Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning NOV 1, 2009 **, and ending** OCT 31, 2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
ALAN & AMY MELTZER FAMILY FOUNDATION,INC

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

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

A Employer identification number 52-2069235

B Telephone number (301)608-3900

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 3,266,740.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received	137,624.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	68,506.	68,506.		STATEMENT 1
	4	Dividends and interest from securities	11,270.	11,270.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	31,510.			
	b	Gross sales price for all assets on line 6a 288,677.				
	7	Capital gain net income (from Part IV, line 2)		31,510.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	-171,955.	-171,955.	0.	STATEMENT 3
	12	**Total.** Add lines 1 through 11	76,955.	-60,669.	0.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	19,143.	19,143.	0.	0.
	c	Other professional fees				
	17	Interest	16,443.	16,443.	0.	0.
	18	Taxes STMT 5	-10,300.	0.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	35,234.	35,231.	0.	3.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	60,520.	70,817.	0.	3.
	25	Contributions, gifts, grants paid	315,378.			315,378.
	26	**Total expenses and disbursements.** Add lines 24 and 25	375,898.	70,817.	0.	315,381.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-298,943.			
	b	**Net investment income** (if negative, enter -0-)		0.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

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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	79,838.	14,494.	14,494.
	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		42,717.	42,717.
	7	Other notes and loans receivable ▶ 450,994.			
		Less allowance for doubtful accounts ▶	449,028.	450,994.	450,994.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 8	963,024.	811,098.	904,124.
	c	Investments - corporate bonds STMT 9	200,010.	200,010.	10,750.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	1,832,120.	1,842,130.	1,842,130.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 11)	213.	1,531.	1,531.
	16	**Total assets** (to be completed by all filers)	3,524,233.	3,362,974.	3,266,740.
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	165,507.	189,507.	STATEMENT 12
	22	Other liabilities (describe ▶ STATEMENT 13)	1,700.	108,204.	
	23	**Total liabilities** (add lines 17 through 22)	167,207.	297,711.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	3,357,026.	3,065,263.	
	30	**Total net assets or fund balances**	3,357,026.	3,065,263.	
	31	**Total liabilities and net assets/fund balances**	3,524,233.	3,362,974.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,357,026.
2	Enter amount from Part I, line 27a	2	-298,943.
3	Other increases not included in line 2 (itemize) ▶ BOOK TO TAX DIFFERENCE	3	7,338.
4	Add lines 1, 2, and 3	4	3,065,421.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	158.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,065,263.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	FIDELITY SHORT TERM GAINS/LOSSES - SEE			
b	ATTACHED SCHEDULE	P		
c	FIDELITY SHORT TERM GAINS/LOSSES - SEE			
d	ATTACHED SCHEDULE	P		
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b	23,285.		14,045.	9,240.
c				
d	265,392.		243,122.	22,270.
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				9,240.
c				
d				22,270.
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	31,510.
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	219,999.	3,123,528.	.070433
2007	204,205.	2,926,111.	.069787
2006	189,507.	3,413,274.	.055521
2005	318,807.	3,076,365.	.103631
2004	207,485.	3,002,583.	.069102

2	Total of line 1, column (d)	2	.368474
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	.073695
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,959,488.
5	Multiply line 4 by line 3	5	218,099.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	218,099.
8	Enter qualifying distributions from Part XII, line 4	8	315,381.

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			1	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	0.
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	0.
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	843.		
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	843.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	843.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 843. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 14	10	X	

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

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

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

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	X	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALAN MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817	PRESIDENT 1.00	0.	0.	0.
AMY MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817	VICE PRES/TREASURER/SEC'Y 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	920,500.
b	Average of monthly cash balances	1b	-9,300.
c	Fair market value of all other assets	1c	2,093,356.
d	**Total** (add lines 1a, b, and c)	1d	3,004,556.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) SEE STATEMENT 15 | 1e | 232,595.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,004,556.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,068.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,959,488.
6	**Minimum investment return.** Enter 5% of line 5	6	147,974.

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	147,974.
2a	Tax on investment income for 2009 from Part VI, line 5	2a			
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	0.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	147,974.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	147,974.
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	147,974.

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	315,381.
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	315,381.
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	315,381.

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					147,974.
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	65,124.				
b From 2005	168,715.				
c From 2006	25,608.				
d From 2007	57,899.				
e From 2008	64,480.				
f Total of lines 3a through e		381,826.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $	315,381.				
a Applied to 2008, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2009 distributable amount					147,974.
e Remaining amount distributed out of corpus		167,407.			
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		549,233.			
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					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		65,124.			
9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a		484,109.			
10 Analysis of line 9					
a Excess from 2005	168,715.				
b Excess from 2006	25,608.				
c Excess from 2007	57,899.				
d Excess from 2008	64,480.				
e Excess from 2009	167,407.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2).)

ALAN MELTZER

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

ALAN MELTZER

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 16				
Total			▶ 3a	315,378.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

923611 02-02-10

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	68,506.	
4 Dividends and interest from securities			14	11,270.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			16	-171,955.	
8 Gain or (loss) from sales of assets other than inventory			16	31,510.	
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.		-60,669.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	-60,669.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date 9/13/2011 — Title PRESIDENT

Paid Preparer's Use Only

Preparer's signature — Date 9/13/11 — Check if self-employed ☐ — Preparer's identifying number

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

EIN

Phone no. 301-608-3900

Form 990-PF (2009)

923622
02-02-10

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization

ALAN & AMY MELTZER FAMILY FOUNDATION,INC

Employer identification number

52-2069235

Organization type (check one)·

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

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

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ALAN & AMY MELTZER C/O R PHILIPSON & CO 8601 GA AVE #1001 SILVER SPRING, MD 20910	$ 137,624.	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) 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) 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.)

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

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

ALAN & AMY MELTZER FAMILY FOUNDATION, INC

Employer identification number

52-2069235

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once. See instructions.) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

SOURCE	AMOUNT
AFFORDABLE MINI STORAGE OF GREENBELT LLC	14.
ALAN MELTZER	274.
ASSET ONE DEVELOPMENT (KEITH BURGESS)	30,026.
CLEANTECH MARYLAND INVESTORS, LLC	460.
CORPORATE RIDGE PARTICIPATION	10,526.
E BARROWS	200.
FIRST STREET PARTICIPATION	2,413.
FRIENDS I LLC	34.
FRIENDS V LLC	2,133.
FRIENDS XV, LLC	18.
FRIENDS XX, LLC	921.
FRIENDS XXV, LLC	5.
FRIENDS XXVI LLC	1,879.
GBW APARTMENTS, LLC	24.
GOLDSTAR REAL ESTATE FUND I LP	12.
GOLDSTAR REAL ESTATE FUND II LP	140.
JACLYN ALT	162.
JASON FEITELBERG	3,414.
JUST MOULDING FRANCHISING, LLC	33.
LPG CHILLUM, LLC	104.
MERRILL LYNCH	9.
MORGAN STANLEY SMITH BARNEY	10.
PRUDENT MANAGEMENT (GAINESVILLE)	8,111.
PRUDENT MANAGEMENT (SANTORINI CAPITAL)	5,267.
R STREET STORAGE ASSOCIATES LLC	4.
ROSE GICHURU	175.
ROSENTHAL PROPERTIES INVESTMENT FUND, LLC	78.
SCUDDER BAY CAPITAL LLC	80.
SILVER OAK INVESTORS, LLC	21.
STAN SNOW	1,633.
STATE OF ISRAEL	119.
US DEPARTMENT OF TREASURY	3.
WIN-WIN MADISON FUND II, LLC	204.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	68,506.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	48.	0.	48.
FINANCIAL INSTITUTION PARTNERS	3,265.	0.	3,265.
FRIENDS XX, LLC	414.	0.	414.
FRIENDS XXIII, LLC	1.	0.	1.
FRIENDS XXV, LLC	734.	0.	734.
MERRILL LYNCH	6,808.	0.	6,808.
TOTAL TO FM 990-PF, PART I, LN 4	11,270.	0.	11,270.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
GBW APARTMENTS, LLC	506.	506.	0.
LPG CHILLUM, LLC	-1,656.	-1,656.	0.
OLD BROWN LLC	6,000.	6,000.	0.
FRIENDS I LLC	-2,701.	-2,701.	0.
R STREET STORAGE ASSOCIATES, LLC	-200.	-200.	0.
SCUDDER BAY CAPITAL LLC	-13,195.	-13,195.	0.
FRIENDS V LLC	-5,649.	-5,649.	0.
GOLDSTAR REAL ESTATE FUND I LP	572.	572.	0.
VRG HOLDINGS LLC	201.	201.	0.
FRIENDS XI, LLC	-109,679.	-109,679.	0.
WIN WIN MADISON FUND II, LLC	-190.	-190.	0.
AFFORDABLE MINI STORAGE OF GREENBELT, LLC	718.	718.	0.
CB TWIN CEDARS, LLC	-741.	-741.	0.
KENMAR INSIGNIA FUND	24,275.	24,275.	0.
100 STEPS, LLC	-11,340.	-11,340.	0.
FRIENDS XV, LLC	-3,381.	-3,381.	0.
GOLDSTAR REAL ESTATE FUND II LP	-17,203.	-17,203.	0.
FINANCIAL INSTITUTION PARTNERS, LLC	-7,782.	-7,782.	0.
FRIENDS XVII, LLC	-17,613.	-17,613.	0.
FRIENDS XX, LLC	-3,574.	-3,574.	0.
FRIENDS XXIII, LLC	-1,050.	-1,050.	0.
GARDEN OF EDEN LLC	8,500.	8,500.	0.
SILVER OAK INVESTORS LLC	-8,437.	-8,437.	0.
CLEANTECH MARYLAND INVESTORS, LLC	-75.	-75.	0.
FRIENDS XXV, LLC	-4,790.	-4,790.	0.
IEM FUNDING, LLC	-166.	-166.	0.
JUST MOULDING FRANCHISING, LLC	-4,051.	-4,051.	0.
FRIENDS XXVI LLC	-946.	-946.	0.

OTHER	1,692.	1,692.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	-171,955.	-171,955.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	19,143.	19,143.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	19,143.	19,143.	0.	0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX REFUNDS	-10,800.	0.	0.	0.
FEDERAL EXCISE TAXES	500.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	-10,300.	0.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	980.	980.	0.	0.
BROKER FEES	340.	340.	0.	0.
LIFE INSURANCE PREMIUM	25,870.	25,870.	0.	0.
OTHER DEDUCTIONS	567.	564.	0.	3.
DEDUCTIONS RELATED TO PORTFOLIO INCOME	7,477.	7,477.	0.	0.
TO FORM 990-PF, PG 1, LN 23	35,234.	35,231.	0.	3.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
NON-DEDUCTIBLE EXPENSES FROM PASS-THROUGH ENTITIES	158.
TOTAL TO FORM 990-PF, PART III, LINE 5	158.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF GEORGETOWN	100,000.	100,000.
CAPITAL BANK	93,040.	8,690.
FIDELITY INVESTMENTS	0.	0.
MERRILL LYNCH - SECURITIES	604,384.	785,985.
YAHOO INC	13,674.	9,449.
TOTAL TO FORM 990-PF, PART II, LINE 10B	811,098.	904,124.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - BONDS	200,010.	10,750.
TOTAL TO FORM 990-PF, PART II, LINE 10C	200,010.	10,750.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
100 STEPS LLC	COST	7,315.	7,315.
AFFORDABLE MINI STORAGE	COST	56,268.	56,268.
ASSET ONE DEVELOPMENT FUND, LP	COST	0.	0.
CB TWIN CEDARS, LLC	COST	35,432.	35,432.
CORPORATE RIDGE PARTICIPATION	COST	106,836.	106,836.
FINANCIAL INSTITUTION PARTNERS	COST	202,393.	202,393.
FRIENDS V, LLC	COST	30,117.	30,117.
FRIENDS XI LLC	COST	2,034.	2,034.

FRIENDS XV LLC	COST	45,711.	45,711.
FRIENDS XVII LLC	COST	20.	20.
FRIENDS XX, LLC	COST	55,898.	55,898.
FRIENDS XXIII	COST	500.	500.
FRIENDS XXV, LLC	COST	60,215.	60,215.
FRIENDS XXVI, LLC	COST	39,168.	39,168.
GARDEN OF EDEN LLC	COST	85,000.	85,000.
GBW APARTMENTS	COST	27,489.	27,489.
GOLDSTAR RE FUND I LP	COST	21,607.	21,607.
GOLDSTAR RE FUND II LP	COST	22,484.	22,484.
IEM FUNDING LLC	COST	0.	0.
ISRAEL CLEANTECH VENTURES	COST	94,303.	94,303.
JUST MOULDING FRANCHISING, LLC	COST	41,940.	41,940.
KENMAR INSIGNIA HEDGE FD LTD	COST	491,068.	491,068.
LPG CHILLUM LLC	COST	13,801.	13,801.
OLD BROWN LLC	COST	50,000.	50,000.
R STREET STORAGE ASSOC	COST	39,574.	39,574.
ROSENTHAL PROPERTY INVESTMENTS	COST	10,463.	10,463.
SCUDDER BAY CAPITAL, LLC	COST	183,342.	183,342.
SILVER OAK INVESTORS	COST	13,951.	13,951.
STATE OF ISRAEL BOND	COST	5,000.	5,000.
VRG HOLDINGS LLC	COST	50,201.	50,201.
WIN WIN MADISON FUND II	COST	0.	0.
GOLDSTAR FLORIDIAN INV LLC	COST	50,000.	50,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,842,130.	1,842,130.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST INCOME RECEIVABLE	213.	331.	331.
GUARANTEED PAYMENTS RECEIVABLE	0.	1,200.	1,200.
TO FORM 990-PF, PART II, LINE 15	213.	1,531.	1,531.

FORM 990-PF OTHER NOTES AND LOANS PAYABLE STATEMENT 12

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

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

RELATIONSHIP OF LENDER
BANK

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
NONE	0.	189,507.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B		189,507.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FRIENDS I LLC	1,700.	4,892.
EAGLE BANK OVERDRAFT	0.	103,312.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,700.	108,204.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 14
PART VII-A, LINE 10

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

FORM 990-PF REDUCTION EXPLANATION STATEMENT 15
PART X, LINE 1E

EXPLANATION FOR REDUCTION CLAIMED FOR BLOCKAGE OR OTHER FACTORS

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

FAIR MARKET VALUE BEFORE REDUCTION: $2,325,951,

AMOUNT OF REDUCTION IS 10% OF THE VALUE OR $232,595.

FORM 990-PF

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

STATEMENT 16

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AFAC 2708 SOUTH NELSON STREET ARLINGTON, VA 22206	NONE CHARITABLE	CHARITABLE	2,000.
AMERICAN UNIVERSITY 4400 MASSACHUSETTS AVE, NW WASHINGTON, DC 20016	NONE CHARITABLE	EDUCATIONA	25,000.
BARKER FOUNDATION 9797 OLD GEORGETOWN ROAD BETHESDA, MD 20814	NONE CHARITABLE	CHARITABLE	1,000.
BETH SHALOM CONGREGATION 8070 HARRIET TUBMAN LANE COLUMBIA, MD 21044	NONE CHARITABLE	CHARITABLE	1,500.
BOYS & GIRLS CLUB OF GREATER WASHINGTON 4103 BENNING ROAD NE WASHINGTON, DC 20019	NONE CHARITABLE	CHARITABLE	1,750.
BREATH DANCE PRESENTS LLC PO BOX 166 GREAT FALLS, VA 22066	NONE CHARITABLE	CHARITABLE	1,000.
BULLIS SCHOOL 10601 FALLS ROAD POTOMAC, MD 20854	NONE CHARITABLE	CHARITABLE	2,705.
CAPITAL AREA FOOD BANK 645 TAYLOR STREET NE WASHINGTON, DC 20017	NONE CHARITABLE	CHARITABLE	1,500.

CAPITAL CITY BALL 2621 GARFIELD STREET NW WASHINGTON, DC 20008	NONE CHARITABLE	CHARITABLE	1,000.
CESJDS 1901 EAST JEFFERON STREET ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	12,500.
CLARION WRESTLING 840 WOOD STREET CLARION , PA 16214	NONE CHARITABLE	CHARITABLE	2,500.
DODGING DIABETES ONE JOSLIN PLACE BOSTON, MA 02215	NONE CHARITABLE	CHARITABLE	3,000.
ENDOWMENT FUND OF MACCABI USA 1926 ARCH STREET, #4R PHILADELPHIA, PA 19103	NONE CHARITABLE	CHARITABLE	5,000.
FIGHT FOR CHILDREN 1825 K STREET NW, STE 1080 WASHINGTON, DC 20006	NONE CHARITABLE	CHARITABLE	18,000.
FOOD AND FRIENDS 219 RIGGS RD NE WASHINGTON, DC 20011	NONE CHARITABLE	CHARITABLE	9,188.
FOR LOVE OF CHILDREN 1763 COLUMBIA RD NW, FIRST FLOOR WASHINGTON, DC 20009	NONE CHARITABLE	CHARITABLE	6,500.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DRIVE FAIRFAX, VA 22030	NONE CHARITABLE	EDUCATIONA	5,000.
GIRL SCOUT COUNCIL OF THE NATIONS CAPITAL 4301 CONNECTICUT AVE, NW WASHINGTON, DC 20008	NONE CHARITABLE	CHARITABLE	2,000.

HEBREW HOME OF GREATER WASHINGTON 6121 MONTROSE ROAD ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	15,000.
HOPKINS HOUSE 5904 RICHMOND HIGHWAY, #525 ALEXANDRIA, VA 22303	NONE CHARITABLE	CHARITABLE	500.
INTERNATIONAL TENNIS HALL OF FAME 194 BELLEVUE AVENUE NEWPORT, RI 02840	NONE CHARITABLE	CHARITABLE	1,500.
JCC ASSOCIATION 520 EIGHTH AVENUE NEW YORK, NY 10018	NONE CHARITABLE	CHARITABLE	7,500.
JCC OF GREATER WASHINGTON 6125 MONTROSE ROAD ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	7,167.
JDRF 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004	NONE CHARITABLE	CHARITABLE	18,800.
JEWISH COMMUNITY RELATIONS COUNCIL 6101 MONTROSE RD #205 ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	2,000.
JEWISH COUNCIL FOR AGING 11820 PARKLAWN DR, #200 ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	500.
JEWISH FEDERATION OF GREATER WASHINGTON 6101 MONTROSE RD ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	23,000.
JEWISH SOCIAL SERVICE AGENCY 200 WOOD HILL ROAD ROCKVILLE, MD 20850	NONE CHARITABLE	CHARITABLE	26,249.

JUNIOR ACHIEVEMENT 1725 I STREET, NW #200 WASHINGTON, DC 20006	NONE CHARITABLE	CHARITABLE	1,250.
KIDSAVE 5185 MACARTHUR BLVD, STE 108 WASHINGTON, DC 20016	NONE CHARITABLE	CHARITABLE	1,000.
LATIN AMERICA YOUTH CENTER 1419 COLUMBIA ROAD NW WASHINGTON, DC 20009	NONE CHARITABLE	CHARITABLE	1,000.
LEHIGH CREW 641 TAYLOR STREET BETHLEHEM, PA 18105	NONE CHARITABLE	CHARITABLE	5,000.
MARY'S CENTER 2333 ONTARIO ROAD, NW WASHINGTON, DC 20009	NONE CHARITABLE	CHARITABLE	12,500.
MARYLAND STATE WRESTLING ASSOCIATION 7920 KAVANAGH RD BALTIMORE, MD 21222	NONE CHARITABLE	CHARITABLE	2,500.
MPT FOUNDATION 11767 OWINGS MILLS BLVD OWINGS MILLS, MD 21117	NONE CHARITABLE	CHARITABLE	7,500.
NAMI MC 11718 PARKLAWN DRIVE ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	1,000.
NATIONAL LAW ENFORCEMENT OFFICERS MEMORIAL FUND 400 7TH STREET NW, STE 300 WASHINGTON, DC 20004	NONE CHARITABLE	CHARITABLE	2,501.
OLNEY THEATRE 2001 OLNEY-SANDY SPRING RD OLNEY, MD 20832	NONE CHARITABLE	CHARITABLE	5,000.

OPERATION EMBRACE 350-C FORTUNE TERRACE, PMB #209 POTOMAC, MD 20854	NONE CHARITABLE	CHARITABLE	5,000.
PJLL 12230 WILKINS AVENUE ROCKVILLE, MD 20852	NONE CHARITABLE	CHARITABLE	1,000.
PROJECT CONTACT 197 EAST BROADWAY NEW YORK, NY 10002	NONE CHARITABLE	CHARITABLE	7,500.
READING IS FUNDAMENTAL 1825 CONNECTICUT AVE, NW WASHINGTON, DC 20009	NONE CHARITABLE	CHARITABLE	1,250.
ROCK AND ROLL FOR CHILDREN 17620-B REDLAND ROAD ROCKVILLE, MD 20855	NONE CHARITABLE	CHARITABLE	2,500.
SHA'ARE TEFILA 10881 LOCKWOOD DRIVE SILVER SPRING, MD 20901	NONE CHARITABLE	CHARITABLE	5,000.
SHARE OUR STRENGTH 1730 M STREET NW, STE 700 WASHINGTON, DC 20036	NONE CHARITABLE	CHARITABLE	7,500.
SIBLEY MEMORIAL HOSPITAL FOUNDATION 5255 LOUGHBORO RD, NW WASHINGTON, DC 20016	NONE CHARITABLE	CHARITABLE	18,125.
SUSAN G KOMEN BREAST CANCER FOUNDATION 5005 LBJ FREEWAY, STE #250 DALLAS, TX 75244	NONE CHARITABLE	CHARITABLE	5,000.
THE ISRAEL PROJECT 2020 K STREET NW, STE 7600 WASHINGTON, DC 20006	NONE CHARITABLE	CHARITABLE	1,000.

THE SEED SCHOOL 4300 C STREET, SE WASHINGTON, DC 20019	NONE CHARITABLE	CHARITABLE	893.
TRUST FOR NATIONAL MALL 601 13TH STREET, NW #300 WASHINGTON, DC 20005	NONE CHARITABLE	CHARITABLE	1,000.
VISARTS 155 GIBBS STREET ROCKVILLE, MD 20850	NONE CHARITABLE	CHARITABLE	2,000.
WASHINGTON HOSPITAL CENTER 110 IRVING ST NW WASHINGTON, DC 20010	NONE CHARITABLE	CHARITABLE	9,375.
WOLF TRAP FOUNDATION 1645 TRAP ROAD VIENNA, VA 22182	NONE CHARITABLE	CHARITABLE	625.
WOMEN FOR WOMEN INTERNATIONAL 4455 CONNECTICUT AVE NW, STE 200 WASHINGTON, DC 20008	NONE CHARITABLE	CHARITABLE	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			315,378.

Alan & Amy Meltzer Family Foundation, Inc.
Realized Gains and Losses
October 31, 2010

Fidelity Investments

	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
Short Term					
AES Corp - 575 shares	various	11/20/09	7,277.12	3,713 19	3,563 93
DirecTV Group Inc - 350 shares	8/2/2009	11/20/09	11,007.09	9,221 52	1,785 57
Lamar Advertising Co Cl A - 175 shares	various	11/20/09	5,001 15	1,110 14	3,891 01
					-
			23,285.36	**14,044.85**	**9,240.51**
Long Term					
Millicom Intl Cellular Sa Reg Shs - 210 shares	various	11/20/09	15,744 89	16,660 81	(915 92)
AES Corp -2,475 shares	various	11/20/09	31,323.30	28,510 77	2,812 53
American Tower Corp - 150 shares	various	10/29/09	5,714 35	2,339 65	3,374 70
American Tower Corp - 1,050 shares	various	11/20/09	41,990 92	19,633.17	22,357 75
Berkshire Hathaway Inc - 5 shares	various	11/20/09	17,201 70	14,217 32	2,984 38
CarMax Inc - 725 shares	various	11/20/09	14,543 46	13,363.73	1,179 73
Clear Channel Outdoor Hldgs Inc - 1,050 shares	various	11/20/09	9,620 25	19,925 97	(10,305 72)
Crown Hldgs Inc Com - 525 shares	various	11/20/09	13,457 90	8,316 08	5,141.82
Discovery Communications Inc New A - 487 shares	9/25/2008	11/20/09	15,016 49	8,969 69	6,046 80
Lamar Advertising Co Cl A - 250 shares	various	11/20/09	7,144 51	10,007 01	(2,862 50)
Markel Corp Hldg Co - 45 shares	various	11/20/09	14,721 02	13,747.76	973 26
Micros Sys Inc - 510 shares	various	11/20/09	14,628.62	6,165 10	8,463 52
Nii Hldgs Inc New - 175 shares	4/29/2008	11/20/09	5,037 12	7,357 78	(2,320 66)
Penn Natl Gaming Inc - 525 shares	various	11/20/09	14,496 27	21,366 63	(6,870.36)
Pioneer Natural Resources Co - 605 shares	various	11/20/09	24,735 19	21,310 52	3,424 67
Pool Corp Com - 370 shares	various	11/20/09	7,077.31	8,809 87	(1,732 56)
Universal Display Corp - 450 shares	various	11/20/09	5,048 93	6,012 03	(963 10)
Clear Media Limited - 17,000 shares	various	11/23/09	7,889 78	16,407 72	(8,517 94)
					-
					-
			265,392.01	**243,121.61**	**22,270.40**
			288,677.37	**257,166.46**	**31,510.91**

Merrill Lynch

Alan & Amy Meltzer Family Foundation, Inc.
Realized Gains and Losses
October 31, 2010

Fidelity Investments

	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
Short Term					
Entremed - cash -in-lieu	7/16/2010	07/16/10	0 23	-	0 23
					-
			0.23	**-**	**0.23**
Long Term					
					-
					-
					-
			-	-	-
			0.23	**-**	**0.23**
			Total Gain/Loss on Disposal		**31,511.14**

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print

File by the due date for filing your return See instructions

Name of exempt organization
ALAN & AMY MELTZER FAMILY FOUNDATION, INC

Employer identification number
52-2069235

Number, street, and room or suite no If a P O box, see instructions
R PHILIPSON & CO 8601 GA AVE, NO. 1001

City, town or post office, state, and ZIP code For a foreign address, see instructions
SILVER SPRING, MD 20910

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ ALAN L. MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 - BETHESDA, MD 20817
  Telephone No ▶ 301-608-3900 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until JUNE 15, 2011, to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ ☐ calendar year ______ or
▶ ☒ tax year beginning NOV 1, 2009, and ending OCT 31, 2010

2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	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	3a	$ 1,343.
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.	3b	$ 843.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 500.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev 1-2011)

923841
01-03-11

FEB 25 2011

- 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

File by the extended due date for filing your return See instructions

Name of exempt organization
ALAN & AMY MELTZER FAMILY FOUNDATION,INC

Employer identification number
52-2069235

Number, street, and room or suite no If a P O box, see instructions
R PHILIPSON & CO 8601 GA AVE, NO. 1001

City, town or post office, state, and ZIP code For a foreign address, see instructions
SILVER SPRING, MD 20910

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of ▶ ALAN L. MELTZER - 6500 ROCK SPRING DRIVE, SUITE 500 - BETHESDA, MD 20817
  Telephone No. ▶ 301-608-3900 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until SEPTEMBER 15, 2011

5 For calendar year ______ , or other tax year beginning NOV 1, 2009 , and ending OCT 31, 2010

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

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

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	8a	$ 1,343.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 1,343.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification

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

Signature ▶ Title ▶ PREPARER Date ▶ JUN - 7 2011

Form **8868** (Rev 1-2011)

923842
01-03-11