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Form 990-PF

Department of the Treasury

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 2010

Internal Revenue Service For calendar year 2010, or tax year beginning and ending Initial return Initial return of a former public charity G Check all that apply Final return Amended return Address change Name change Name of foundation A Employer identification number THE WILLIAM AND MILDRED KAPLAN FOUNDATION, INC. 20-5708151 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 4 BRANCHWOOD COURT 301-661-4030 City or town, state, and ZIP code C If exemption application is pending, check here BALTIMORE, MD 21208 D 1. Foreign organizations, check here Foreign organizations meeting the 85% test, check here and attach computation X Section 501(c)(3) exempt private foundation H Check type of organization Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation If private foundation status was terminated I Fair market value of all assets at end of year | J Accounting method X Cash Accrual under section 507(b)(1)(A), check here (from Part II, col. (c), line 16) Other (specify) If the foundation is in a 60-month termination 2,843,179. (Part I, column (d) must be on cash basis.) ▶\$ under section 507(b)(1)(B), check here Part | Analysis of Revenue and Expenses (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for chantable purpose (cash basis only) expenses per books income ıncome N/A 0. 1 Contributions, gifts, grants, etc., received 2 Check X if the foundation is not required to attach Sch B Interest on savings and temporary cash investments 42,626 42,626. STATEMENT 31,995 31,995 STATEMENT 4 Dividends and interest from securities 5a Gross rents Net rental income or (loss) -15,9616a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 1,181,246. 0 र्ने 7 Capital gain net income (from Part IV, line 2) 3 Net short-term capital gain Income modifications Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 54 STATEMENT 54 11 Other income 58. 714 74,675. 12 Total. Add lines 1 through 11 0. 13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15_Pension plans, employee benefits b recedenting fees VE
Other professional fees
The interest N 2 8 2011 ŭ SS inistrative Occupancy Occupancy 19 20 21 Travel, conferences, and meetings 22 Printing and publications STMT 4 18,344. 7,072. 11,272. 23 Other expenses 24 Total operating and administrative 18,344 7,072. 11,272. expenses. Add lines 13 through 23 36,700 36,700. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 55,044 7,072 47,972. Add lines 24 and 25 27 Subtract line 26 from line 12 3,670. 8 Excess of revenue over expenses and disbursements 67,603. b Net investment income (if negative, enter -0-) N/A C Adjusted net income (if negative, enter -0-) LHA For Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2010)

Page 2

Part II	Balance Sheets Attached schedules and amounts in the description	Beginning of year		End of year				
ran II	DataTice Sileets column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value				
1 Ca	şsh - non-interest-bearing	149,293.	246,818.	246,818.				
2 Sa	avings and temporary cash investments							
3 Ac	counts receivable							
Le	ess allowance for doubtful accounts							
	edges receivable	, , ,		· · · · · · · · · · · · · · · · · · ·				
	ess allowance for doubtful accounts							
	rants receivable							
6 Re	eceivables due from officers, directors, trustees, and other							
	squalified persons							
- 1	her notes and loans receivable							
	ess allowance for doubtful accounts	ĺ						
	ventories for sale or use							
ă l	repaid expenses and deferred charges							
¥ 102 In	ivestments - U S and state government obligations STMT 5	431,358.	421,907.	434,986.				
1	vestments - corporate stock STMT 6	1,492,292.	1,391,137.	1,670,414.				
1	experiments - corporate bonds STMT 7	328,153.	306,608.	337,748.				
- 1	restments - land, buildings, and equipment basis							
		İ	İ					
I .	ss. accumulated deprecation Ivestments - mortgage loans							
		105.811.	144,107.	153,213.				
1 -								
	ss. accumulated depreciation		1					
								
15 0	ther assets (describe)							
46 7	and accords the her consolidated by all fileso	2 506 907	2,510,577.	2,843,179.				
		2,500,501.	2,310,311.	2/043/1776				
1	ccounts payable and accrued expenses		 -					
رم مدا	rants payable							
.9	eferred revenue							
≝ 20 ៤	pans from officers, directors, trustees, and other disqualified persons							
E 21 M	lortgages and other notes payable							
_ 22 Ot	ther liabilities (describe 🕨)							
22 Т	otal liabilities (add lines 17 through 99)	n. l	0.					
	otal liabilities (add lines 17 through 22)							
S i	•							
9 24 U	inrestricted .							
25 Te	emporarily restricted	· ·						
26 Pe	ermanently restricted							
돌 년	· · · · · · · · · · · · · · · · · · ·	rtgage loans er STMT 8 105,811. 144 nd equipment basis and equipment basis and accrued by all filers) 2,506,907. 2,510 and accrued expenses directors, trustees, and other disqualified persons ther notes payable escribe and lines 17 through 22) 0. add lines 17 through 26 and lines 30 and 31. acted follow SFAS 117, check here as 24 through 26 and lines 30 and 31. acted for noted do not follow SFAS 117, check here as 27 through 31. st principal, or current funds surplus, or land, bldg, and equipment fund s, accumulated income, endowment, or other funds or fund balances 2,506,907. 2,51						
o ar	nd complete lines 27 through 31.	n	0-	, -				
27 C	apital stock, trust principal, or current funds		0.					
-85- 28Pa	·		2,510,577.					
		2,300,301.	2,510,577.					
2 30 T	otal net assets or fund balances	2,300,301.	2,310,377.					
		2 506 907	2,510,577.					
31 To	otal liabilities and net assets/fund balances	2,300,907.	2,310,377.					
Part III	Analysis of Changes in Net Assets or Fund Ba	alances						
	et assets or fund balances at beginning of year - Part II, column (a), line	3 U		2 506 007				
	agree with end-of-year figure reported on prior year's return)		1	2,506,907. 3,670.				
	mount from Part I, line 27a		. 2					
	ncreases not included in line 2 (itemize)	 	3	0.				
	es 1, 2, and 3		4	2,510,577.				
	ses not included in line 2 (itemize)		5	0.				
6 Total ne	et assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	2,510,577.				

FOUNDATION. INC.

	and Losses for Tax on Ir	nvestment	Income					370	5151 Tage 6
(a) List and descri	be the kind(s) of property sold (e g ehouse, or common stock, 200 sh	, real estate,		P -	ow acqui Purchas Donation	e '') Date a (mo , da	cquired iy, yr)	(d) Date sold (mo , day, yr)
1a									· · · · · · · · · · · · · · · · · · ·
b SEE ATTACHED	STATEMENTS								
<u> </u>									 _
d				↓					
<u>e</u>		1		1			_		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	1 10/	t or other basis xpense of sale			Í		in or (loss) (f) minus (i	
<u>a</u>									
<u>b</u>		ļ						_	
<u>c</u>		 							·
e 1,181,246.			1,197,20	7				-	-15,961.
	gain in column (h) and owned by	•		′ ′ •		(I) C	oune (Co	ol (h) gain i	
Complete only for assets showing		1		\dashv		col (k	ains (CC c), but n	ot less than	niinas 1-0-) or
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col (i) col (j), if any					from col (t	
a		-							
b		 							
<u>C</u>	<u></u>	 	· · · · · · · · · · · · · · · · · · ·						
d									-15,961.
<u>e</u>				\dashv					-13,901
2 Capital gain net income or (net cap	ortal loss) { If gain, also ente If (loss), enter -C	er in Part I, line i D- in Part I, line	7 7	}	2				-15,961.
3 Net short-term capital gain or (loss	s) as defined in sections 1222(5) a	nd (6)							
If gain, also enter in Part I, line 8, o	column (c)	• •						/-	
If (loss), enter -0- in Part I, line 8 Part V Qualification U	nder Section 4940(e) for			ىل	3			N/A	
(For optional use by domestic private If section 4940(d)(2) applies, leave th Was the foundation liable for the secti	is part blank	.,)				Yes X No
If "Yes," the foundation does not quali 1 Enter the appropriate amount in e	fy under section 4940(e). Do not co ach column for each year, see insti			es					
(a) Base period years	(b)		<u> </u>	(c)					(d) ution ratio
Calendar year (or tax year beginnin			Net value of no				(col (b) divi	ded by col (c))
2009		35,448. 19,791.				697. 721.			.020517
2008	4	3,587.		Ι,		948.	. -		.015203
2007	·	0.				175.			.000000
2006 2005					00,	1175			.000000
2003		l							
2 Total of line 1, column (d)							2		.081580
3 Average distribution ratio for the 5 the foundation has been in existen		on line 2 by 5,	or by the number	r of yea	ars		3		.020395
4 Enter the net value of noncharitable	le-use assets for 2010 from Part X,	, line 5					4	•	2,688,916.
5 Multiply line 4 by line 3							5		54,840.
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)						6		676.
7 Add lines 5 and 6					••		7		55,516.
8 Enter qualifying distributions from			1.1.4.				8		47,972.
If line 8 is equal to or greater than See the Part VI instructions	line 7, check the box in Part VI, line	e 1b, and comp	nete that part usir	ng a 19	% tax rate				000 DE (0040

THE WILLIAM AND MILDRED KAPLAN

Form	990-PF (201 <u>0)</u> F	OUNDATION,	INC.			57081			Page 4
Pa	rt VI Excise Tax	Based on Inves	stment Income (Section 494)	0(a), 4940(b), 4940(e), or	1948 -	see in	stru	ctio	15)
1a	Exempt operating foundati	ions described in section	n 4940(d)(2), check here 🕨 🔲 and ei	nter "N/A" on line 1					
	Date of ruling or determina	ation letter	(attach copy of letter if nec	cessary-see instructions)					
b	Domestic foundations that	meet the section 4940((e) requirements in Part V, check here 🕒	and enter 1%	1			1,3	<u>52.</u>
	of Part I, line 27b		-						
C	All other domestic foundat	ions enter 2% of line 27	7b Exempt foreign organizations enter 4%	6 of Part I, line 12, col(b) 丿					
2	Tax under section 511 (do	mestic section 4947(a)((1) trusts and taxable foundations only Of	thers enter -0-)	2			1,3	0.
3	Add lines 1 and 2								
4	Subtitle A (income) tax (do	mestic section 4947(a)	(1) trusts and taxable foundations only O	Others enter -0-)	4				0.
5	Tax based on investment	income. Subtract line 4	from line 3 If zero or less, enter -0-		5		.,	1,3	<u>52.</u>
6	Credits/Payments								
а	2010 estimated tax payme	nts and 2009 overpaym	nent credited to 2010	6a 3,247					
b	Exempt foreign organization	ons - tax withheld at sou	ırce	_6b]]				
C	Tax paid with application for	or extension of time to fi	file (Form 8868)	6c	_				
d	Backup withholding errone	eously withheld		6d	. 1				
7	Total credits and payments	s Add lines 6a through (6d		7			3,2	<u>47.</u>
8	Enter any penalty for unde	erpayment of estimated f	tax Check here if Form 2220 is atta	ched	8				
9	Tax due. If the total of line	s 5 and 8 is more than I	line 7, enter amount owed	•	9				
10	Overpayment. If line 7 is n	nore than the total of lin	nes 5 and 8, enter the amount overpaid	•	10			1,8	
_	Enter the amount of line 10			1,895. Refunded ▶	11				0.
	rt VII-A Stateme	· · · · · · · · · · · · · · · · · · ·				· · ·			
1a	•	e foundation attempt to	influence any national, state, or local legis	slation or did it participate or interven	e in	<u> </u>		Yes	
	any political campaign?						1a		X
b			er directly or indirectly) for political purpos			-	1b		X
		•	etailed description of the activities and	d copies of any materials publish	ed or				:
	distributed by the found								17
	Did the foundation file Fori				•	-	1c		X
d			ditures (section 4955) imposed during the						:
			0 • (2) On foundation managers		_				i
е			dation during the year for political expendi	iture tax imposed on foundation					į
_	managers > \$			noo		İ			v
2	• -	-	have not previously been reported to the II	H2.		-	2		X
_	If "Yes," attach a detaile	•							
3			ously reported to the IRS, in its governing i		or		_		v
	-		ttach a conformed copy of the change			-	3		X
			s income of \$1,000 or more during the year	ii '	N	/A	4a		
	If "Yes," has it filed a tax re		or substantial contraction during the year?)	7.4	′ ``	4b 5	-	X
J	If "Yes," attach the state		• •			r			
6	•	, -	o sections 4941 through 4945) satisfied e	ither					İ
•	By language in the gove		o sociono fo ti ambagii fo foj sationos di						ĺ
			governing instrument so that no mandator	ry directions that conflict with the sta	e law				ĺ
	remain in the governing		, over	,, 2,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		i	6	X_	ĺ
7-			at any time during the year?				7	X	
	If "Yes," complete Part			-		·			
8a			or with which it is registered (see instruction	ons) ►					İ
	FL								
h		ne 7, has the foundation	furnished a copy of Form 990-PF to the A	Attorney General (or designate)	_	— I			
_			G? If "No," attach explanation	,,		-	8b	X	
9			rating foundation within the meaning of se	ection 4942(j)(3) or 4942(j)(5) for ca	endar				
-	-		see instructions for Part XIV)? If "Yes," o				9		X
10			during the tax year? If "Yes," attach a schedu	=			10		X

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P	art 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?	13	Х	
	Website address ► N/A			
14				
	Located at ► 4 BRANCHWOOD COURT, BALTIMORE, MD ZIP+4 ►21	.208	<u>-33</u>	01
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	N	/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank,	1	Yes	No
	securities, or other financial account in a foreign country?	16	L	<u>X</u>
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of			
-	the foreign country			
	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required	1	V	NI.
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	NO
1	a During the year did the foundation (either directly or indirectly). (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No			
	a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ———————————————————————————————————			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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)			
	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 22 of the instructions)? N/A	1b		
	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 2010?	10		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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2010? Yes X No			
	If "Yes," list the years			
	b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect			
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	ما		
	statement - see instructions) If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	2b		
-3	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	- "		
Ĭ	during the year?			
	b If "Yes," did it have excess business holdings in 2010 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 2010.) N/A	3b		
4	a 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 2010?	4b		X
	For	m 990	-PF(2010)

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." (b) Title, and average (d) Communication (e) employee henefit plans	Expense
(b) Title and average (d) Combutions to (e)	Expense
(a) Name and address of each employee paid more than \$50,000 (b) Name and address of each employee paid more than \$50,000 (c) Compensation Compensation	ount, other owances
NONE	
Total number of other employees paid over \$50,000	(

FOUN	IDATI	ON.	INC.

20-5708151

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Part VIII Information About Officers, Directors, Trustees, Foundatio Paid Employees, and Contractors (continued)	n Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "N	ONE."	
(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 chantable activities during the tax year. Include relevant statistical	information such as the	Funence
number of organizations and other beneficiaries served, conferences convened, research papers produce	d, 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 line	s 1 and 2	Amount
1 <u>N/A</u>		
2		
	_	
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0-
		Form 990-PF (2010)

P	Minimum Investment Return (All domestic foundations must complete this part. Foreign four	idations,	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	2,531,808. 198,056.
þ	Average of monthly cash balances	1b	198,056.
C	Fair market value of all other assets	10	
đ	Total (add lines 1a, b, and c)	1d	2,729,864.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,729,864.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,948. 2,688,916. 134,446.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,688,916.
6	Minimum investment return. Enter 5% of line 5	6	134,446.
P	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here and do not complete this part)	d certain	
1	Minimum investment return from Part X, line 6	1	134,446.
2a	Tax on investment income for 2010 from Part VI, line 5		
b	Income tax for 2010 (This does not include the tax from Part VI) 2b		
C	Add lines 2a and 2b	2c	1,352. 133,094.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	133,094.
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	133,094.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	47,972.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	47,972.
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	47,972.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation (qualifies fo	or the section

Part XIII Undistributed Income (see instructions)

a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009 e Excess from 2010		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
2. Undashboden receiver, 4 any, as of the east of 2010	1 Distributable amount for 2010 from Part XI,		, ,		
a Enter amount for 2009 only	line 7				133,094.
3 Excess distributions carryover, if any, to 2010 a From 2006 From 2006 From 2007 From 2008 From 2009 1 Total of times 3a through e 4 Qualifying distributions for 2010 from Part XI, time 4 P s 47, 9.72. Applied to 2010, but not more than the 2a PApplied to undistribution from engine of the part of the par	2 Undistributed income, if any, as of the end of 2010				
3 Excess distributions carryover, flamy, to 2010 a From 2005 b From 2006 c From 2007 d From 2008 e From 2009 1 Total of lines 3 th through e Part XII, line 4 ▶ 5 47,972. a Applied to 2019, but not more than her 22 A Applied to 2019, but not more than her 22 A Applied to 2019 distributed mome of prior years (Election required - see instructions) C Tradel as destinatives of corpus (Election required - see instructions) C Tradel as destinatives of corpus (Election required - see instructions) C Tradel as destinatives of corpus (Election required - see instructions) C Tradel as destinatives of corpus (Election required - see instructions) C Tradel as destinatives of corpus (Election required - see instructions) C Tradel as destinatives of corpus (Election required - see instructions) C Excess exhibitions carryov expensed to 2010 (If the amont appears in column (a), the same amount into the other in column (a) C Excess exhibitions carryov expensed to 2010 C Iff the amont appears in column (b), the same amount into the other into the other into (b) C Priory years' (undistributed in come for which into section 4942(a) tax has been previously assessed C Suptact line 6 from line 60 Taxable amount - see instructions C Undistributed in come for which the section 4942(a) tax has been previously assessed C Suptact line 6 from line 60 Taxable amount - see instructions C Undistributed in come for 2009 Subtract line 4 afrom line 2 Taxable amount - see instructions C Undistributed in come for 2000 Subtract lines 4 and 5 from line 1 This amount must be distributed in come for 2000 Subtract lines 4 and 5 from line 1 This amount must be distributed in come for 2000 Subtract lines 4 and 5 from line 1 This amount must be distributed in come for 2000 Subtract lines 4 and 5 from line 1 This amount must be distributed in come for 2000 Subtract lines 4 and 5 from line 1 This amount must be distributed in come for 2000 Subtract lines 4 and 5 from line 1 This amount must be distributed in come for 2000 Subtract lines 4 and 5 from line 1	a Enter amount for 2009 only			40,779.	
3 Excess distributions carryover, if any, to 2010 a From 2005 b From 2006 c From 2007 c From 2009 d Fr	b Total for prior years		_		
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b From 2006	3 Excess distributions carryover, if any, to 2010				
E From 2007 d From 2009 1 Total of lines 3s through e 1 Coularly may distributions for 2010 from Part XII, line 4 ▶ \$ 47, 972. 2 Applied to 2009, but not more than line 2a Applied to 2009, but not more than line 2a Applied to 2009, but not more than line 2a Applied to 10 2009, but not more than line 2a Applied to 10 distributible more of prior years (Election required - see instructions) 2 Created as distributions out of corpus (Election required - see instructions) 3 Cappins and 10 distributed out of corpus (Election required - see instructions) 4 Applied 120 Old starbutable amount 8 Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2010 0 . 6 Effect the net total of seath column as indicated below: 2 Cappus Aust lines 21 €, and 45 Gestrate lines 5 D Prior years' undistributed income Subtract line 40 from line 20 2 Cappus Aust lines 21 €, and 45 Gestrate lines 5 D Prior years' undistributed income for which the section 494(2) tax has been previously assessed 3 Subtract line 6c from line 6B Taxable amount - see instructions 4 from line 2 a Taxable amount - see instructions 4 from line 2 a Taxable amount - see instructions 4 from line 2 a Taxable amount - see instructions 4 from line 2 a Taxable amount - see instructions 4 from line 2 a Taxable amount - see instructions 5 Undistributed in George for 2009 Subtract line 4 a from line 2 from line 6 B Taxable 4 from line 2 from line 6 B Taxable 5 Cappus to satisfy requirements imposed by section 1700(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(a From 2005				
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corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8	be distributed in 2011			-111-111-1-11-11-11-11-11-11-11-11-11-1	125,901.
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Subtract lines 7 and 8 from line 6a	not applied on line 5 or line 7	0.			
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b Excess from 2007 c Excess from 2008 d Excess from 2009 e Excess from 2010	10 Analysis of line 9				
t Excess from 2008 t Excess from 2009 e Excess from 2010	a Excess from 2006				
d Excess from 2009 e Excess from 2010	b Excess from 2007				
e Excess from 2010	c Excess from 2008				
	d Excess from 2009				
	e Excess from 2010			<u> </u>	Form 900 - DE (2010)

	ION, INC.			20-57	08151 Page 10
Part XIV Private Operating F	oundations (see in	structions and Part VI	I-A, question 9)	N/A	· · · · · · · · · · · · · · · · · · ·
1 a If the foundation has received a ruling o	r determination letter that	t it is a private operating			
foundation, and the ruling is effective fo	r 2010, enter the date of t	the ruling	>		
b Check box to indicate whether the found	lation is a private operatii	ng foundation described	ın section	4942(j)(3) or 49	42(J)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Totai
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	-			<u> </u>	
used directly for active conduct of					
exempt activities					
e Qualifying distributions made directly		İ			
for active conduct of exempt activities					
Subtract line 2d from line 2c 3 Complete 3a, b, or c for the			<u>-</u>		
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			<u> </u>		
(4) Gross investment income Part XV Supplementary Info	rmation (Comple	to this part only	if the foundation	a had \$5 000 or me	ro in accote
at any time during t			ii tile loulidatioi	That \$5,000 or file	ne III assets
		mod dodono.,		·-··-·	
1 Information Regarding Foundation	-	than 20/ of the total con	tributions received by th	o foundation hofore the elec	o of any tay
a List any managers of the foundation wh year (but only if they have contributed r			thoutions received by the	e toutidation before the clos	se of any tax
	11010 than \$0,000, (000 t	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
NONE	100/ of th		/or on agually large part	ion of the augustahin of a n	artaerahia er
 b List any managers of the foundation wh — other entity) of which the foundation ha 			(or an equally large port	ion of the ownership of a pa	armership or
NONE	5 2 10 /2 0/ g. 04 10	••			
	inn Cront Cift Loon	Cabalambia ata D			
2 Information Regarding Contribut Check here ▶ ☐ If the foundation of					anta fau friuda - If
the foundation makes gifts, grants, etc				not accept unsolicited requ	
	 			Joinpiete items 2a, b, c, and	
a The name, address, and telephone num	ber of the person to who	m applications should be	e addressed		
SEE STATEMENT 9					
b The form in which applications should l	oe submitted and informa	ation and materials they s	should include		
c Any submission deadlines					
d Any restrictions or limitations on award	s, such as by geographic	al areas, charitable fields	, kinds of institutions, or	other factors	
		-			5 000 DE (0040)

Page 11

Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to Foundation Purpose of grant or Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient a Paid during the year SECTION CORNELL UNIVERSITY N/A 34,000. FOUNDATION DONATIONS 410 THURSTON AVE ITHACA, 501(C)(3) NY 14850-2488 N/A NATIONAL BRAIN TUMOR SECTION 1,500. FOUNDATION DONATIONS SOCIETY 501(C)(3) 124 WATERTOWN ST WATERTOWN, MA 02472 N/A PAINT BRANCH ELEMENTARY SECTION 1,200. FOUNDATION DONATIONS 5101 PIERCE AVENUE 501(C)(3) COLLEGE PARK, MD 20740 36,700. **▶** 3a Total b Approved for future payment NONE 0. Total

023611 12-07-10

FOUNDATION, INC.

nter gross amounts unless otherwise indicated	Unrelate	d business income		section 512, 513, or 514	(8)
_	(a) Business	(b) Amount	Exclu- sion	(d) Amount	Related or exempt function income
1 Program service revenue	code		code		
<u> </u>		<u></u> -			
b			-	-	
<u> </u>	1		- - -	-	
d					
e			 		
g Fees and contracts from government agencies					
Membership dues and assessments					
Interest on savings and temporary cash		·			
investments			14	42,626.	
Dividends and interest from securities	-		14	42,626.	
Net rental income or (loss) from real estate	1				, , , , , , , , , , , , , , , , , , ,
a Debt-financed property				<u>-</u>	***************************************
b Not debt-financed property	_				
is Net rental income or (loss) from personal			-		
property 7 Other investment income	-		14	54.	
Gain or (loss) from sales of assets other		 _			
than inventory	ļ		18	-15,961.	
Net income or (loss) from special events					· · · · · · · · · · · · · · · · · · ·
Gross profit or (loss) from sales of inventory		 			
Other revenue			-		
b	I.				
С	1				
d					
е					
2 Subtotal Add columns (b), (d), and (e)			0.	58,714.	
3 Total. Add line 12, columns (b), (d), and (e)			<u>.</u>	13	58,71
See worksheet in line 13 instructions to verify calculation	ıs)		•	_	
TO THE THE PARTY CANDIDATE OF THE PARTY CANDIDATED	os to the Acc	omplishment of	Exempt Po	urposes	
Part XVI-B Relationship of Activities Line No Explain below how each activity for which	income is reported			importantly to the accomp	olishment of
Part XVI-B Relationship of Activiti	income is reported			importantly to the accomp	plishment of
Part XVI-B Relationship of Activitie Line No Explain below how each activity for which	income is reported			importantly to the accomp	plishment of
Part XVI-B Relationship of Activitie Line No Explain below how each activity for which	income is reported			importantly to the accomp	olishment of
Part XVI-B Relationship of Activitien No Explain below how each activity for which	income is reported			importantly to the accomp	olishment of
Part XVI-B Relationship of Activitien No Explain below how each activity for which	income is reported			importantly to the accomp	olishment of
Part XVI-B Relationship of Activitien. Relationship of Activitien. Explain below how each activity for which	income is reported			importantly to the accomp	olishment of
Part XVI-B Relationship of Activitien. Explain below how each activity for which	income is reported			importantly to the accomp	olishment of
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Part XVI-B Relationship of Activitie Line No Explain below how each activity for which	income is reported			importantly to the accomp	olishment of
Part XVI-B Relationship of Activitie Line No Explain below how each activity for which	income is reported			importantly to the accomp	plishment of
Part XVI-B Relationship of Activitie Line No Explain below how each activity for which	income is reported			importantly to the accomp	plishment of
Part XVI-B Relationship of Activitie Line No Explain below how each activity for which	income is reported			importantly to the accomp	olishment of
Part XVI-B Relationship of Activitie Line No Explain below how each activity for which	income is reported			importantly to the accomp	plishment of
Part XVI-B Relationship of Activitien. Explain below how each activity for which	income is reported			importantly to the accomp	plishment of

20-5708151

Page 13_

1 Dut the codes (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transities from the reporting foundation to a noncharitable exempt organization of (1) Cash (1) Cash (2) Other sastes 1 14(1)	Part XVII	Information Re- Exempt Organ		rs To a	and Transactions	and Relation	ships With Nonch	aritable	9	
the Code (other than section 501 (c)(3) organizations) or in section 527, relating to political organizations? (1) Cash (2) Other assists (3) Exercised the section of section 527, relating to organization (1) Sales of assists to a noncharitable exempt organization (1) Sales of assists to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental or facilities, enginement, or other assets (3) Exercised assets from a noncharitable exempt organization (3) Rental or facilities, anginement, making lists, other assets, or paid employees (4) Reminuscentar arrangements (5) Loans or loan guarantees (5) Loans or loan guarantees (5) Performance of services or membership or fundrationing selectations (6) Performance of services or membership or fundrationing selectations (7) Sales of assets from a noncharitable exempt organization (8) Performance of services or membership or fundrationing selectations (8) Performance of services or membership or fundrationing selectations (8) Performance of services or membership or fundration in the fundration in cereived less than fair market value in any transaction or sharing arrangement, show in column (b) the value of the poods, other assets, or environs sections (6) Amount involved (6) Name of inocharitable exempt organization (7) Amount involved (9) Amount involved (1) There or organization (1) The section of organization (1) Type of organization (2) Description of relationship 11 "Yes"; complete the following schedules and statements, and so this test of my viconidege and benefit in brue, correct, and controlled property, in decision that the property of this controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in the controlled property in	1 Did the or			ne followir	ng with any other organizati	on described in se	ction 501(c) of	<u> </u>	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (1) Cash (1) Cash (1) Cash (1) Sales of assets to a noncharitable exempt organization (1) Sales of assets from a noncharitable exempt organization (1) Sales of assets from a noncharitable exempt organization (1) Sales of assets from a noncharitable exempt organization (1) Sales of assets from a noncharitable exempt organization (1) Sales of assets from a noncharitable exempt organization (1) Sales of assets from a noncharitable exempt organization (1) Sales of assets from a noncharitable exempt organization (1) Sales of assets from a noncharitable exempt organization (1) Sales of assets of sales (1) Sales of sales (1) Sales of sales (1) Sales (Ì		
22 Dither assets										
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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 geven 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	(6) Perfo	ormance of services or me	embership or fundraising	solicitation	ons .			1b(6)		
or services given by the reporting foundation of the foundation received less than fair market value in any transaction or sharing arrangement, show in column (i) the value of the goods, other assets, or services received 3 Une no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements N/A	-		-							<u>X</u>
a) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing amangements 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 52?? Yes X No b If Yes,* complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relationship N/A Sign Linder persistes of pergury, 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, comect, and complete of pergury in declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, comect, and complete operation of gasgare from that experie or flowersy is based on all information of which prepare that any knowledge and belief, it is true, comect, and complete operation of gasgare from the transparent has any knowledge. Paid Preparer Preparer states Preparer	or service	es given by the reporting f	oundation If the foundat	ion receiv	• •				sets,	
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 52?? If Yes, complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relationship N/A Under paralities of perpury, Indicitiant that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, cornect, and complete Declaration of pagagare (other than taxpayer or fluctuary) is based on all information of which prepare has any knowledge Paid Preparer Preparer's name Preparer'					e exempt organization	(d) Decemb	on of transfers, transactions, o	nd channo or	mngama	nte.
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 52?? Wes	(a) Line no	IN VILLOUIT IIIAOIAEG	(e) Name of Hor		o oxompt organization	(u) Descripti	on or uansiers, uansacions, a	nu snanny ar	anyeme	-1143
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		<u> </u>		11/11		-				
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?						-				
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?							···-··································			
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		•	 				 -	•		
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		• • •	<u> </u>							
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?	 -	-								
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		··	- · · - · ·				·			
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		· <u>·</u> ··						_		
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?					•					
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?					•					
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?					•		, ,			
(a) Name of organization (b) Type of organization (c) Description of relationship N/A Under penalties of penury, 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 Value of officer or trustee Print/Type preparer's name DAVID CYPES Print/Type preparer's name DAVID CYPES Prim's name GROSSBERG COMPANY LLP Firm's address GROSSBERG COMPANY LLP Firm's address GROSSBERG COMPANY LLP Firm's address Firm's EIN Phone no 301-571-1900 BETHESDA, MD 20817	ın section	501(c) of the Code (othe	r than section 501(c)(3)			nizations described		Yes	X] No
N/A Under penalties of penury, 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 Vicinity	o ii yes, c				(b) Type of organization	1	(c) Description of relation	nship		
Sign Here Under penalties of penury, 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 Victorial Print/Type preparer's name Preparer's algnature Date Title					(-) .)ps o. o.gamzadon	 	(3) =====inpressi or relatio	р		
Sign Here Address Check If PTIN		21, 11				1				
Sign Here Address Check If PTIN						1				
Sign Here Address Check If PTIN		·-								
Sign Here Address Check If PTIN										
Paid Preparer Use Only Firm's name ► GROSSBERG COMPANY LLP Firm's address ► 6500 ROCK SPRING DRIVE, SUITE 200 BETHESDA, MD 20817 Self- employed Firm's EIN ► Phone no 301-571-1900	Sign and	Signature of officer or tr	arer (other than taxpayer or fig ustee	duciary) is t	pased on all information of which		Vue Plad Title	<u>'anj-</u> t		
Preparer Use Only Firm's name ► GROSSBERG COMPANY LLP Firm's address ► 6500 ROCK SPRING DRIVE, SUITE 200 BETHESDA, MD 20817 Firm's EIN ► Phone no 301-571-1900		1		eparer's	algnature	Date	1 <u>—</u> 1	N		
Use Only Firm's name ► GROSSBERG COMPANY LLP/ Firm's EIN ►			es 🔾	100	receptor	1/20/11	self- employed			
Firm's address ► 6500 ROCK SPRING DRIVE, SUITE 200 Phone no 301-571-1900 BETHESDA, MD 20817	-				/0	,	-			
BETHESDA, MD 20817	Use Only	Firm's name ► GRC	SSBERG COMI	PANY	LLP/					
						E 200	Phone no 301	-571-	190	0
Form 990-PF (2010		<u> </u> BE	ETHESDA, MD	2081	17					

FOUNDATION, INC.		20-370	OISI PAGE I UF 3		
<u> </u>	sses for Tax on Investment Income		MANUAL CONTRACTOR OF THE PROPERTY OF THE PROPE		
- 2-Story brick wateriouse, or common stock, 200 stis livid Co			(c) Date acquired P - Purchase D - Donation (mo , day, yr) (mo , day, yr)		
1a ALPHA NATURAL RESOURCES - 225 SHS			P VARIOUS 05/12/10		
b ALPHA NATURAL RESOURCES - 225 SHS			P VARIOUS 05/12/10		
c AUSTIN TX 6% 11/15/11 - 5,000			P VARIOUS 11/15/10		
d BECKMAN COULTER - 150 SHS			P VARIOUS 01/07/10		
e BECKMAN COULTER - 105 SHS			P VARIOUS 05/14/10		
BECKMAN COULTER - 250 SHS			P VARIOUS 09/13/10		
g BERKSHIRE HATHAWAY - 8 SHS			P VARIOUS 01/22/10		
h BERKSHIRE HATH			P VARIOUS 02/04/10		
CALIFORNIA ST	6.169% 7/1/16		P VARIOUS 07/01/10		
CENOVUS ENERGY	- 625 SHS		P VARIOUS 02/19/10		
k COACH - 625 SH	S	·	P VARIOUS 05/14/10		
CORNING 6.2% 3	/15/16		P VARIOUS 09/01/10		
m FFCB 3.3% 12/7	/16		P VARIOUS 09/07/10		
n FFCB 3.79% 2/1	0/17		P VARIOUS 06/04/10		
_o FHLB 5% 12/3/1	4		P VARIOUS 12/03/10		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(h) Gain or (loss) (e) plus (f) minus (g)			
a 9,297.	(4. 2,	plus expense of sale 10,852.	-1,555·		
0.704		10,427.	-1,333. -633.		
E 000		5,000.	-033:		
10 022		7,664.	2,358.		
6 167		5,364.	1,103.		
f 11,267.		12,774.	-1,507.		
$\frac{11}{9}$ 26,319.		22,766.	3,553.		
24 460		18,497.	5,971.		
$\frac{h}{1}$ 24,468.		2,478.	22.		
15,478.		14,283.	1,195.		
k 25,894.		22,850.	3,044.		
17,793.		15,119.	2,674.		
$\frac{1}{m}$ 25,000.		25,000.	0.		
n 25,000.		25,000.	0.		
25,000.		25,000.	0.		
	g gain in column (h) and owned by t		(I) Losses (from col (h))		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) F M V as of 12/31/69 (j) Adjusted basis (k) Excess of col (i) over col (j), if any			Gains (excess of col (h) gain over col (k), but not less than "-0-")		
a			-1,555.		
<u> </u>			-633.		
C			0.		
d			2,358.		
e			1,103.		
f					
<u> </u>	=		3,553.		
h			5,971.		
ı			22.		
1			1,195.		
<u>k</u>			3,044.		
1			2,674.		
m			0.		
n			0.		
0			0.		
2 Capital gain net income or (net ca	pital loss) { If gain, also enter "-0	in Part I, line 7	2		
3 Net short-term capital gain or (los	ss) as defined in sections 1222(5) an	\			
If gain, also enter in Part I, line 8, If (loss), enter "-0-" in Part I, line 8	column (c)	}	3		

FOUNDATION, INC.		20-570)8121	PAGE 2 OF 3
Part IV Capital Gains and Lo	sses 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 1a FHLB 6% 7/20/17			(b) How acquir P - Purchase D - Donation	red (c) Date acquired (d) Date sold (mo, day, yr)
_{1a} FHLB 6% 7/20/1	7		P	VARIOUS 07/20/10
b FPL - 100 SHS	-		P	VARIOUS 01/07/10
c FRANCO-NEVADA	- 150 SHS	P	VARIOUS 01/08/10	
d GMAC 8.4% 4/15/10				VARIOUS 04/15/10
e GOLDMAN SACHS GROUP - 350 SHS			P P	VARIOUS 01/07/10
f XINHUA CHINA 25 - 270 UNITS			P	VARIOUS 05/11/00
g XINHUA CHINA 25 - 135 UNITS			P	VARIOUS 05/24/10
h XINHUA CHINA 2			P	VARIOUS 05/26/10
RUSSELL 3000 I		0 UNITS	P	VARIOUS 01/07/10
DB AGRICULTURE FUND - 400 UNITS			P	VARIOUS 01/07/10
k DB AGRICULTURE FUND - 560 UNITS			P	VARIOUS 05/19/10
DB AGRICULTURE			P	VARIOUS 05/24/10
m DB AGRICULTURE			P	VARIOUS 06/08/10
n PROCTOR & GAMB			P	VARIOUS 01/07/10
	TR 7.875% 4/1/14			VARIOUS 04/01/10
O RED RIVER IX W		(a) Cook or other hour		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) a) plus (f) minus (g)
a 5,000.		5,000.		0.
b 5,317.		5,010.		307.
<u>c</u> 4,090.		3,591.		499.
d 5,000.		5,000.		0.
e 60,617.		32,353.		28,264.
f 10,414.		11,668.		-1,254.
g 5,152.		5,710.		-558.
h 5,106.		4,717.		389.
66,242.		81,894.		-15,652.
10,665.		10,411.		254.
k 13,255.		14,551.		-1,296.
13,043.		13,744.		-701.
m 13,140.		13,868.		-728.
n 27,455.		22,796.		4,659.
	· · · · · · · · · · · · · · · · · · ·	5,018.		_18.
Complete only for assets showing				Losses (from col (h))
Complete only for assets showing gain in column (h) and owned by the (i) F M V as of 12/31/69 (j) Adjusted basis as of 12/31/69		(k) Excess of col (ı) over col (j), rf any	Gains (exces	ss of col (h) gain over col. (k), it not less than "-0-")
a				0.
<u>b</u>				307.
С	<u> </u>			499.
d				0.
e				28,264.
f				
g				-558.
h				389.
1			· · 	-15,652.
<u></u>				254.
k				-1,296.
1				-701.
m			-	-728.
n				4,659.
0				-18.
2 Capital gain net income or (net ca	apital loss) { If gain, also enter *-0	r in Part I, line 7)-" in Part I, line 7	2	
	ss) as defined in sections 1222(5) an	d (6)		
If gain, also enter in Part I, line 8, If (loss), enter "-0-" in Part I, line 8		} }	3	

FOUNDATION, INC.		20-370	10121 1	PAGE 3 OF 3	
Part IV Capital Gains and Los			1/63/11		
 (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 			P - Purchase D - Donation	(c) Date acquired (d) Date sold (mo, day, yr)	
1a TRANSOCEAN - 200 SHS			P	VARIOUS 05/05/10	
b TRANSOCEAN - 87 SHS			P	VARIOUS 05/12/10	
c TRANSOCEAN - 88 SHS			P	VARIOUS 05/17/10	
d TRAVELERS COMPANIES - 100 SHS			P	VARIOUS 01/07/10	
e TRUSTREET PROPS 7.5% 4/1/15			P	VARIOUS 04/30/10	
			P	VARIOUS 01/06/10	
† UNION PAC RR CO ABS 7.6% 1/2/20			P	VARIOUS 01/05/10	
g VANGUARD ENERGY FUND-ADMIRAL - 1,497.21 UNITS			P		
h VANGUARD FTSE ALL-WORLD EX-US - 1,975 UNITS					
VANGUARD TOTAL STCK MK ETF - 2,735 UNITS VANGUARD TOTAL STCK MK ETF - 2,735 UNITS					
			P	VARIOUS 03/17/10	
	SYSTEM - 325 SH	.5		VARIOUS 01/07/10	
WALMART - 351			P	VARIOUS 05/14/10	
m WALMART - 349	SHS		P	VARIOUS 05/21/10	
n					
0	····	1	l		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		n) Gain or (loss) plus (f) minus (g)	
a 14,451.		13,992.		459.	
b 5,929.		5,121.		808.	
c 6,072.		5,180.	· _ .	892.	
d 4,975.		4,008.		967.	
e 25,938.		25,938.		0.	
f 947.		1,018.		-71.	
g 174,320.		123,415.		50,905.	
h 88,407.		114,917.		-26,510.	
157,982.		200,339.		-42,357.	
160,798.		198,779.		-37,981.	
k 15,307.		12,257.	<u>.</u>	3,050.	
18,444.		17,193.		1,251.	
				2,236.	
n		20,020			
0					
	og gain in column (h) and owned by	the foundation on 12/31/69	(1) L o	sses (from col. (h))	
10 001			Gains (excess of col. (h) gain over col. (k), but not less than "-0-")		
2				459.	
b	• •			808.	
C	-			892.	
d				967.	
<u>u</u>	<u> </u>	 		0.	
†			-	-71.	
0				50,905.	
<u>g</u> h		+		-26,510.	
				$\frac{-20,310.}{-42,357.}$	
<u>'</u>		- +		-37,981.	
<u> </u>				3,050.	
<u> </u>				1,251.	
<u> </u>		 		2,236.	
<u>m</u>		 		2,230.	
<u>n</u>			 		
0	/ If gain, also ente	r in Part I, line 7 γ			
2 Capital gain net income or (net ca	ipital loss) \ If (loss), enter "-(D-* in Part I, line 7 J	2	-15,961.	
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8, if (loss), enter "-0-" in Part I, line 8	column (c)	10 (0)	3	N/A	
in (1033), enter -0- III rait 1, line (<u>′</u>		J	и/ А	

FORM 990-PF INTEREST ON SAVINGS	AND TEM	PORARY CA	ASH I	NVESTMENTS	STATEMENT	1
SOURCE					AMOUNT	
CHEVY CHASE BANK - CHECKING CHEVY CHASE TRUST						17.
TOTAL TO FORM 990-PF, PART I, LIN	E 3, CO	LUMN A		=	42,6	26.
FORM 990-PF DIVIDENDS AND	D INTER	EST FROM	SECU	JRITIES	STATEMENT	2
SOURCE	GROSS	AMOUNT		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT)
CHEVY CHASE TRUST				0.	31,995.	
TOTAL TO FM 990-PF, PART I, LN 4				0.	31,995.	
FORM 990-PF	OTHER I	NCOME			STATEMENT	3
DESCRIPTION		(A) REVENUE PER BOOK	S	(B) NET INVEST- MENT INCOME		
SECURITIES LITIGATION SETTLEMENT			54.	54	•	
TOTAL TO FORM 990-PF, PART I, LIN	E 11		54.	54	•	
FORM 990-PF	OTHER E	XPENSES			STATEMENT	4
EXP	(A) ENSES BOOKS	(B) NET INV	EST- COME	(C) ADJUSTED NET INCOM		
AGENCY FEES ACCOUNTING FEE BANK FEES	13,991. 4,200. 153.		,996 0 76	•	6,9 4,2	
TO FORM 990-PF, PG 1, LN 23	18,344.	7	,072	•	11,2	72.

FORM 990-PF U.S. AND STATE/C	CITY GOV	ERNMENT	OBLIGATIONS	STATEMENT	5
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	Г
FEDERAL NOTES MUNICIPAL BONDS	X	x	65,375. 356,532.	65,69 369,28	
TOTAL U.S. GOVERNMENT OBLIGATIONS		-	65,375.	65,69	99.
TOTAL STATE AND MUNICIPAL GOVERNMEN	356,532.	369,287.			
TOTAL TO FORM 990-PF, PART II, LINE	10A	=	421,907.	434,98	36.
FORM 990-PF COR	RPORATE	STOCK		STATEMENT	6
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	Г
EQUITIES		-	1,391,137.	1,670,41	L4.
TOTAL TO FORM 990-PF, PART II, LINE	10B	- -	1,391,137.	1,670,41	L 4 .
FORM 990-PF COR	RPORATE	BONDS		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	Г
CORPORATE NOTES/CD'S		-	306,608.	337,74	18.
TOTAL TO FORM 990-PF, PART II, LINE	, LINE 10C		306,608.	337,74	18.
FORM 990-PF OTHE	ER_INVES	STMENTS-		STATEMENT	8
DESCRIPTION		JATION THOD	BOOK VALUE	FAIR MARKET VALUE	Г
MUTUAL FUNDS OTHER FIXED INCOME		OST OST	63,332. 80,775.	65,83 87,37	
TOTAL TO FORM 990-PF, PART II, LINE 13					

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT

9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROBIN KAPLAN 4 BRANCHWOOD COURT BALTIMORE, MD 212083301

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

LETTER DESCRIBING NATURE OF ORGANIZATION

ANY SUBMISSION DEADLINES

NONE

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

QUALIFIED SEC. 501(C)(3) ORGANIZATIONS ONLY.