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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

THE JAMES & THEODORE PEDAS FAMILY  
FOUNDATION, INC.  
4018 BRANDYWINE STREET, N.W.  
WASHINGTON, DC 20016

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

I Fair market value of all assets at end of year **J** Accounting method.  Cash  Accrual  
(from Part II, column (c), line 16)  Other (specify) \_\_\_\_\_

► \$ 5,347,479. (Part I, column (d) must be on cash basis)

A Employer identification number

91-1979866

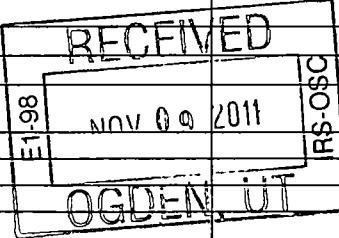
B Telephone number (see the instructions)

202.237.9100

C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► 

**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) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| R E V E N U E  | 1 Contributions, gifts, grants, etc, received (att sch)  | 200,000.                           |                           |                         |   |
|  | 2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B  |                                    |                           |                         |   |
|  | 3 Interest on savings and temporary cash investments   |                                    | 2.                        |                         |   |
|  | 4 Dividends and interest from securities   |                                    | 89,034.                   |                         |   |
|  | 5a Gross rents   |                                    |                           |                         |   |
|  | b Net rental income or (loss)  |                                    |                           |                         |   |
|  | 6a Net gain/(loss) from sale of assets not on line 10  | -12,734.                           |                           |                         |   |
|  | b Gross sales price for all assets on line 6a  | 131,015.                           |                           |                         |   |
|  | 7 Capital gain net income (from Part IV, line 2)   |                                    | 0.                        |                         |   |
|  | 8 Net short-term capital gain  |                                    |                           |                         |   |
|  | 9 Income modifications   |                                    |                           |                         |   |
| A D M I N I S T R A T I V E<br>O P E R A T I N G<br>A N D<br>E X P E N S E S | 10a Gross sales less returns and allowances  |                                    |                           |                         |   |
|  | b Less Cost of goods sold  |                                    |                           |                         |   |
|  | c Gross profit/(loss) (att sch)  |                                    |                           |                         |   |
|  | 11 Other income (attach schedule)  |                                    | -3,590.                   |                         |   |
|  | 12 Total. Add lines 1 through 11   | 187,266.                           | 85,446.                   | 0.                      |   |
|  | 13 Compensation of officers, directors, trustees, etc  | 0.                                 |                           |                         |   |
|  | 14 Other employee salaries and wages   |                                    |                           |                         |   |
|  | 15 Pension plans, employee benefits  |                                    |                           |                         |   |
|  | 16a Legal fees (attach schedule)   |                                    |                           |                         |   |
|  | b Accounting fees (attach sch) See St 1  | 1,950.                             | 1,950.                    |                         |   |
|  | c Other prof fees (attach sch)   |                                    |                           |                         |   |
|  | 17 Interest  |                                    |                           |                         |   |
|  | 18 Taxes (attach schedule X see instr)   |                                    |                           |                         |   |
|  | 19 Depreciation (attach sch) and depletion   |                                    |                           |                         |   |
|  | 20 Occupancy   |                                    |                           |                         |   |
|  | 21 Travel, conferences, and meetings   |                                    |                           |                         |   |
|  | 22 Printing and publications   |                                    |                           |                         |   |
|  | 23 Other expenses (attach schedule) See Statement 2  | 8,218.                             | 8,218.                    |                         |   |
|  | 24 Total operating and administrative expenses. Add lines 13 through 23  | 10,168.                            | 10,168.                   |                         |   |
|  | 25 Contributions, gifts, grants paid Part XV   | 324,900.                           |                           |                         | 324,900.  |
|  | 26 Total expenses and disbursements. Add lines 24 and 25   | 335,068.                           | 10,168.                   | 0.                      | 324,900.  |
|  | 27 Subtract line 26 from line 12:<br>a Excess of revenue over expenses and disbursements<br>b Net investment income (if negative, enter -0-)<br>c Adjusted net income (if negative, enter -0-) | -147,802.                          | 75,278.                   | 0.                      |   |



| Part II Balance Sheets |     | Attached schedules and amounts in the description column should be for end-of-year amounts only<br>(See instructions.)        | Beginning of year | End of year    |                       |
|------------------------|-----|---|-------------------|----------------|-----------------------|
|                        |     |   | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| A S S E T S            | 1   | Cash – non-interest-bearing   | 140,117.          | 20,489.        | 20,489.               |
|                        | 2   | Savings and temporary cash investments  |                   |                |                       |
|                        | 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)   | 3,276,461.        | 3,248,287.     | 5,326,990.            |
|                        | c   | Investments – corporate bonds (attach schedule)   |                   |                |                       |
|                        | 11  | Investments – land, buildings, and equipment basis  |                   |                |                       |
|                        |     | Less accumulated depreciation (attach schedule) ►   |                   |                |                       |
|                        | 12  | Investments – mortgage loans  |                   |                |                       |
|                        | 13  | Investments – other (attach schedule)   |                   |                |                       |
|                        | 14  | Land, buildings, and equipment basis  |                   |                |                       |
|                        |     | Less, accumulated depreciation (attach schedule) ►  |                   |                |                       |
|                        | 15  | Other assets (describe ►)   |                   |                |                       |
|                        | 16  | Total assets (to be completed by all filers – see instructions Also, see page 1, item I)                                      | 3,416,578.        | 3,268,776.     | 5,347,479.            |
| L I A B I L I T I E S  | 17  | Accounts payable and accrued expenses   |                   |                |                       |
|                        | 18  | Grants payable  |                   |                |                       |
|                        | 19  | Deferred revenue  |                   |                |                       |
|                        | 20  | Loans from officers, directors, trustees, & other disqualified persons  |                   |                |                       |
|                        | 21  | Mortgages and other notes payable (attach schedule)   |                   |                |                       |
|                        | 22  | Other liabilities (describe ►)  |                   |                |                       |
|                        | 23  | Total liabilities (add lines 17 through 22)   | 0.                | 0.             |                       |
|                        |     | 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  |                   |                |                       |
|                        | 28  | Paid-in or capital surplus, or land, building, and equipment fund   |                   |                |                       |
|                        | 29  | Retained earnings, accumulated income, endowment, or other funds  | 3,416,578.        | 3,268,776.     |                       |
|                        | 30  | Total net assets or fund balances (see the instructions)  | 3,416,578.        | 3,268,776.     |                       |
|                        | 31  | Total liabilities and net assets/fund balances (see the instructions)   | 3,416,578.        | 3,268,776.     |                       |

## 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 | 3,416,578. |
| 2 | Enter amount from Part I, line 27a   | 2 | -147,802.  |
| 3 | Other increases not included in line 2 (itemize) ►   | 3 |            |
| 4 | Add lines 1, 2, and 3  | 4 | 3,268,776. |
| 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 | 3,268,776. |

**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<br>P — Purchase<br>D — Donation  | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|--|---|---|---|---|-------------------------------------|
| 1 a  |   |   |   |   |                                     |
| b  |   |   |   |   |                                     |
| c  |   |   |   |   |                                     |
| d  |   |   |   |   |                                     |
| e  |   |   |   |   |                                     |
| (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable)  | (g) Cost or other basis<br>plus expense of sale     | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |   |                                     |
| a  |   |   |   |   |                                     |
| b  |   |   |   |   |                                     |
| c  |   |   |   |   |                                     |
| d  |   |   |   |   |                                     |
| e  |   |   |   |   |                                     |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  |   |   |   |   |                                     |
| (i) Fair Market Value<br>as of 12/31/69  | (j) Adjusted basis<br>as of 12/31/69  | (k) Excess of column (i)<br>over column (j), if any | (l) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |   |                                     |
| a  |   |   |   |   |                                     |
| b  |   |   |   |   |                                     |
| c  |   |   |   |   |                                     |
| d  |   |   |   |   |                                     |
| e  |   |   |   |   |                                     |
| 2 Capital gain net income or (net capital loss)  | [ If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 ]                                 |   | 2   | -12,733.                                |                                     |
| 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)<br>Base period years<br>Calendar year (or tax year<br>beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of<br>noncharitable-use assets | (d)<br>Distribution ratio<br>(column (b) divided by column (c)) |
|---|--|---|---|
| 2009  | 222,394.                                 | 5,311,920.                                      | 0.041867  |
| 2008  | 283,231.                                 | 5,100,643.                                      | 0.055528  |
| 2007  | 57,200.                                  | 5,661,354.                                      | 0.010104  |
| 2006  | 16,155.                                  | 4,061,867.                                      | 0.003977  |
| 2005  | 31,988.                                  | 1,146,927.                                      | 0.027890  |

2 Total of line 1, column (d) 2 0.139366

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 0.027873

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 4

5 Multiply line 4 by line 3 5

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 753.

7 Add lines 5 and 6 7 753.

8 Enter qualifying distributions from Part XII, line 4 8 324,900.

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 | 1 753.     |
| 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  | 3 753.     |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)  | 4 0.       |
| 5 <b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-  | 5 753.     |
| 6 Credits/Payments   |            |
| a 2010 estimated tax pmts and 2009 overpayment credited to 2010  | 6a 10,296. |
| 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 10,296.  |
| 8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" 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 0.       |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid   | 10 9,543.  |
| 11 Enter the amount of line 10 to be Credited to 2011 estimated tax ► 9,543. Refunded  | 11 0.      |

**Part VII-A: Statements Regarding Activities**

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?

|    | Yes | No |
|----|-----|----|
| 1a | X   |    |

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

|    |   |  |
|----|---|--|
|    |   |  |
| 1b | 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?

|    |   |  |
|----|---|--|
|    |   |  |
| 1c | X |  |

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

|                               |                                    |  |
|-------------------------------|------------------------------------|--|
|                               |                                    |  |
| (1) On the foundation ► \$ 0. | (2) On foundation managers ► \$ 0. |  |

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If 'Yes,' attach a detailed description of the activities.

|   |   |  |
|---|---|--|
|   |   |  |
| 2 | X |  |

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

|   |   |  |
|---|---|--|
|   |   |  |
| 3 | X |  |

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

|    |   |  |
|----|---|--|
|    |   |  |
| 4a | X |  |

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

|    |     |  |
|----|-----|--|
|    |     |  |
| 4b | N/A |  |

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

|   |   |  |
|---|---|--|
|   |   |  |
| 5 | X |  |

If 'Yes,' attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

|   |   |  |
|---|---|--|
|   |   |  |
| 6 | X |  |

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

|   |   |  |
|---|---|--|
|   |   |  |
| 7 | X |  |

8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ►

|    |     |  |
|----|-----|--|
|    |     |  |
| 8a | N/A |  |

b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation

|    |   |  |
|----|---|--|
|    |   |  |
| 8b | X |  |

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

|   |   |  |
|---|---|--|
|   |   |  |
| 9 | X |  |

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.

|    |   |  |
|----|---|--|
|    |   |  |
| 10 | X |  |

**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   | 13  | X           |
| 14 | The books are in care of ► <u>TAXPAYER</u> Located at ► <u>SAME ADDRESS</u>   | Telephone no ► <u>202.237.9100</u><br>ZIP + 4 ► | N/A         |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year   | ► 15  | N/A         |
| 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? See the instructions for exceptions and filing requirements for Form TD F 90-221. If 'Yes,' enter the name of the foreign country ► | 16  | Yes No<br>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 <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►   | 1b                           | N/A                                    |
| c   | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If 'Yes,' list the years ► <u>20__ , 20__ , 20__ , 20__</u> .  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 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                           | N/A                                    |
| c   | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► <u>20__ , 20__ , 20__ , 20__</u>  | 3b                           | N/A                                    |
| 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) | 4a                           | X                                      |
| 4a  | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  | 4b                           | 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?  |                              |  |

**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 Yes  No

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

 Yes  No

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

 Yes  No

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

 Yes  No

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

 Yes  No

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

 Yes  No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?**5b** N/AOrganizations relying on a current notice regarding disaster assistance check here ► **c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A  Yes  No

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

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

If 'Yes' to 6b, file Form 8870

**6b** 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 |
|--|--|---|---|---------------------------------------|
| JAMES PEDAS<br>3023 NORMANSTONE TERR., N.W.<br>WASHINGTON, DC 20008    | President<br>0   | 0.  | 0.  | 0.                                    |
| THEODORE PEDAS<br>3023 NORMANSTONE TERR., N.W.<br>WASHINGTON, DC 20008 | Vice Preside<br>0  | 0.  | 0.  | 0.                                    |
| -----  | -----  | -----                                     | -----   | -----                                 |
| -----  | -----  | -----                                     | -----   | -----                                 |
| -----  | -----  | -----                                     | -----   | -----                                 |
| -----  | -----  | -----                                     | -----   | -----                                 |

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

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

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

►

0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| None  |                     |                  |
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**Total number of others receiving over \$50,000 for professional services.**

0

## **Part IX-A Summary of Direct Charitable Activities**

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

## Expenses

|   |            |
|---|------------|
| 1 | <u>N/A</u> |
| 2 |            |
| 3 |            |
| 4 |            |

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

**Amount**

|   |     |  |
|---|-----|--|
| 1 | N/A |  |
| 2 |     |  |

All other program-related investments See instructions

**3** \_\_\_\_\_  
\_\_\_\_\_

**Total.** Add lines 1 through 3 ► 0 .

---

**Total.** Add lines 1 through 3

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**Form 990-PF (2010)**

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

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

|    |    |
|----|----|
| 1a |    |
| 1b |    |
| 1c |    |
| 1d | 0. |
| 1e |    |
| 2  |    |
| 3  |    |
| 4  |    |
| 5  | 0. |
| 6  | 0. |

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

- 1 Minimum investment return from Part X, line 6
- 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)
- c Add lines 2a and 2b
- 3 Distributable amount before adjustments Subtract line 2c from line 1
- 4 Recoveries of amounts treated as qualifying distributions
- 5 Add lines 3 and 4
- 6 Deduction from distributable amount (see instructions)
- 7 Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1

|    |       |
|----|-------|
| 1  |       |
| 2a | 753.  |
| 2b |       |
| 2c | 753.  |
| 3  | -753. |
| 4  |       |
| 5  | -753. |
| 6  |       |
| 7  | 0.    |

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

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

|    |          |
|----|----------|
| 1a | 324,900. |
| 1b |          |
| 2  |          |
| 3a |          |
| 3b |          |
| 4  | 324,900. |
| 5  | 753.     |
| 6  | 324,147. |

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

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

|  | (a)<br>Corpus | (b)<br>Years prior to 2009 | (c)<br>2009 | (d)<br>2010 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2010 from Part XI, line 7   |               |                            |             | 0.          |
| 2 Undistributed income, if any, as of the end of 2010:   |               |                            | 0.          |             |
| a Enter amount for 2009 only   |               |                            | 0.          |             |
| b Total for prior years: 20____, 20____, 20____  |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2010  |               |                            |             |             |
| a From 2005  |               |                            |             |             |
| b From 2006  | 2,518.        |                            |             |             |
| c From 2007  |               |                            |             |             |
| d From 2008  | 29,623.       |                            |             |             |
| e From 2009  | 223,150.      |                            |             |             |
| f Total of lines 3a through e  | 255,291.      |                            |             |             |
| 4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 324,900.   |               |                            | 0.          |             |
| a Applied to 2009, but not more than line 2a   |               |                            | 0.          |             |
| b Applied to undistributed income of prior years (Election required - see instructions)  |               | 0.                         |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)  | 0.            |                            |             |             |
| d Applied to 2010 distributable amount   |               |                            | 0.          |             |
| e Remaining amount distributed out of corpus   | 324,900.      |                            |             |             |
| 5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))   | 0.            |                            |             | 0.          |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5  | 580,191.      |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b  |               | 0.                         |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| d Subtract line 6c from line 6b Taxable amount - see instructions  |               | 0.                         |             |             |
| e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see instructions   |               |                            | 0.          |             |
| f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011  |               |                            |             | 0.          |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)                                  | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  | 580,191.      |                            |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2006   | 2,518.        |                            |             |             |
| b Excess from 2007   |               |                            |             |             |
| c Excess from 2008   | 29,623.       |                            |             |             |
| d Excess from 2009   | 223,150.      |                            |             |             |
| e Excess from 2010   | 324,900.      |                            |             |             |

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Form 990-PF (2010)

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

N/A

**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))

See Statement 3

**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:**

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

• Any submission deadlines.

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

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

| Recipient<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount        |
|--|--|--------------------------------------|-------------------------------------|---------------|
| <i>a Paid during the year</i><br>See Statement 4 |  |                                      |                                     |               |
| <b>Total</b>                                     |  |                                      |                                     | ► 3a 324,900. |
| <i>b Approved for future payment</i>             |  |                                      |                                     |               |
| <b>Total</b>                                     |  |                                      |                                     | ► 3b          |

**Part XVI-A Analysis of Income-Producing Activities**

| Enter gross amounts unless otherwise indicated             | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(see the instructions) |
|--|---------------------------|---------------|--------------------------------------|---------------|---|
|  | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>Amount |   |
| 1 Program service revenue                                  |                           |               |                                      |               |   |
| a  |                           |               |                                      |               |   |
| b  |                           |               |                                      |               |   |
| c  |                           |               |                                      |               |   |
| d  |                           |               |                                      |               |   |
| e  |                           |               |                                      |               |   |
| f  |                           |               |                                      |               |   |
| g Fees and contracts from government agencies              |                           |               |                                      |               |   |
| 2 Membership dues and assessments                          |                           |               |                                      |               |   |
| 3 Interest on savings and temporary cash investments       |                           |               |                                      |               |   |
| 4 Dividends and interest from securities                   |                           |               |                                      |               |   |
| 5 Net rental income or (loss) from real estate             |                           |               |                                      |               |   |
| a Debt-financed property                                   |                           |               |                                      |               |   |
| b Not debt-financed property                               |                           |               |                                      |               |   |
| 6 Net rental income or (loss) from personal property       |                           |               |                                      |               |   |
| 7 Other investment income                                  |                           |               |                                      |               |   |
| 8 Gain or (loss) from sales of assets other than inventory |                           |               |                                      |               | -12,734.  |
| 9 Net income or (loss) from special events                 |                           |               |                                      |               |   |
| 10 Gross profit or (loss) from sales of inventory          |                           |               |                                      |               |   |
| 11 Other revenue   |                           |               |                                      |               |   |
| a  |                           |               |                                      |               |   |
| b  |                           |               |                                      |               |   |
| c  |                           |               |                                      |               |   |
| d  |                           |               |                                      |               |   |
| e  |                           |               |                                      |               |   |
| 12 Subtotal Add columns (b), (d), and (e)                  |                           |               |                                      |               | -12,734.  |
| 13 Total. Add line 12, columns (b), (d), and (e)           |                           |               |                                      | 13            | -12,734.  |

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

- (1) Cash
- (2) Other assets

**b** Other transactions.

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

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

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

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

**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

| <b>(a) Name of organization</b> | <b>(b) Type of organization</b> | <b>(c) Description of relationship</b> |
|---------------------------------|---------------------------------|--|
| N/A                             | .                               |  |
|                                 |                                 |  |
|                                 |                                 |  |

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

Sign  
Here

~~Signature of officer or trustee~~

Date \_\_\_\_\_

— 7 —

|                                       |                                       |  |          |   |            |
|---------------------------------------|---------------------------------------|--|----------|---|------------|
| <b>Paid<br/>Preparer<br/>Use Only</b> | Print/Type preparer's name            | Preparer's signature   | Date     | Check if <input type="checkbox"/> if<br>self-employed | PTIN       |
|                                       | EDWARD M. GANTT, CPA                  |  | 10/27/11 |   | P00232805  |
|                                       | Firm's name ►                         | Oehmann Company, CPA's   |          | Firm's EIN ►  | 52-1647729 |
| Firm's address ►                      | 11710 Plaza America Drive, Suite 2000 |  | Phone no | 703.795.4467  |            |
|                                       | Reston, VA 20190                      |  |          |   |            |

**BAA**

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**Form 990-PF (2010)**

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

Department of the Treasury  
Internal Revenue Service

OMB No. 1545-0047

**Schedule of Contributors**

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

**2010**

|                          |  |                                |
|--------------------------|--|--------------------------------|
| Name of the organization | THE JAMES & THEODORE PEDAS FAMILY FOUNDATION, INC. | Employer identification number |
|                          |  | 91-1979866                     |

**Organization type** (check one):

**Filers of:**

Form 990 or 990-EZ

**Section:**

501(c)(\_\_\_\_\_) (enter number) organization  
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation  
 4947(a)(1) nonexempt charitable trust treated as a private foundation  
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

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

**General Rule**

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

**Special Rules**

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

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

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

► \$ \_\_\_\_\_

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

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

**Schedule B** (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

THE JAMES &amp; THEODORE PEDAS FAMILY

Employer identification number

91-1979866

**Part II** Contributors (see instructions)

| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                      | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution  |
|---------------|--|-----------------------------------|--|
| 1             | THEODORE PEDAS<br>4018 BRANDYWINE STREET, N.W.<br>WASHINGTON, DC 20016 | \$ 200,000                        | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/> |
|               |  |                                   | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                      | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution  |
|               |  |                                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/>            |
|               |  |                                   | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                      | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution  |
|               |  |                                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/>            |
|               |  |                                   | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                      | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution  |
|               |  |                                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/>            |
|               |  |                                   | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                      | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution  |
|               |  |                                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/>            |
|               |  |                                   | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                      | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution  |
|               |  |                                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/>            |
|               |  |                                   | (Complete Part II if there is a noncash contribution.)   |

Name of organization

THE JAMES &amp; THEODORE PEDAS FAMILY

Employer identification number

91-1979866

**Part II Noncash Property** (see instructions.)

| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|---------------------------|--|--|----------------------|
|                           | N/A  |  |                      |
|                           |  | \$   |                      |
|                           |  |  |                      |
|                           |  |  |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  |  |                      |
|                           |  | \$   |                      |
|                           |  |  |                      |
|                           |  |  |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  |  |                      |
|                           |  | \$   |                      |
|                           |  |  |                      |
|                           |  |  |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  |  |                      |
|                           |  | \$   |                      |
|                           |  |  |                      |
|                           |  |  |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  |  |                      |
|                           |  | \$   |                      |
|                           |  |  |                      |
|                           |  |  |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |  |  |                      |
|                           |  | \$   |                      |
|                           |  |  |                      |
|                           |  |  |                      |

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

**Name of organization**

**Employer identification number**

## THE JAMES & THEODORE PEDAS FAMILY

91-1979866

**Part III** Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete cols (a) through (e) and the following line entry.

For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of **\$1,000 or less** for the year (Enter this information once See instructions )

5

N/A

| (a)<br>No. from<br>Part I | (b)<br>Purpose of gift                  | (c)<br>Use of gift | (d)<br>Description of how gift is held   |  |
|---------------------------|---|--------------------|--|--|
| N/A                       |   |                    |  |  |
|                           | (e)<br>Transfer of gift                 |                    | Relationship of transferor to transferee |  |
|                           | Transferee's name, address, and ZIP + 4 |                    |  |  |
|                           |   |                    |  |  |
|                           |   |                    |  |  |
| (a)<br>No. from<br>Part I | (b)<br>Purpose of gift                  | (c)<br>Use of gift | (d)<br>Description of how gift is held   |  |
| N/A                       |   |                    |  |  |
|                           | (e)<br>Transfer of gift                 |                    | Relationship of transferor to transferee |  |
|                           | Transferee's name, address, and ZIP + 4 |                    |  |  |
|                           |   |                    |  |  |
|                           |   |                    |  |  |
| (a)<br>No. from<br>Part I | (b)<br>Purpose of gift                  | (c)<br>Use of gift | (d)<br>Description of how gift is held   |  |
| N/A                       |   |                    |  |  |
|                           | (e)<br>Transfer of gift                 |                    | Relationship of transferor to transferee |  |
|                           | Transferee's name, address, and ZIP + 4 |                    |  |  |
|                           |   |                    |  |  |
|                           |   |                    |  |  |
| (a)<br>No. from<br>Part I | (b)<br>Purpose of gift                  | (c)<br>Use of gift | (d)<br>Description of how gift is held   |  |
| N/A                       |   |                    |  |  |
|                           | (e)<br>Transfer of gift                 |                    | Relationship of transferor to transferee |  |
|                           | Transferee's name, address, and ZIP + 4 |                    |  |  |
|                           |   |                    |  |  |
|                           |   |                    |  |  |
| (a)<br>No. from<br>Part I | (b)<br>Purpose of gift                  | (c)<br>Use of gift | (d)<br>Description of how gift is held   |  |
| N/A                       |   |                    |  |  |
|                           | (e)<br>Transfer of gift                 |                    | Relationship of transferor to transferee |  |
|                           | Transferee's name, address, and ZIP + 4 |                    |  |  |
|                           |   |                    |  |  |
|                           |   |                    |  |  |

**Statement 1**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

|                  | (a)<br>Expenses<br>per Books | (b) Net<br>Investment<br>Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| TAX RETURN PREP. | \$ 1,950.                    | \$ 1,950.                       |                               |                               |
| Total            | <u>\$ 1,950.</u>             | <u>\$ 1,950.</u>                | <u>\$ 0.</u>                  | <u>\$ 0.</u>                  |

**Statement 2**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

|                      | (a)<br>Expenses<br>per Books | (b) Net<br>Investment<br>Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|----------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| BERNSTEIN MGT FEE    | \$ 2,218.                    | \$ 2,218.                       |                               |                               |
| FOREIGN TAX PAID     | 2,869.                       | 2,869.                          |                               |                               |
| PAPAMARKOU MGT.FEE   | 2,853.                       | 2,853.                          |                               |                               |
| REGISTERED AGENT FEE | 278.                         | 278.                            |                               |                               |
| Total                | <u>\$ 8,218.</u>             | <u>\$ 8,218.</u>                | <u>\$ 0.</u>                  | <u>\$ 0.</u>                  |

**Statement 3**  
**Form 990-PF, Part XV, Line 1a**  
**Foundation Managers - 2% or More Contributors**

JAMES PEDAS  
 THEODORE PEDAS

**Statement 4**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

| Name and Address  | Donee<br>Relationship | Found-<br>ation<br>Status | Purpose of<br>Grant              | Amount     |
|---|-----------------------|---------------------------|----------------------------------|------------|
| WASHINGTON HOSPITAL CENTER<br>110 IRVING STREET, N.W.<br>WASHINGTON, DC 20010 | NONE                  | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | \$ 17,500. |
| GEORGE WASHINGTON UNIV.<br>2121 EYE STREET, N.W.<br>WASHINGTON, DC 20052      | NONE                  | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 10,000.    |
| HELLENIC COLLEGE & HOLY<br>CROSS<br>50 GODDARD AVENUE<br>BROOKLINE, MA 02445  | NONE                  | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 15,000.    |

**Statement 4 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

| Name and Address  | Donee Relationship | Found-<br>ation<br>Status | Purpose of<br>Grant              | Amount    |
|---|--------------------|---------------------------|----------------------------------|-----------|
| ST. BASIL ACADEMY<br>79 SAINT BASIL ROAD<br>GARRISON, NY 10524                                    | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | \$ 3,000. |
| FRAXA RESEARCH FD<br>45 PLEASANT STREET<br>NEWBURYPORT, MA 01950                                  | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.    |
| AMERICAN HELLENIC INSTITUTE<br>1220 16TH STREET, N.W.<br>WASHINGTON, DC 20036                     | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 23,000.   |
| WILL ROGERS MOTION PICTURE<br>FD<br>744 W. 49TH STREET, #200<br>NEW YORK, NY 10019                | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 4,000.    |
| FOOD & FRIENDS<br>219 RIGGS RD<br>WASHINGTON, DC 20011  | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 1,000.    |
| FILMFEST DC<br>PO BOX 21396<br>WASHINGTON, DC 20009   | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 12,400.   |
| ANTI-DEFAMATION LEAQUE<br>PO BOX 96226<br>WASHINGTON, DC 20090                                    | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 5,000.    |
| ST. CONSTANTINE & HELEN<br>GREEK ORTHODOX<br>4115 16TH STREET, NW<br>WASHINGTON, DC 20011         | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 3,500.    |
| THE BENEDICTINE SCHOOL<br>14299 BENEDICTINE LANE<br>RIDGELEY, MD 21660                            | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.    |
| IONA SENIOR SERVICES<br>4125 ALBERMARLE ST., N.W.<br>WASHINGTON, DC 20016                         | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.    |
| NATIONAL MULTIPLE SCLEROSIS SOCIETY<br>1800 M STREET, NW, SUITE 750 SOUTH<br>WASHINGTON, DC 20036 | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,000.    |
| HELLENICARE<br>980 NORTH MICHIGAN AVE., SUITE 1210<br>CHICAGO, IL 60611                           | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.    |

**Statement 4 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

| Name and Address   | Donee Relationship | Found-<br>ation<br>Status | Purpose of<br>Grant              | Amount    |
|--|--------------------|---------------------------|----------------------------------|-----------|
| AMERICAN FILM INSTITUTE<br>SILVER THEATRE<br>8633 COLESVILLE ROAD<br>SILVER SPRING, MD 20910 | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | \$ 5,000. |
| AVALON THEATRE PROJECT<br>5505 CONNECTICUT AVE, NW<br>#226<br>WASHINGTON, DC 20015           | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 1,000.    |
| BERHANU SOCCER FOUNDATION<br>2300 M STREET, NW #900<br>WASHINGTON, DC 20015                  | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 1,000.    |
| FATHER ELIAS SCHOLARSHIP<br>PO BOX 4319<br>ST. AUGUSTINE, FL 32085                           | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.    |
| THE GREEK INSTITUTE<br>1038 MASS. AVE.<br>CAMBRIDGE, MA 02138                                | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,000.    |
| HELEN HAYES AWARDS<br>2233 WISCONSIN AVE, NW,<br>SUITE 300<br>WASHINGTON, DC 20007           | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 4,500.    |
| MANHATTAN SCHOOL OF MUSIC<br>120 CLAREMONT AVE<br>NEW YORK, NY 10027                         | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 1,000.    |
| MARET SCHOOL<br>3000 CATHEDRAL AVE., NW<br>WASHINGTON, DC 20008                              | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 10,000.   |
| METRO. WASH. ORTHODOX<br>SENIORS HOUSING<br>PO BOX 61451<br>POTOMAC, MD 20859                | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 5,000.    |
| THE NEXT GENERATION<br>INITIATIVE<br>PO BOX 7322<br>ARLINGTON, VA 22207                      | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 5,000.    |
| ORTHODOX CHRISTIAN MISSION<br>NETWORK<br>PO BOX 4319<br>ST. AUGUSTINE, FL 32085              | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 3,000.    |

**Statement 4 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

| Name and Address  | Donee Relationship | Found-<br>ation<br>Status | Purpose of<br>Grant              | Amount     |
|---|--------------------|---------------------------|----------------------------------|------------|
| RCA BENELOVENT FUND<br>162-41 POWELLS BLVD.<br>BEECHHURST, NY 11357                     | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | \$ 25,000. |
| SO OTHERS MIGHT EAT<br>71 O STREET, NW<br>WASHINGTON, DC 20001                          | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.     |
| ST. CATHERINE PHILOPTOHOS<br>SOCIETY<br>3149 GLEN CARLYN ROAD<br>FALLS CHURCH, VA 22041 | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.     |
| ST. GEORGE PHILOPTOHOS<br>7701 BRADLEY BLVD.<br>BETHESDA, MD 20817                      | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.     |
| ST. SOPHIA PHILOPTOHOS<br>36TH & MASS. AVE., NW<br>WASHINGTON, DC 20007                 | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 5,000.     |
| ST. THEODORE PHILOPTOHOS<br>7101 CIPRIANO ROAD<br>LANHAM, MD 10706                      | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.     |
| SIBLEY MEMORIAL HOSPITAL<br>FD.<br>5255 LOUGHBORO RD. NW<br>WASHINGTON, DC 20016        | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 1,000.     |
| WAMU-AMERICAN UNIVERSITY<br>4400 MASS. AVE., NW<br>WASHINGTON, DC 20016                 | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 1,000.     |
| NATIONAL FILM PRESERVATION<br>FD.<br>870 MARKET ST. # 1113<br>SAN FRANCISCO, CA 94102   | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 5,000.     |
| SUNLIGHT FOUNDATION<br>1818 N STREET, NW #410<br>WASHINGTON, DC 20036                   | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 5,000.     |
| SIDWELL FRIENDS SCHOOL<br>3825 WISCONSIN AVE., N.W.<br>WASHINGTON, DC 20016             | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 10,000.    |
| THE SHIRE SCHOOL<br>120 NORTH LEE STREET<br>FALLS CHURCH, VA 22046                      | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE | 10,000.    |

**Statement 4 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

| Name and Address   | Donee Relationship | Found-<br>ation<br>Status | Purpose of<br>Grant                     | Amount     |
|--|--------------------|---------------------------|---|------------|
| WHARTON SCHOOL UNIV.OF PA<br>3451 WALNUT STREET, RM 433<br>PHILADELPHIA, PA 19104        | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | \$ 25,000. |
| ST. NEKTARIOS GREEK<br>ORTHODOX M. INC.<br>100 ANAWANDA RD.<br>ROSCOE, NY 12776          | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 5,000.     |
| SHAKESPEARE THEATRE<br>516 8TH STREET S.E.<br>WASHINGTON, DC 20003                       | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 5,000.     |
| WATER IN LIFE INTERNATIONAL<br>399 CAROLINA AVE., SUITE<br>200<br>WINTER PARK, FL 32789  | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 5,000.     |
| AMERICAN HELLENIC INSTITUTE<br>FD<br>1220 16TH STREET, N.W.<br>WASHINGTON, DC 20036      | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 2,000.     |
| ST. SOPHIA GREEK ORTHODOX<br>CATHEDRAL<br>2815 36TH STREET, N.W.<br>WASHINGTON, DC 20007 | NONE               | EXEMPT                    | TO BE USED FOR<br>CHARITABLE<br>PURPOSE | 10,000.    |
| NATIONAL HELLENIC MUSEUM<br>801 W. ADAMS STREET, SUITE<br>4TH FL<br>CHICAGO, IL 60607    | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 1,000.     |
| STREET SOCCER USA<br>5 HANOVER SQUARE, 17TH<br>FLOOR<br>NEW YORK, NY 10004               | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 5,000.     |
| ORDER OF SAINT ANDREW'S<br>8 EAST 79TH STREET<br>NEW YORK, NY 10075                      | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 30,000.    |
| WEIZMANN INSTITUTE OF<br>SCIENCE<br>633 THIRD AVENUE<br>NEW YORK, NY 10017               | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 5,000.     |
| FARRELL ALUMNI HALL OF FAME<br>1600 ROEMER BLVD.<br>FARRELL, PA 16121                    | NONE               | EXEMPT                    | TO BE USED FOR<br>EXEMPT PURPOSE        | 5,000.     |

**Statement 4 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

| <u>Name and Address</u>  | <u>Donee Relationship</u> | <u>Found-<br/>ation<br/>Status</u> | <u>Purpose of<br/>Grant</u>      | <u>Amount</u> |
|--|---------------------------|------------------------------------|----------------------------------|---------------|
| FRESHFARM MARKETS<br>P.O. BOX 15691<br>WASHINGTON, DC 20003  | NONE                      | EXEMPT                             | TO BE USED FOR<br>EXEMPT PURPOSE | \$ 4,000.     |
| GREEK ORTHODOX ARCHDIOCESE<br>OF AMERICA<br>7 WEST 55TH STREET, 7TH<br>FLOOR<br>NEW YORK, NY 10019 | NONE                      | EXEMPT                             | TO BE USED FOR<br>EXEMPT PURPOSE | 2,500.        |
| GREEK AMERICAN FOUNDATION<br>910 WEST VAN BUREN ST.,<br>SUITE 7SW<br>CHICAGO, IL 60607             | NONE                      | EXEMPT                             | TO BE USED FOR<br>EXEMPT PURPOSE | 2,000.        |
| Total  |                           |                                    |                                  | \$ 324,900.   |

2010

**Federal Supporting Detail**  
**THE JAMES & THEODORE PEDAS FAMILY**  
**FOUNDATION, INC.**

**Page 1**

91-1979866

**Net Investment Income / Adj. Net Income**  
**Other investment income**

PW PORTFOLIO LLC FID# 98-0459877

|       |    |                |
|-------|----|----------------|
| Total | \$ | -3,590.        |
|       | \$ | <u>-3,590.</u> |

**PEDAS FAMILY FOUNDATION**

**FID# 91-1979866**

**990-PF, PART II, LINE 10b**

|  | <b>Book<br/>Value</b> | <b>Fair Market<br/>Value</b> |
|--|-----------------------|------------------------------|
| Altria-Philip Morris (100-2/27, 50-3/11) | 14,847                | 9,848                        |
| Abbott Laboratories                      | 7,884                 | 7,187                        |
| Air Products & Chemicals Inc.            | 2,631                 | 2,729                        |
| Apple                                    | 6,526                 | 20,966                       |
| Automatic Data Processing                | 4,801                 | 4,628                        |
| Babcock & Wilcox                         | 1,234                 | 1,280                        |
| Becton Dickinson & Co.                   | 3,395                 | 4,226                        |
| Cisco Systems                            | 7,561                 | 5,058                        |
| Citigroup (50 on 3/11/2)                 | 8,018                 | 710                          |
| Chevron                                  | 7,948                 | 18,250                       |
| ConocoPhillips                           | 7,685                 | 13,620                       |
| Caterpillar                              | 4,501                 | 6,556                        |
| Coca Cola (50-2/27, 50-3/11)             | 13,843                | 19,073                       |
| Exxon (100-2/27, 50-3/11)                | 16,076                | 29,248                       |
| Freeport McMoran                         | 4,726                 | 9,007                        |
| General Dynamics                         | 3,631                 | 2,838                        |
| General Electric (100 on 2/27/02)        | 14,961                | 7,316                        |
| IBM                                      | 7,683                 | 8,806                        |
| Intel (100-3/11)                         | 22,174                | 10,515                       |
| Intuitive Surgical                       | 2,950                 | 2,578                        |
| J P Morgan Chase (50 on 2/27/2)          | 7,575                 | 8,484                        |
| Johnson & Johnson                        | 11,499                | 15,463                       |
| Kraft Foods, Inc.                        | 4,656                 | 4,727                        |
| McDermott Int'l                          | 5,490                 | 2,069                        |
| McDonald's (100-3/11)                    | 6,726                 | 15,352                       |
| McGraw Hill (50 on 2/27)                 | 6,473                 | 7,282                        |
| Medtronic                                | 3,689                 | 2,782                        |
| Merck (50-3/11)                          | 10,292                | 5,406                        |
| Microsoft                                | 7,843                 | 6,978                        |
| Nestle SA                                | 5,615                 | 14,685                       |
| Novo Nordisk                             | 6,964                 | 11,257                       |
| Occidental Petroleum Corp                | 5,778                 | 19,620                       |
| Pepisco (50 on 2/27/2)                   | 6,201                 | 9,800                        |
| Phillip Morris Int'l                     | 4,271                 | 23,412                       |
| Praxair Inc                              | 4,349                 | 7,160                        |
| Procter & Gamble                         | 9,193                 | 16,083                       |
| Royal Dutch                              | 4,584                 | 6,678                        |
| Roche Hldg                               | 5,175                 | 5,512                        |
| Sysco Corp                               | 3,604                 | 2,940                        |
| Target                                   | 4,204                 | 6,013                        |
| Texas Instruments                        | 5,403                 | 5,200                        |
| Total SA                                 | 8,007                 | 8,022                        |
| United Technologies                      | 5,636                 | 5,510                        |
| Wal-Mart Stores (50-3/11)                | 7,869                 | 8,090                        |
| Walt Disney Co.                          | 3,730                 | 3,751                        |
| Walgreen Co. (100 on 2/27/2)             | 6,704                 | 7,792                        |
| Whole Foods Market Inc                   | 3,183                 | 2,530                        |

|                        |       |        |
|------------------------|-------|--------|
| Accenture Ltd.         | 1,347 | 1,455  |
| Alcon Inc              | 4,654 | 6,046  |
| Allergan Inc           | 1,028 | 1,030  |
| Amazon                 | 1,387 | 1,980  |
| Apple Computer         | 1,029 | 10,967 |
| Broadcom Corp          | 2,139 | 2,831  |
| Cameron International  | 519   | 1,268  |
| Carnival Corp          | 1,638 | 1,844  |
| Celgene Corp.          | 1,373 | 1,597  |
| CME Group              | 2,661 | 2,574  |
| Comcast Corp           | 659   | 879    |
| Cisco Systems          | 4,354 | 3,743  |
| Citrix Systems         | 2,276 | 2,394  |
| Cooper                 | 2,290 | 3,206  |
| Costco                 | 892   | 1,083  |
| Danaher Corp           | 2,239 | 3,538  |
| Deere & Co.            | 2,243 | 2,492  |
| Dow Chemical           | 2,885 | 3,585  |
| EMC Corp - Mass        | 3,207 | 4,351  |
| EOG                    | 2,074 | 1,920  |
| Express Scripts Inc    | 1,458 | 1,892  |
| Flowserve Corp.        | 1,491 | 1,550  |
| Ford                   | 1,820 | 2,686  |
| Freeport McMoran       | 371   | 841    |
| General Mills          | 350   | 498    |
| Gilead Sciences        | 2,209 | 3,080  |
| Goldman Sachs          | 4,533 | 6,726  |
| Google Inc             | 3,435 | 7,722  |
| Goodrich Corp          | 1,750 | 2,114  |
| Honeywell              | 1,813 | 2,126  |
| Intel                  | 922   | 1,157  |
| Intuit Inc             | 731   | 740    |
| Johnson Controls       | 2,025 | 2,865  |
| JP Morgan Chase        | 6,824 | 8,060  |
| Juniper Networks       | 270   | 369    |
| Kohls Corp             | 2,170 | 2,880  |
| Limited Brands         | 1,587 | 1,537  |
| Lowes Co.              | 2,385 | 2,257  |
| Marvel Tech Group      | 1,841 | 1,762  |
| Microsoft              | 1,397 | 1,396  |
| Monsanto               | 1,456 | 1,741  |
| News Corporation       | 1,789 | 1,966  |
| Noble Energy           | 3,179 | 3,443  |
| Nvidia Corp.           | 655   | 847    |
| Occidental Petroleum   | 1,230 | 2,158  |
| Oracle                 | 3,400 | 4,539  |
| Pepsico                | 669   | 849    |
| Potash Inc             | 1,395 | 1,548  |
| Rovi Inc               | 735   | 806    |
| Schlumberger           | 5,696 | 7,933  |
| Southwestern Energy    | 2,140 | 2,246  |
| Stanley Black & Decker | 669   | 669    |
| Starbucks Corp         | 2,047 | 2,410  |

|                                       |                         |                         |
|---------------------------------------|-------------------------|-------------------------|
| Suncor Energy Inc.                    | 1,228                   | 1,340                   |
| Target Corp                           | 598                     | 962                     |
| Teva Pharmaceutical                   | 1,730                   | 2,033                   |
| United Parcel SVC                     | 4,001                   | 3,992                   |
| Vertex Pharm                          | 1,737                   | 876                     |
| Walt Disney                           | 1,967                   | 2,626                   |
| Wells Fargo & Co                      | 1,139                   | 1,085                   |
| Bernstein Tax Managed                 | 37,769                  | 46,881                  |
| Virginia Commerce Bank                | 11,344                  | 70,104                  |
| Virginia Commerce Bank                | 19,056                  | 117,768                 |
| Fischer Garrison Offshore Fund (addl) | 822,000                 | 770,272                 |
| Dreyfus Apprec. Fund (JL-from Jim)    | 277,639                 | 338,481                 |
| Fidelity Small Japan (JL-from Jim)    | 10,000                  | 16,399                  |
| Vanguard Balanced (JL-from Jim)       | 50,000                  | 80,900                  |
| Vanguard High Yield (JL-from Jim)     | 20,000                  | 28,500                  |
| Fundamental Investors Inc             | 500,000                 | 1,390,542               |
| Capital World Growth & Income Fund    | 500,000                 | 988,053                 |
| Washington Mutual Investor Fund (JL)  | 350,000                 | 675,960                 |
| Key Hedge Fund                        | 150,000                 | 170,203                 |
| Alliance Bankshares Corp              | 25,000                  | 25,164                  |
| First Opportunity Fund                | 20,728                  | 13,968                  |
| Eagle Bancorp, Inc. MD                | 9,228                   | 21,645                  |
| <b>Total</b>                          | <b><u>3,248,287</u></b> | <b><u>5,326,990</u></b> |