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## **Return of Private Foundation**

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

Treated as a Private Foundation **Note** The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

		nt of the Treasury	lote The foundation may	be able to use a copy of this		orting requirements.	2009
		ndar year 2009, or tax yea			, and ending		<del></del>
		call that apply:	Initial return	Initial return of a fo	ormer public charity	Final return	
• •	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	t dir triat appriy.	Amended return	Address chan		Name change	•
		Name of foundation				A Employer identification	number
	the abel	IND THE TATE OF COME	ON FOUNDATIO	N.		, , , , , , , , , , , , , , , , , , , ,	
	ierwi	·		<b>,</b>		52-2005740	)
	print		O box number if mail is not de	elivered to street address)	Room/suite	B Telephone number	·
	r type	e. 800 RED BE	ROOK BLVD, S	UITE 300		(410)332-8	3559
	Spe	cific City or town, state, a			<u> </u>	C If exemption application is p	
MSI	ructio	ons OWINGS MII	LLS, MD 211	.17		D 1. Foreign organization	
H (	Check	k type of organization:	X Section 501(c)(3) ex	kempt private foundation		2 Foreign organizations me check here and attach or	eeting the 85% test,
	Se	ection 4947(a)(1) nonexem	npt charitable trust	Other taxable private founda	ation	E If private foundation sta	
I Fa	air ma	arket value of all assets at	end of year J Account	ng method: X Cash	Accrual	under section 507(b)(1	
(fi	rom l	Part II, col (c), line 16)		ther (specify)		F If the foundation is in a	60-month termination
	-\$			mn (d) must be on cash l	basis)	under section 507(b)(1	
Pa	art I	(The total of amounts in colunecessarily equal the amount	nd Expenses	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
		necessarily equal the amour	nts in column (a))	expenses per books	income	income	for charitable purposes (cash basis only)
_	1	Contributions, gifts, gran	ts, etc., received	5,000.		N/A	
	2		on is not required to attach Sch. 8				
	3	Interest on savings and temporals investments	orary				
	4	Dividends and interest fro	om securities	3,900.	3,900.		STATEMENT 1
•	5a	Gross rents					
ž	b	Net rental income or (loss)					
	6a	Net gain or (loss) from sale of	assets not on line 10				
: J	b	Gross sales price for all assets on line 6a					
Revenue	7	Capital gain net income (from	Part IV, line 2)		0.		
, L	8	Net short-term capital ga	ın				
	9	Income modifications Gross sales less returns	I				
<b>*</b>	10a	and allowances					
	į.	Less Cost of goods sold			· · · · · · · · · · · · · · · · · · ·		
Revenue	1	Gross profit or (loss)					
	11	Other income		0.000	2 000	<u></u>	
	12	Total Add lines 1 throug		8,900.	3,900.		-
	13	Other application of officers, dire		0.	0.	· <del>  </del>	0
	14	Other employee salaries a	•				
S	15	Pension plans, employee Legal fees	י חבוומוונס				
and Administrative Expenses	IOA	Accounting fees	STMT 2	2,250.	1,687.		563
ž	ָ ו	Other professional fees	DIMI Z	2,250.	1,007	1	303
ē m	17	Interest					
aŧi	18	Taxes					
IStr	19	Depreciation and depletic	nn				
蔰	20	Occupancy					<del> </del>
Adi	21	Travel, conferences, and	meetings				
힏	22	Printing and publications					<u> </u>
e e	23	Other expenses	STMT 3	12.	12.	,	0
ata	24	Total operating and adm					
Operating		expenses. Add lines 13 t	through 23	2,262.	1,699.		563
Ō	25	Contributions, gifts, gran		5,000.			5,000
	26	Total expenses and dist	urnomonto 3	61			
_			1 4 2010	7,262.	1,699.	,	5,563
	27	Subtract line 26 from line	e 12:	\$\frac{1}{4} \\ \frac{1}{4} \\ \fra			
	a	Excess of revenue over expen	asse and dishursements	<b>≦</b> 1,638.			
	b	Excess of revenue over expension Net investment income:	CHEN, OUT		2,201.		
	c	Adjusted net income (if n	negative, enter -0-)			N/A	<u> </u>
9235	01 2-10	LHA For Privacy Act a	and Paperwork Reduction	Act Notice, see the instruc	tions.		Form <b>990-PF</b> (2009

Page 2

1 Cash-non-interest-boaring 2 Savings and fremporary cash investments 3 Accounts receivable Less allowance for doubtful accounts 4 Pflutgies receivable Less allowance for doubtful accounts 5 Grants receivable Less allowance for doubtful accounts 5 Investments 1 Cash and a delerred charges 1 Investments 1 Cash and a delerred charges 1 Investments 1 Investme			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
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20   Loans from officers, directors, trustees, and other disqualified persons   1   Mortgages and other notes payable   22   Other liabilities (describe			·			
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Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Foundations that do not follow SFAS 117, check here 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 415,292. 416,930.  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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)  5 O.		22	Other Haddlittles (describe 🕨)			
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and complete lines 24 through 26 and lines 30 and 31.  24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 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 415,292. 416,930.  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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)   4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)   5 O.		23		0.	U.	
24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 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 415,292. 416,930.  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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  3 Ocerases not included in line 2 (itemize)  5 Ocerases not included in line 2 (itemize)  5 Ocerases			•			
25 Temporarily restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 27 Capital stock, trust principal, or current funds 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  415,292. 416,930.  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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)  5 O.		١		415 202	416 020	
31 Total liabilities and net assets/fund balances   415,292.   416,930.     Part III   Analysis of Changes in Net Assets or Fund Balances     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	ž	ı		415,292.	416,930.	
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31 Total liabilities and net assets/fund balances   415,292.   416,930.     Part III   Analysis of Changes in Net Assets or Fund Balances     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	d B	26				
31 Total liabilities and net assets/fund balances   415,292.   416,930.     Part III   Analysis of Changes in Net Assets or Fund Balances     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	Ē					
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31 Total liabilities and net assets/fund balances   415,292.   416,930.     Part III   Analysis of Changes in Net Assets or Fund Balances     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	ts (					
31 Total liabilities and net assets/fund balances   415,292.   416,930.     Part III   Analysis of Changes in Net Assets or Fund Balances     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	SSe		•			
31 Total liabilities and net assets/fund balances   415,292.   416,930.     Part III   Analysis of Changes in Net Assets or Fund Balances     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	Ϋ́	29	- · · · · · · · · · · · · · · · · · · ·	115 000	11.5 000	
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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O.	ž	30	Total net assets or fund balances	415,292.	416,930.	
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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O.						
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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O.	_	31	Total liabilities and net assets/fund balances	415,292.	416,930.	
(must agree with end-of-year figure reported on prior year's return)1415,292.2 Enter amount from Part I, line 27a21,638.3 Other increases not included in line 2 (itemize)30.4 Add lines 1, 2, and 34416,930.5 Decreases not included in line 2 (itemize)50.	P	art	III Analysis of Changes in Net Assets or Fund B	alances		
(must agree with end-of-year figure reported on prior year's return)1415,292.2 Enter amount from Part I, line 27a21,638.3 Other increases not included in line 2 (itemize)30.4 Add lines 1, 2, and 34416,930.5 Decreases not included in line 2 (itemize)50.	_	Tota	I not accepts or fund halanges at haginging of year. Dort II, actions (a) has	20		
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O.	1			ა		41E 202
3 Other increases not included in line 2 (itemize) ► 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► 5 O.	^				——————————————————————————————————————	
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► 5 0.						
5 Decreases not included in line 2 (itemize) ▶			· · · · · · · · · · · · · · · · · · ·			
b lotal net assets or fund datances at end of year (line 4 minus line 5) - Part II, column (b), line 30 [6] 416, 930.					•	
Form <b>990-PF</b> (2009)	<u>b</u>	rota	i net assets or tund datances at end of year (line 4 minus line 5) - Part II, co	oiumn (b), line 30	6	

$\overline{}$		ORPORATED						52	<u>-200!</u>	5740	Page 3
Par	t IV Capital Gains a	and Losses for	Tax on Investmen	t Income							
			erty sold (e.g., real estate, tock, 200 shs. MLC Co.)		( <b>b)</b>     D	How ac - Purct - Dona	quired nase tion	(c) Date acc (mo., day		(d) Date (mo., da	
1a											
	NO	NE								-	
c			<del></del>						_	-	
	w.	•	- <del> </del>								
e	<del></del> .					-			_		
	(e) Gross sales price	(f) Depreciation a (or allowable		expense of sale				(h) Gain (e) plus (f	or (loss) i) minus (		_
									_	-	
<u> </u>			-								
C	· · · · · · · · · · · · · · · · · · ·								_		
d				·							
e C	omplete only for assets showin	a agin in column (h) gi	nd owned by the foundation	n on 12/31/60			_	(I) Coupe (Col	(b) asın		
	(i) F.M.V. as of 12/31/69	(j) Adjusted b as of 12/31/	asıs (k) E	xcess of col. (I) r col. (I), if any				(I) Gains (Col. Jl. (k), but not Losses (fr	less than	-0-) or	
		400112011	010	, , , , , , , , , , , , , , , , , , , ,							
<u>a</u>					_						<del></del>
<u>_b</u>											
						<u> </u>					-
<u>d</u>											
<u>e</u>											
<b>2</b> Ca	pital gain net income or (net ca		ain, also enter in Part I, line oss), enter -0- in Part I, lin		}	2					
	t short-term capital gain or (los jain, also enter in Part I, line 8,		ns 1222(5) and (6):		Ì						
	loss), enter -0- in Part I, line 8	. ,			Ţ	3					
Par	t V Qualification U	nder Section 49	940(e) for Reduce	d Tax on Net	: Inv	estm	ent In	come			
(For o	otional use by domestic private	foundations subject to	the section 4940(a) tax o	n net investment ir	ncome	e.)					
			( )			•					
If sect	ion 4940(d)(2) applies, leave th	iis part blank.									
Was th	ne foundation liable for the sect	non AQAO tay on the dis	etributable amount of any	ear in the hace ne	rınd?					X Yes	□No
	," the foundation does not qual		•	•	i iou -					163	
	ter the appropriate amount in e				96	-					
	(a)	Jacin Column for Cacin y	<u> </u>	Thaking any chan						(d)	<del></del>
Cal	Base periód years	Adjusted	(b) qualifying distributions	Net value of no	(c) neba	) ritable-	use asset	s /	Distrib	(d) ution ratio ided by col.	(0))
Can	endar year (or tax year beginnii	ig in) , lajastoa		THE TAILS OF THE				(6)	ui. (b) uiv	ided by Coi.	(0))
	2008			<del> </del>							
	2007		0 .	•						. 0	00000
	2006			ļ							
	2005										
	2004										
2 To	tal of line 1, column (d)							2			
3 Av	erage distribution ratio for the	5-year base period - div	vide the total on line 2 by 5	, or by the number	of ye	ears				•	
	foundation has been in exister	- •	•		•			3			
								<del></del> -			
4 En	ter the net value of noncharitab	Ja-uca accate for 2000	from Part Y June 5					4			
4 LII	ter the net value of noncharitab	16-036 833613 101 2003	ii Oili i ait A, iiile J					-			
5 Mu	iltiply line 4 by line 3							5		••	
6 En	ter 1% of net investment incon	ne (1% of Part I, line 27	ďb)					6			
7 Ad	d lines 5 and 6							7			
<b>8</b> En	ter qualifying distributions fron	n Part XII, line 4						8			
	ne 8 is equal to or greater than e the Part VI instructions.	line 7, check the box i	n Part VI, line 1b, and com	plete that part usir	ng a 1	% tax r	ate.				

THE WINSTON FOUNDATION,

	orm 990-PF (2009) INCORPORATED			<u> 2005'</u>			Page 4
Pa	Part VI Excise Tax Based on Investment Income (Section 4940)	(a), 4940(b), 4940(e), or	1948	- see ir	stru	ctior	ıs)
	1a Exempt operating foundations described in section 4940(d)(2), check here  and enter						
	Date of ruling or determination letter: (attach copy of letter if necess	ssary-see instructions)					
b	<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here	and enter 1%	1				<u>44.</u>
	of Part I, line 27b						
C	c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of	of Part I, line 12, col. (b)					
	2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Other	ers enter -0-)	2		_		0.
			3				<u>44.</u>
4	4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Oth	ners enter -0-)	4				0.
5	5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5				<u>44.</u>
6	6 Credits/Payments:	1					
а	a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	-				
b	<b>b</b> Exempt foreign organizations - tax withheld at source	6b	1	ļ			
C	c Tax paid with application for extension of time to file (Form 8868)	6c	4				
d	d Backup withholding erroneously withheld	6d	_				
	7 Total credits and payments. Add lines 6a through 6d		7_				<u>0.</u>
8	8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here if Form 2220 is attach	ned	8				
	·	<b>&gt;</b>	9				<u>44.</u>
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	, <b>-</b>	10	· ·			
	1 Enter the amount of line 10 to be: Credited to 2010 estimated tax	Refunded -	11_				
	Part VII-A Statements Regarding Activities					<b>M</b> = =	NI.
	1a During the tax year, did the foundation attempt to influence any national, state, or local legisla	ition or did it participate or interven	e in			Yes	
	any political campaign?				1a		X
	<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purpose			}	1b		<u>X</u>
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and of	copies of any materials publish	ed or				
	distributed by the foundation in connection with the activities			ŀ			37
	c Did the foundation file Form 1120-POL for this year?			ŀ	1c		<u> </u>
	d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the y			ļ			
	(1) On the foundation.  \$\bigs\\$ 0 \cdot (2) On foundation managers. ]		<u>-</u>				
е	e Enter the reimbursement (if any) paid by the foundation during the year for political expenditu	ire tax imposed on toundation		]			•
_	managers. > \$ 0.	20		-	•		**
	2 Has the foundation engaged in any activities that have not previously been reported to the IRS	S'			2		X
	If "Yes," attach a detailed description of the activities	atrumant articles of magraphics					
3	3 Has the foundation made any changes, not previously reported to the IRS, in its governing ins		UI		3		<u> </u>
4.	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes  4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?				<u>- ع</u> 4a		X
	b If "Yes," has it filed a tax return on Form 990-T for this year?	•	N	/A	4b		
			Τ/	7 43	5		x
	If "Yes," attach the statement required by General Instruction T.			Ì			
6		ner•					
Ŭ	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 sta	te law				
	remain in the governing instrument?				6	X	
7	7 Did the foundation have at least \$5,000 in assets at any time during the year?			İ	7	Х	
	If "Yes," complete Part II, col (c), and Part XV			Ì			
8a	8a Enter the states to which the foundation reports or with which it is registered (see instructions	s) ►					
	MD						
b	b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Atte	orney General (or designate)					
-	of each state as required by General Instruction G? If "No," attach explanation	. , , , , , , , , , , , , , , , , , , ,			8b	х	
9		tion 4942(j)(3) or 4942(j)(5) for ca	lendar	İ			
	year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," co			ļ	9		X
10	10 Did any persons become substantial contributors during the tax year? If "yes" attach a schedule			į	10		X

Form **990-PF** (2009)

Form 990-PF (2009) INCORPORATED	<u> 52-20057</u>	10	Page 5
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)	<u> </u>	1	<u>X</u> _
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
August 17, 2008?	_ 1	2	_ X_
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	1	3 X	
Website address ► N/A	_		
	e no. <b>▶</b> 410-363	-3200	)
Located at ▶ 800 RED BROOK BLVD, SUITE 300, OWINGS MILLS, MD	ZIP+4 <b>▶</b> 211:	17	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		•	<b>▶</b> □
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			<del></del>
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
(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?	Yes X No		
(5) Transfer any income or assets to a disqualified person (or make any of either available	- E		
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	(-	1	
section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	b	<del> </del>
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 the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts.	ed		
before the first day of the tax year beginning in 2009?		C	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating found defined in section 4942(j)(3) or 4942(j)(5)):	ation		
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) be			
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 inc	correct		
valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and			
statement - see instructions.)	N/A	!b	1
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 X No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified person			
May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7			
of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Sched	· · · · · · · · · · · · · · · · · · ·		
Form 4720, to determine if the foundation had excess business holdings in 2009)		ь	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		la	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable p			
had not been removed from jeopardy before the first day of the tax year beginning in 2009?	·	<u>њ</u>	<u> </u>
	Form \$	90-PF	(2009)

Form **990-PF** (2009)

Total number of other employees paid over \$50,000

Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)		
3 Five highest-paid independent contractors for professional services. If none, ent		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
		<del></del>
F. 1		<b>&gt;</b> (
otal number of others receiving over \$50,000 for professional services  Part IX-A   Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant stat	ustical information such as the	
number of organizations and other beneficiaries served, conferences convened, research papers pr		Expenses
N/A	· · ·	· • • • • • • • • • • • • • • • • • • •
!		
l		
Dot IV P. C	<u>_</u>	<del></del>
Part IX-B   Summary of Program-Related Investments  Describe the two largest program-related investments made by the foundation during the tax year of	un lines 1 and 2	Amount
	in lines I and Z.	Amount
N/A		
·		
All other program-related investments. See instructions.		
Total, Add lines 1 through 3	<b>&gt;</b>	0

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations,	see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	244,075.
b	Average of monthly cash balances	1b	244,075. 2,731.
C	Fair market value of all other assets	1c	
đ	Total (add lines 1a, b, and c)	1d	246,806.
	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	
3	Subtract line 2 from line 1d	3	246,806.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,702.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	243,104.
6	Minimum investment return. Enter 5% of line 5	6	12,155.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here  and do not complete this part.)	d certain	
1	Minimum investment return from Part X, line 6	1	12,155.
2a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	44.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	12,111.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	12,111.
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	12,111.
P	art 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	<u>5,563.</u>
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:		
а	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	<u>5,563.</u>
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	5,563.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	qualifies fo	r the section

Form **990-PF** (2009)

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			:	12,111.
2 Undistributed income, if any, as of the end of 2009			-	
a Enter amount for 2008 only			0.	
b Total for prior years:				
		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
<b>b</b> From 2005				
c From 2006				
d From 2007				
e From 2008 2,068.				
f Total of lines 3a through e	2,068.			
4 Qualifying distributions for 2009 from	2/0001			
Part XII, line 4: ►\$ 5,563.				
a Applied to 2008, but not more than line 2a	İ	•	0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus		0.		
· · · · · · · · · · · · · · · · · · ·	0.			
(Election required - see instructions)  d Applied to 2009 distributable amount				5,563.
· · · · · · · · · · · · · · · · · · ·	0.			3,303.
e Remaining amount distributed out of corpus	2,068.			2,068.
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	2,000.			2,008.
-6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</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				4,480.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.		<u></u> .	
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>b</b> Excess from 2006				
c Excess from 2007				:
d Excess from 2008				-
e Excess from 2009				
· · · · · · · · · · · · · · · · · · ·				Form 000 DE (0000)

	determination letter that	tructions and Part V	—— <del>i</del> r	N/A	
foundation, and the ruling is effective for					
<b>b</b> Check box to indicate whether the found	•	_	in section	4942(j)(3) or 49	)42(j)(5)
a Enter the lesser of the adjusted net	Tax year	9 1001001	Prior 3 years		
income from Part I or the minimum	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
investment return from Part X for					
each year listed					
<b>b</b> 85% of line 2a		· <del>-</del>			
c Qualifying distributions from Part XII,					
line 4 for each year listed					
d Amounts included in line 2c not			_		
used directly for active conduct of					
exempt activities					
e Qualifying distributions made directly					
for active conduct of exempt activities.					
Subtract line 2d from line 2c					
Complete 3a, b, or c for the					, , , , , , , , , , , , , , , , , , , ,
alternative test relied upon:  a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying					
under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter					
2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter;					
(1) Total support other than gross					
investment income (interest,					
dividends, rents, payments on securities loans (section					
512(a)(5)), or royalties)					
(2) Support from general public					
and 5 or more exempt organizations as provided in					
section 4942(j)(3)(B)(iii)				]	
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income			. if the foundation	had \$5,000 or me	ore in assets
art XV   Supplementary Info			in the foundation	. maa qo,ooo or mi	
(4) Gross investment income art XV Supplementary Info at any time during t			The foundation		
art XV   Supplementary Info at any time during t Information Regarding Foundatio	he year-see the in Managers:	nstructions.)			
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Part XV Supplementary Information	(continued)			
3 Grants and Contributions Paid During the Ye	ear or Approved for Future	Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
a Paid during the year  JORDAN RIVER FOUNDATION 1100 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036-4114	N/A		VISION IS TO EMPOWER SOCIETY, ESPECIALLY	5,000.
Total	<del>,</del>	<u> </u>	<b>▶</b> 3a	5,000.
b Approved for future payment  NONE				
Total		······································	<b>&gt;</b> 3b_	0.
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INCORPORATED

nter gross amounts unless otherwise indicated.	Unrelated	ousiness income		section 512, 513, or 514	(e)
	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
Program service revenue:	Code		15500		
ab	- <del>                                    </del>				
	i				
	1			-	_
	1				
Fees and contracts from government agencies					
Membership dues and assessments					
nterest on savings and temporary cash					
nvestments					
Dividends and interest from securities			14	3,900.	
let rental income or (loss) from real estate:					
Debt-financed property					
Not debt-financed property			+		
let rental income or (loss) from personal					
property					
Other investment income					
Gain or (loss) from sales of assets other					
han inventory					
Net income or (loss) from special events			+		
Gross profit or (loss) from sales of inventory					<del></del>
Other revenue:					
<b>a</b>		<u> </u>			
b	-		<del></del>		
·		····	-	1	
	1				
	_				
e			<del>,   -   -</del>	3 000	
e Subtotal. Add columns (b), (d), and (e)		(	).	3,900.	2 0
e Subtotal. Add columns (b), (d), and (e) Fotal Add line 12, columns (b), (d), and (e)		(	).	3,900.	3,9
Subtotal. Add columns (b), (d), and (e)  Total Add line 12, columns (b), (d), and (e)  Worksheet in line 13 instructions to verify calculations.	)			13	3,90
Subtotal. Add columns (b), (d), and (e)  Fotal Add line 12, columns (b), (d), and (e)  E worksheet in line 13 instructions to verify calculations.	)			13	3,90
Subtotal. Add columns (b), (d), and (e)  Fotal Add line 12, columns (b), (d), and (e)  E worksheet in line 13 instructions to verify calculations.  Relationship of Activities	to the Accor	nplishment of	Exempt Pu	13	
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	art X		egarding Tran	sfers To a	nd Transactions a	nd Relationsh		oncharitable		ye is
•	<u> </u>	Exempt Organ		131013 10 4	ina mansactions a	na nelationsi	nps with it	onchantable	•	
1	Did th	e organization directly or indir		of the following	n with any other organization	n described in section	on 501(c) of		Yes	No
'		ode (other than section 501(c)					00 1(0, 0.			
2		fers from the reporting founda			-					
Ī	(1) (	• •			,			1a(1)		X
		Other assets						1a(2)		X
h		transactions:						1-1-1		
_		Sales of assets to a noncharital	ble exempt organiza	ation				1b(1)		_X_
		Purchases of assets from a no						1b(2)		X
	٠,,	Rental of facilities, equipment,	•	g				1b(3)		X
		Reimbursement arrangements						1b(4)		Х
		oans or loan guarantees						1b(5)		X
	٠,	Performance of services or me	mbership or fundra	ısına solicitatioi	ns			1b(6)		X
c	. ,	ng of facilities, equipment, ma	•	-				1c		X
d	I If the	answer to any of the above is	"Yes," complete the	following schei	dule. Column (b) should alw	ays show the fair m	arket value of th	e goods, other ass	ets,	
		vices given by the reporting fo	•	=	• •					
	colun	nn (d) the value of the goods,	other assets, or serv	vices received.						
(a)	Line no	(b) Amount involved	(c) Name o	f noncharitable	exempt organization	(d) Description	of transfers, transa	ctions, and sharing an	rangeme	nts
				N/A	·····					
				_						
					- <del></del>					
					- <del> </del>			_ <del></del>		<u></u>
-										
				1.2						
2 a	ls the	foundation directly or indirec	tly affiliated with, or	related to, one	or more tax-exempt organiz	ations described				_
	ın sed	ction 501(c) of the Code (other	r than section 501(c	c)(3)) or in secti	ion 527 <b>?</b>			Yes	X	☐ No
t	lf "Ye	s," complete the following sch								
		(a) Name of org	anization		(b) Type of organization	(	c) Description o	f relationship		
		N/A								
_	l led	penaktes of perjury, I declare that I h	oue evamined the service	rn includes	manung sebadulas and atch	onte and to the best of	my knewledes se	thelief it in this com	act	
		nplete Declaration of preparer (other					my knowledge and	a beller, it is true, corre	.c.,	
		W( 1 )/~	12/1		5/10/2010		מו			
စု	<u> </u>	gnature of officer or trustee	<u> </u>		<u> </u>	OFFICE Title	K			
Sign Here	<b>y</b> 3	1			Date		eck if	Preparer's identif	ying nun	
g	ر د د	Preparer's signature			4	ate Ch	f- ployed ► _	7		
Ś	Paid sparer se Onl	IIID	PACHE	COMPANY	, P.A.	/				
	Paid Preparer's Use Only	1	RED BROOM		SUITE 300		EIN ►	<del></del>		
	20		GS MILLS				Phone no.	410-363-	320	n
	L	OMIN	GO WITHIO	, <u>ruu 41</u>	<u> </u>		TUINDING HO.	-TO 000	<u> </u>	<u> </u>

Form **990-PF** (2009)

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

Department of the Treasury Internal Revenue Service

Name of the organization

# **Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

THE WINSTON FOUNDATION,

OMB No 1545-0047

2009

Employer identification number

	INCORPORATED	52-2005740
Organization type (chec	ck one)	
Filers of:	Section:	
Form 990 or 990-EZ	501(c)( ) (enter number) organization	
	4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation	
	527 political organization	
Form 990-PF	<b>X</b> 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
Note. Only a section 50	on is covered by the <b>General Rule</b> or a <b>Special Rule.</b> 1(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special F	tule See instructions.
	ation filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in r Implete Parts I and II	noney or property) from any one
Special Rules		
509(a)(1) and 1	01(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the re 70(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II	•
aggregate conf	01(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary of cruelty to children or animals. Complete Parts I, II, and III	•
contributions for If this box is ch purpose Do no	01(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contor use exclusively for religious, charitable, etc., purposes, but these contributions did not a necked, enter here the total contributions that were received during the year for an exclusive to complete any of the parts unless the <b>General Rule</b> applies to this organization because table, etc., contributions of \$5,000 or more during the year	aggregate to more than \$1,000. vely religious, charitable, etc.,
but it must answer "No	on that is not covered by the General Rule and/or the Special Rules does not file Schedule on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line of filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).	• • • • • • • • • • • • • • • • • • • •

•					
Schedule B (1	Form 990, 990-EZ, or 990-PF) (2009)		Page 1 of 1 of Part I		
Name of organization THE WINSTON FOUNDATION, INCORPORATED			Employer identification number		
Part I	Contributors (see instructions)		52-2005740		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
<u>1</u>	ROBERT BARNHILL, JR.		Person X Payroli		
	6316 MOSSWAY BALTIMORE, MD 21212	\$\$,000	Noncash (Complete Part II if there is a noncash contribution.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
-			Person Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) <b>N</b> o.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
		 	Person Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
		 \$	Person Payroll Poncash Complete Part II if there is a noncash contribution )		

is a noncash contribution.) 923452 02-01-10

(b)

Name, address, and ZIP + 4

Person Payroll Noncash

(d)

Type of contribution

(Complete Part II if there

(a)

No.

(c)

Aggregate contributions

FORM 990-PF DIVIDEND	S AND	INTER	EST FROM	SECUE	RITIES	STATEMENT	_1
SOURCE		GROSS AMOUNT		CAPITAL GAINS DIVIDENDS		COLUMN (A) AMOUNT	
TESSCO TECHNOLOGIES INC	•	3,900.		0.		3,900.	
TOTAL TO FM 990-PF, PART I, L	N 4		3,900.		0.	3,9	00.
FORM 990-PF	AC	COUNTI	NG FEES			STATEMENT	2
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
HERTZBACH & COMPANY, P.A.		2,250.	1	,687.		5	63.
TO FORM 990-PF, PG 1, LN 16B		2,250.	1	,687.		5	<u>63.</u>
=		<del>-</del>	·-···				
FORM 990-PF			XPENSES			STATEMENT	3
FORM 990-PF	O ( EXPE		XPENSES (B) NET INV MENT IN	EST-	(C) ADJUSTED NET INCOM	(D) CHARITA	BLE
FORM 990-PF  DESCRIPTION	O ( EXPE	THER E A) NSES	(B) NET INV	EST-	ADJUSTED	(D) CHARITA	BLE
FORM 990-PF  DESCRIPTION  MAINTENANCE FEE	O ( EXPE	THER E A) NSES BOOKS	(B) NET INV	EST- COME	ADJUSTED	(D) CHARITA	BLE ES
FORM 990-PF  DESCRIPTION  MAINTENANCE FEE	O ( EXPE PER	THER E A) NSES BOOKS 12.	(B) NET INV	EST- COME	ADJUSTED	(D) CHARITA	BLE ES 0.
FORM 990-PF  DESCRIPTION  MAINTENANCE FEE  TO FORM 990-PF, PG 1, LN 23  FORM 990-PF	O ( EXPE PER	THER E A) NSES BOOKS 12.	(B) NET INV MENT IN	EST- COME 12.	ADJUSTED	(D) CHARITA E PURPOS	BLE ES 0. 0.
FORM 990-PF  DESCRIPTION  MAINTENANCE FEE  TO FORM 990-PF, PG 1, LN 23	CO	THER E A) NSES BOOKS 12.	(B) NET INV MENT IN	EST- COME 12.	ADJUSTED NET INCOM	(D) CHARITA E PURPOS  STATEMENT  FAIR MARKE	BLE ES 0. 0.