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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing		63,639.	28,371.	28,371.
	2	Savings and temporary cash investments				
	3	Accounts receivable				
		Less allowance for doubtful accounts		1.		
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7	Other notes and loans receivable (attach sch)				
		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 (attach schedule)				
	b	Investments — corporate stock (attach schedule) STATEMENT 4		1,402,028.	1,288,301.	996,989.
	c	Investments — corporate bonds (attach schedule)				
	11	Investments — land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers — see instructions Also, see page 1, item I)		1,465,668.	1,316,672.	1,025,360.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
NET FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒					
	24	Unrestricted		1,465,668.	1,316,672.	
	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, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see the instructions)		1,465,668.	1,316,672.	
	31	Total liabilities and net assets/fund balances (see the instructions)		1,465,668.	1,316,672.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,465,668.
2	Enter amount from Part I, line 27a	2	-151,392.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 5	3	2,396.
4	Add lines 1, 2, and 3	4	1,316,672.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,316,672.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a SEE STATEMENT 6			
b			
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			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-100,028.
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) (see the instructions) If (loss), enter -0- in Part I, line 8	3	0.

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 the 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 (column (b) divided by column (c))
2008	93,290.	1,349,383.	0.069135
2007	89,502.	1,896,854.	0.047184
2006	82,975.	1,830,810.	0.045321
2005	79,968.	1,738,930.	0.045987
2004	64,900.	1,669,282.	0.038879

2 Total of line 1, column (d)	2	0.246506
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	0.049301
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	865,709.
5 Multiply line 4 by line 3	5	42,680.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	164.
7 Add lines 5 and 6	7	42,844.
8 Enter qualifying distributions from Part XII, line 4	8	67,800.

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 the instructions)

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	164.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	164.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	164.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	807.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	807.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	643.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	643.	Refunded	0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) N/A		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		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 <u>N/A</u>	13	X	
14	The books are in care of <u>REITBERGER POLLEKOFF & KOZAK</u> Telephone no <u>(703) 506-9700</u> Located at <u>1950 OLD GALLOWES ROAD #440 VIENNA VA</u> ZIP + 4 <u>22182</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			N/A

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
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 the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

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 (see instructions).

(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
LINDA JOY FOX 344 COMBS FAYETTEVILLE, AR 72701	TRUSTEE 0	0.	0.	0.
LESLIE KEFAUVER 4831 PARK AVENUE BETHESDA, MD 20816	TRUSTEE 0	0.	0.	0.
ROBERT I FOX 6565 CAMINITO SINNECOCK LA JOLLA, CA 92037	TRUSTEE 0	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	834,339.
b Average of monthly cash balances	1 b	44,553.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	878,892.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	878,892.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	13,183.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	865,709.
6 Minimum investment return. Enter 5% of line 5	6	43,285.

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	43,285.
2a Tax on investment income for 2009 from Part VI, line 5	2 a	164.
b Income tax for 2009 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	164.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	43,121.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	43,121.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	43,121.

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	1 a	67,800.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	67,800.
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 (see instructions)	5	164.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	67,636.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				43,121.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			66,583.	
b Total for prior years 20__, 20__, 20__		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 ▶ \$ 67,800.				
a Applied to 2008, but not more than line 2a			66,583.	
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				1,217.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				41,904.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 8				
Total			▶ 3a	67,800.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	11.	
4	Dividends and interest from securities			14	29,448.	
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					
8	Gain or (loss) from sales of assets other than inventory				853.	-100,881.
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)				30,312.	-100,881.
13	Total. Add line 12, columns (b), (d), and (e)				13	-70,569.

(See worksheet in the instructions for line 13 to verify calculations)

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

[illegible]

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash

- (2) Other assets**

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization**

- (2) Purchases of assets from a noncharitable exempt organization**

- (3) Rental of facilities, equipment, or other assets**

- #### (4) Reimbursement arrangements

- (5) Loans or loan guarantees

- (6) Performance of services or membership or fundraising solicitations**

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1a (1)		X
1a (2)		X
1b (1)		X
1b (2)		X
1b (3)		X
1b (4)		X
1b (5)		X
1b (6)		X
1c		X

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

SIGN HERE	Signature of officer or trustee <u>Leslie F. Kefauver</u>		Date <u>4/22/10</u>		Title <u>TRUSTEE</u>	
	Paid Pre- parer's Use Only	Preparer's signature <u>Carl Surin</u>		Date <u>4/14/10</u>		Check if self-employed ☐
		Firm's name (or yours if self-employed), address, and ZIP code <u>REITBERGER, POLLEKOFF & KOZAK</u> <u>1950 OLD GALLOWS ROAD, SUITE 440</u> <u>VIENNA, VA 22182</u>		Preparer's identifying number (See Signature in the instrs) <u>213-56-2847</u>		EIN <u>54-1639552</u>
				Phone no <u>(703) 506-9700</u>		

BAA

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CLIENT FOXFUND

HENRY J. FOX FUND
C/O REITBERGER POLLEKOFF & KOZAK PC

52-6036472

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	\$ 8,500.	\$ 8,500.		
TOTAL	\$ 8,500.	\$ 8,500.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	\$ 4,373.	\$ 4,373.		
TOTAL	\$ 4,373.	\$ 4,373.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 150.	\$ 150.		
TOTAL	\$ 150.	\$ 150.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALLIED CAPITAL CORP NEW	MKT VAL	\$ 0.	\$ 0.
HOME PROPERTIES OF NW YORK INC	MKT VAL	16,870.	47,710.
ISTAR FINANCIAL INC	MKT VAL	47,220.	5,120.
WELLS FARGO	MKT VAL	60,070.	8,043.
BANK OF AMERICA CORP	MKT VAL	92,192.	39,789.
GENERAL ELECTRIC CORP	MKT VAL	50,370.	22,695.
WEINGARTEN REALTY INVESTORS	MKT VAL	18,260.	19,790.
J P MORGAN CHASE	MKT VAL	0.	0.
GLADSTONE CAPITAL CORP	MKT VAL	44,740.	15,380.
AT&T	MKT VAL	70,290.	84,090.
CAPITAL SOURCE INC	MKT VAL	47,600.	7,940.
LINCOLN NATIONAL CORP	MKT VAL	46,320.	24,880.
LUCENT TECH CAP PFD	MKT VAL	51,313.	38,850.
PROCTOR & GAMBLE CORP	MKT VAL	118,050.	121,260.
3M CORP	MKT VAL	38,810.	41,335.

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STATEMENT 4 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VERIZON COMMUNICATIONS	MKT VAL	\$ 65,152.	\$ 66,260.
ILLINOIS TOOL WORKS	MKT VAL	53,021.	57,588.
INGERSOLL RAND CO	MKT VAL	50,805.	50,036.
KINDER MORGAN MGMT LLC	MKT VAL	44,106.	72,398.
METRONIC INC	MKT VAL	54,530.	43,980.
UNITEDHEALTH GROUP INC	MKT VAL	48,758.	30,480.
AFLAC INC	MKT VAL	0.	0.
BB&T CORP	MKT VAL	62,136.	38,055.
CAPITALSOURCE INC	MKT VAL	47,898.	15,880.
FHLMC SER Z 8.376% PFD	MKT VAL	0.	0.
ST JOE CO	MKT VAL	55,869.	28,890.
BRISTOL MYERS SQUIBB CO	MKT VAL	33,627.	37,875.
CHESAPEAKE ENERGY CORP	MKT VAL	38,775.	42,125.
MERCK & CO	MKT VAL	31,519.	36,540.
	TOTAL	\$ 1,288,301.	\$ 996,989.

STATEMENT 5
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NONTAXABLE DISTRIBUTIONS	
	TOTAL \$ 2,396.
	\$ 2,396.

STATEMENT 6
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	1000 AFLAC INC	PURCHASED	7/17/2007	9/14/2009
2	2000 ALLIED CAP CORP	PURCHASED	4/25/1995	8/03/2009
3	4000 FHLMC SER Z 8.375% PFD	PURCHASED	12/12/2007	8/03/2009
4	1716 JPMORGAN CHASE	PURCHASED	9/23/2003	9/14/2009
5	KINDER MORGAN MGMT LLC	PURCHASED	2/06/2006	2/13/2009
6	KINDER MORGAN MGMT LLC	PURCHASED	2/06/2006	5/15/2009
7	KINDER MORGAN MGMT LLC	PURCHASED	2/06/2006	8/14/2009
8	KINDER MORGAN MGMT LLC	PURCHASED	2/06/2008	11/13/2009
9	0.65 WELLS FARGO	PURCHASED	12/20/1999	1/02/2009
10	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	39,921.		52,516.	-12,595.				\$ -12,595.
2	7,604.		19,937.	-12,333.				-12,333.
3	5,096.		103,560.	-98,464.				-98,464.
4	73,481.		50,897.	22,584.				22,584.
5	33.		26.	7.				7.
6	16.		14.	2.				2.

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STATEMENT 6 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
7	6.		4.	2.				\$ 2.
8	31.		21.	10.				10.
9	17.		111.	-94.				-94.
10								853.
							TOTAL	\$ -100,028.

STATEMENT 7
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: NAME: LESLIE KEFAUVER
CARE OF: STREET ADDRESS: 4831 PARK AVENUE
CITY, STATE, ZIP CODE: BETHESDA, MD 20816
TELEPHONE: 301-299-8576
FORM AND CONTENT: NO SET FORMAT - BY WRITTEN REQUEST
SUBMISSION DEADLINES: NONE
RESTRICTIONS ON AWARDS: NONE

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
A TOUCH OF LOVE FOUNDATION 604 HUPA STREET VENTURA, CA 93001	NONE	PUBLIC	CHARITY	\$ 2,000.
LOW VISION INFO CENTER 7701 WOODMONT AVE #604 BETHESDA, MD 20814	NONE	PUBLIC	CHARITY	500.
NATIONAL PARKS CONSERVATION 1300 19TH STREET NW, SUITE 300 WASHINGTON, DC 20036	NONE	PUBLIC	CHARITY	1,500.
CANINE COMPANIONS FOR INDEPEND PO BOX 446 SANTA ROSA, CA 95402	NONE	PUBLIC	CHARITY	500.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ARCHAEOLOGICAL CONSERVANCY 5301 CENTRAL AVE NE #902 ALBUQUERQUE, NM 87108	NONE	PUBLIC	CHARITY	\$ 100.
OPERATION UNDERSTANDING 3000 CONNECTICUT AVE NW, STE 3 WASHINGTON, DC 20008	NONE	PUBLIC	CHARITY	1,650.
AMER FRIENDS SERVICE COMMITTEE 1501 CHERRY ST PHILADELPHIA, PA 19102	NONE	PUBLIC	CHARITY	2,300.
IFCO/PASTORS FOR PEACE 402 WEST 145TH STREET NEW YORK, NY 10031	NONE	PUBLIC	CHARITY	500.
ENVIRONMENTAL DEFENSE FD 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	PUBLIC	CHARITY	3,300.
BETHESDA CHEVY CHASE RESCUE SQ PO BOX 342360 BETHESDA, MD 20827	NONE	PUBLIC	CHARITY	350.
UNION OF CONCERNED SCIENT 2 BRATTLE SQUARE CAMBRIDGE, MA 02238	NONE	PUBLIC	CHARITY	2,000.
FINCA 1101 14TH ST NW WASHINGTON, DC 20005	NONE	PUBLIC	CHARITY	2,000.
COMMUNITY BRIDGES 817 SILVER SPRING AVE, STE 306 SILVER SPRING, MD 20910	NONE	PUBLIC	CHARITY	400.
CONFLICT RESOLUTION CENTER PO BOX 187 SOQUEL, CA 95073	NONE	PUBLIC	CHARITY	1,500.
PLANNED PARENTHOOD 1108 16TH STREET NW WASHINGTON, DC 20003	NONE	PUBLIC	CHARITY	650.
CONGREGATION BETH ISRAEL 9001 TOWNE CENTER DRIVE SAN DIEGO, CA 92122	NONE	PUBLIC	CHARITY	3,000.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
COOP AMERICA 1612 K STREET NW, SUITE 600 WASHINGTON, DC 20006	NONE	PUBLIC	CHARITY	\$ 800.
DOCTORS WITHOUT BORDERS PO BOX 1869 MERRIFIELD, VA 22116	NONE	PUBLIC	CHARITY	600.
HEIFER INTERNATIONAL PO BOX 1692 MERRIFIELD, VA 22116	NONE	PUBLIC	CHARITY	500.
RIDDLE'S ELEPHANT SANCTUARY PO BOX 715 GREENBRIAR, AR 72058	NONE	PUBLIC	CHARITY	300.
PUBLIC POLICY WATCH 1308 W SECOND ST LITTLE ROCK, AR 72201	NONE	PUBLIC	CHARITY	1,000.
NATURE CONSERVANCY 601 N UNIVERSITY AVE LITTLE ROCK, AR 72205	NONE	PUBLIC	CHARITY	500.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36177	NONE	PUBLIC	CHARITY	2,000.
SHAKESPEARE THEATRE 516 8TH STREET SE WASHINGTON, DC 20003	NONE	PUBLIC	CHARITY	1,800.
FRANKLIN INSTITUTE 222 NORTH 20TH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC	CHARITY	500.
BETHESDA GREEN 4825 CORDELL AVE #200 BETHESDA, MD 20814	NONE	PUBLIC	CHARITY	500.
BCC HIGH SCHOOL EDUC FDTN PO BOX 31209 BETHESDA, MD 20824	NONE	PUBLIC	CHARITY	100.
SIERRA CLUB FOUNDATION 12505 KUHL ROAD WHEATON, MD 20902	NONE	PUBLIC	CHARITY	2,000.
SINGLE PARENT SCHOLARSHIP FUND 614 EAST EMMA SUITE 300 SPRINGDALE, AR 72764	NONE	PUBLIC	CHARITY	500.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
GBCCC BIKE TRAIL 7622 LYNN DRIVE CHEVY CHASE, MD 20815	NONE	PUBLIC	CHARITY	\$ 300.
PARKINSON'S DESEASE FOUNDATION 710 WEST 168TH STREET NEW YORK, NY 10032	NONE	PUBLIC	CHARITY	1,000.
CENTER FOR BIOLOGICAL DIVERSITY PO BOX 710 TUCSON, AZ 85702	NONE	PUBLIC	CHARITY	1,000.
FRIENDS OF CHESTER CTY LIBRARY 450 EXTON SQUARE PKY EXTON, PA 19103	NONE	PUBLIC	CHARITY	500.
HABITAT FOR HUMANITY PO BOX 1863 FAYETTEVILLE, AR 72740	NONE	PUBLIC	CHARITY	400.
CENTER FOR LAO STUDIES 65 NINTH STREET SAN FRANCISCO, CA 94103	NONE	PUBLIC	CHARITY	1,000.
MOSTLY MONKEYS SANCTUARY PO BOX 448 RAMONA, CA 92065	NONE	PUBLIC	CHARITY	1,000.
CHARITY NAVIGATOR 2ND FLOOR, 1200 MCARTHUR BLVD MAHWAH, NJ 07430	NONE	PUBLIC	CHARITY	200.
SEVA FOUNDATION 1786 FIFTH STREET BERKELEY, CA 94710	NONE	PUBLIC	CHARITY	700.
ARENA STAGE 1101 6TH STREET SW WASHINGTON, DC 20024	NONE	PUBLIC	CHARITY	1,500.
CLASSICAL WETA RADIO 3939 CAMPBELL AVE ARLINGTON, VA 22206	NONE	PUBLIC	CHARITY	300.
COMPASSIONATE FRIENDS PO BOX 7708 LITTLE ROCK, AR 72217	NONE	PUBLIC	CHARITY	2,500.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CCFHFP 4713 WISCONSIN AVE NW WASHINGTON, DC 20037	NONE	PUBLIC	CHARITY	\$ 1,200.
KLEIWERKS 82 BUCHANAN AVE ASHVILLE, NC 28801	NONE	PUBLIC	CHARITY	275.
LEAGUE OF CONSERVATION VOTERS 1920 L ST NW WASHINGTON, DC 20036	NONE	PUBLIC	CHARITY	300.
QUEST: ARTS FOR EVERYONE 7414 NEWBURG DR LANHAM, MD 20706	NONE	PUBLIC	CHARITY	700.
MIRROR STAGE 2212 QUEEN ANNE AVE N 3294 SEATTLE, WA 98109	NONE	PUBLIC	CHARITY	250.
LIVING LANDS & WATER 17615 GREAT RIVER RD, RTE 84 N E MOLINE, IL 61244	NONE	PUBLIC	CHARITY	750.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH ST NEW YORK, NY 10011	NONE	PUBLIC	CHARITY	1,000.
INTL CAMPAIGN FOR TIBET 1825 JEFFERSON PLACE NW WASHINGTON, DC 20036	NONE	PUBLIC	CHARITY	1,000.
GREENPEACE 702 H ST NW #300 WASHINGTON, DC 20001	NONE	PUBLIC	CHARITY	800.
WORLD WILDLIFE FUND 1250 24TH ST, PO BOX 96555 WASHINGTON, DC 20077	NONE	PUBLIC	CHARITY	750.
INTERFAITH WORKERS JUSTICE CTR 902 WEST MAPLE ST FAYETTEVILLE, AR 72703	NONE	PUBLIC	CHARITY	2,100.
ARNE NIXON CENTER FOR CHILDREN 5200 N BARTON AVE FRESNO, CA 93740	NONE	PUBLIC	CHARITY	500.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CONSERVATION INTERNATIONAL 1919 M ST NW #600 WASHINGTON, DC 20036	NONE	PUBLIC	CHARITY	\$ 500.
HUMAN RIGHTS WATCH 1630 CONNECTICUT AVE NW WASHINGTON, DC 20009	NONE	PUBLIC	CHARITY	1,500.
NIAGARA HOSPICE 4675 SUNSET DR LOCKPORT, NY 14094	NONE	PUBLIC	CHARITY	100.
MARYLAND PIRG FOUNDATION 3121 ST PAUL ST #26 BALTIMORE, MD 21218	NONE	PUBLIC	CHARITY	1,700.
OMNI CENTER FOR PEACE 2103 LOREN CIRCLE FAYETTEVILLE, AR 72701	NONE	PUBLIC	CHARITY	750.
SAN DIEGO HUMANE SOCIETY 5500 GAINES ST SAN DIEGO, CA 92110	NONE	PUBLIC	CHARITY	500.
UNIVERSITY OF MICHIGAN LSA FD 500 SOUTH STATE ST #5000 ANN ARBOR, MI 48109	NONE	PUBLIC	CHARITY	100.
WOLF PARK - NAWPF RR1 BATTLE GROUND, IN 47920	NONE	PUBLIC	CHARITY	350.
NATIONAL WILDLIFE FEDERATION PO BOX 1637 MERRIFIELD, VA 22116	NONE	PUBLIC	CHARITY	500.
BICYCLE COALITION OF OZARKS PO BOX 4173 FAYETTEVILLE, AR 72702	NONE	PUBLIC	CHARITY	250.
ENVIRONMENTAL MD RESEARCH & POLICY 3121 ST PAUL ST #26 BALTIMORE, MD	NONE	PUBLIC	CHARITY	1,200.
INSIGHT MEDITATION SOCIETY 1230 PLEASANT ST BARRE, MA 01005	NONE	PUBLIC	CHARITY	150.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
INQUIRING MIND P.P. BOX 9999 BERKLEY, CA 94709	NONE	PUBLIC	CHARITY	\$ 150.
INSTITUTE FOR INTERNATIONAL CONNECTIONS 2545 E WESLEY AVE DENVER, CO 80210	NONE	PUBLIC	CHARITY	1,000.
KOMAN FOR THE CURE 5005 LBJ FWY #250 DALLAS, TX 75244	NONE	PUBLIC	CHARITY	100.
NPR KUAF RADIO STATION 747 W DIXON ST FAYETTEVILLE, AR 72701	NONE	PUBLIC	CHARITY	1,000.
SEVEH HILLS SHELTER 1561 W 6TH STREET FAYETTEVILLE, AR 72701	NONE	PUBLIC	CHARITY	250.
SPIRIT ROCK MEDITATION CENTER P.O. BOX 169 WOODACRE, CA 94973	NONE	PUBLIC	CHARITY	150.
SUN IN MY HEART 13431 BEAR PAW TRAIL ELY, MN 55731	NONE	PUBLIC	CHARITY	250.
WIKIPEDIA FOUNDATION 200 SECOND AVE S #358 ST PETERSBURG, FL 33701	NONE	PUBLIC	CHARITY	250.
ALEMEDA FOOD BANK PO BOX 2599 OAKLAND, CA 94614	NONE	PUBLIC	CHARITY	250.
DEFENDERS OF WILDLIFE PO BOX 1551 MERRIFIELD, VA 22116	NONE	PUBLIC	CHARITY	150.
ENVIRONMENTAL WORKING GROUP 1436 U STREET NW STE 100 WASHINGTON, DC 20009	NONE	PUBLIC	CHARITY	825.
FSGW PO BOX 5693 WASHINGTON, DC 20016	NONE	PUBLIC	CHARITY	1,000.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
ISEC/THOUSAND VARIETIES PO BOX 9475 BERKLEY, CA 94709	NONE	PUBLIC	CHARITY	\$ 250.
FRIENDS OF LITTLE FALLS LIBRARY 5501 MASSACHUSSETTS AVE BETHESDA, MD 20816	NONE	PUBLIC	CHARITY	400.
LCV EDUCATION FUND 1920 L STREET NW STE 800 WASHINGTON, DC 20036	NONE	PUBLIC	CHARITY	500.
WETA 2775 SOUTH QUINCY ST ARLINGTON, VA 22206	NONE	PUBLIC	CHARITY	300.
TOTAL \$				<u>67,800.</u>