILY FOUNDATION | Employer identification number 52-1757445 | |
| 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. PMB #352, 1290 BAY DALE DRIVE | For IRS use only | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions ARNOLD, MD 21012 | | |

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 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 FOUNDATION

- The books are in the care of ► **PMB #352, 1290 BAY DALE DRIVE - ARNOLD, MD 21012**
Telephone No ► **410-349-2376** FAX No ► _____

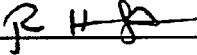
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ► . If it is for part of the group, check this 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 **NOVEMBER 15, 2010**.
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____
- 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 **ADDITIONAL TIME IS NEEDED TO COMPLETE AN ACCURATE RETURN.**

| | | |
|---|----|-------------------|
| 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 | \$ 22,498. |
| 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 | \$ 22,498. |
| 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 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 ► CPA

Date ► **8-9-10**

Form 8868 (Rev. 4-2009)