Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , **and ending**

Name of foundation: S. KANN SONS FOUNDATION, INC.

A Employer identification number: 52-0794594

Number and street (or P O box number if mail is not delivered to street address): 2 WISCONSIN CIRCLE

Room/suite:

B Telephone number: 301-320-3540

City or town, state, and ZIP code: CHEVY CHASE, MD 20815-7058

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 1,595,884.

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

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))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	443.	443.		STATEMENT 1
	4 Dividends and interest from securities	35,481.	35,481.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<2,844.>			
	b Gross sales price for all assets on line 6a 598,819.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	90.	0.	90.	STATEMENT 3
	12 **Total** Add lines 1 through 11	33,170.	35,924.	90.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	1,415.	0.	0.	0.
	c Other professional fees STMT 5	28,689.	28,689.	0.	0.
	17 Interest				
	18 Taxes STMT 6	683.	617.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	30,787.	29,306.	0.	0.
	25 Contributions, gifts, grants paid	82,950.			82,950.
	26 **Total expenses and disbursements.** Add lines 24 and 25	113,737.	29,306.	0.	82,950.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<80,567.>			
	b **Net investment income** (if negative, enter -0-)		6,618.		
	c **Adjusted net income** (if negative enter -0-)			90.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	54,745.	60,471.	60,471.
	2 Savings and temporary cash investments	3,500.	3,502.	3,502.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	1,612,104.	1,525,875.	1,530,122.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ PREPAID TAXES)	1,855.	1,789.	1,789.
	16 **Total assets** (to be completed by all filers)	1,672,204.	1,591,637.	1,595,884.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,710,960.	2,710,960.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<1,038,756.>	<1,119,323.>	
	30 **Total net assets or fund balances**	1,672,204.	1,591,637.	
	31 **Total liabilities and net assets/fund balances**	1,672,204.	1,591,637.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,672,204.
2	Enter amount from Part I, line 27a	2	<80,567.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,591,637.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,591,637.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	598,819.		601,663.	<2,844.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<2,844.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 <2,844.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	82,569.	1,626,517.	.050764
2009	63,950.	1,415,929.	.045165
2008	94,313.	1,752,910.	.053804
2007	100,750.	2,052,293.	.049091
2006	89,750.	1,894,854.	.047365

2	**Total** of line 1, column (d)	2	.246189
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	.049238
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,649,700.
5	Multiply line 4 by line 3	5	81,228.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	66.
7	Add lines 5 and 6	7	81,294.
8	Enter qualifying distributions from Part XII, line 4	8	82,950.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	66.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	66.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	66.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 1,855.		
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	1,855.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	1,789.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 1,789. **Refunded** ▶		11	0.

Part VII-A | Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	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
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (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)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ B. BERNEI BURGUNDER, JR. Telephone no. ▶ (301) 986-1949

Located at ▶ 2 WISCONSIN CIRCLE, CHEVY CHASE, MD ZIP+4 ▶ 20815-7058

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

		Line	Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	**5b**	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	**7b**	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
B. BERNEI BURGUNDER, JR BETHESDA, MD	PRESIDENT 0.00	0.	0.	0.
KAY B. STEVENS CHEVY CHASE, MD	VICE PRESIDENT 0.00	0.	0.	0.
AMELIE B. BURGUNDER BETHESDA, MD	SECRETARY 0.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

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

Part IX-B **Summary of Program-Related Investments**

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	1,637,407.
b	Average of monthly cash balances		1b	37,415.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,674,822.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	1,674,822.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	25,122.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,649,700.
6	**Minimum investment return.** Enter 5% of line 5		6	82,485.

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

1	Minimum investment return from Part X, line 6		1	82,485.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 66.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	66.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	82,419.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	82,419.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	82,419.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	82,950.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	82,950.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	66.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	82,884.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				82,419.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008 2,239.				
d From 2009				
e From 2010 2,005.				
f Total of lines 3a through e	4,244.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 82,950.				
a Applied to 2010, 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 2011 distributable amount				82,419.
e Remaining amount distributed out of corpus	531.			
5 Excess distributions carryover applied to 2011 (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	4,775.			
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	4,775.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008 2,239.				
c Excess from 2009				
d Excess from 2010 2,005.				
e Excess from 2011 531.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year (a) 2011	Prior 3 years (b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

B.B. BURGUNDER, JR. 2 WISCONSIN CIRCLE #630, CHEVY CHASE, MD 20815

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

NO SPECIFIC FORM

c Any submission deadlines:

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

NONE- EXCEPT MUST MEET IRS STANDARDS OF IRS CODE SEC. 501(C)(3)

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED				82,950.
Total			▶ 3a	82,950.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

123611 12-02-11

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a OTHER INCOME					90.
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	443.	
4 Dividends and interest from securities			14	35,481.	
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			18	<2,844.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		33,080.	90.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 33,170.

(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).
1A	THIS IS INCIDENTAL INCOME IN RELATION TO TAX EXEMPT PURPOSE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 2/27/12 | Title President

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS E. BURDETTE, CPA		2/24/12		P00493638

Firm's name ▶ BURDETTE SMITH & BISH LLC | Firm's EIN ▶ 45-4037800

Firm's address ▶ 4035 RIDGE TOP ROAD, SUITE 550 FAIRFAX, VA 22030-7411 | Phone no. 703-591-5200

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	WELLS FARGO-ACCT4911-7624-SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
b	WELLS FARGO-ACCT4911-7624-SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
c	WELLS FARGO-ACCT 3773-8061-SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
d	WELLS FARGO-ACCT 3773-8061-SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
e	WELLS FARGO-ACCT 4242-7599-SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
f	WELLS FARGO-ACCT 4242-7599-SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	45,414.		41,791.	3,623.
b	59,313.		54,786.	4,527.
c	120,000.		120,000.	0.
d	20,000.		20,000.	0.
e	193,248.		201,017.	<7,769.>
f	160,163.		164,069.	<3,906.>
g	681.			681.
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				3,623.
b				4,527.
c				0.
d				0.
e				<7,769.>
f				<3,906.>
g				681.
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<2,844.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
SUNTRUST MONEY MARKET	2.
WELLS FARGO	441.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	443.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WELLS FARGO	36,162.	681.	35,481.
TOTAL TO FM 990-PF, PART I, LN 4	36,162.	681.	35,481.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	90.	0.	90.
TOTAL TO FORM 990-PF, PART I, LINE 11	90.	0.	90.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	1,415.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	1,415.	0.	0.	0.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	28,689.	28,689.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	28,689.	28,689.	0.	0.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	66.	0.	0.	0.
FOREIGN TAXES	617.	617.	0.	0.
TO FORM 990-PF, PG 1, LN 18	683.	617.	0.	0.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO	COST	1,525,875.	1,530,122.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,525,875.	1,530,122.

ADVISORS

Annual Statement Information

Account Number: 4911-7624
Command Account Number: 9088121282
S. KANN SONS COMPANY FOUNDATIO
For Banking Inquiries call: 1-888-215-3904
52-0794594

Realized Gain/Loss

Schedule D

Realized Gain/Loss Detail

Short Term

Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
IPATH DOW JONES UBS ETN COMMODITY INDEX TOTAL RETURN ETN	X	117.00000	40.9058	04/21/10	01/24/11	5,710.23	4,785.99	924.24
ISHARES MSCI EAFE INDEX FUND	X	160.00000	56.5664	04/21/10	01/24/11	9,557.07	9,050.64	506.43
ISHARES TR S&P 500 INDEX FD	X	152.00000	121.1787	04/21/10	01/24/11	19,672.42	18,419.17	1,253.25
VANGUARD MID CAP ETF	X	75.00000	68.0455	04/21/10	01/24/11	5,668.44	5,103.42	565.02
VANGUARD SMALL CAP ETF	X	66.00000	67.1512	04/21/10	01/24/11	4,805.41	4,431.99	373.42
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						**$0.00**	**$0.00**	**$0.00**
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						**$45,413.57**	**$41,791.21**	**$3,622.36**

Long Term

Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ISHARES BARCLAYS TIPS BOND FUND	X	138.00000	104.8677	04/21/10	07/28/11	15,555.75	14,471.75	1,084.00
ISHARES MSCI EAFE INDEX FUND	X	71.00000	56.5664	04/21/10	07/28/11	4,172.56	4,016.22	156.34
ISHARES TR S&P 500 INDEX FD	X	280.00000	121.1787	04/21/10	07/28/11	36,778.07	33,930.05	2,848.02
VANGUARD REIT ETF	X	46.00000	51.4867	04/21/10	07/28/11	2,806.41	2,368.39	438.02
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES						**$0.00**	**$0.00**	**$0.00**
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						**$59,312.79**	**$54,786.41**	**$4,526.38**

ADVISORS

Annual Statement Information

Account Number: 3773-8061
Command Account Number: 9082690659
S. KANN SONS COMPANY FOUNDATIO
For Banking Inquiries call: 1-888-215-3904

52-0794594

Realized Gain/Loss

Schedule D

Realized Gain/Loss Detail

Short Term

Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
BANK OF CHINA CD NEW YORK CITY NY ACT/365 FDIC INSURED CPN 0.500% DUE 10/26/11 DTD 01/26/11 FC 10/26/11	X	40,000.00000	100.0000	01/20/11	10/26/11	40,000.00	40,000.00	0.00
BANK OF INDIA NY CD NEW YORK NY ACT/365 FDIC INSURED CPN 0.500% DUE 07/29/11 DTD 01/31/11 FC 07/29/11	X	40,000.00000	100.0000	01/20/11	07/29/11	40,000.00	40,000.00	0.00
GE MONEY BK CD DRAPER UT ACT/365 FDIC INSURED CPN 0.250% DUE 06/28/11 DTD 01/28/11 FC 06/28/11	X	40,000.00000	100.0000	01/20/11	06/28/11	40,000.00	40,000.00	0.00
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						$0.00	$0.00	$0.00
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						$120,000.00	$120,000.00	$0.00

Long Term

Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
BANK OF AMERICA CD CHARLOTTE NC ACT/365 FDIC INSURED CPN 0.550% DUE 04/21/11 DTD 04/21/10 FC 04/21/11	X	20,000.00000	100.0000	04/15/10	04/21/11	20,000.00	20,000.00	0.00
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES						$0.00	$0.00	$0.00
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						$20,000.00	$20,000.00	$0.00

ADVISORS

Annual Statement Information

Account Number: 4242-7599
Command Account Number: 9088120457
S. KANN SONS COMPANY FOUNDATIO
For Banking Inquiries call: 1-888-215-3904

52-0794594

Realized Gain/Loss

Schedule D

Short Term *Continued*

Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ISHARES IBOXX $ YIELDETF CORPORATE BOND FUND		28.00000	90.8996	01/06/11	01/21/11	2,555.51	2,545.19	10 32
		375.00000	90.8996	01/06/11	08/16/11	32,450.65	34,087.35	-1,636.70
Subtotal		**403.00000**				**35,006.16**	**36,632.54**	**-1,626.38**
ISHARES JP MORGAN ETF EMERGING MARKETS BOND FD	X	5.00000	104.6467	04/23/10	01/21/11	533.54	523.24	10.30
ISHARES S&P NORTH AMERICAN NATURAL SECTOR INDEX FUND ETF	X	48.00000	38.5122	11/10/10	01/21/11	2,000.12	1,848.59	151.53
	X	474.00000	38.5122	11/10/10	11/02/11	18,698.51	18,254.78	443.73
		164.00000	41.1000	01/06/11	11/02/11	6,469.52	6,740.40	-270.88
		218.00000	46.4300	07/22/11	11/02/11	8,599.75	10,121.74	-1,521.99
Subtotal		**904.00000**				**35,767.90**	**36,965.51**	**-1,197.61**
ISHARES S&P U.S PREFERRED STOCK	X	95.00000	38.8500	04/23/10	01/21/11	3,703.98	3,690.75	13.23
ISHARES TR RUSSEL MIDCAP GRTH INDX FD	X	67.00000	51.1767	04/23/10	01/21/11	3,835.01	3,428.84	406.17
ISHARES TR MSCI EMERGING MKTS INDEX FD	X	121.00000	42.6767	04/23/10	01/21/11	5,638.83	5,163.89	474.94
ISHARES TR RUSSELL 1000 GROWTH INDEX FD	X	148.00000	53.4466	04/23/10	01/21/11	8,646.67	7,910.11	736.56
MARKET VECTORS ETF TR-EMERGING MKTS LOCAL CURRENCY DEBT		93.00000	26.4799	01/06/11	01/21/11	2,440.27	2,462.64	-22.37
SPDR GOLD TRUST ETF	X	90.00000	113.0013 113 0486	04/23/10	01/06/11	12,060.16	10,170.12 10,174.38	1,890.04

Account Number: 4242-7599
Command Account Number: 9088120457
S. KANN SONS COMPANY FOUNDATIO
For Banking Inquiries call: 1-888-215-3904

52-0794594

Realized Gain/Loss

Schedule D

Short Term *Continued* Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
	X	13.00000	113.0015 113.0486	04/23/10	01/21/11	1,703.23	1,469.02 1,469.64	234.21
Subtotal		**103.00000**				**13,763.39**	**11,639.14** **11,644.02**	**2,124.25**
SPDR S&P EMERGING ETF SMALL CAP	X	32.00000	49.8529	04/27/10	01/21/11	1,775.65	1,595.30	180.35
	X	656.00000	56.1479	10/05/10	10/03/11	25,395.77	36,833.07	-11,437.30
Subtotal		**688.00000**				**27,171.42**	**38,428.37**	**-11,256.95**
SPDR S&P INTL SMALL ETF CAP	X	137.00000	29.2704	10/14/10	01/21/11	4,239.30	4,010.05	229.25
	X	1,219.00000	29.2704	10/14/10	09/23/11	30,678 35	35,680.61	-5,002.26
Subtotal		**1,356.00000**				**34,917.65**	**39,690.66**	**-4,773.01**
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						**$140,732.14**	**$145,059.67** **$145,064.55**	**-$4,327.53**
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						**$52,515.70**	**$55,957.32**	**-$3,441.62**

Long Term Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ISHARES S&P U S. PREFERRED STOCK	X	1,405.00000	38.8500	04/23/10	08/05/11	52,000.72	54,584.25	-2,583.53
	X	159.00000	38.8500	04/23/10	08/31/11	6,035.73	6,177.15	-141.42
	X	870.00000	39.1753	07/29/10	08/31/11	33,025.70	34,082.51	-1,056.81
Subtotal		**2,434.00000**				**91,062.15**	**94,843.91**	**-3,781.76**

ADVISORS

Annual Statement Information

Account Number: 4242-7599
Command Account Number: 9088120457
S. KANN SONS COMPANY FOUNDATIO
For Banking Inquiries call: 1-888-215-3904

52-0794594

Realized Gain/Loss

Schedule D

Long Term *Continued*

Description	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ISHARES TR RUSSEL MIDCAP GRTH INDX FD	X	662.00000	51.1767	04/23/10	05/13/11	41,653.76	33,878.97	7,774.79
SPDR S&P EMERGING ETF SMALL CAP	X	709.00000	49.8529	04/27/10	10/03/11	27,447 56	35,345.70	-7,898.14
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES						**$0.00**	**$0.00**	**$0.00**
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						**$160,163.47**	**$164,068.58**	**-$3,905.11**

S. KANN SONS CO. FOUNDATION

FOUNDATION GIFTS 2011

52-0794594

2011 RECIPIENT	2010 ACTUAL GIFTS	2011 Pay Date	2011 SCHEDULED GIFTS	2011 ACTUAL GIFTS	MULTI-YEAR PLEDGES TOTAL PLEDGED	PRIOR $ PAID	2011 PAID	BALANCE DUE	LOCATION	ADDRESS	Status/ Purpose (*)	GENERAL PURPOSE
Academy of American Poets (honoring Rose Styron)	$0	5	$1,000	$1,000				$0	New York	156 Fifth Ave (#1100), New York,NY 10010	P-O	Arts
ACTEC (Lloyd Plaine memorial)	$0	0	$1,000	$1,000				$0	Washington	901 15th St NW,#2005 DC,20005	P-O	Edu
American Cancer Society (Diana Feldman)	$0	1	$0	$0				$0	New York	132 W 32nd St ,New York,NY,10001	P-O	Health
American Friends of Beit Hatfutsot(-honor Al Moses)	$0	10	$0	$1,000				$0	Israel	633 3rd Ave ,New York, NY 10017	P-O	Arts
American Jewish Committee	$1,000	5	$1,000	$1,000				$0	Washington	1156 15th St , Wash, DC 20005	P-O	Advocacy
Amnesty International	$1,000	1	$1,000	$1,000				$0	National	322 Eighth Ave ,New York,N Y 10001	P-O	Advocacy
Amnesty International (prepay 2012)				$1,000				$0	National	322 Eighth Ave ,New York,N Y 10001	P-O	Advocacy
Anti-Defamation League	$500	1	$500	$500				$0	National	1100 Conn Ave NW, DC, 20036	P-O	Advocacy
Appleseed (DC branch of Appleseed Fdn)	$500	5	$500					$0	Washington	1111 14th St NW,DC,20005	P-O	Advocacy
Appleseed Foundation (Nat'l/Philip Zeidman board member)	$500	9	$500	$500				$0	Washington	727 15th St,NW(11th Flr), DC,20005	P-O	Advocacy
Arena Stage	$1,000	5	$1,000	$1,000				$0	Washington	6th & Maine Ave SW, DC 20006	P-O	Arts
Avalon Theater (per Oberdorfers)	$500	3	$500	$500				$0	Washington	5505 Conn Ave NW, DC 20015	P-O	Arts
Baltimore Friends - annual	$1,000	4	$1,000	$1,000				$0	Baltimore	5114 N Charles St ,Balto , MD 21210	P-O	Education
Baltimore Symphony Orchestra at Strathmore	$3,000	6	$3,000	$3,000				$0	Washington	5301 Tuckerman Lane,N Bethesda,MD,20852	P-O	Arts
BAPA's Imagination Stage (annual)	$0	3	$0	$0				$0	Washington	4908 Auburn Ave , Bethesda, MD 20814	P-O	Arts/Educ
Bethesda Chevy Chase Rescue Squad	$500	1	$500	$500				$0	Washington	5020 Battery Lane,Bethesda,MD 20814	P-O	Human Serv
Black Student Fund	$500	3	$500	$500				$0	Washington	3636 16th St,NW, DC 20010	P-O	Education
Brady Campaign To Prevent Handgun Violence	$500	1	$500	$500				$0	Washington	1225 Eye St NW, DC 20005	P-O	Education
CeaseFire Maryland Education Fd Inc, (formerly MAHA)	$0	4	$0	$0				$0	Baltimore	3000 Chestnut St Balto ,MD 21211	P=O	Education
Children's Defense Fund	$500	4	$500	$500				$0	Washington	25 E St NW, DC, 20001	P-O	Advocacy
Children's National Hospital Foundation	$1,000	5	$1,000	$1,000				$0	Washington	PO Box 91888, DC 20077	P-O	Health
Corcoran Museum of Art	$1,000	5	$1,000	$1,000				$0	Washington	599 17th St NW, DC, 20006	P-O	Arts
Crohn's & Colitis Foundation	$500	5	$500	$500				$0	Washington	11300 Rockville Pike,Rockville,MD ,20852	P-O	Health
Dartmouth College - annual	$1,000	3	$1,000	$1,000				$0	NH	Hanover, N H 03755-3590	P-O	Education
DC Action For Children (Josh Bernstein's mother)	$0	5	$1,000					$0	Washington	1616 P St , NW, DC 20036	P-O	Education
DC Jewish Community Center (different fr one below)	$0	1	$1,000	$1,000				$0	Washington	1529 16th St NW 20036	P-O	Human Serv
DC School of Law Fdn (Olie Rauh Professorship)	$1,000	10	$1,000	$1,000				$0	Washington	4200 Conn Ave NW, DC 20008	P-O	Education
DC Vote (Coalition DC Rep in Congress F Rich)	$500	5	$500	$500				$0	Washington	1730 M St NW(#907),DC,20036	P-O	Education
Doctors Without Borders Haiti Relief	$1,000	1	$1,000	$0				$0	National	6 E 39th St , New York, NY 10016	P-O	Health
Doctors Without Borders	$1,000	5	$1,000	$1,000				$0	National	6 E 39th St , New York, NY 10016	P-O	Health
Family Matters	$1,000	5	$1,000	$1,000				$0	Washington	1509 16th St NW Washington,DC 20036	P-O	Human Serv
Friends of the National Zoo	$1,000	4	$1,000					$0	Washington	3001 Conn Ave NW,DC,20008	P-O	Educ/Res'rch
Hebrew Home of Greater Washington	$1,000	5	$1,000	$1,000				$0	Washington	6121 Montrose Rd , Rockville, MD 20852	P-O	Human Serv
Highwood Theatre (Kevin Kearney, Exec Dir)	$0	7	$1,000	$1,000				$0	Washington	1434 Highwood Dr , McLean, VA 22101	P-O	Arts
Holocaust Museum (prepay 2012)				$1,000				$0	National	P O Box 96818, DC 20077-7676	P-O	Education
Holocaust Museum	$1,000	1	$1,000	$1,000				$0	National	P O Box 96818, DC 20077-7676	P-O	Education
Human Arts Association	$0	12	$0	$1,000				$0	National	P O Box 3238, New York, NY 10008	P-O	Arts/Educ
Iona Senior Services	$1,000	3	$1,000	$1,000				$0	Washington	4200 Butterworth Pl NW,DC,20016-4532	P-E	Human Serv
Jewish Community Center of Greater Washington	$1,000	5	$1,000	$1,000				$0	Washington	6125 Montrose Rd , Rockville, MD20852	P-O	Human Serv
Jewish Council for the Aging	$1,000	1	$1,000	$1,000				$0	Washimgton	12320 Parklawn Dr Rockville,MD 20852	P-O	Human Serv
Jewish Federation of Greater Washington	$12,000	6	$0	$0				$0	Washington	6101 Montrose Rd ,Rockville,MD 20852	P-O	Human Serv
Jewish Federation of Greater Washington (pre-pay 2011-12	$12,000	12	$0	$12,000				$0	Washington	6101 Montrose Rd ,Rockville,MD 20852	P-O	Human Serv
Jewish Historical Society ($1,000 pledge for 2010)	$1,000	1	$1,000	$1,000				$0	Washington	600 Eye St NW,DC,20001	P-O	Education
Jewish Soc Service Agency	$1,000	3	$1,000	$1,000				$0	Washington	6123 Montrose Rd , Rockville, MD 20852	P-O	Human Serv
Jewish Social Service Agency (Special 1 time gift)	$0	7	$0	$0				$0	Washington	6123 Montrose Rd , Rockville, MD 20852	P-O	Human Serv
Johns Hopkins Univ School of Public Health	$0	1	$1,000	$1,000				$0	Baltimore	615 N Wolfe St ,Balto, MD 21205	P-O	Health
Junior Achiev of Central MD (Brad Burgunder)	$0	3	$0	$0				$0	Maryland	10711 Red Run Blvd #110, Owings Mills, MD 21136	P-O	Human Serv
Lawyers Committee for Civil Rights Under Law	$0	1	$0	$0				$0	Washington	1401 NY Ave NW,Washington, DC, 20005	P-O	Civil Rights
Legal Action Center	$1,000	1	$1,000	$1,000				$0	New York	225 Varick St , 4th Fl New York, NY 10014	P-O	Advocacy
Legal Action Center (honoring Danny Mayers)	$0	11	$0	$0				$0	New York	225 Varick St , 4th Fl New York, NY 10014	P-O	Advocacy
Lisner-Louise-Dickson-Hurt Home	$2,500	1	$2,500	$2,500				$0	Washington	5425 Western Ave NW- DC 20015	P-O	Health
Lisner-Louise-Dickson-Hurt Home (Special extra gift)	$0	12	$5,000	$5,000				$0	Was	5425 Western Ave NW- DC 20015	P-O	Health
Lombardi Cancer Center (Georgetown Univ)	$1,000	11	$1,000	$1,000				$0	Washington	Box 571253,Wash,DC 20057-1253	P-O	Health
Low Vision Info Center (Sylvan/Susie Stein)	$1,000	9	$1,000	$1,000				$0	Washington	7701 Woodmont Ave , Bethesda, MD 20814	P-O	Health
Martha's Table (in honor of Rich Lodish)		10	$1,000	$1,000				$0	Washington	2114 14th St NW, Washington, DC	P-O	Human Servi
MD Association of Non-Profit Organizations (Lee Sheller)	$200	5	$200	$200				$0	Baltimore	190 W Ostend St(#201),Balto ,MD 21230	P-O	Organization
National Building Museum	$1,000	9	$1,000	$1,000				$0	Washington	401 F St NW,DC,20001	P-O	Arts
National Gallery of Art	$1,000	3	$1,000	$1,000				$0	Washington	4th St & Pa Ave NW, DC, 20004	P-O	Arts
National Park Trust - (honor Rich Lodish)	$0	11	$500	$500				$0	Washington	401 E Jefferson St ,Rockville, MD 20850	P-O	Human Serv

S. KANN SONS CO. FOUNDATION

FOUNDATION GIFTS 2011

52-0794594

National Symphony Orchestra (Kennedy Center Member)	$3,000	8	$3,000	$3,000				$0	Washington	Kennedy Center, DC, 20566	P-O	Arts
New Israel Fund (Wm Frankel Social Justice Fellowship)	$500	6	$500					$0	London,England	1101 14th St NW,DC 20005	P-O	Human Serv
Ovarian Cancer Nat'l Alliance (Carol Moses)	$1,000	11	$1,000	$1,000				$0	Washington	910 17th St,Nw, Washington, DC 20006	P-O	Health
Phillips Collection	$1,000	5	$1,000	$1,000				$0	Washington	1600 21st St NW,DC,20009	P-O	Arts
Planned Parenthood Justice Fund	$0	4	$0	$0				$0	Washington	P O Box 96634, DC 20077	P-O	Advocacy
Planned Parenthood of Washington(prepay 2012)				$1,000				$0	Washington	P O Box 96634, DC 20077	P-O	Advocacy
Planned Parenthood of Washington	$1,000	1	$1,000	$1,000				$0	Washington	1108 16th St NW, DC 20055	P-O	Health
Primary Care Colation of Montgomery Cty	$500	11	$500	$500				$0	Maryland	8757 GA Ave,Silver Spring,MD 209101	P-O	Health
Recording for the Blind - annual	$1,000	10	$1,000	$1,000				$0	Washington	5225 Wisconsin Ave NW, DC, 20015	P-O	Human Serv
Reginald S Lourie Center	$1,000	4	$1,000	$1,000				$0	Washington	11710 Hunters La , Rockville, MD 20852	P-O	Human Serv
Renwick Alliance	$0	1	$1,000	$1,000				$0	Washington	1661 PA Ave NW, Washington,DC,20006	P-O	Arts
SeaWEb	$0	0	$500	$500				$0	Washington	8401 Colesville Rd ,#500,Silver Spring,MD 20910	P-o	Preservation
SEED Foundation	$1,000	4	$1,000	$1,000				$0	Washington	1712 Eye St NW (#300),DC,20006	P-O	Education
Sibley Memorial Hospital	$1,000	5	$1,000	$1,000				$0	Washington	5255 Loughboro Rd , NW, DC 20077	P-O	Health
Sidwell Friends School - annual	$2,000	10	$2,000	$2,000				$0	Washington	3825 Wisconsin Ave NW, DC, 20016	P-O/E	Education
Sidwell Friends School - capital	$0	10	$0	$0				$0	Washington	3825 Wisconsin Ave NW, DC, 20016	P-O/E	Education
Sister-to-Sister Everyone Has a Heart Fdn (Irene Pollin)	$2,500	8	$2,500					$0	Washington	4701 Willard Ave , #223, Chevy Chase, MD 20815	P-O	Health
Smithsonian Institution - Contributing Membership	$750	1	$750	$750				$0	Washington	PO Box 9016,Pittsfield,MA,01202-9951	P-O	Education
Smithsonian-National Museum of American Art(Renwick)	$1,000	5	$0	$0				$0	Washington	Smithsonian Instit,8th&G St-MRC 210-DC 20560	P-O	Arts
Suburban Hospital (annual giving)	$1,000	5	$1,000	$1,000				$0	Washington	8600 Old Georgetown Rd, Bethesda, MD 20814	P-E	Health
Textile Museum	$0	5	$0	$0				$0	Washington	2320 S St NW, DC 20008	P-E	Education
Trust for the National Mall	$0	3	$0	$0				$0	Washington	601 13th St NW (#300N),Washington, DC 20005	P-O	Preservation
United Negro College Fund (The College Fd/UNCF)	$0	3	$0	$0				$0	National	8260 Willow Oaks Corp Dr ,Fairfax,VA,22034	P-O	Education
VisArts	$500	9	$500	$500				$0	Washington	155 Gibbs St (#421),Rockville,MD 20850	P-O	Arts
Walters Art Museum	$0	4	$0	$0				$0	Baltimore	600 N Charles St ,Balto ,MD 21298-3256	P-O	Arts
WAMU-FM (Diane Rehm Show)	$1,000	1	$1,000	$1,000				$0	Washington	Brandywine Bldg -Am Univ -DC 20016	P-O	Education
Washington Hospital Center Foundation	$500	5	$500					$0	Washington	110 Irving St NW,DC,20077	P-O	Medical
Washington Literacy Council (Ellie Trowbridge)	$0	1	$0	$0				$0	Washimgton	111 Quincy Pl NE,DC,20002	P-O	Education
Washington Perf Arts Society	$1,000	1	$1,000	$1,000				$0	Washington	2000 L St NW, DC, 20036	P-O	Arts
Washington Tennis & Education Foundation	$1,000	9	$1,000	$1,000				$0	Washington	16th & Kennedy Sts NW,DC,20011	P-O	Athl -Edu
WETA (prepay for 2012)				$1,000				$0	Washington	16th & Kennedy Sts NW,DC,20011	P-O	Athl -Edu
WETA (Club 2691)	$1,000	1	$1,000	$1,000				$0	Washington	P O Box 2626, DC, 20013	P-O	Arts
William Wendt Ctr For Loss & Healing	$1,000	9	$1,000	$1,000				$0	Washington	4201 Conn Ave NW(#300), DC, 20008	P-O	Human Serv
TOTAL			$71,950	$82,950	$0	$0	$0	$0				
ESTIMATED REQUIRED DISTRIBUTION (see note)			$82,000									

NOTE est distribution is 5% of net assets (average annual, averaged by quarters) to avoid a penalty

(*) Purpose O = operating, E = endowment/bldg
Status P = public

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Status P = public