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**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation****2010**Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning , 2010, and ending

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

Name of foundation <b>Adele M. Thomas Charitable Foundation, Inc.</b>		<b>A Employer identification number</b> 31-1704650
Number and street (or P.O. box number if mail is not delivered to street address) 304 Buxton Road		<b>B Telephone number (see the instructions)</b> (703) 533-9566
City or town Falls Church	State ZIP code VA 22046	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>D 1</b> Foreign organizations, check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 4,761,821.	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>D 2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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) (see the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>REVENUE</b>	1 Contributions, gifts, grants, etc., received (att sch)				
	2 <input checked="" type="checkbox"/> If the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	633.	633.		
	4 Dividends and interest from securities	63,700.	63,700.		
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	4,804.			
	b Gross sales price for all assets on line 6a	4,804.			
	7 Capital gain net income (from Part IV, line 2)		4,804.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
12 <b>Total.</b> Add lines 1 through 11	69,137.	69,137.			
<b>ADMINISTRATIVE AND OPERATING EXPENSES</b>	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	0.	0.		0.
	15 Pension plans, employee benefits	0.	0.		0.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) L-16c Stmt	158.	158.		158.
	17 Interest				
	18 Taxes (attach schedule) (see line 18 Stmt)	25.	25.		25.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	995.	995.		995.
23 Other expenses (attach schedule) See Line 23 Stmt	2,343.	2,343.		2,343.	
24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	3,521.	3,521.		3,521.	
25 Contributions, gifts, grants paid	240,525.			240,525.	
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	244,046.	3,521.		244,046.	
27 Subtract line 26 from line 12:					
a <b>Excess of revenue over expenses and disbursements</b>	-174,909.				
b <b>Net investment income</b> (if negative, enter -0-)		65,616.			
c <b>Adjusted net income</b> (if negative, enter -0-)					

5

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	575,177.	387,107.	387,107.
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) L-10b Stmt	1,874,493.	1,874,493.	2,799,210.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) L-13 Stmt	1,456,503.	1,477,393.	1,575,504.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe )			
	16 Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	3,906,173.	3,738,993.	4,761,821.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUNDS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe L-22 Stmt )	2,750.	8,750.	
	23 Total liabilities (add lines 17 through 22)	2,750.	8,750.	
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	3,903,423.	3,730,243.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	3,903,423.	3,730,243.	
	31 Total liabilities and net assets/fund balances (see the instructions)	3,906,173.	3,738,993.	

## 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	3,903,423.
2	Enter amount from Part I, line 27a	2	-174,909.
3	Other increases not included in line 2 (itemize) <u>unexplained difference</u>	3	1,729.
4	Add lines 1, 2, and 3	4	3,730,243.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	3,730,243.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Syncor (class action settlement)		P	12/24/01	06/07/10
b Health South (class action settlement)		P	08/01/02	07/23/10
c Health South (class action settlement)		P	08/01/02	07/23/10
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,008.		0.	2,008.
b 1,327.		0.	1,327.
c 1,469.		0.	1,469.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			2,008.
b			1,327.
c			1,469.
d			
e			

2 Capital gain net income or (net capital loss).	— [ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]	2	4,804.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).			
If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	228,301.	3,787,784.	0.060273
2008	201,737.	4,518,952.	0.044642
2007	234,817.	5,233,126.	0.044871
2006	255,651.	5,012,383.	0.051004
2005	211,681.	5,044,213.	0.041965

2 Total of line 1, column (d)	2	0.242755
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048551
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,293,323.
5 Multiply line 4 by line 3	5	208,445.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	656.
7 Add lines 5 and 6	7	209,101.
8 Enter qualifying distributions from Part XII, line 4	8	244,046.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	656.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	656.
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	656.
6 Credits/Payments:			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	3,457.	
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	3,457.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	2,801.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax 2,801. Refunded	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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.		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.		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) VA – Virginia		
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	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>John V. Thomas</u> Telephone no <u>(703) 533-9566</u> Located at <u>304 Buxton Road, Falls Church, VA</u> ZIP + 4 <u>22046</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
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?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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)	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 2010?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

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?☐ 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**

If 'Yes' to 6b, file Form 8870

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John V. Thomas, 304 Buxton Rd Falls Church VA 22046	Dir, Pres 6.00	0.	0.	0.
Eunice W. Thomas, 304 Buxton Rd Falls Church VA 22046	Dir, VP 3.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
0				
0				
0				
0				

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

None

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

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

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

None

**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
<b>1</b> NONE	
	0.
<b>2</b>	
<b>3</b>	
<b>4</b>	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> NONE	
	0.
<b>2</b>	
All other program-related investments. See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	None

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	4,358,704.
<b>b</b> Average of monthly cash balances	<b>1b</b>	
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	4,358,704.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	4,358,704.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	65,381.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,293,323.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	214,666.

**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.)

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	214,666.
<b>2a</b> Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	656.	
<b>b</b> Income tax for 2010. (This does not include the tax from Part VI)	<b>2b</b>		
<b>c</b> Add lines 2a and 2b		<b>2c</b>	656.
<b>3</b> Distributable amount before adjustments Subtract line 2c from line 1		<b>3</b>	214,010.
<b>4</b> Recoveries of amounts treated as qualifying distributions		<b>4</b>	
<b>5</b> Add lines 3 and 4		<b>5</b>	214,010.
<b>6</b> Deduction from distributable amount (see instructions)		<b>6</b>	
<b>7</b> Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		<b>7</b>	214,010.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1a</b>	244,046.
<b>b</b> Program-related investments — total from Part IX-B	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	244,046.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	656.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	243,390.

**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

BAA

Form 990-PF (2010)

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				214,010.
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only			155,309.	
<b>b</b> Total for prior years: 20__, 20__, 20__				
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005	0.			
<b>b</b> From 2006	0.			
<b>c</b> From 2007	0.			
<b>d</b> From 2008	0.			
<b>e</b> From 2009	0.			
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: \$ 244,046.				
<b>a</b> Applied to 2009, but not more than line 2a			155,309.	
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required — see instructions)				
<b>d</b> Applied to 2010 distributable amount				88,737.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				125,273.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006	0.			
<b>b</b> Excess from 2007	0.			
<b>c</b> Excess from 2008	0.			
<b>d</b> Excess from 2009	0.			
<b>e</b> Excess from 2010	0.			

**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 2010, 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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
<b>b</b> 85% of line 2a				
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:				
<b>a</b> 'Assets' alternative test – enter:				
<b>(1)</b> Value of all assets				
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
<b>c</b> 'Support' alternative test – enter:				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
<b>(3)</b> Largest amount of support from an exempt organization				
<b>(4)</b> Gross investment income				

**Part XV Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see 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) )

NONE

**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

NONE

**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:

John V. Thomas  
304 Buxton Road  
Falls Church

VA 22046

(703) 533-9566

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

NONE

**c** Any submission deadlines:

NONE

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

NONE

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year See Attached Schedule 2010 Contributions			See attached schedule	240,525.
<b>Total</b>			<b>3a</b>	240,525.
<b>b</b> Approved for future payment NONE				0.
<b>Total</b>			<b>3b</b>	0.



<b>Part XVII</b>	<b>Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations</b>
------------------	--

	Yes	No
<b>1</b> 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?		
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:		
<b>(1)</b> Cash	<b>1 a (1)</b>	X
<b>(2)</b> Other assets	<b>1 a (2)</b>	X
<b>b</b> Other transactions:		
<b>(1)</b> Sales of assets to a noncharitable exempt organization	<b>1 b (1)</b>	X
<b>(2)</b> Purchases of assets from a noncharitable exempt organization	<b>1 b (2)</b>	X
<b>(3)</b> Rental of facilities, equipment, or other assets	<b>1 b (3)</b>	X
<b>(4)</b> Reimbursement arrangements	<b>1 b (4)</b>	X
<b>(5)</b> Loans or loan guarantees	<b>1 b (5)</b>	X
<b>(6)</b> Performance of services or membership or fundraising solicitations	<b>1 b (6)</b>	X
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1 c</b>	X

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

[illegible]

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

☐ Yes ☒ No

**b** If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

**Sign  
Here**

John V Thomas  
Signature of officer or trustee

Date 4/18/11

President and Treasurer  
Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name
----------------------------

Preparer's signature

Date \_\_\_\_\_

Check if ☐ if self-employed

Non-Paid Preparer

Firm's EIN ▶

Phone no

**Form 990-PF  
Part I, Line 6a****Net Gain or Loss From Sale of Assets****2009**

Name <b>Adele M. Thomas Charitable Foundation, Inc.</b>	Employer Identification Number <b>31-1704650</b>
--	---

**Asset Information:**

Description of Property: <u>Syncor (class action settlement)</u>	
Date Acquired: <u>12/24/01</u>	How Acquired: <u>Purchased</u>
Date Sold: <u>06/07/10</u>	Name of Buyer: _____
Sales Price: <u>2,008.</u>	Cost or other basis (do not reduce by depreciation) <u>0.</u>
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): <u>2,008.</u> Accumulation Depreciation: _____	

Description of Property: <u>Health South (clas action settlement)</u>	
Date Acquired: <u>08/01/02</u>	How Acquired: <u>Purchased</u>
Date Sold: <u>07/23/10</u>	Name of Buyer: _____
Sales Price: <u>1,327.</u>	Cost or other basis (do not reduce by depreciation) <u>0.</u>
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): <u>1,327.</u> Accumulation Depreciation: _____	

Description of Property: <u>Health South (class action settlement)</u>	
Date Acquired: <u>08/01/02</u>	How Acquired: <u>Purchased</u>
Date Sold: <u>07/23/10</u>	Name of Buyer: _____
Sales Price: <u>1,469.</u>	Cost or other basis (do not reduce by depreciation) <u>0.</u>
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): <u>1,469.</u> Accumulation Depreciation: _____	

Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____ Accumulation Depreciation: _____	

Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____ Accumulation Depreciation: _____	

Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____ Accumulation Depreciation: _____	

Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____ Accumulation Depreciation: _____	

Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____ Accumulation Depreciation: _____	

Form 990-PF, Page 1, Part I, Line 18

**Line 18 Stmt**

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
TREASURER OF VA	25.	25.		25.
IRS				
<b>Total</b>	<b>25.</b>	<b>25.</b>		<b>25.</b>

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
PROSERIES (SOFTWARE)	270.	270.		270.
Assn of Small Found	495.	495.		495.
PHIL INS COS (D&O)	1,578.	1,578.		1,578.
<b>Total</b>	<b>2,343.</b>	<b>2,343.</b>		<b>2,343.</b>

Form 990-PF, Page 1, Part I

**Line 16c - Other Professional Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Merrill Lynch	Statements	158.			
<b>Total</b>		<b>158.</b>			

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
See attached schedule--Merrill Lynch (individual)	709,236.	1,055,999.
E*Trade--See attached schedule	538,334.	715,649.
See attached schedule-Merrill Lynch (ETFs)	626,923.	1,027,562.
<b>Total</b>	<b>1,874,493.</b>	<b>2,799,210.</b>

Form 990-PF, Page 2, Part II, Line 13

**L-13 Stmt**

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
SEE ATTACHED SCHEDULE T.Rowe Price	1,064,472.	1,109,750.
SEE ATTACHED SCHEDULE E*TRADE FINANCIAL	412,921.	465,754.
<b>Total</b>	<b>1,477,393.</b>	<b>1,575,504.</b>



Form 990-PF, Page 2, Part II, Line 22

**Other Liab Stmt**

<b>Line 22 - Other Liabilities:</b>	<b>Beginning Year Book Value</b>	<b>Ending Year Book Value</b>
Outstanding checks	2,750.	8,750.
Total	<u>2,750.</u>	<u>8,750.</u>

**Supporting Statement of:**

Form 990-PF, p1/Line 22(a)

Description	Amount
Value Line	995.
Total	<u>995.</u>

**Supporting Statement of:**

Form 990-PF, p2/Line 2(c)

Description	Amount
Merrill Lynch Cash/Money Mkt acct	339,622.
E*Trade cash balance	47,485.
Total	<u>387,107.</u>

**Supporting Statement of:**

Form 990-PF, p12/Line 3 Column (b)

Description	Amount
Merrill Lynch	611.
E*Trade	22.
Total	<u>633.</u>

**Supporting Statement of:**

Form 990-PF, p12/Line 4 Column (b)

Description	Amount
Merrill Lynch	36,491.
T. Rowe Price	17,178.
E*Trade	10,031.
Total	<u>63,700.</u>

2010 CONTRIBUTIONS AND EXPENSES				12/31/2010									
	CONTRIBUTIONS	EXPENSES	TAXES	TOTAL	GRANT	PURPOSE	STATUS	FOUNDATION					
ALL GOD'S CHILDREN UMC	\$10,000			\$10,000		GENERAL PURPOSES	PUBLIC		PO Box 69, Aulander, NC 27805				
ARENA STAGE	\$300			\$300		GENERAL PURPOSES	PUBLIC		1101 Sixth Street, SW, Washington, DC 20024				
ASSN OF SMALL FOUNDATIONS		\$495		\$495									
BAT CONSERVATION INTERNAT	\$1,000			\$1,000		GENERAL PURPOSES	PUBLIC		PO Box 162603, Austin, TX 78716				
BCC HIGH SCHOOL ED FOUND	\$500			\$500		GENERAL PURPOSES	PUBLIC		PO Box 31209, Bethesda, MD 20824				
BCM SHOULDER TO SHOULDER	\$250			\$250		GENERAL PURPOSES	PUBLIC		3701 Kirby Dr., Suite 600, Houston, TX 77098				
BENEDICTINE SISTERS OF VA	\$250			\$250		BEACON	PUBLIC		9535 Linton Hall Road, Bristow, VA 20136				
BETA GAMMA SIGMA	\$100			\$100		GENERAL PURPOSES	PUBLIC		125 Weldon Parkway, Maryland Heights, MD 63043				
BETA GAMMA SIGMA	\$100			\$100		GENERAL PURPOSES	PUBLIC		"				
BETHANY HOUSE OF N VA	\$250			\$250		GENERAL PURPOSES	PUBLIC		6121 Lincolnia Rd., Alexandria, VA 22312				
BOSTON BARAQUE	\$250			\$250		GENERAL PURPOSES	PUBLIC		66 Leonard St., Belmont, MA 02478				
BROWN UNIVERSITY	\$250			\$250		PEMBROKE CENTER ASSOC	PUBLIC		Box 1908, Providence, RI 02912				
BROWN UNIVERSITY	\$2,500			\$2,500		GENERAL PURPOSES	PUBLIC		"				
CHAUTAUQUA FUND	\$3,000			\$3,000		GENERAL PURPOSES	PUBLIC		PO Box 28, Chautauqua, NY 12722				
COLONIAL WILLIAMSBURG FOU	\$250			\$250		GENERAL PURPOSES	PUBLIC		PO Box 1776, Williamsburg, VA 23178				
CORNWALL CEMETARY ASSN	\$250			\$250		GENERAL PURPOSES	PUBLIC		PO Box 67, Cornwall, CT 06753				
DEEP SPRINGS COLLEGE	\$52,492			\$52,492		ENDOWMENT	PUBLIC		HC72 Box 45001, Dyer, NV 89010				
DEEP SPRINGS COLLEGE	\$15,000			\$15,000		GENERAL PURPOSES	PUBLIC		"				
DEEP SPRINGS COLLEGE	\$3,000			\$3,000		CAPITAL PROJECTS	PUBLIC		"				
DEEP SPRINGS COLLEGE	\$7,500			\$7,500		ENDOWMENT	PUBLIC		"				
DICKINSON COLLEGE	\$2,500			\$2,500		GENERAL PURPOSES	PUBLIC		PO Box 177, Carlisle, PA 17013				
EXOTIC FELINE RESCUE CENTE	\$250			\$250		GENERAL PURPOSES	PUBLIC		2221 E. Ashboro Rd., Center Point, IN 47840				
FCPC	\$1,000			\$1,000		HAITI RELIEF	PUBLIC		225 E. Broad St., Falls Church, VA 22046				
FCPC	\$15,000			\$15,000		GENERAL PURPOSES	PUBLIC		"				
FCPC	\$2,850			\$2,850		EASTER MUSIC	PUBLIC		"				
FCPC	\$500			\$500		GENERAL PURPOSES	PUBLIC		"				
FCPC	\$1,000			\$1,000		PAKISTAN RELIEF	PUBLIC		"				
FCPC	\$250			\$250		PASTORS DISCRETIONARY F	PUBLIC		"				
FONZ	\$250			\$250		GENERAL PURPOSES	PUBLIC		PO Box 37012, MRC 5512, Washington, DC 20013				
FRIENDS OF ANIMALS FOUNDAT	\$250			\$250		GENERAL PURPOSES	PUBLIC		PO Box 34-1230, Los Angeles, CA 90034				
FRIENDS OF THE BLUE RIDGE P	\$250			\$250		GENERAL PURPOSES	PUBLIC		PO Box 341, Arden, NC 28704				
GREENBRIER LEARNING CENTE	\$250			\$250		GENERAL PURPOSES	PUBLIC		5401 7th Street S, Arlington, VA 22204				
HIRSHORN MUSEUM	\$1,000			\$1,000		GENERAL PURPOSES	PUBLIC		PO Box 37012, MRC 358, Washington, DC 20013				
HOUSE OF RUTH	\$250			\$250		GENERAL PURPOSES	PUBLIC		5 Thomas Circle, NW, Washington, DC 20005				
INTER-FAITH COUNCIL FOR SOC	\$5,000			\$5,000		GENERAL PURPOSES	PUBLIC		110 W. Main St., Carboro, NC 27510				
INTL ASSN OF WOMEN JUDGES	\$250			\$250		GENERAL PURPOSES	PUBLIC		1850 M Street, NW, Suite 350, Washington, DC 20036				
INT'L ASSN OF WOMEN JUDGES	\$250			\$250		GENERAL PURPOSES	PUBLIC		"				
INT'L CRANE FOUNDATION	\$1,000			\$1,000		GENERAL PURPOSES	PUBLIC		PO Box 447, Baraboo, WI 53913				
INTUIT (PROSERIES)		\$34		\$34									
INTUIT (PROSERIES)		\$236		\$236									
IU FOUNDATION	\$300			\$300		GENERAL PURPOSES	PUBLIC		950 N. Meridian St., Indianapolis, IN 46204				
KENNEDY CENTER	\$6,000			\$6,000		GENERAL PURPOSES	PUBLIC		2700 F St., NW, Washington, DC 20005				
KKG FOUNDATION	\$1,000			\$1,000		GENERAL PURPOSES	PUBLIC		PO Box 38, Columbus, OH 43216				
LCNV	\$10,363			\$10,363		GENERAL PURPOSES	PUBLIC		2855 Annandale Rd., Falls Church, VA 22042				
LIBRARY OF CONGRESS	\$10,300			\$10,300		CONCERT COSTS	GOVERNMENT		101 Independence Ave, SW, Washington, DC 20540				
MARY RILEY STYLES PUB LIB FC	\$250			\$250		GENERAL PURPOSES	PUBLIC		213 W. Columbia St., Falls Church, VA 22046				
MERRILL LYNCH		\$158		\$158									
METROPOLITAN OPERA GUILD	\$250			\$250		GENERAL PURPOSES	PUBLIC		1000 Fifth Ave., New York, NY 10028				





ADELE M THOMAS CHARITABLE



## Fiscal Statement

### CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
234,003	CASH		1,172.53	1,172.53			234.00
104,446	ISA FIA CARD SRVCS NA		234,003.00	234,003.00			104.45
	STATE BANK OF INDIA ISA		104,446.00	104,446.00			
	Total Cash and Money Funds		339,621.53	339,621.53			338.45

### CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
Equities						
1,000	AT& T INC	11/27/06	33,135.00	29,380.00	(3,755.00)	1,720.00
2,000	AT& T INC	11/27/06	66,290.00	58,760.00	(7,530.00)	3,440.00
1,500	BED BATH & BEYOND INC	10/01/04	57,855.00	73,725.00	15,870.00	
800	BED BATH & BEYOND INC	10/01/04	30,856.00	39,320.00	8,464.00	
200	BED BATH & BEYOND INC	10/01/04	7,714.00	9,830.00	2,116.00	
3,600	INTEL CORP	08/30/88	3,333.16	75,708.00	72,374.84	2,268.00
3,200	INTEL CORP	09/20/99	90,150.00	67,296.00	(22,854.00)	2,016.00
200	INTUIT INC COM	05/30/06	5,442.50	9,860.00	4,417.50	
200	INTUIT INC COM	05/30/06	5,442.50	9,860.00	4,417.50	

PLEASE SEE REVERSE SIDE

Statement Period  
Year Ending 12/31/10  
Account No.  
72A-07C54

Page  
5 of 16

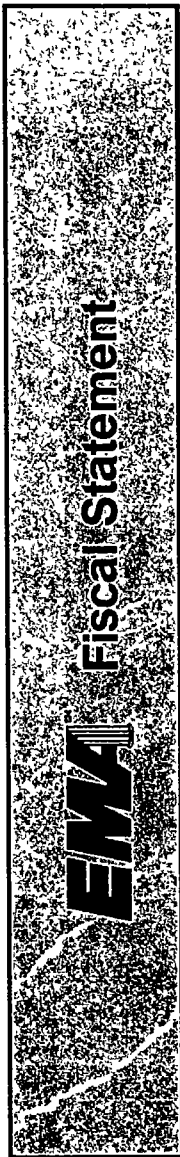
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**Merrill Lynch**

ADELE M THOMAS CHARITABLE



# CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
<b>Equities</b>						
200	INTUIT INC COM	05/30/06	5,442.50	9,860.00	4,417.50	
200	INTUIT INC COM	05/30/06	5,442.50	9,860.00	4,417.50	
200	INTUIT INC COM	05/30/06	5,442.50	9,860.00	4,417.50	
200	INTUIT INC COM	05/30/06	5,442.50	9,860.00	4,417.50	
1,000	INTUIT INC COM	05/30/06	27,212.50	49,300.00	22,087.50	
200	INTUIT INC COM	05/30/06	5,442.50	9,860.00	4,417.50	
1,000	INTUIT INC COM	05/30/06	27,217.50	49,300.00	22,082.50	
400	INTUIT INC COM	05/30/06	10,889.00	19,720.00	8,831.00	
200	INTUIT INC COM	05/30/06	5,444.50	9,860.00	4,415.50	
2,000	JOHNSON AND JOHNSON COM	01/17/94	22,262.54	123,700.00	101,437.46	4,320.00
1,900	JOHNSON AND JOHNSON COM	09/20/99	80,839.07	117,515.00	36,675.93	4,104.00
1,400	MEDTRONIC INC COM	01/19/87	1,796.00	51,926.00	50,130.00	1,260.00
3,100	MEDTRONIC INC COM	09/20/99	108,596.88	114,979.00	6,382.12	2,790.00
900	STRYKER CORP	08/16/05	48,769.20	48,330.00	(439.20)	649.00
900	STRYKER CORP	08/16/05	48,778.20	48,330.00	(448.20)	649.00
<b>Total Equities</b>			<b>709,236.05</b>	<b>1,055,999.00</b>	<b>346,762.95</b>	<b>23,216.00</b>

PLEASE SEE REVERSE SIDE

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Statement Period Year Ending 12/31/10  
Account No. 72A-07C54

X 04195084

00-17-6060B (R02-10)





ADELE M THOMAS CHARITABLE

# EMA Fiscal Statement

## CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
Mutual Funds/Closed End Funds/UIT						
10,800	POWERSHARES QQQ TR UNITS SER 1	02/22/02	284,785.41	588,168.00	303,382.59	3,888.00
3,800	SPDR DOW JONES INDUST AV ETF TRUST	06/13/02	342,138.00	439,394.00	97,256.00	9,569.00
Total Mutual Funds/Closed End Funds/UIT			626,923.41	1,027,562.00	400,638.59	13,457.00

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Page 7 of 16  
Statement Period  
Year Ending 12/31/10  
Account No.  
72A-07C54





Account Number: 5566-8970

Statement Period : December 1, 2010 - December 31, 2010

Account Type: BUSINESS

## ACCOUNT HOLDINGS

### CASH & CASH EQUIVALENTS (3.85% of Holdings)

DESCRIPTION	OPENING BALANCE	CLOSING BALANCE	PORTFOLIO (%)	AVG BALANCE
Extended Insurance Sweep Deposit Account				
E*TRADE Bank	47,093.43	47,311.75		47,180.75
Extended Insurance Sweep Deposit Account Total	47,093.43	47,311.75	3.85	47,180.75
The Extended Insurance Sweep Deposit Account (ESDA) program is comprised of deposit accounts with E*TRADE Bank and up to four other depository institutions. The ESDA account at each bank is FDIC-insured up to \$250,000.00 but is not covered by SIPC.				
<b>TOTAL CASH &amp; CASH EQUIVALENTS</b>	<b>\$47,093.43</b>	<b>\$47,311.75</b>	<b>3.85%</b>	

### TOTAL CASH & CASH EQUIVALENTS YTD INTEREST (SWEEP ONLY)

\$14.12

### TOTAL CASH & CASH EQUIVALENTS YTD INTEREST (CREDIT INTEREST ONLY)

\$7.73

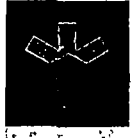
### STOCKS, OPTIONS & EXCHANGE-TRADED FUNDS (58.24% of Holdings)

DESCRIPTION	SYMBOL/ CUSIP	ACCT TYPE	QUANTITY	PRICE	TOTAL MKT VALUE	PORTFOLIO (%)	EST ANNUAL INCOME	EST ANNUAL YIELD (%)
ORACLE CORP	ORCL	Margin	5,000	31.3000	156,500.00	12.74	1,900.00	0.84%
POWERSHARES QQQ TRUST	QQQQ	Margin	1,600	54.4600	87,136.00	7.09	578.00	0.66%
SERIES 1								
SPDR DOW JONES IND AVERAGE	DIA	Margin	500	115.6300	59,378.00	5.85	1,511.00	2.18%
ETF TR UNIT SER 1								
SPDR S&P 500 ETF TR DEPOSITARY RECEIPT	SPY	Margin	2,100	125.7500	264,075.00	21.49	4,761.00	1.80%
VARIAN MEDICAL SYSTEMS INC	VAR	Margin	2,000	69.2800	138,560.00	11.28		
<b>TOTAL STOCKS, OPTIONS &amp; ETF</b>					<b>\$715,649.00</b>	<b>58.24%</b>	<b>\$7,850.00</b>	<b>1.10%</b>

### MUTUAL FUNDS (37.91% of Holdings)

DESCRIPTION	SYMBOL/ CUSIP	ACCT TYPE	QUANTITY	PRICE	TOTAL MKT VALUE	PORTFOLIO (%)	EST ANNUAL INCOME
* ROYCE FUND-PENNSYLVANIA MUTUAL FUND INVESTMENT CL	PENNX	Margin	24,255.327	11.5500	282,574.56	23.00	1,310.00





Account Number: 5566-8970

Statement Period : December 1, 2010 - December 31, 2010

Account Type: BUSINESS

MUTUAL FUNDS (Continued)

DESCRIPTION	SYMBOL/ CUSIP	ACCT TYPE	QUANTITY	PRICE	TOTAL MKT VALUE	PORTFOLIO %	EST. ANNUAL INCOME
**T ROWE PRICE INTL FUNDS INC	PRITX	Cash	12,872.737	14.2300	183,179.05	14.91	1,931.00
INTERNATIONAL STOCK FUND							
TOTAL MUTUAL FUNDS					\$465,753.61	37.91%	\$3,241.00
TOTAL PRICED PORTFOLIO HOLDINGS (ON 12/31/10)					\$1,228,887.67		
TOTAL ESTIMATED ACCOUNT HOLDINGS ANNUAL INCOME					\$11,091.00		

TRANSACTION HISTORY

DIVIDENDS & INTEREST ACTIVITY

DATE	TRANSACTION TYPE	DESCRIPTION	SYMBOL/ CUSIP	AMOUNT DEBITED	AMOUNT CREDITED
12/13/10	Dividend	PROVCE FUND-PENNSYLVANIA MUTUAL FUND INVESTMENT CL RECORD 12/09/10 PAY 12/09/10 DIVIDEND RATE \$ 0.053	PENN		1,288.81
12/13/10	Dividend	SPDR DOW JONES INDL AVERAGE ETF TR UNIT SER 1 CASH DIV ON 600 SHS REC 11/23/10 PAY 12/13/10 NON-QUALIFIED DIVIDEND	DIA		216.39
12/20/10	Dividend	**T ROWE PRICE INTL FUNDS INC INTERNATIONAL STOCK FUND RECORD 12/15/10 PAY 12/17/10 DIVIDEND RATE \$ 0.050	PRITX		1,904.95
12/20/10	Dividend	**T ROWE PRICE INTL FUNDS INC INTERNATIONAL STOCK FUND S/T CAPITAL GAIN RECORD 12/15/10 PAY 12/17/10 S/T CAP RATE \$ 0.040	PRITX		507.99
12/27/10	Interest	EXTND INS SWEEP ACCTFD(C-INS)			1.93
12/31/10	Dividend	POWERSHARES OQQ TRUST SERIES 1 CASH DIV ON 1600 SHS REC 12/21/10 PAY 12/31/10	OQQQ		173.31

**Mutual Fund Statement**

If you have questions, please visit [troweprice.com](http://troweprice.com) or call  
 T. Rowe Price Mutual Funds at 1-800-225-5132.

Investor Number 25674930

**Mutual Fund Portfolio Value: \$1,109,749.98**

Looking for an easy way to automatically maximize your IRA contributions each year? Sign up today for our IRA AutoMax online service to begin funding your IRA for 2011 Visit [troweprice.com/automax](http://troweprice.com/automax)

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Adele M Thomas Charitable  
 Foundation Inc  
 C/O John V Thomas  
 304 Buxton Rd  
 Falls Church VA 22046-3618

**Activity Summary**

	This Quarter	Year-to-Date <sup>1</sup>
<b>Beginning Value</b>	<b>\$1,009,836.74</b>	<b>\$967,859.87</b>
Additions	0 00	0 00
Deductions	0.00	0.00
Income	7,310.28	16,867.49
Market Fluctuation <sup>2</sup>	92,602.96	125,022.62
<b>Ending Value</b>	<b>\$1,109,749.98</b>	<b>\$1,109,749.98</b>
<b>Net Change</b>	<b>\$99,913.24</b>	<b>\$141,890.11</b>

**Income Summary**

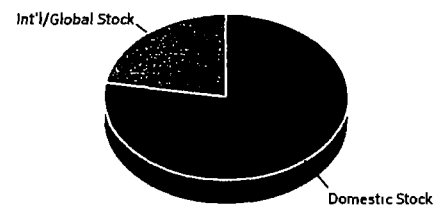
	This Quarter	Year-to-Date <sup>1</sup>
<b>Taxable</b>	<b>\$7,310.28</b>	<b>\$16,867.49</b>

<sup>1</sup> Year-to-date income may include closed accounts no longer shown on this statement.

<sup>2</sup> The term "Market Fluctuation" reflects any increase or decrease in fund share prices since your last statement. It does not reflect a fund's payment of dividends and interest or any reinvestment of dividends and interest into your account. If all of your holdings are money market funds, there should be no change in account value or principal due to market fluctuation. For other terms, please see "About Your Account and Statement."

**Portfolio Overview**

	9/30/10 Value	12/31/10 Value	Change in Value	% of Assets
<b>Nonretirement</b>				
<i>T. Rowe Price Mutual Funds</i>				
Equity Index 500	\$779,590.01	\$862,830.44	\$83,240.43	77.8%
International Stock	230,246.73	246,919.54	16,672.81	22.2
<b>Total Market Value</b>	<b>\$1,009,836.74</b>	<b>\$1,109,749.98</b>	<b>\$99,913.24</b>	<b>100.0%</b>

**Asset Allocation**
**100.0% Stock Funds** **\$1,109,749.98**

■ 77.7% Domestic	862,830.44
■ 22.3% International/Global	246,919.54