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 , 2011, and ending , 20

Name of foundation THE CLAUDE MOORE CHARITABLE FOUNDATION	**A Employer identification number** 52-1558571
Number and street (or P O box number if mail is not delivered to street address) 11350 RANDOM HILLS ROAD — Room/suite 520	**B** Telephone number (see instructions) (703) 934-1147
City or town, state, and ZIP code FAIRFAX, VA 22030	**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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 128,849,785.

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

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 instructions))*

			(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 (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	4,312,573.	4,312,573.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	742,505.			
	b	Gross sales price for all assets on line 6a 11,385,383.				
	7	Capital gain net income (from Part IV, line 2)		742,505.		
	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) (attach schedule)				
	11	Other income (attach schedule)	-98,014.	2,000.		ATCH 2
	12	**Total.** Add lines 1 through 11	4,957,064.	5,057,078.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	550,838.	110,167.		440,671.
	14	Other employee salaries and wages	378,403.	75,680.		302,723.
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 3	270,715.	266,063.		4,652.
	b	Accounting fees (attach schedule) ATCH 4	108,494.	27,124.		81,370.
	c	Other professional fees (attach schedule)				
	17	Interest ATTACHMENT 5	538.	538.		
	18	Taxes (attach schedule) (see instructions) **	1,277,051.	34,864.		1,210,187.
	19	Depreciation (attach schedule) and depletion	3,876.	3,876.		
	20	Occupancy	163,568.	32,713.		130,855.
	21	Travel, conferences, and meetings	30,400.	8,977.		21,423.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 7	465,193.	187,206.		277,864.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,249,076.	747,208.		2,469,745.
	25	Contributions, gifts, grants paid	1,731,881.			1,731,881.
	26	**Total expenses and disbursements** Add lines 24 and 25	4,980,957.	747,208.	0	4,201,626.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-23,893.			
	b	**Net investment income** (if negative, enter -0-)		4,309,870.		
	c	**Adjusted net income** (if negative, enter -0-)				

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		Part II **Balance Sheets** Attached sched[illegible]nd amounts in the description colum[illegible]hould be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,690,925.	3,507,306.	3,507,306.
	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 instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ *		* 36,816,982.	ATCH 8
		Less allowance for doubtful accounts ▶** 36,816,982.	819,200.		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 9	15,013,350.	13,443,140.	13,443,140.
	c	Investments - corporate bonds (attach schedule) ATCH 10	29,718,013.	25,909,818.	25,909,818.
	11	Investments - land, buildings, and equipment basis ▶*** 82,150,000.			
		Less accumulated depreciation (attach schedule) ▶	82,150,000.	82,150,000.	82,150,000.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 11	3,656,705.	3,781,993.	3,781,993.
	14	Land, buildings and equipment basis ▶ 156,838.			ATCH 12
		Less accumulated depreciation (attach schedule) ▶ 113,980.	64,710.	42,858.	42,858.
	15	Other assets (describe ▶ ATCH 13)	28,259.	14,670.	14,670.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	133,141,162.	128,849,785.	128,849,785.
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 (attach schedule)			
	22	Other liabilities (describe ▶ ATCH 14)	1,475.	175.	
	23	**Total liabilities** (add lines 17 through 22)	1,475.	175.	
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	133,139,687.	128,849,610.	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	133,139,687.	128,849,610.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	133,141,162.	128,849,785.	

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	133,139,687.
2	Enter amount from Part I, line 27a	2	-23,893.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	133,115,794.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 15	5	4,266,184.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	128,849,610.

** ATCH 15 *** ATCH 26

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	SEE PART IV SCHEDULE			
b				
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				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	742,505.
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 instructions) If (loss), enter -0- in Part I, line 8		3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	5,766,036.	55,463,507.	0.103961
2009	9,156,591.	91,421,816.	0.100158
2008	9,098,857.	117,678,777.	0.077319
2007	8,482,636.	135,816,166.	0.062457
2006	11,074,761.	128,699,654.	0.086051

2 **Total** of line 1, column (d)	2	0.429946
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	0.085989
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	52,512,380.
5 Multiply line 4 by line 3	5	4,515,487.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	43,099.
7 Add lines 5 and 6	7	4,558,586.
8 Enter qualifying distributions from Part XII, line 4	8	4,201,626.

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 Inve[illegible]ent Income (Section 4940(a), 4940(b), 4[illegible]e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	86,197.
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	
3	Add lines 1 and 2			3	86,197.
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	86,197.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	107,837.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	22,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	129,837.
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	43,640.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 43,640. **Refunded** ▶			11	

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 page 19 of 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 ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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?	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) ▶ VA,			
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 A[illegible]ties *(continued)*

			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 ▶ WWW.CLAUDEMOOREFOUNDATION.ORG

14 The books are in care of ▶ J HAMILTON LAMBERT Telephone no ▶ (703)934-1147

Located at ▶11350 RANDOM HILLS ROAD #520 FAIRFAX, VA ZIP + 4 ▶ 22030

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

			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.

			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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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)	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)*	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 vities for Which Form 4720 May Be Req d *(continued)*

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b 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? 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
ATTACHMENT 16		550,838.	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
ATTACHMENT 17		342,500.	0	0

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATTACHMENT 18		761,485.
Total number of others receiving over $50,000 for professional services . . . ▶		

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 NONE, THE FOUNDATION MAKES GRANTS TO PUBLIC CHARITIES	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . ▶	

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	45,776,318.
b	Average of monthly cash balances			1b	2,828,215.
c	Fair market value of all other assets (see instructions)			1c	4,707,528.
d	**Total** (add lines 1a, b, and c)			1d	53,312,061.
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			2	
3	Subtract line 2 from line 1d			3	53,312,061.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)			4	799,681.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	52,512,380.
6	**Minimum investment return.** Enter 5% of line 5			6	2,625,619.

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	2,625,619.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	86,197.		
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	86,197.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,539,422.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,539,422.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,539,422.

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	4,201,626.
b	Program-related investments - total from Part IX-B	1b	
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	4,201,626.
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)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,201,626.

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					2,539,422.
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only					
b	Total for prior years 20 09 ,20 08 ,20 07					
3	Excess distributions carryover, if any, to 2011					
a	From 2006	4,708,292.				
b	From 2007	1,867,315.				
c	From 2008	3,329,290.				
d	From 2009 ATCH 27	4,651,096.				
e	From 2010	3,069,417.				
f	Total of lines 3a through e		17,625,410.			
4	Qualifying distributions for 2011 from Part XII, line 4: ► $ 4,201,626.					
a	Applied to 2010, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2011 distributable amount					2,539,422.
e	Remaining amount distributed out of corpus		1,662,204.			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		19,287,614.			
b	Prior years' undistributed income Subtract line 4b from line 2b					
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					
d	Subtract line 6c from line 6b Taxable amount - see instructions					
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions					
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		4,708,292.			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		14,579,322.			
10	Analysis of line 9					
a	Excess from 2007	1,867,315.				
b	Excess from 2008	3,329,290.				
c	Excess from 2009	4,651,096.				
d	Excess from 2010	3,069,417.				
e	Excess from 2011	1,662,204.				

Part XIV Private Operating Foundat[illegible]s (see instructions and Part VII-A, question[illegible]

NOT APPLICABLE

1a 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	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a 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

ATTACHMENT 19

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

ATTACHMENT 20

c Any submission deadlines

ATTACHMENT 21

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

ATTACHMENT 22

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*				
ATTACHMENT 23				
Total . . . . ▶ **3a**				1,731,881.
b *Approved for future payment*				
Total . . . . ▶ **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) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	4,312,573.	
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			14	2,000.	
8 Gain or (loss) from sales of assets other than inventory			18	742,505.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 24		-100,014.			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-100,014.		5,057,078.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 4,957,064.

(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 instructions)

Part XVII Information Regardin[illegible]ansfers To and Transactions and Re[illegible]nships 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		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

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: 11/06/12

Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name: W. CRAIG THOMPSON

Preparer's signature:

Date: 11/2/12

Check ☐ if self-employed

PTIN: P00295094

Firm's name ▶ RUSSELL, EVANS & THOMPSON, PLLC

Firm's EIN ▶ 54-1341318

Firm's address ▶ 299 HERNDON PARKWAY, SUITE 206
HERNDON, VA 20170-4467

Phone no 703-478-0320

THE CLAUDE MOORE CHARITABLE FOUNDATION 52-1558571

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					47.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					8,458.	
		PUB TRADED SECURITIES - MSSB PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
4,274,174.		3,866,792.					407,382.	
		PUB TRADED SECURITIES - WF PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
6,415,335.		6,095,509.					319,826.	
		PUB TRADED SECURITIES - CAP PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
687,369.		680,577.					6,792.	
TOTAL GAIN(LOSS)							742,505.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDENDS - INVESTMENTS	1,923,466.	1,923,466.
INTEREST AND DIVIDENDS - PARTNERSHIPS	1,306.	1,306.
ACCRUED OID INTEREST ON NOTES REC. - CTD	2,387,801.	2,387,801.
TOTAL	4,312,573.	4,312,573.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	2,000.	2,000.
ORDINARY LOSS FROM INVESTMENT IN PARTNERSHIPS-UNRELATED BUSINESS LOSS REPORTED ON FORM 990-T	-100,014.	
TOTALS	-98,014.	2,000.

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		270,715.	266,063.		4,652.
	TOTALS	270,715.	266,063.		4,652.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT AND TAX SERVICES	108,494.	27,124.		81,370.
TOTALS	108,494.	27,124.		81,370.

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST EXPENSE-PASS THROUGH	538.	538.
TOTALS	538.	538.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
REAL ESTATE TAXES	1,207,438.	25,701.	1,181,737.
PAYROLL TAXES	35,561.	7,111.	28,450.
FOREIGN TAXES	2,052.	2,052.	
FEDERAL EXCISE TAX	32,000.		
TOTALS	1,277,051.	34,864.	1,210,187.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MONTHLY OFFICE EXPENSE	54,387.	10,876.	43,511.
MEMBERSHIPS & SUBSCRIPTIONS	15,098.	3,019.	12,079.
PAYROLL SERVICE FEES	7,821.	1,564.	6,257.
REAL ESTATE INSURANCE	46,053.		46,053.
REAL ESTATE LAND MAINT.	129,622.		129,622.
INVESTMENT ADVISORY FEES	171,747.	171,747.	
DEPREC, CHARITABLE FURN&EQUIP	19,562.		19,562.
ADMINISTRATIVE CONTRACTOR	20,780.		20,780.
PASS-THROUGH NONDEDUCT EXPENSE	123.		
TOTALS	465,193.	187,206.	277,864.

ATTACHMENT 8

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: CTD MOOREFIELD RETAIL, LLC
ORIGINAL AMOUNT: 30,000,000.
INTEREST RATE: 7.000000
DATE OF NOTE: 12/08/2005
MATURITY DATE: 12/20/2025
REPAYMENT TERMS: INT ONLY AT 5% TO 3/31/09, 7% AFTER, DUE MONTHLY
SECURITY PROVIDED: 1ST LIEN ON THE CONVEYED LAND SUBORDINATED TO BANK
PURPOSE OF LOAN: FINANCE SALE
DESCRIPTION AND FMV OF CONSIDERATION: SOLD LAND FOR $33,000,000., REC. PRIN. $3,000,000
30,000,000.

BEGINNING BALANCE DUE .... 33,528,060.

ENDING BALANCE DUE .... 35,874,902.

ENDING FAIR MARKET VALUE ....

BORROWER: CTD OFFSITE, LLC
ORIGINAL AMOUNT: 819,200.
INTEREST RATE: 5.000000
DATE OF NOTE: 06/16/2008
MATURITY DATE: 05/30/2018
REPAYMENT TERMS: PRINCIPAL AND INTEREST BALLOON PAYMT ON MATURITY.
SECURITY PROVIDED: DEED OF TRUST CONVEYED LAND - SUBORDINATED TO BANK
PURPOSE OF LOAN: FINANCE SALE
DESCRIPTION AND FMV OF CONSIDERATION: SOLD LAND
819,200.

BEGINNING BALANCE DUE .... 901,120.

ENDING BALANCE DUE .... 942,080.

ENDING FAIR MARKET VALUE ....

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 34,429,180.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 36,816,982.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE

CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
FORM 990-PF
DECEMBER 31, 2011

THE FOUNDATION SOLD LAND TO TWO ENTITIES FOR A TOTAL OF $33,819,200. $3 MILLION OF THE PRINCIPAL AMOUNT WAS RECEIVED IN PRIOR YEARS. THE CURRENT OUTSTANDING BALANCE ON THE NOTES IS $30,819,200.

IN ADDITION, INTEREST HAS ACCRUED ON THE NOTES THROUGH DECEMBER 31, 2011 IN THE AMOUNT OF $5,997,782.

THE VALUE OF THE NOTES IS IMPAIRED. ACCORDINGLY, THE FOUNDATION IS VALUING THE NOTES AND ACCRUED INTEREST AT $0 UNTIL SUCH TIME AS THE COLLECTABILITY CAN BE DETERMINED.

SEE ATTACHMENT 15 REGARDING THE CURRENT YEAR ADJUSTMENT TO THE VALUATION ALLOWANCE FOR THE NOTES AND ACCRUED INTEREST.

REF/015

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE THE ATTACHED INVESTMENT SUMMARY SCHEDULE	13,443,140.	13,443,140.
TOTALS	13,443,140.	13,443,140.

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE THE ATTACHED INVESTMENT SUMMARY SCHEDULE	25,909,818.	25,909,818.
TOTALS	25,909,818.	25,909,818.

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE THE ATTACHED INVESTMENT		
SUMMARY SCHEDULE		
ALTERNATIVE INVESTMENTS	637,125.	637,125.
PREFERRED STOCK	3,144,868.	3,144,868.
TOTALS	3,781,993.	3,781,993.

CLAUDE MOORE CHARITABLE FOUNDATION
EIN 52-1558571
SUMMARY OF INVESTMENTS
FORM 990 PF, PART II, LINES 10 AND 13
DECEMBER 31, 2011

	MONEY FUNDS OR	STOCK		BONDS				TOTAL
ACCOUNT #	EQUIVALENTS	COMMON, ETF & OPT	PREFERRED	INTERNATIONAL	CORPORATE	TOTAL	OTHER	PORTFOLIO
#4690	1,123,377	8,284,040	2,151,180			0	637,125	12,195,722
#2211	342,241			1,326,458	7,926,956	9,253,414		9,595,655
#1543	313,804			960,177	3,651,632	4,611,809		4,925,613
#5292	1,206,792	5,159,100	993,688			0		7,359,580
#5419	84,699			3,681,470	5,774,005	9,455,475		9,540,174
#3735	97,044			537,825	2,051,295	2,589,120		2,686,164
TOTAL	3,167,957	13,443,140	3,144,868	6,505,930	19,403,888	25,909,818	637,125	46,302,908
		LINE 10 b	LINE 13			LINE 10 c	LINE 13	

LINE 13 TOTALS

PREFERRED STOCK	3,144,868
OTHER	637,125
TOTAL LINE 13	3,781,993

A COPY OF THE DETAILED ASSETS HELD IN THE ABOVE MENTIONED ACCOUNTS IS ATTACHED.

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #4690
December 31, 2011

Money fund

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
1,123,377.20	MORGAN STANLEY AA INSTIT MONEY TRUST	$ 1,123,377.20		.03%	$ 337.01
Total money fund		$ 1,123,377.20	$ 0.00	.02%	$ 337.01

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #4690
December 31, 2011

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
5,000	ALTRIA GROUP INC	MO	10/18/10	$ 124,740.00	$ 24.948	$ 29.65	$ 148,250.00	$ 23,510.00 LT		
5,000			10/18/10	124,745.50	24.949	29.65	148,250.00	23,504.50 LT		
3,000			12/10/10	74,516.64	24.838	29.65	88,950.00	14,433.36 LT		
13,000				**324,002.14**	**24.923**		**385,450.00**	**61,447.86**	**5.531**	**21,320.00**
2,000	ARCHER-DANIELS-MIDLAND CO	ADM	08/09/10	60,916.00	30.458	28.60	57,200.00	(3,716.00) LT		
1,000			10/18/10	33,507.10	33.507	28.60	28,600.00	(4,907.10) LT		
2,000			02/09/11	71,773.40	35.886	28.60	57,200.00	(14,573.40) ST		
2,000			03/01/11	73,333.00	36.666	28.60	57,200.00	(16,133.00) ST		
7,000				**239,529.50**	**34.219**		**200,200.00**	**(39,329.50)**	**2.447**	**4,900.00**
500	AUTOMATIC DATA PROCESSING INC.	ADP	04/21/09	18,028.55	36.057	54.01	27,005.00	8,976.45 LT		
3,500			07/28/09	130,217.85	37.205	54.01	189,035.00	58,817.15 LT		
1,000			04/15/10	44,438.00	44.438	54.01	54,010.00	9,572.00 LT		
1,000			08/05/10	41,948.00	41.948	54.01	54,010.00	12,062.00 LT		
1,000			02/09/11	49,038.00	49.038	54.01	54,010.00	4,972.00 ST		
1,000			03/01/11	49,398.00	49.398	54.01	54,010.00	4,612.00 ST		
8,000				**333,068.40**	**41.634**		**432,080.00**	**99,011.60**	**2.925**	**12,640.00**
1,000	CATERPILLAR INC	CAT	10/14/10	79,899.10	79.899	90.60	90,600.00	10,700.90 LT		
1,000			10/14/10	79,899.10	79.899	90.60	90,600.00	10,700.90 LT		
1,000			10/14/10	79,868.40	79.868	90.60	90,600.00	10,731.60 LT		
500			12/10/10	44,959.00	89.918	90.60	45,300.00	341 00 LT		
500			04/18/11	51,403.25	102.806	90.60	45,300.00	(6,103 25) ST		
1,000			04/19/11	105,216.20	105.216	90.60	90,600.00	(14,616.20) ST		
500			04/19/11	52,748.25	105.496	90.60	45,300.00	(7,448.25) ST		
5,500				**493,993.30**	**89.817**		**498,300.00**	**4,306.70**	**2.03**	**10,120.00**
300	CHEVRON CORP	CVX	12/01/08	22,497.00	74.99	106.40	31,920.00	9,423.00 LT		
200			12/02/08	14,893.90	74.469	106.40	21,280.00	6,386.10 LT		
100			12/03/08	7,449.00	74.49	106.40	10,640.00	3,191.00 LT		
100			12/09/08	7,845.70	78.457	106.40	10,640.00	2,794.30 LT		

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #4690
December 31, 2011

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
100	CHEVRON CORP	CVX	12/11/08	$ 7,976.00	$ 79.76	$ 106.40	$ 10,640 00	$ 2,664.00 LT		
100			12/31/08	7,412.60	74.126	106.40	10,640 00	3,227.40 LT		
100			01/05/09	7,769.60	77.696	106.40	10,640.00	2,870.40 LT		
1,000			10/27/09	76,957.50	76.957	106.40	106,400.00	29,442.50 LT		
1,000			08/19/10	75,757.00	75.757	106.40	106,400.00	30,643.00 LT		
500			04/18/11	51,928.60	103.857	106.40	53,200.00	1,271.40 ST		
1,000			04/19/11	105,440.00	105.44	106.40	106,400.00	960.00 ST		
500			04/19/11	52,774.00	105.548	106.40	53,200.00	426.00 ST		
410			04/19/11	43,287.80	105.58	106.40	43,624.00	336.20 ST		
90			04/19/11	9,505 80	105.62	106 40	9,576 00	70.20 ST		
5,500				491,494.50	89.363		585,200.00	93,705.50	3.045	17,820.00
400	CONAGRA FOODS INC	CAG	11/25/08	5,767 60	14.419	26.40	10,560.00	4,792.40 LT		
200			11/28/08	2,899.46	14.497	26.40	5,280.00	2,380.54 LT		
200			12/16/08	2,990.00	14.95	26.40	5,280.00	2,290.00 LT		
500			12/23/08	8,189.50	16.379	26.40	13,200.00	5,010.50 LT		
300			12/26/08	4,847.19	16.157	26.40	7,920.00	3,072.81 LT		
200			12/30/08	3,243 46	16.217	26.40	5,280.00	2,036.54 LT		
200			12/31/08	3,355.46	16.777	26.40	5,280 00	1,924.54 LT		
300			01/06/09	5,045.19	16.817	26.40	7,920.00	2,874.81 LT		
500			01/13/09	8,359.60	16.719	26.40	13,200.00	4,840.40 LT		
200			01/28/09	3,561.80	17.809	26.40	5,280.00	1,718.20 LT		
3,000			10/27/09	64,280.40	21.426	26.40	79,200.00	14,919.60 LT		
2,000			10/28/09	42,296.00	21.148	26.40	52,800.00	10,504.00 LT		
1,000			10/30/09	21,386.00	21.386	26.40	26,400.00	5,014.00 LT		
1,000			04/15/10	25,097 00	25.097	26.40	26,400.00	1,303.00 LT		
2,000			10/18/10	45,337.20	22.668	26.40	52,800.00	7,462.80 LT		
1,000			12/10/10	22,178 00	22.178	26.40	26,400.00	4,222.00 LT		
13,000				268,833.86	20.68		343,200.00	74,366.14	3.636	12,480.00
3,000	DEERE & CO	DE	04/14/10	185,670.00	61.89	77.35	232,050.00	46,380.00 LT		
1,000			04/18/11	91,124.00	91.124	77.35	77,350.00	(13,774.00) ST		
1,000			04/19/11	91,669.90	91.669	77.35	77,350.00	(14,319.90) ST		
5,000				368,463.90	73.693		386,750.00	18,286.10	2.12	8,200.00
2,200	E I DU PONT DE NEMOURS & CO	DD	12/12/08	57,134.00	25.97	45.78	100,716.00	43,582.00 LT		
300			12/16/08	8,006.70	26.689	45 78	13,734.00	5,727.30 LT		
300			01/06/09	8,390.19	27.967	45.78	13,734.00	5,343.81 LT		

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Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
200	E I DU PONT DE NEMOURS & CO	DD	03/24/09	$ 4,607.80	$ 23.039	$ 45.78	$ 9,156.00	$ 4,548.20 LT		
2,000			07/28/09	59,797.40	29.898	45.78	91,560.00	31,762.60 LT		
2,000			10/27/09	66,279.80	33.139	45.78	91,560.00	25,280.20 LT		
2,000			04/19/11	108,186.40	54.093	45.78	91,560.00	(16,626.40) ST		
2,000			04/19/11	109,039.20	54.519	45.78	91,560.00	(17,479.20) ST		
11,000				**421,441.49**	**38.313**		**503,580.00**	**82,138.51**	**3.582**	**18,040.00**
1,000	HOME DEPOT INC	HD	12/03/08	22,168.40	22.168	42.04	42,040.00	19,871.60 LT		
500			12/04/08	11,974.95	23.949	42.04	21,020.00	9,045.05 LT		
500			12/05/08	11,629.05	23.258	42.04	21,020.00	9,390.95 LT		
300			12/08/08	7,433.97	24.779	42 04	12,612.00	5,178.03 LT		
200			12/17/08	4,957.40	24.787	42.04	8,408.00	3,450.60 LT		
500			12/24/08	11,949.50	23.899	42 04	21,020.00	9,070.50 LT		
2,000			10/27/09	52,336.00	26.168	42.04	84,080.00	31,744.00 LT		
1,000			10/29/09	25,828.50	25.828	42.04	42,040.00	16,211.50 LT		
2,000			10/18/10	60,875.00	30 437	42.04	84,080.00	23,205.00 LT		
8,000				**209,152.77**	**26.144**		**336,320.00**	**127,167.23**	**2.759**	**9,280.00**
1,200	INTL BUSINESS MACHINES CORP	IBM	02/23/09	102,600.00	85 50	183 88	220,656.00	118,056.00* LT		
1,800			03/19/09	166,353.00	92.41	183.88	330,984.00	164,631.00* LT		
500			04/19/11	82,754.00	165.508	183.88	91,940.00	9,186.00 ST		
3,500				**351,707.00**	**100.488**		**643,580.00**	**291,873.00**	**1.631**	**10,500.00**
1,000	INTUIT INC	INTU	04/23/10	35,926.90	35.926	52.59	52,590.00	16,663.10 LT		
1,000			08/09/10	40,667.80	40.667	52.59	52,590.00	11,922.20 LT		
1,000			10/18/10	46,035.90	46.035	52.59	52,590.00	6,554 10 LT		
3,000				**122,630.60**	**40.877**		**157,770.00**	**35,139.40**	**1.14**	**1,800.00**
1,000	KIMBERLY CLARK CORP	KMB	11/18/08	56,503.30	56.503	73 56	73,560.00	17,056.70 LT		
100			11/26/08	5,583.55	55.835	73.56	7,356.00	1,772.45 LT		
100			12/09/08	5,446.60	54.466	73 56	7,356.00	1,909.40 LT		
100			01/02/09	5,300 19	53.001	73.56	7,356.00	2,055.81 LT		
1,700			03/19/09	79,267.60	46.628	73.56	125,052.00	45,784.40 LT		
1,000			10/27/09	61,259.90	61.259	73.56	73,560.00	12,300.10 LT		
1,000			10/18/10	66,828.00	66 828	73.56	73,560.00	6,732.00 LT		
5,000				**280,189.14**	**56.038**		**367,800.00**	**87,610.86**	**3.806**	**14,000.00**
2,000	KINDER MORGAN ENERGY PRTNRS LP	KMP	01/18/11	144,450.00	72.225	84.95	169,900.00	25,450.00 ST		
1,000			01/18/11	72,206.50	72.206	84.95	84,950.00	12,743.50 ST		
1,000			01/19/11	71,845.00	71.845	84.95	84,950.00	13,105.00 ST		

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Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)		Average % yield	Anticipated Income (annualized)
1,000	KINDER MORGAN ENERGY PRTNRS LP	KMP	02/09/11	$ 71,926.60	$ 71.926	$ 84.95	$ 84,950.00	$ 13,023.40	ST		
1,000			03/01/11	72,796.50	72.796	84 95	84,950.00	12,153.50	ST		
1,500			04/19/11	112,317.00	74.878	84.95	127,425.00	15,108.00	ST		
7,500				**545,541.60**	**72.739**		**637,125.00**	**91,583.40**		**5.462**	**34,800.00**
1,000	MARATHON OIL CORP	MRO	12/17/08	15,930.73	15.93	29 27	29,270.00	13,339.27	LT		
500			12/17/08	8,088.09	16.176	29.27	14,635.00	6,546.91	LT		
500			12/19/08	7,772.10	15.544	29.27	14,635.00	6,862.90	LT		
200			12/29/08	3,080.03	15.40	29.27	5,854.00	2,773.97	LT		
300			01/02/09	5,101.51	17.005	29.27	8,781.00	3,679.49	LT		
500			01/16/09	8,575.28	17.15	29.27	14,635.00	6,059.72	LT		
1,000			10/28/09	19,670.24	19.67	29.27	29,270.00	9,599.76	LT		
1,000			10/29/09	19,898.46	19.898	29.27	29,270.00	9,371.54	LT		
2,000			08/19/10	38,209.40	19.104	29.27	58,540.00	20,330.60	LT		
1,000			11/04/10	19,957.10	19.957	29.27	29,270.00	9,312.90	LT		
2,000			04/19/11	60,507.77	30.253	29.27	58,540.00	(1,967.77)	ST		
10,000				**206,790.71**	**20.679**		**292,700.00**	**85,909.29**		**2.049**	**6,000.00**
500	MARATHON PETROLEUM CORP	MPC	12/17/08	10,776.27	21.552	33.29	16,645.00	5,868.73	LT		
250			12/17/08	5,471.16	21.884	33.29	8,322.50	2,851.34	LT		
250			12/19/08	5,257 40	21.029	33.29	8,322.50	3,065.10	LT		
100			12/29/08	2,083.47	20.834	33.29	3,329.00	1,245.53	LT		
150			01/02/09	3,450.89	23.005	33.29	4,993.50	1,542.61	LT		
250			01/16/09	5,800.72	23.202	33.29	8,322.50	2,521.78	LT		
500			10/28/09	13,305.86	26.611	33.29	16,645.00	3,339.14	LT		
500			10/29/09	13,460.24	26.92	33.29	16,645.00	3,184.76	LT		
1,000			08/19/10	25,846.60	25.846	33.29	33,290.00	7,443.40	LT		
500			11/04/10	13,499.90	26.999	33.29	16,645.00	3,145.10	LT		
1,000			04/19/11	40,930.23	40.93	33.29	33,290.00	(7,640.23)	ST		
5,000				**139,882.74**	**27.977**		**166,450.00**	**26,567.26**		**3.003**	**5,000.00**
1,300	MCDONALDS CORP	MCD	12/16/08	80,106.00	61.62	100.33	130,429.00	50,323.00	LT		
100			01/26/09	5,832.00	58.32	100.33	10,033.00	4,201.00	LT		
1,600			03/19/09	87,615.84	54.759	100.33	160,528.00	72,912.16	LT		
1,000			10/27/09	58,988.50	58.988	100.33	100,330.00	41,341.50	LT		
1,000			08/06/10	71,747.30	71.747	100.33	100,330.00	28,582.70	LT		
500			12/10/10	38,763.50	77.527	100.33	50,165.00	11,401.50	LT		
5,500				**343,053.14**	**62.373**		**551,815.00**	**208,761.86**		**2.79**	**15,400.00**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
3,000	NIKE INC CL B	NKE	04/13/10	$ 225,480.00	$ 75.16	$ 96.37	$ 289,110.00	$ 63,630.00 LT		
500			10/18/10	40,846.00	81.692	96.37	48,185.00	7,339.00 LT		
3,500				**266,326.00**	**76.093**		**337,295.00**	**70,969.00**	**1.494**	**5,040.00**
1,500	OCCIDENTAL PETROLEUM CORP-DEL	OXY	10/23/09	122,871.00	81.914	93.70	140,550.00	17,679.00 LT		
1,500			10/23/09	122,814.75	81.876	93.70	140,550.00	17,735.25 LT		
3,000				**245,685.75**	**81.895**		**281,100.00**	**35,414.25**	**1.963**	**5,520.00**
1,000	PEPSICO INC	PEP	11/24/08	53,919.90	53.919	66.35	66,350.00	12,430.10 LT		
100			11/26/08	5,431.60	54.316	66.35	6,635.00	1,203.40 LT		
100			12/08/08	5,353.80	53.538	66.35	6,635.00	1,281.20 LT		
100			12/26/08	5,507.74	55.077	66.35	6,635.00	1,127.26 LT		
1,700			03/19/09	84,056.84	49.445	66.35	112,795.00	28,738.16 LT		
1,000			10/26/09	60,546.10	60.546	66.35	66,350.00	5,803.90 LT		
1,000			10/18/10	66,637.00	66.637	66.35	66,350.00	(287.00) LT		
5,000				**281,452.98**	**56.291**		**331,750.00**	**50,297.02**	**3.104**	**10,300.00**
3,000	POTASH CORP SASK INC-	POT	12/13/10	139,932.00	46.644	41.28	123,840.00	(16,092.00) LT		
3,000			12/13/10	139,892.00	46.63	41.28	123,840.00	(16,052.00) LT		
1,500			02/09/11	90,743.65	60.495	41.28	61,920.00	(28,823.65) ST		
2,500			09/30/11	108,768.75	43.507	41.28	103,200.00	(5,568.75) ST		
10,000				**479,336.40**	**47.934**		**412,800.00**	**(66,536.40)**	**.678**	**2,800.00**
3,000	TEXAS INSTRUMENTS INC	TXN	10/27/09	71,969.70	23.989	29.11	87,330.00	15,360.30 LT		
2,000			04/13/10	51,636.00	25.818	29.11	58,220.00	6,584.00 LT		
5,000				**123,605.70**	**24.721**		**145,550.00**	**21,944.30**	**2.335**	**3,400.00**
1,000	VERIZON COMMUNICATIONS	VZ	12/11/08	31,310.07	31.31	40.12	40,120.00	8,809.93* LT		
1,000			01/05/09	30,857.96	30.857	40 12	40,120.00	9,262.04 LT		
1,000			01/05/09	30,079.43	30.079	40 12	40,120.00	10,040.57 LT		
200			01/05/09	6,169.72	30.848	40.12	8,024.00	1,854.28 LT		
100			01/26/09	2,916.77	29.167	40.12	4,012.00	1,095.23 LT		
1,700			03/19/09	48,172.30	28.336	40.12	68,204.00	20,031.70 LT		
1,000			10/28/09	27,939.03	27.939	40.12	40,120.00	12,180.97 LT		
2,000			10/18/10	65,216.00	32.608	40.12	80,240.00	15,024.00 LT		
8,000				**242,661.28**	**30.333**		**320,860.00**	**78,298.72**	**4.985**	**16,000.00**
2,000	VISA INC COM CL A	V	10/29/09	152,994.00	76.497	101.53	203,060.00	50,066 00 LT		
500			04/14/10	46,664.00	93.328	101.53	50,765.00	4,101.00 LT		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
500	VISA INC COM CL A	V	10/18/10	$ 38,859.00	$ 77.718	$ 101.53	$ 50,765.00	$ 11,906.00 LT		
3,000				238,517.00	79.506		304,590.00	66,073.00	.866	2,640.00
200	WAL-MART STORES INC	WMT	12/04/08	10,973.80	54.869	59.76	11,952.00	978.20 LT		
200			12/04/08	11,068.92	55.344	59.76	11,952.00	883.08 LT		
300			12/08/08	17,459.55	58.198	59.76	17,928.00	468.45 LT		
200			12/09/08	11,385.30	56.926	59.76	11,952.00	566.70 LT		
100			12/10/08	5,504.65	55.046	59.76	5,976.00	471.35 LT		
200			02/06/09	9,911.80	49.559	59.76	11,952.00	2,040 20 LT		
1,800			03/19/09	90,176.40	50.098	59.76	107,568.00	17,391.60 LT		
1,000			10/28/09	50,248.00	50.248	59.76	59,760.00	9,512.00 LT		
1,000			04/23/10	54,167.00	54.167	59.76	59,760.00	5,593.00 LT		
5,000				260,895.42	52.179		298,800.00	37,904.58	2.443	7,300.00
Total common stocks and options				$ 7,278,255.32			$ 8,921,165.00	($ 51,656.80) ST	2.86	
								$ 1,694,566.48 LT		$ 255,300.00

Preferred stocks

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,800	ARCH CAPITAL GROUP LTD	ARHPRB	04/20/09	$ 35,510.76	$ 19.728	$ 25.39	$ 45,702.00	$ 10,191.24 LT		
200			04/21/09	3,834.40	19.172	25.39	5,078.00	1,243.60 LT		
1,000			09/22/09	23,505.90	23.505	25.39	25,390.00	1,884.10 LT		
1,000			11/05/09	23,830.00	23.83	25.39	25,390.00	1,560.00 LT		
1,000			11/05/09	23,980.00	23.98	25.39	25,390.00	1,410.00 LT		
400			11/05/09	9,539.20	23.848	25.39	10,156.00	616.80 LT		
100			11/05/09	2,410.50	24.105	25.39	2,539.00	128.50 LT		
195			11/06/09	4,657.58	23.885	25.39	4,951.05	293 47 LT		
5			11/06/09	118.75	23.75	25.39	126.95	8.20 LT		
100			11/09/09	2,390.00	23.90	25.39	2,539.00	149.00 LT		
100			11/09/09	2,383.25	23.832	25.39	2,539.00	155.75 LT		
100			11/10/09	2,382.88	23.828	25.39	2,539.00	156.12 LT		
6,000				134,543.22	22.424		152,340.00	17,796.78	7.754	11,812.50

Preferred stocks *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)		Average % yield	Anticipated Income (annualized)
2,000	BAC CAP TRUST I 7% 12/15/2031	BACPRW	05/05/09	$ 29,400.00	$ 14.70	$ 20.85	$ 41,700.00	$ 12,300.00	LT		
500			05/05/09	7,340.00	14.68	20.85	10,425.00	3,085.00	LT		
500			05/05/09	7,368.00	14.736	20.85	10,425.00	3,057.00	LT		
500			05/05/09	7,389.00	14.778	20.85	10,425.00	3,036.00	LT		
1,000			05/06/09	15,200.00	15.20	20.85	20,850.00	5,650.00	LT		
500			05/06/09	7,420.00	14.84	20.85	10,425.00	3,005.00	LT		
1,000			05/27/09	18,240.00	18.24	20.85	20,850.00	2,610.00	LT		
1,000			09/22/09	21,529.90	21.529	20.85	20,850.00	(679.90)	LT		
7,000				**113,886.90**	**16.27**		**145,950.00**	**32,063.10**		**8.393**	**12,250.00**
1,800	CAPITAL ONE CAPITAL II 7.50%	COFPRB	05/08/09	33,580.80	18.656	25.32	45,576.00	11,995.20	LT		
1,600			05/08/09	28,000.00	17.50	25.32	40,512.00	12,512.00	LT		
900			05/08/09	15,732.00	17.48	25.32	22,788.00	7,056.00	LT		
600			05/08/09	11,172.00	18.62	25.32	15,192.00	4,020.00	LT		
100			05/08/09	1,750.00	17.50	25.32	2,532.00	782.00	LT		
1,000			05/26/09	18,112.00	18.112	25.32	25,320.00	7,208.00	LT		
1,000			07/28/09	20,334.00	20.334	25.32	25,320.00	4,986.00	LT		
1,000			09/22/09	22,665.00	22.665	25.32	25,320.00	2,655.00	LT		
8,000				**151,345.80**	**18.918**		**202,560.00**	**51,214.20**		**7.405**	**15,000.00**
1,700	COMCAST CORP 6.625%	CCS	04/30/09	35,054.00	20.62	26.09	44,353.00	9,299.00	LT		
1,000			04/30/09	20,659.20	20.659	26.09	26,090.00	5,430.80	LT		
300			04/30/09	6,202.41	20.674	26.09	7,827.00	1,624.59	LT		
1,000			05/01/09	20,570.00	20.57	26.09	26,090.00	5,520.00	LT		
1,000			05/01/09	20,599.90	20.599	26.09	26,090.00	5,490.10	LT		
1,000			05/26/09	21,218.60	21.218	26.09	26,090.00	4,871.40	LT		
1,000			08/21/09	23,158.40	23.158	26.09	26,090.00	2,931.60	LT		
7,000				**147,462.51**	**21 066**		**182,630.00**	**35,167.49**		**6.348**	**11,593.75**
2,000	CREDIT SUISSE 7.90% TIER 1 CAPITAL NOTES	CRP	05/04/09	41,260.00	20.63	25.55	51,100.00	9,840.00	LT		
1,000			05/04/09	20,609.00	20.609	25.55	25,550.00	4,941.00	LT		
1,000			05/26/09	22,445.90	22.445	25.55	25,550.00	3,104.10	LT		
1,000			08/21/09	24,708.40	24.708	25.55	25,550.00	841.60	LT		
5,000				**109,023.30**	**21.805**		**127,750.00**	**18,726.70**		**7.729**	**9,875.00**
2,000	ENDURANCE SPECIALTY HLDG 7.75%	ENHPRA	06/15/10	46,879.00	23.439	25.50	51,000.00	4,121.00	LT		
500			06/17/10	11,770.00	23.54	25.50	12,750.00	980.00	LT		
500			06/17/10	11,774.00	23.548	25.50	12,750.00	976.00	LT		
3,000				**70,423.00**	**23.474**		**76,500.00**	**6,077.00**		**7.598**	**5,812.50**

Preferred stocks *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
3,000	JPM CAPITAL XIX 6.625 PFD SER S	JPMPRS	04/23/09	$ 59,250.00	$ 19.75	$ 25.23	$ 75,690.00	$ 16,440.00 LT		
1,000			04/23/09	19,750.00	19.75	25.23	25,230.00	5,480.00 LT		
979			04/23/09	19,382.24	19.798	25.23	24,700.17	5,317.93 LT		
21			04/23/09	415.17	19.77	25.23	529.83	114.66 LT		
1,000			04/24/09	20,154.00	20.154	25.23	25,230.00	5,076.00 LT		
1,000			07/28/09	23,946.00	23.946	25.23	25,230.00	1,284.00 LT		
1,000			08/21/09	23,990.00	23.99	25.23	25,230.00	1,240.00 LT		
8,000				**166,887.41**	**20.861**		**201,840.00**	**34,952.59**	**6.564**	**13,250.00**
1,000	METLIFE INC 6.50% PFD	METPRB	04/20/09	17,000.00	17.00	25.48	25,480.00	8,480 00 LT		
1,000			04/20/09	16,960.00	16.96	25.48	25,480.00	8,520.00 LT		
1,000			04/20/09	17,000.00	17.00	25.48	25,480.00	8,480.00 LT		
1,000			04/20/09	16,960.00	16.96	25.48	25,480.00	8,520.00 LT		
621			04/20/09	10,534.15	16.963	25.48	15,823.08	5,288.93 LT		
500			04/20/09	8,499.80	16.999	25.48	12,740.00	4,240.20 LT		
379			04/20/09	6,443.00	17.00	25.48	9,656.92	3,213.92 LT		
300			04/21/09	4,940.40	16.468	25.48	7,644.00	2,703.60 LT		
200			04/21/09	3,294.80	16.474	25.48	5,096 00	1,801.20 LT		
1,000			07/28/09	22,231.20	22.231	25.48	25,480.00	3,248.80 LT		
1,000			09/22/09	22,650 00	22.65	25.48	25,480.00	2,830.00 LT		
8,000				**146,513.35**	**18.314**		**203,840.00**	**57,326.65**	**6.377**	**13,000.00**
4,000	MORGAN STANLEY CAP TR VI 6.60%	MSJ	05/08/09	71,600.80	17.90	21.71	86,840.00	15,239.20 LT		
1,000			05/08/09	17,839.80	17.839	21.71	21,710.00	3,870.20 LT		
1,000			05/27/09	18,360.00	18.36	21.71	21,710.00	3,350.00 LT		
1,000			07/28/09	20,505.50	20.505	21.71	21,710.00	1,204.50 LT		
7,000				**128,306.10**	**18.329**		**151,970.00**	**23,663.90**	**7.60**	**11,550.00**
1,500	PRUDENTIAL FINANCIAL INC 9.00%	PHR	04/29/09	28,902.00	19.268	27.26	40,890.00	11,988.00 LT		
1,000			05/26/09	22,998.00	22.998	27.26	27,260.00	4,262.00 LT		
1,000			07/28/09	24,758.90	24.758	27.26	27,260.00	2,501 10 LT		
3,500				**76,658.90**	**21.903**		**95,410.00**	**18,751.10**	**8.253**	**7,875.00**
1,000	SANTANDER FIN 6.8% NON CUM SER 4 GUARANTEED PFD	STDPRA	07/28/09	23,250.00	23.25	20.06	20,060.00	(3,190.00) LT		
1,000			12/02/09	23,100.00	23.10	20.06	20,060.00	(3,040.00) LT		
300			12/02/09	6,936.00	23.12	20.06	6,018.00	(918.00) LT		
200			12/02/09	4,608.00	23.04	20.06	4,012.00	(596.00) LT		
500			12/03/09	11,529.25	23.058	20.06	10,030.00	(1,499 25) LT		
500			12/03/09	11,489.95	22.979	20.06	10,030.00	(1,459.95) LT		

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Preferred stocks *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
400	SANTANDER FIN 6.8% NON CUM	STDPRA	12/03/09	$ 9,158.00	$ 22.895	$ 20.06	$ 8,024.00	($ 1,134.00) LT		
100	SER 4 GUARANTEED PFD		12/03/09	2,287.00	22.87	20.06	2,006.00	(281.00) LT		
4,000				**92,358.20**	**23.09**		**80,240.00**	**(12,118.20)**	**8.474**	**6,800.00**
600	SELECTIVE INSURANCE GROUP INC	SGZ	03/26/10	14,317.20	23.862	25.09	15,054.00	736.80 LT		
400	7.5% JR SUB NOTES		03/26/10	9,595.96	23.989	25.09	10,036.00	440.04 LT		
150			03/26/10	3,585.00	23.90	25.09	3,763.50	178.50 LT		
500			03/29/10	12,000.00	24.00	25.09	12,545.00	545.00 LT		
500			03/29/10	11,681.25	23.362	25.09	12,545.00	863.75 LT		
350			03/29/10	8,396.50	23.99	25.09	8,781 50	385.00 LT		
300			03/29/10	6,975.00	23.25	25.09	7,527.00	552.00 LT		
200			03/29/10	4,664.00	23.32	25.09	5,018.00	354.00 LT		
200			03/30/10	4,588.70	22.943	25.09	5,018.00	429.30 LT		
200			03/30/10	4,598.00	22.99	25.09	5,018.00	420.00 LT		
500			03/31/10	11,480.00	22.96	25.09	12,545.00	1,065.00 LT		
100			03/31/10	2,291.00	22.91	25.09	2,509.00	218.00 LT		
500			04/09/10	11,470.75	22.941	25.09	12,545.00	1,074.25 LT		
500			04/09/10	11,460.00	22.92	25.09	12,545.00	1,085.00 LT		
1,000			04/13/10	22,790 00	22.79	25.09	25,090.00	2,300.00 LT		
500			06/10/10	11,591.00	23.182	25.09	12,545.00	954.00 LT		
400			06/10/10	9,276.00	23.19	25.09	10,036.00	760.00 LT		
100			06/10/10	2,335.00	23.35	25.09	2,509.00	174.00 LT		
7,000				**163,095.36**	**23.299**		**175,630.00**	**12,534.64**	**7.473**	**13,125.00**
1,000	USB CAPITAL X 6.50%	USBPRI	04/27/09	19,686.00	19.686	25.49	25,490.00	5,804.00 LT		
1,000			04/27/09	19,672.00	19.672	25.49	25,490.00	5,818.00 LT		
1,000			04/27/09	19,649.80	19.649	25.49	25,490.00	5,840.20 LT		
1,000			04/27/09	19,610.00	19.61	25.49	25,490.00	5,880.00 LT		
600			04/27/09	11,773.20	19.622	25.49	15,294.00	3,520.80 LT		
300			04/27/09	5,862.00	19.54	25.49	7,647.00	1,785.00 LT		
100			04/27/09	1,960.00	19.60	25.49	2,549.00	589.00 LT		
1,000			05/26/09	21,981.00	21.981	25.49	25,490.00	3,509.00 LT		
1,000			07/28/09	22,312.40	22.312	25.49	25,490.00	3,177.60 LT		
1,000			09/22/09	23,679.90	23.679	25.49	25,490.00	1,810.10 LT		
8,000				**166,186.30**	**20.773**		**203,920.00**	**37,733.70**	**6.375**	**13,000.00**

Preferred stocks *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,800	WACHOVIA CAP TR IX 6.375%	WBPRC	11/10/09	$ 38,250.00	$ 21.25	$ 25 10	$ 45,180.00	$ 6,930.00 LT		
200	EXPECTED MATURITY 6/15/47		11/10/09	4,246.00	21.23	25.10	5,020.00	774.00 LT		
1,000			12/10/09	21,450.00	21.45	25.10	25,100.00	3,650.00 LT		
1,000			04/26/10	23,040.80	23.04	25.10	25,100.00	2,059.20 LT		
1,000			04/28/10	23,072.00	23.072	25.10	25,100.00	2,028.00 LT		
1,000			05/04/10	22,980.00	22.98	25.10	25,100.00	2,120.00 LT		
6,000				133,038.80	22.173		150,600.00	17,561.20	6.349	9,562.50
Total preferred stocks				$ 1,789,729.15			$ 2,151,180.00	$ 0.00 ST $ 351,450.85 LT	7.18	$ 154,506.25
Total portfolio value				$ 10,201,381.67			$ 12,195,722.20	($ 51,656.80) ST $ 2,046,017.33 LT	3.36	$ 410,143.26

**Based on information supplied by client or other financial institution, not verified by us.*

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Bank Deposit Program℠

Principal	Description	Current value	Accrued interest	Annualized % return	Anticipated income (annualized)
342,241.28	CITIBANK NA BANK DEPOSIT PROGRAM	$ 342,241.28		.02%	$ 68.44
Total Bank Deposit Program		$ 342,241.28	$ 0.00	.02%	$ 68.44

International bonds

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
250,000	AUSTRALIA GOVT	10/13/09	$ 240,273.47	$ 105.859	105.412	$ 263,530.00	$ 23,256.53	LT		$ 0.00
	DTD 05/25/2000	Q0819ABY5	$ 240,273.47	$ 105.859			$ 23,256.53	LT		$ 23,256.53
250,000	INT: 06.500% MATY: 05/15/2013	10/23/09	241,979.38	104.787	105.412	263,530.00	21,550.62	LT		0.00
	EXCHANGE RATE: 1.0167000		241,979.38	104.787			21,550.62	LT		21,550.62
500,000	Amount denominated in:		482,252.85	96.50		527,060.00	44,807.15		6.269	0.00
	Australian dollars		482,252.85	96.50	4,266.51		44,807.15		33,042.75	44,807.15
	Face value in US dollars:									
	$ 508,350.00									
	Rating: Moody AAA									
250,000	AUSTRALIA-AUD	10/14/09	243,469.80	106.40	110.773	276,932.50	33,462.70	LT		0.00
	INT: 06.250% MATY: 04/15/2015	Q0819ACJ7	243,469.80	106.40			33,462.70	LT		33,462.70
250,000	EXCHANGE RATE: 1.0167000	10/26/09	243,549.91	105.035	110.773	276,932.50	33,382.59	LT		0.00
	Amount denominated in:		243,549.91	105.035			33,382.59	LT		33,382.59
500,000	Australian dollars		487,019.71	97.40		553,865.00	66,845.29		5.736	0.00
	Face value in US dollars:		487,019.71	97.40	6,771.06		66,845.29		31,771.87	66,845.29
	$ 508,350.00									
	Rating: Moody AAA									
250,000	LLOYDS TSB BANK PLC	07/06/11	261,120.00	104.448	98.213	245,532.50	(15,587.50)	ST	4.963	0.00
	DTD 01/21/2011	539473AG3	260,047.50	104.019	5,416.67		(14,515.00)	ST	12,187.50	(14,515.00)
	INT: 04.875% MATY: 01/21/2016									
	EXCHANGE RATE: 1.0000000									
	Amount denominated in:									
	U.S. dollars									
	Rating: A1/A									
Total International bonds			$ 1,230,392.56		$ 16,454.24	$ 1,328,457.50	($ 14,515.00)	ST	5.80	$ 0.00
1,250,000			$ 1,229,320.08				$ 111,652.44	LT	$ 77,002.12	$ 97,137.44

Please note: **Amounts** *are denominated in the currency of the issue.* **Price** *is a function of* **exchange rate** *and market price.*
Market value *is denominated in U.S. dollars. Changes in* **exchange rate** *will affect the "face value in U.S. dollars" and* **market value.**

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Corporate bonds

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted	Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
250,000	GENERAL ELEC CAP CORP MEDIUM	04/22/09	$ 249,792.50	$ 99.917	101.212	$ 253,030.00	$ 3,237.50 LT	4.188	$ 0.00
	TERM NTS BOOK ENTRY	36962GR30	$ 249,792.50	$ 99.917	$ 472.22		$ 3,237.50 LT	$ 10,625.00	$ 3,237.50
	DTD 06/06/2005								
	INT: 04.250% MATY: 06/15/2012								
	Rating: AA2/AA +								
250,000	BB&T CORP GLOBAL NOTES	04/28/09	250,805.00	100.322	102.521	256,302.50	5,497.50 LT		0.00
	BOOK ENTRY	054937AD9	250,172.50	100.069			6,130.00 LT		6,130.00
250,000	DD 9/24/02	04/28/09	250,752.50	100.301	102.521	256,302.50	5,550.00 LT		0.00
	INT: 04.750% MATY: 10/01/2012		250,160.00	100.064			6,142.50 LT		6,142.50
500,000	Rating: A3/BBB +		501,557.50	100.30		512,605.00	11,047.50	4.633	0.00
			500,332.50	100.10	5,937.50		12,272.50	23,750.00	12,272.50
250,000	HSBC FIN CORP	08/06/09	251,460.00	100.584	100.772	251,830.00	470.00 LT	5.011	0.00
	INTERNOTES-BK/ENTRY	40429XTY2	250,467.50	100.187	2,665.28		1,462.50 LT	12,625.00	1,462.50
	DTD 01/17/08								
	INT: 05.050% MATY: 01/15/2013								
	Int paid quarterly								
	Rating: A3/A								
250,000	VERIZON COMMUNICATIONS	04/23/09	258,640.00	103.456	103.916	259,790.00	1,150.00 LT		0.00
	BOOK/ENTRY	92343VAJ3	252,667.50	101.067			7,122.50 LT		7,122.50
250,000	DTD 02/12/2008	04/23/09	258,700.00	103.48	103.916	259,790.00	1,090.00 LT		0.00
	INT: 04.350% MATY: 02/15/2013		252,687.50	101.075			7,102.50 LT		7,102.50
500,000	Rating: A3/A-		517,340.00	103.50		519,580.00	2,240.00	4.186	0.00
			505,355.00	101.10	8,216.67		14,225.00	21,750.00	14,225.00
250,000	SOUTHTRUST BANK NA	08/27/09	258,852.50	103.541	103.363	258,407.50	(445.00) LT	4.595	0.00
	DTD 02/18/2003	8447HBAF9	253,070.00	101.228	3,958.33		5,337.50 LT	11,875.00	5,337.50
	INT: 04.750% MATY: 03/01/2013								
	Rating: A1/A +								
250,000	PHILIPS ELECTRONICS NV	07/28/09	261,617.50	104.647	104.373	260,932.50	(685.00) LT	4.431	0.00
	DTD 03/11/2008	500472AA3	253,892.50	101.597	3,532.89		6,940.00 LT	11,562.50	6,940.00
	INT: 04.625% MATY: 03/11/2013								
	Rating. A3/A-								
250,000	AMERICAN EXPRESS CR	04/24/09	245,035.00	98.014	105.115	262,787.50	17,752.50 LT	5.589	3,137.50
	DTD 06/02/2008	0258M0CW7	245,035.00	98.014	2,407.12		17,752.50 LT	14,687.50	14,615.00
	INT: 05.875% MATY: 05/02/2013								
	Rating: A2/BBB +								

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Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted	Current % Yield/ Anticip Income (annualized)	Ordinary Income/ Capital gain/(loss)
250,000	CONS EDISON CO OF NY	04/28/09	$ 252,890.00	$ 101.156	104.009	$ 260,022.50	$ 7,132.50 LT		$ 0.00
	DTD 6/13/03	209111EC3	$ 251,070.00	$ 100.428			$ 8,952.50 LT		$ 8,952.50
250,000	INT: 03.850% MATY: 06/15/2013	04/28/09	253,482.50	101.393	104.009	260,022.50	6,540.00 LT		0.00
	Rating: A3/A-		251,287.50	100.515			8,735.00 LT		8,735.00
500,000			506,372.50	101.30		**520,045.00**	13,672.50	**3.701**	0.00
			502,357.50	100.50	**855.56**		17,687.50	19,250.00	17,687.50
250,000	AMERICAN EXPRESS CR	04/24/09	253,582.50	101.433	108.526	271,315.00	17,732.50 LT	6.726	0.00
	DTD 08/20/2008	0258M0CY3	251,470.00	100.588	6,640.97		19,845.00 LT	18,250.00	19,845.00
	INT: 07.300% MATY: 08/20/2013								
	Ratıng: A2/BBB +								
100,000	DAIMLERCHRYSLER NA HLDG	08/07/09	106,799.00	106.799	108.92	108,920.00	2,121.00 LT		0.00
	GLOBAL NTS BOOK/ENTRY	233835AW7	103,157.00	103.157			5,763.00 LT		5,763.00
100,000	DTD 11/6/03	08/07/09	106,799.00	106.799	108.92	108,920.00	2,121.00 LT		0.00
	INT: 06.500% MATY: 11/15/2013	.	103,157.00	103.157			5,763.00 LT		5,763.00
50,000	Rating: A3/BBB +	08/07/09	53,405.50	106.799	108.92	54,460 00	1,054.50 LT		0.00
			51,578.50	103.157			2,881.50 LT		2,881.50
250,000			267,003.50	106.80		**272,300.00**	5,296.50	**5.967**	0.00
			257,892.50	103.20	**2,076.39**		**14,407.50**	**16,250.00**	**14,407.50**
250,000	WALT DISNEY COMPANY	04/22/09	263,925.00	105.57	107.638	269,095.00	5,170.00 LT		0.00
	BOOK/ENTRY	254687AW6	256,135.00	102.454			12,960.00 LT		12,960.00
250,000	DTD 12/22/2008	04/23/09	264,145.00	105.658	107.638	269,095.00	4,950.00 LT		0.00
	INT: 04.500% MATY: 12/15/2013		256,235.00	102.494			12,860.00 LT		12,860.00
500,000	Ratıng. A2/A		528,070.00	105 60		**538,180.00**	10,120.00	**4.18**	0.00
			512,370.00	102.50	**1,000.00**		**25,820.00**	**22,500.00**	**25,820.00**
250,000	HARTFORD FINL SVCS GRP	02/24/10	258,585.00	103.434	102.359	**255,897.50**	(2,687.50) LT	**4.64**	0.00
	SR NOTES BOOK/ENTRY	416515AM6	**254,802.50**	101.921	**3,958.33**		1,095.00 LT	11,875.00	1,095.00
	DD 3/9/04								
	INT: 04.750% MATY: 03/01/2014								
	Ratıng: BAA3/BBB								
250,000	ELI LILLY & CO	04/22/09	261,890.00	104.756	107.147	267,867.50	5,977.50 LT		0.00
	BOOK/ENTRY	532457BE7	255,560.00	102.224			12,307 50 LT		12,307.50
250,000	DTD 03/06/2009	04/23/09	261,712.50	104.685	107.147	267,867.50	6,155.00 LT		0.00
	INT: 04.200% MATY: 03/06/2014		255,480.00	102.192			12,387.50 LT		12,387.50
250,000	Rating: A2/AA-	04/28/09	264,052.50	105.621	107.147	267,867.50	3,815.00 LT		0.00
			256,570.00	102.628			11,297.50 LT		11,297.50
750,000			787,655.00	105.00		**803,602.50**	15,947.50	**3.919**	0.00
			767,610.00	102.30	**10,062.50**		**35,992.50**	**31,500.00**	**35,992.50**

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Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
250,000	MORGAN STANLEY GLOBAL SUB	08/07/09	$ 249,992.50	$ 99.997	98.509	**$ 246,272.50**	($ 3,720.00)	LT	4.821	$ 0.00
	NOTES BOOK/ENTRY	61748AAE6	**$ 249,992.50**	$ 99.997	**$ 2,968.75**		**($ 3,720.00)**	LT	**$ 11,875.00**	**($ 3,720.00)**
	DD 3/30/2004									
	INT: 04.750% MATY: 04/01/2014									
	Rating: A3/BBB +									
250,000	BB&T CORPORATION	08/07/09	264,100.00	105.64	109.399	**273,497.50**	9,397.50	LT	5.21	0.00
	BK/ENTRY	05531FAA1	**257,382.50**	102.953	**2,414.58**		**16,115.00**	LT	**14,250.00**	**16,115.00**
	DTD 05/04/2009									
	INT: 05.700% MATY: 04/30/2014									
	Rating: A2/A-									
175,000	FORTUNE BRANDS INC	11/16/09	190,181.25	108.675	109.344	**191,352.00**	1,170.75	LT	5.83	0.00
	BOOK/ENTRY	349631AP6	**183,524.25**	104 871	**495.83**		**7,827.75**	LT	**11,156.25**	**7,827.75**
	DTD 06/12/2009									
	INT: 06.375% MATY. 06/15/2014									
	Rating: BAA2/BBB-									
150,000	METLIFE INC	04/27/09	150,651.00	100.434	109.098	163,647.00	12,996.00	LT		0.00
	DTD 06/03/2004	59156RAH1	150,334.50	100.223			13,312.50	LT		13,312.50
100,000	INT: 05.500% MATY: 06/15/2014	04/27/09	98,630.00	98.624	109.098	109,098.00	10,468.00	LT		666.00
	Rating: A3/A-		98,630.00	98.624			10,468.00	LT		9,802.00
215,000		08/05/09	225,627.45	104.943	109.098	234,560.70	8,933.25	LT		0.00
			220,667.40	102.636			13,893.30	LT		13,893.30
35,000		08/05/09	36,630.00	104.64	109.098	38,184.30	1,554.30	LT		0.00
			35,866.95	102.477			2,317.35	LT		2,317.35
500,000			511,538.45	102.30		**545,480.00**	33,951.55		**5.041**	**666.00**
			505,498.85	101.10	**1,222.22**		**39,991.16**		**27,500.00**	**39,325.16**
150,000	CITIGROUP INC	11/16/09	155,113.50	103.409	102.805	154,207.50	(906.00)	LT		0.00
	DTD 09/24/2009	172967EZ0	153,043.50	102.029			1,164.00	LT		1,164.00
250,000	INT: 05.500% MATY: 10/15/2014	02/24/10	259,647.50	103.859	102.805	257,012.50	(2,635.00)	LT		0.00
	Rating: A3/A-		256,055.00	102.422			957.50	LT		957.50
400,000			414,761.00	103.70		**411,220.00**	(3,541.00)		**5.349**	0.00
			409,098.50	102.30	**4,644.44**		**2,121.50**		**22,000.00**	**2,121.50**
250,000	BLACKROCK INC	12/10/09	253,577.50	101.431	106.783	266,957.50	13,380.00	LT		0.00
	DTD 12/10/2009	09247XAD3	252,175.00	100.87			14,782.50	LT		14,782.50
250,000	INT: 03.500% MATY: 12/10/2014	12/10/09	253,602.50	101 441	106.783	266,957.50	13,355.00	LT		0.00
	Rating: A1/A +		252,192.50	100 877			14,765.00	LT		14,765.00
500,000			507,180.00	101.40		**533,915.00**	26,735.00		**3.277**	**0.00**
			504,367.50	100.90	**1,020.83**		**29,547.50**		**17,500.00**	**29,547.50**

Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
250,000	NOMURA HOLDINGS	07/06/11	$ 267,325.00	$ 106.93	100.697	$ 251,742.50	($ 15,582.50)	ST	4.965	$ 0.00
	DTD 03/04/2010	65535HAA7	$ 265,195.00	$ 106.078	$ 4,062.50		($ 13,452.50)	ST	$ 12,500.00	($ 13,452.50)
	INT: 05.000% MATY: 03/04/2015									
	Rating: BAA2/BBB +									
275,000	ROYAL BANK OF SCOTLAND	07/06/11	280,381.75	101.957	92.798	255,194.50	(25,187.25)	ST	4.256	0.00
	PLC/THE	78010XAG6	279,812.50	101.75	3,047.53		(24,618.00)	ST	10,862.50	(24,618.00)
	INT: 03.950% MATY: 09/21/2015									
	Rating: A2/A									
115,000	TRANSATLANTIC HLDGS INC SR	07/06/11	124,827.90	108 546	105.622	121,465.30	(3,362.60)	ST		0 00
	NOTES-BK/ENTRY	893521AA2	123,858.45	107.703			(2,393.15)	ST		(2,393.15)
110,000	DTD 12/14/2005	07/06/11	119,385.20	108.532	105.622	116,184.20	(3,201.00)	ST		0.00
	INT: 05.750% MATY: 12/14/2015		118,459.00	107.69			(2,274.80)	ST		(2,274.80)
225,000	Rating: BAA1/BBB +		244,213.10	108.50		237,649.50	(6,563.60)		5.443	0.00
			242,317.45	107.70	610.94		(4,667.95)		12,937.50	(4,667.95)
Total corporate bonds			$ 7,816,596.55		$ 72,271.48	$ 7,928,956.00	($ 42,738.45)	ST	4.63	$ 3,803.50
7,575,000			$ 7,701,736.55				$ 287,957.90	LT	$ 367,081.25	$ 221,415.95
Total portfolio value			$ 9,273,297.87			$ 9,595,654.76	($ 57,253.45)	ST	4.62	$ 8,803.50
							$ 379,810.94	LT	$ 444,151.81	$ 318,553.39

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #1543
December 31, 2011

Portfolio detail

Cash and Sweep Balances

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
BANK DEPOSIT SWEEP Interest Period 12/01/11 - 12/31/11	6.37	0.08	313,804.06	251.04
Total Cash and Sweep Balances	**6.37**		**$313,804.06**	**$251.04**

Fixed Income Securities

Corporate Bonds

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
GENERAL ELEC CAP CORP NOTES CPN 6.000% DUE 06/15/12 DTD 06/07/02 FC 12/15/02 Moody AA2 , S&P AA+ CUSIP 36962GYY4 Acquired 05/05/09 L nc	5.20	250,000	103.56	258,927.50	102.4960	256,240.00	-2,687.50	625.00	15,000.00	5.85

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #1543
December 31, 2011

Fixed Income Securities

Corporate Bonds continued

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
WYETH NOTES - CPN LINKED TO WYETH CREDIT RATING CPN 5.500% DUE 03/15/13 DTD 02/14/03 FC 09/15/03 Moody A1 , S&P AA CUSIP 983024AA8 Acquired 04/29/09 L nc	10.77	500,000	108.29 108.44	541,470.00 542,220.00	106.0530	530,265.00	-11,205.00	8,020.83	27,500.00	5.18
BRISTOL-MYERS SQUIBB NOTES CALLABLE CPN 5.250% DUE 08/15/13 DTD 02/15/04 FC 08/15/04 Moody A2 , S&P A+ CUSIP 110122AL2 Acquired 04/29/09 L nc	5.46	250,000	109.51	273,787.50	107.5580	268,895.00	-4,892.50	4,921.88	13,125.00	4.88
METLIFE INC NOTES CALLABLE CPN 5.000% DUE 11/24/13 DTD 11/24/03 FC 05/24/04 Moody A3 , S&P A- CUSIP 59156RAG3 Acquired 08/18/09 L nc	10.93	500,000	105.37	526,890.00	107.6270	538,135.00	11,245.00	2,500.00	25,000.00	4.64
UNITED PARCEL SERVICE SR UNSECURED NOTES CPN 3.875% DUE 04/01/14 DTD 03/24/09 FC 10/01/09 Moody AA3 , S&P AA- CUSIP 911312AL0 Acquired 05/05/09 L nc	10.88	500,000	104.06	520,345.00	107.1770	535,885.00	15,540.00	4,789.93	19,375.00	3.61

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #1543
December 31, 2011

Fixed Income Securities

Corporate Bonds continued

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
MICROSOFT CORP SR UNSECURED CPN 2.950% DUE 06/01/14 DTD 05/18/09 FC 12/01/09 Moody AAA , S&P AAA CUSIP 594918AB0 Acquired 08/20/09 L nc	6.46	300,000	101.41	304,250.00	106.1090	318,327.00	14,077.00	712.92	8,850.00	2.78
LOWE'S COMPANIES INC SR UNSECURED CALLABLE CPN 2 125% DUE 04/15/16 DTD 11/22/10 FC 04/15/11 CALL 03/15/16 @ 100.000 Moody A3 , S&P A- CUSIP 548661CS4 Acquired 12/07/11 S nc	5.16	250,000	102.16	255,415.00	101.6360	254,090.00	-1,325.00	1,106.77	5,312.50	2.09
BANK OF AMERICA NA MEDIUM TERM BANK NOTES SUBORDINATE CPN 5.300% DUE 03/15/17 DTD 03/13/07 FC 09/15/07 Moody A3 , S&P A- CUSIP 06050TKN1 Acquired 04/12/10 L nc	4.69	250,000	100.65	251,652.50	92.3460	230,865.00	-20,787.50	3,864.58	13,250.00	5.73
MERRILL LYNCH & CO SUBORDINATE NOTES CPN 5 700% DUE 05/02/17 DTD 05/02/07 FC 11/02/07 Moody BAA2 , S&P BBB+ CUSIP 59022CCS0 Acquired 04/12/10 L nc	9.22	500,000	101.30	506,520.00	90.8370	454,185.00	-52,335.00	4,591.67	28,500.00	6.27

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #1543
December 31, 2011

Fixed Income Securities

Corporate Bonds continued

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
CITIGROUP INC NOTES CPN 6.000% DUE 08/15/17 DTD 08/15/07 FC 02/15/08 Moody A3 , S&P A- CUSIP 172967EH0 Acquired 04/12/10 L nc	5.37	250,000	103.99	259,992.50	105.8980	264,745.00	4,752.50	5,625.00	15,000.00	5.66
Total Corporate Bonds	**74.14**	**3,550,000**		**$3,699,250.00** **$3,700,000.00**		**$3,651,632.00**	**-$47,618.00**	**$36,758.58**	**$170,912.50**	**4.68**

Foreign Bonds

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
NORWEGIAN GOVERNMENT BONDS CPN 5.000% DUE 05/15/15 DTD 05/15/04 FC 05/15/05 Moody AAA , S&P AAA CUSIP R63339FS0										
Acquired 06/02/11 S nc		250,000	20.54	51,361.94		46,542.50	-4,819.44			
Acquired 06/03/11 S nc		960,000	110.15	198,394.00		178,723.20	-19,670.80			
Total	**4.57**	**1,210,000**		**$249,755.94**	**18.6170**	**$225,265.70**	**-$24,490.24**	**$37,957.53**	**$60,500.00**	**26.86**

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #1543
December 31, 2011

Fixed Income Securities

Foreign Bonds continued

									ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
NORWEGIAN GOVERNMENT BONDS CPN 4.250% DUE 05/19/17 DTD 05/19/06 FC 05/19/07 Moody AAA , S&P AAA CUSIP R3551XAC9										
Acquired 06/02/11 S nc		500,000	108.25	100,979.48		93,468.21	-7,511.27			
Acquired 06/03/11 S nc		2,142,000	108.25	435,030.96		400,361.22	-34,669.74			
Total	**10.03**	**2,642,000**		**$536,010.44**	**18.6915**	**$493,829.43**	**-$42,181.01**	**$69,216.78**	**$112,285.00**	**22.74**
NORWEGIAN GOVERNMENT BONDS CPN 4.500% DUE 05/22/19 DTD 05/22/08 FC 05/22/09 CUSIP R63339GF7										
Acquired 06/02/11 S nc		250,000	110.42	51,501.86		49,857.25	-1,644.61			
Acquired 06/03/11 S nc		959,000	110.35	198,547.18		191,224.60	-7,322.58			
Total	**4.89**	**1,209,000**		**$250,049.04**	**19.9406**	**$241,081.85**	**-$8,967.19**	**$33,090.16**	**$54,405.00**	**22.57**
Total Foreign Bonds	**19.49**	**5,061,000**		**$1,035,815.42**		**$960,176.98**	**-$75,638.44**	**$140,264.47**	**$227,190.00**	**23.66**
Total Fixed Income Securities	**93.63**			**$4,735,065.42** **$4,735,815.42**		**$4,611,808.98**	**-$123,256.44**	**$177,023.05**	**$398,102.50**	**8.63**

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #5292

Portfolio detail

Cash and Sweep Balances

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
BANK DEPOSIT SWEEP	16.40	0.08	1,206,792.41	965.43
Interest Period 12/01/11 - 12/31/11				
Total Cash and Sweep Balances	**16.40**		**$1,206,792.41**	**$965.43**

Stocks, options & ETFs

Stocks and ETFs

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
AMERICAN WATER WORKS CO INC									
AWK									
Acquired 10/26/09 L nc		6,200	19.23	119,275.60		197,532.00	78,256.40		
Acquired 10/26/09 L nc		1,600	19.24	30,784.00		50,976.00	20,192.00		
Acquired 10/26/09 L nc		700	19.21	13,453.30		22,302.00	8,848.70		
Acquired 10/26/09 L nc		300	19.22	5,768.70		9,558.00	3,789 30		
Acquired 10/26/09 L nc		200	19.23	3,846.00		6,372.00	2,526.00		
Acquired 10/29/09 L nc		800	19.07	15,256.00		25,488.00	10,232.00		
Acquired 10/29/09 L nc		200	19.06	3,812.00		6,372.00	2,560.00		
Acquired 11/03/09 L nc		1,000	19.23	19,238.00		31,860.00	12,622.00		
Acquired 04/13/10 L nc		2,257	21.42	48,357.80		71,908 02	23,550.22		
Acquired 04/13/10 L nc		100	21.41	2,141.91		3,186.00	1,044.09		
Acquired 04/13/10 L nc		100	21.41	2,141.99		3,186.00	1,044.01		

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #5292
December 31, 2011

Stocks, options & ETFs

Stocks and ETFs continued

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 04/13/10 L nc		43	21.41	921.03		1,369.98	448.95		
Total	**5.84**	**13,500**		**$264,996.33**	**31.8600**	**$430,110.00**	**$165,113.67**	**$12,420.00**	**2.89**
COCA-COLA COMPANY									
KO									
Acquired 12/10/10 L nc		3,900	64.58	251,893.20		272,883.00	20,989.80		
Acquired 12/10/10 L nc		100	64.59	6,459.00		6,997.00	538.00		
Total	**3.80**	**4,000**		**$258,352.20**	**69.9700**	**$279,880.00**	**$21,527.80**	**$7,520.00**	**2.69**
CONOCOPHILLIPS									
COP									
Acquired 12/03/08 L nc		1,000	48.44	48,444.60		72,870.00	24,425.40		
Acquired 01/29/09 L nc		1,000	48.30	48,305.00		72,870.00	24,565.00		
Acquired 10/26/09 L nc		1,000	50.62	50,628.00		72,870.00	22,242.00		
Acquired 10/29/09 L nc		1,000	50.23	50,237.40		72,870.00	22,632.60		
Acquired 11/03/09 L nc		500	50.56	25,284.00		36,435.00	11,151.00		
Acquired 04/14/10 L nc		1,000	55.89	55,897.00		72,870.00	16,973.00		
Total	**5.45**	**5,500**		**$278,796.00**	**72.8700**	**$400,785.00**	**$121,989.00**	**$14,520.00**	**3.62**
COSTCO WHSL CORP NEW									
COM									
COST									
Acquired 04/21/09 L nc		1,000	46.43	46,436.90		83,320.00	36,883.10		
Acquired 10/26/09 L nc		1,000	57.75	57,756.00		83,320.00	25,564.00		
Acquired 10/28/09 L nc		1,500	56.89	85,347.00		124,980.00	39,633.00		
Acquired 04/13/10 L nc		1,000	59.91	59,916.50		83,320.00	23,403.50		
Total	**5.09**	**4,500**		**$249,456.40**	**83.3200**	**$374,940.00**	**$125,483.60**	**$4,320.00**	**1.15**
DOMINION RES INC VA NEW									
D									
Acquired 11/12/08 L nc		1,800	34.10	61,390.44		95,544.00	34,153.56		
Acquired 12/04/08 L nc		1,100	35.81	39,391.00		58,388.00	18,997.00		
Acquired 12/04/08 L nc		500	35.81	17,907.80		26,540.00	8,632.20		
Acquired 12/04/08 L nc		400	35.79	14,316.00		21,232.00	6,916.00		
Acquired 12/31/08 L nc		200	35.47	7,095.20		10,616.00	3,520.80		
Acquired 03/10/09 L nc		2,500	27.49	68,738.25		132,700.00	63,961.75		
Acquired 03/10/09 L nc		1,500	27.47	41,205.00		79,620.00	38,415.00		
Acquired 03/10/09 L nc		1,100	27.48	30,228.00		58,388.00	28,160.00		
Acquired 03/10/09 L nc		600	27.46	16,479.00		31,848.00	15,369.00		
Acquired 03/10/09 L nc		200	27.49	5,498.00		10,616.00	5,118.00		
Acquired 03/10/09 L nc		100	27.50	2,750.00		5,308.00	2,558.00		
Acquired 08/10/10 L nc		1,041	43.78	45,574.98		55,256.28	9,681.30		

Stocks, options & ETFs

Stocks and ETFs continued

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 08/10/10 L nc		959	43.79	41,994.61		50,903.72	8,909.11		
Acquired 11/15/11 S		2,000	51.71	103,420.00		106,160.00	2,740.00		
Total	**10.10**	**14,000**		**$495,988.28**	**53.0800**	**$743,120.00**	**$247,131.72**	**$27,580.00**	**3.71**
HEINZ H J CO COMMON HNZ									
Acquired 12/10/10 L nc	3.67	5,000	49.82	249,134.00	54.0400	270,200.00	21,066.00	9,600.00	3.55
J M SMUCKER CO SJM									
Acquired 02/18/09 L nc		1,000	41.30	41,300.00		78,170.00	36,870.00		
Acquired 02/18/09 L nc		500	41.31	20,655.00		39,085.00	18,430.00		
Acquired 02/18/09 L nc		500	41.29	20,645.00		39,085.00	18,440.00		
Acquired 10/28/09 L nc		700	52.31	36,622.60		54,719.00	18,096.40		
Acquired 10/28/09 L nc		200	52.29	10,459.60		15,634.00	5,174.40		
Acquired 10/28/09 L nc		100	52.30	5,230.80		7,817.00	2,586.20		
Acquired 04/13/10 L nc		1,700	62.45	106,175.20		132,889.00	26,713.80		
Acquired 04/13/10 L nc		300	62.45	18,737.70		23,451.00	4,713.30		
Total	**5.31**	**5,000**		**$259,825.90**	**78.1700**	**$390,850.00**	**$131,024.10**	**$9,600.00**	**2.46**
JOHNSON & JOHNSON JNJ									
Acquired 11/14/08 L nc		1,100	N/A##	66,055.00		72,138.00	6,083.00		
Acquired 12/01/08 L nc		1,000	55.75	55,750.00		65,580.00	9,830.00		
Acquired 12/31/08 L nc		100	N/A##	5,983.00		6,558.00	575.00		
Acquired 03/25/09 L nc		800	52.88	42,310.40		52,464.00	10,153.60		
Acquired 10/28/09 L nc		1,000	59.84	59,848.00		65,580.00	5,732.00		
Acquired 04/13/10 L nc		1,000	65.63	65,636.30		65,580.00	-56.30		
Total	**4.46**	**5,000**		**$295,582.70**	**65.5800**	**$327,900.00**	**$32,317.30**	**$11,400.00**	**3.48**
NESTLE S A REG ADR NSRGY									
Acquired 08/10/10 L nc	4.70	6,000	48.47	290,820.00	57.7100	346,260.00	55,440.00	10,602.00	3.06
ORACLE CORPORATION ORCL									
Acquired 03/19/09 L nc		3,000	17.71	53,148.00		76,950.00	23,802.00		
Acquired 07/28/09 L nc		2,000	21.86	43,737.40		51,300.00	7,562.60		
Acquired 08/25/09 L nc		5,000	22.48	112,449.50		128,250.00	15,800.50		
Total	**3.49**	**10,000**		**$209,334.90**	**25.6500**	**$256,500.00**	**$47,165.10**	**$2,400.00**	**0.94**

Claude Moore Charitable Foundation
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Stocks, options & ETFs

Stocks and ETFs continued

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
P P G INDUSTRIES INC PPG									
Acquired 12/04/08 L nc		1,000	42.98	42,980.00		83,490.00	40,510.00		
Acquired 07/28/09 L nc		3,017	52.45	158,247.68		251,889.33	93,641.65		
Acquired 07/28/09 L nc		883	52.45	46,318.65		73,721.67	27,403.02		
Acquired 07/28/09 L nc		100	52.45	5,245.94		8,349.00	3,103.06		
Acquired 04/13/10 L nc		500	69.35	34,678.15		41,745.00	7,066.85		
Total	**6.24**	**5,500**		**$287,470.42**	**83.4900**	**$459,195.00**	**$171,724.58**	**$12,540.00**	**2.73**
PHILIP MORRIS INTERNATIONAL INC PM									
Acquired 01/13/09 L nc		1,600	42.27	67,632.00		125,568.00	57,936.00		
Acquired 01/13/09 L nc		300	42.23	12,669.00		23,544.00	10,875.00		
Acquired 01/13/09 L nc		100	42.23	4,223.50		7,848.00	3,624.50		
Acquired 10/26/09 L nc		500	48.91	24,459.00		39,240.00	14,781.00		
Acquired 10/26/09 L nc		400	48.92	19,571.20		31,392.00	11,820.80		
Acquired 10/26/09 L nc		100	48.93	4,893.00		7,848.00	2,955.00		
Acquired 10/28/09 L nc		900	49.11	44,199.00		70,632.00	26,433.00		
Acquired 10/28/09 L nc		100	49.10	4,910.90		7,848.00	2,937.10		
Acquired 11/03/09 L nc		500	47.69	23,849.00		39,240.00	15,391.00		
Acquired 04/13/10 L nc		1,500	52.47	78,714.45		117,720.00	39,005.55		
Acquired 10/15/10 L nc		1,000	58.29	58,296.20		78,480.00	20,183.80		
Total	**7.46**	**7,000**		**$343,417.25**	**78.4800**	**$549,360.00**	**$205,942.75**	**$21,560.00**	**3.92**
SEMPRA ENERGY SRE									
Acquired 03/19/09 L nc		1,000	43.31	43,310.00		55,000.00	11,690.00		
Acquired 03/19/09 L nc		460	43.33	19,931.80		25,300.00	5,368.20		
Acquired 03/19/09 L nc		340	43.31	14,725.81		18,700.00	3,974.19		
Acquired 03/19/09 L nc		100	43.30	4,330.96		5,500.00	1,169.04		
Acquired 03/19/09 L nc		100	43.29	4,329.00		5,500.00	1,171.00		
Acquired 07/28/09 L nc		1,900	51.85	98,518.80		104,500.00	5,981.20		
Acquired 07/28/09 L nc		700	51.83	36,281.00		38,500.00	2,219.00		
Acquired 07/28/09 L nc		200	51.84	10,368.00		11,000.00	632.00		
Acquired 07/28/09 L nc		100	51.82	5,182.00		5,500.00	318.00		
Acquired 07/28/09 L nc		100	51.85	5,185.00		5,500.00	315.00		
Acquired 05/24/10 L nc		1,000	45.78	45,788.00		55,000.00	9,212.00		
Total	**4.48**	**6,000**		**$287,950.37**	**55.0000**	**$330,000.00**	**$42,049.63**	**$11,520.00**	**3.49**

Stocks, options & ETFs

Stocks and ETFs continued

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
Total Stocks and ETFs	**70.10**			**$3,771,124.75**		**$5,159,100.00**	**$1,387,975.25**	**$155,582.00**	**3.02**
Total Stocks, options & ETFs	**70.10**			**$3,771,124.75**		**$5,159,100.00**	**$1,387,975.25**	**$155,582.00**	**3.02**

Preferreds/Fixed Rate Cap Securities

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
BARCLAYS BK PLC 7.10% NON-CUM PERPETUAL PFD CALL STARTING 12/15/2012 BCS'A									
Acquired 05/19/09 L nc		4,000	17.30	69,200.00		79,080.00	9,880.00		
Acquired 05/19/09 L nc		900	17.28	15,552.00		17,793.00	2,241.00		
Acquired 05/19/09 L nc		100	17.29	1,729.00		1,977.00	248.00		
Acquired 06/09/09 L nc		1,000	17.88	17,880.00		19,770.00	1,890.00		
Total	**1.61**	**6,000**		**$104,361.00**	**19.7700**	**$118,620.00**	**$14,259.00**	**$10,650.00**	**8.98**
DEUTSCHE BANK 6.625% PFD PERP NON-CUM CAP IX CALL STARTING 08/20/12 DTT									
Acquired 05/12/09 L nc		2,300	17.12	39,376.00		43,125.00	3,749.00		
Acquired 05/12/09 L nc		1,000	17.06	17,060.00		18,750.00	1,690.00		
Acquired 05/12/09 L nc		1,000	17.09	17,090.00		18,750.00	1,660.00		
Acquired 05/12/09 L nc		500	17.13	8,565.00		9,375.00	810.00		
Acquired 05/12/09 L nc		200	17.11	3,422.00		3,750.00	328.00		
Acquired 06/09/09 L nc		800	17.48	13,984.00		15,000.00	1,016.00		
Acquired 06/09/09 L nc		200	17.49	3,498.00		3,750.00	252.00		
Total	**1.53**	**6,000**		**$102,995.00**	**18.7500**	**$112,500.00**	**$9,505.00**	**$9,937.20**	**8.83**

Claude Moore Charitable Foundation
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Preferreds/Fixed Rate Cap Securities

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
GABELLI EQUITY TRUST 6.2000% SERIES F CALL STARTING 11/10/11 GAB'F									
Acquired 05/19/09 L nc		2,300	24.06 24.50	55,350.80 56,350.00		59,938.00	4,587.20		
Acquired 05/19/09 L nc		1,200	23.92 24.36	28,710.68 29,232.00		31,272.00	2,561.32		
Acquired 05/19/09 L nc		1,000	24.05 24.49	24,055.56 24,490.00		26,060.00	2,004.44		
Acquired 05/19/09 L nc		500	24.04 24.48	12,022.80 12,240.00		13,030.00	1,007.20		
Total	**1.77**	**5,000**		**$120,139.84** **$122,312.00**	**26.0600**	**$130,300.00**	**$10,160.16**	**$7,750.00**	**5.95**
GE CAPITAL 6.625% PINES DUE 6/28/32 CALLABLE 6/28/07 GEA									
Acquired 05/01/09 L nc		2,400	23.25	55,800.00		63,216.00	7,416.00		
Acquired 05/01/09 L nc		100	23.18	2,318.00		2,634.00	316.00		
Acquired 05/05/09 L nc		1,100	23.09	25,399.00		28,974.00	3,575.00		
Acquired 05/05/09 L nc		1,000	23.10	23,100.00		26,340.00	3,240.00		
Acquired 05/05/09 L nc		400	23.19	9,276.00		10,536.00	1,260.00		
Acquired 06/09/09 L nc		800	23.92	19,136.00		21,072.00	1,936.00		
Acquired 06/09/09 L nc		100	23.94	2,394.00		2,634.00	240.00		
Acquired 06/09/09 L nc		100	23.95	2,395.00		2,634.00	239.00		
Total	**2.15**	**6,000**		**$139,818.00**	**26.3400**	**$158,040.00**	**$18,222.00**	**$9,936.00**	**6.29**
HARTFORD FINL 7.25% PFD SVCS GROUP INC-DEP SHS RPSTG 1/40TH SHS HIG'A									
Acquired 02/25/11 S		3,100	27.49	85,249.69		58,218.00	-27,031.69		
Acquired 02/25/11 S		1,800	27.50	49,509.36		33,804.00	-15,705.36		
Acquired 02/25/11 S		1,500	27.50	41,264.85		28,170.00	-13,094.85		
Acquired 02/25/11 S		900	27.50	24,750.00		16,902.00	-7,848.00		
Acquired 02/25/11 S		700	27.48	19,242.93		13,146.00	-6,096.93		
Acquired 02/28/11 S		1,000	27.55	27,559.90		18,780.00	-8,779.90		
Total	**2.30**	**9,000**		**$247,576.73**	**18.7800**	**$169,020.00**	**-$78,556.73**	**$16,308.00**	**9.65**

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #5292
December 31, 2011

Preferreds/Fixed Rate Cap Securities

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
PPL ELEC UTILITIES 6.25% PERPETUAL PFD CALL STARTING 4/6/11 PLEUK									
Acquired 05/08/09 L nc		5,000	20.75	103,750.00		126,000.00	22,250.00		
Acquired 06/09/09 L nc		1,000	22.00	22,000.00		25,200.00	3,200.00		
Total	**2.05**	**6,000**		**$125,750.00**	**25.2000**	**$151,200.00**	**$25,450.00**	**$9,378.00**	**6.20**
VIRGINIA ELEC & PWR CO $7.05 PFD VELPI									
Acquired 05/08/09 L nc	0.17	124	94.65	11,736.60	100.3440	12,442.65	706.05	874.20	7.02
WISCONSIN PWR & LT 6.50% CUM PFD WISLI									
Acquired 05/08/09 L nc		4,050	22.80	92,340.00		114,667.65	22,327.65		
Acquired 05/08/09 L nc		950	22.65	21,517.50		26,897.35	5,379.85		
Total	**1.92**	**5,000**		**$113,857.50**	**28.3130**	**$141,565.00**	**$27,707.50**	**$8,125.00**	**5.74**
Total Preferreds/Fixed Rate Cap Securities	**13.50**			**$966,234.67** **$968,406.83**		**$993,687.65**	**$27,452.98**	**$72,958.40**	**7.34**

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #5419
December 31, 2011

Portfolio detail

Cash and Sweep Balances

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
BANK DEPOSIT SWEEP Interest Period 12/01/11 - 12/31/11	0.89	0.08	84,698.61	67.75
Total Cash and Sweep Balances	**0.89**		**$84,698.61**	**$67.75**

Fixed Income Securities

Corporate Bonds

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
BERKSHIRE HATHAWAY FIN COMPANY GUARNT CALLABLE CPN 4.625% DUE 10/15/13 DTD 04/15/04 FC 10/15/04 Moody AA2 , S&P AA+ CUSIP 084664AD3 Acquired 04/22/09 L nc	5.59	500,000	105.41	527,085.00	106.6230	533,115.00	6,030.00	4,817.71	23,125.00	4.33

Fixed Income Securities

Corporate Bonds continued

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
GEORGIA POWER COMPANY SR UNSECURED NOTES CALLABLE CPN 6.000% DUE 11/01/13 DTD 11/19/08 FC 05/01/09 Moody A3 , S&P A CUSIP 373334JM4 Acquired 04/29/09 L nc	5.74	500,000	110.00	550,005.00	109.5540	547,770.00	-2,235.00	4,916.67	30,000.00	5.47
GENERAL ELEC CAP CORP NOTES CPN 2.100% DUE 01/07/14 DTD 01/07/11 FC 07/07/11 Moody AA2 , S&P AA+ CUSIP 36962G4X9 Acquired 07/01/11 S nc	2.66	250,000	102.10	255,277.50	101.6700	254,175.00	-1,102.50	2,522.92	5,250.00	2.06
COCA-COLA CO SENIOR NOTES CALLABLE CPN 3.625% DUE 03/15/14 DTD 03/06/09 FC 09/15/09 Moody AA3 , S&P A+ CUSIP 191216AL4 Acquired 04/23/09 L nc	5.58	500,000	103.26	516,350.00	106.4890	532,445.00	16,095.00	5,286.46	18,125.00	3.40
COLGATE-PALMOLIVE CO MEDIUM TERM NOTE CPN 1.250% DUE 05/01/14 DTD 05/04/11 FC 11/01/11 Moody AA3 , S&P AA- CUSIP 19416QDT4 Acquired 07/01/11 S nc	2.66	250,000	101.30	253,270.00	101.3650	253,412.50	142.50	512.15	3,125.00	1.23
WACHOVIA BANK NA SUBORDINATE BONDS CPN 4.875% DUE 02/01/15 DTD 01/31/05 FC 08/01/05 Moody A1 , S&P A+ CUSIP 92976GAD3 Acquired 02/24/10 L nc	2.75	250,000	104.94	262,365.00	104.9340	262,335.00	-30.00	5,044.27	12,187.50	4.64

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
PROCTER & GAMBLE CO NOTES CALLABLE CPN 3.500% DUE 02/15/15 DTD 02/06/09 FC 08/15/09 Moody AA3 , S&P AA- CUSIP 742718DM8 Acquired 02/24/10 L nc	2.83	250,000	103.95	259,875.00	107.8970	269,742.50	9,867.50	3,281.25	8,750.00	3.24
JOHN DEERE CAPITAL CORP MEDIUM TERM NOTES CPN 2.950% DUE 03/09/15 DTD 03/08/10 FC 09/09/10 Moody A2 , S&P A CUSIP 24422EQY8 Acquired 07/06/11 S nc	2.75	250,000	105.78	264,477.50	104.9810	262,452.50	-2,025.00	2,273.96	7,375.00	2.81
HARTFORD FINL SVCS GRP SENIOR NOTES CPN 4.000% DUE 03/30/15 DTD 03/23/10 FC 09/30/10 Moody BAA3 , S&P BBB CUSIP 416515AY0 Acquired 10/20/10 L nc	2.63	250,000	103.58	258,950.00	100.5100	251,275.00	-7,675.00	2,500.00	10,000.00	3.97
AMERICAN INTL GROUP SENIOR NOTES CPN 5.050% DUE 10/01/15 DTD 04/01/06 FC 10/01/06 Moody BAA1 , S&P A- CUSIP 026874AX5 Acquired 10/20/10 L nc	5.07	500,000	104.40	522,000.00	96.7430	483,715.00	-38,285.00	6,242.36	25,250.00	5.22
FORTUNE BRANDS INC NOTES CPN 5.375% DUE 01/15/16 DTD 01/12/06 FC 07/15/06 Moody BAA2 , S&P BBB- CUSIP 349631AL5 Acquired 11/09/10 L nc	5.75	500,000	106.60	533,000.00	109.6540	548,270.00	15,270.00	12,317.71	26,875.00	4.90

Fixed Income Securities

Corporate Bonds continued

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
PITNEY BOWES INC MEDIUM TERM NOTES CPN 4.750% DUE 01/15/16 DTD 07/13/05 FC 01/15/06 Moody A2 , S&P BBB+ CUSIP 72447XAA5 Acquired 04/14/10 L nc	2.70	250,000	106.87	267,182.50	102.9600	257,400.00	-9,782.50	5,442.71	11,875.00	4.61
SBC COMMUNICATIONS GLOBAL NOTES CPN 5.625% DUE 06/15/16 DTD 08/18/04 FC 12/15/04 Moody A2 , S&P A- CUSIP 78387GAL7 Acquired 04/22/10 L nc	3.02	250,000	111.74	279,367.50	115.3230	288,307.50	8,940.00	585.94	14,062.50	4.87
SUNTRUST BANKS SENIOR NOTES CPN 6.000% DUE 09/11/17 DTD 09/10/07 FC 03/11/08 Moody BAA1 , S&P BBB CUSIP 867914AZ6 Acquired 04/27/10 L nc	2.89	250,000	104.29	260,740.00	110.4680	276,170.00	15,430.00	4,541.67	15,000.00	5.43
SUNTRUST BANK GLOBAL BANK NOTE SUBORDINATED CPN 5.450% DUE 12/01/17 DTD 12/04/02 FC 06/01/03 Moody BAA1 , S&P BBB CUSIP 86787GAC6 Acquired 05/10/10 L nc	2.65	250,000	101.41	253,530.00	101.1540	252,885.00	-645.00	1,097.57	13,625.00	5.38

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
FIFTH THIRD BANCORP SUBORDINATE NOTES CPN 4.500% DUE 06/01/18 DTD 05/23/03 FC 12/01/03 Moody BAA2, S&P BBB- CUSIP 316773AD2 Acquired 04/21/10 L nc	5.25	500,000	93.80	469,000.00	100.1070	500,535.00	31,535.00	1,812.50	22,500.00	4.49
Total Corporate Bonds	**60.52**	**5,500,000**		**$5,732,475.00**		**$5,774,005.00**	**$41,530.00**	**$63,195.85**	**$247,125.00**	**4.28**

Foreign Bonds

ted

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
AUSTRALIAN GOVERNMENT SR UNSECURED SER TB123 CPN 5.750% DUE 04/15/12 DTD 10/15/06 FC 04/15/07 Moody AAA CUSIP Q0819ACV0 Acquired 10/14/09 L nc	10.80	1,000,000	102.50	937,670.00	103.0346	1,030,346.00	92,676.00	11,972.60	57,500.00	5.58
AUSTRALIAN GOVERNMENT BONDS CPN 6.500% DUE 05/15/13 DTD 05/15/00 FC 11/15/00 Moody AAA, S&P N/R CUSIP Q0819ABY5 Acquired 10/15/10 L nc	5.60	500,000	104.10	519,600.50	106.8997	534,498.50	14,898.00	N/A	32,500.00	6.08

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Fixed Income Securities

Foreign Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED		
								ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
WESTPAC BANKING CORP SR UNSECURED CPN 2.100% DUE 08/02/13 DTD 08/03/10 FC 02/02/11 Moody AA2 , S&P AA- CUSIP 961214BM4 Acquired 07/06/11 S nc	2.64	250,000	102.20	255,527.50	100.7490	251,872.50	-3,655.00	2,158.33	5,250.00	2.08
AUSTRALIAN GOVERNMENT BONDS SERIES 125 CPN 6.250% DUE 06/15/14 DTD 06/15/08 FC 12/15/08 Moody AAA CUSIP Q0819ACX6 Acquired 10/14/09 L nc	11.53	1,000,000	104.50	955,966.00	109.9988	1,099,988.00	144,022.00	2,568.49	62,500.00	5.68
AEGON NV SR UNSECURED NOTES CPN 4 625% DUE 12/01/15 DTD 11/27/09 FC 06/01/10 Moody A3 , S&P A- CUSIP 007924AH6 Acquired 04/14/10 L nc	5.38	500,000	101.99	509,955.00	102.6090	513,045.00	3,090.00	1,862.85	23,125.00	4.50
UBS AG STAMFORD CT SUB MEDIUM TERM SR DEP NTS CPN 5.875% DUE 07/15/16 DTD 07/26/06 FC 01/15/07 Moody A1 , S&P BBB CUSIP 90261XBY7 Acquired 06/16/10 L nc	2.64	250,000	102.47	256,183.00	100.6880	251,720.00	-4,463.00	6,731.77	14,687.50	5.83
Total Foreign Bonds	**38.59**	**3,500,000**		**$3,434,902.00**		**$3,681,470.00**	**$246,568.00**	**$25,294.04**	**$195,562.50**	**5.31**
Total Fixed Income Securities	**99.11**			**$9,167,377.00**		**$9,455,475.00**	**$288,098.00**	**$88,489.89**	**$442,687.50**	**4.68**

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #3735
December 31, 2011

Portfolio detail

Cash and Sweep Balances

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
BANK DEPOSIT SWEEP Interest Period 12/01/11 - 12/31/11	3.61	0.08	97,043.68	77.63
Total Cash and Sweep Balances	**3.61**		**$97,043.68**	**$77.63**

Fixed Income Securities

Corporate Bonds

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
SIMON PROPERTY GROUP LP NOTES CALLABLE CPN 5 450% DUE 03/15/13 DTD 03/18/03 FC 09/15/03 Moody A3 , S&P A- CUSIP 828807AW7 Acquired 04/23/09 L nc	19.50	500,000	97.32 92.18	486,638.06 460,935.00	104.7840	523,920.00	37,281.94	7,947.92	27,250.00	5.20
JOHN DEERE CAPITAL CORP MEDIUM TERM NOTES SERIES NOTZ CPN 4.750% DUE 04/15/13 DTD 04/29/09 FC 10/15/09 Moody A2 , S&P A CUSIP 24424CAN1 Acquired 04/24/09 L nc	19.62	500,000	100.00	500,000 00	105.4110	527,055.00	27,055.00	4,947.92	23,750.00	4.50

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #3735
December 31, 2011

Fixed Income Securities

Corporate Bonds continued

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
KEYCORP MEDIUM TERM NOTES SER H CPN 6.500% DUE 05/14/13 DTD 05/14/08 FC 11/14/08 Moody BAA1 , S&P BBB+ CUSIP 49326EEB5 Acquired 04/23/09 L nc	19.69	500,000	98.75 97.20	493,770.61 486,020.00	105.7920	528,960.00	35,189.39	4,152.78	32,500.00	6.14
MERRILL LYNCH & CO SUB NTS CPN 6.050% DUE 05/16/16 DTD 05/16/06 FC 11/16/06 Moody BAA2 , S&P BBB+ CUSIP 5901884M7 Acquired 10/21/10 L nc	17.55	500,000	107.19	535,965.00	94.2720	471,360.00	-64,605.00	3,697.22	30,250.00	6.41
Total Corporate Bonds	**76.37**	**2,000,000**		**$2,016,373.67** **$1,982,920.00**		**$2,051,295.00**	**$34,921.33**	**$20,745.84**	**$113,750.00**	**5.55**

Claude Moore Charitable Foundation
EIN: 52-1558571
Investments - A/C #3735
December 31, 2011

Fixed Income Securities

Foreign Bonds

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
SHELL INTERNATIONAL FIN COMPANY GTD CPN 3.250% DUE 09/22/15 DTD 09/22/09 FC 03/22/10 Moody AA1 , S&P AA CUSIP 822582AH5 Acquired 10/21/10 L nc	20.02	500,000	107.95	539,755.00	107.5650	537,825.00	-1,930.00	4,423.61	16,250.00	3.02
Total Foreign Bonds	**20.02**	**500,000**		**$539,755.00**		**$537,825.00**	**-$1,930.00**	**$4,423.61**	**$16,250.00**	**3.02**
Total Fixed Income Securities	**96.39**			**$2,556,128.67** **$2,522,675.00**		**$2,589,120.00**	**$32,991.33**	**$25,169.45**	**$130,000.00**	**5.02**

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 12

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
FURNITURE	SL	12,270.			12,270.	12,270.			12,270.
STORAGE ROOM FILES	SL	1,048.			1,048.	1,048.			1,048.
2 DELL 380 COMPUTE	SL	4,000.			4,000	3,800.	200.		4,000.
24 " MONITOR	SL	761.			761.	722.	39.		761.
HP 5550 N PRINTER	SL	4,619.			4,619.	4,466.	153.		4,619
CARPET - STORAGE	SL	1,689.			1,689	1,185.	241.		1,426.
SYS FURN - TITUS	SL	11,719.			11,719.	7,812.	1,674.		9,486.
SHELVING STORAGE	SL	713.			713.	493.	102.		595.
PINFILE # 600	SL	2,082.			2,082.	1,386.	297.		1,683.
DATA TABLE	SL	1,250.			1,250.	716.	179		895.
WEBSITE DESIGN	SL	2,625.			2,625.	2,260	365.		2,625.
OFFICE FURNITURE	SL	2,618.			2,618.	1,091.	374.		1,465.
DISH EQUIPMENT	SL	1,291			1,291.	753.	258		1,011
MACBOOK MA895LL/A	SL	2,231.			2,231.	1,301.	446.		1,747.
TV & PHONE SYSTEM	SL	35,303			35,303.	20,594.	7,061.		27,655.
POLYCOM VIDEO CONF	SL	3,000.			3,000	1,700.	600		2,300.
OFFICE FURNITURE	SL	39,135.			39,135.	15,375.	5,591.		20,966.
DELL PWREDGE 2950	SL	13,190			13,190.	7,255.	2,638.		9,893.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 12 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
DELL OPTIPLEX 1/2	SL	894.			894.	492.	179.		671.
DELL OPTIPLEX 2/2	SL	894.			894.	492.	179.		671.
WIN 2003 SERVER	SL	602.			602.	330.	120.		450.
QUICKBOOKS 2008	SL	955.			955.	509.	191.		700.
WEBSITE DESIGN	SL	2,625.			2,625.	2,260.	365		2,625.
MACBK PRO W881146	SL	2,799.			2,799.	1,353.	560.		1,913.
HP LSRJT 3600N 1/2	SL	314.			314.	152.	63.		215.
HP LSRJT 3600N 2/2	SL	314.			314.	152.	63.		215.
PHOTOSMART (MAC)	SL	449.			449.	217.	90.		307.
IPHONE3G 8GB 1/2	SL	281.			281	135.	56.		191.
IPHONE3G 8GB 2/2	SL	281.			281.	135.	56.		191.
DELL E6410 (JESS)	SL	2,650.			2,650.	44.	530.		574.
DELL E6410 (GALE)	SL	2,650.			2,650.	44.	530.		574.
IPAD WI-FI 32 GB	SL		678.		678.		102.		102.
IPAD WI-FI 64 GB	SL		908.		908.		136.		136.
TOTALS		155,252.			156,838.	90,542.			113,980.

ATTACHMENT 13

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DEPOSITS	11,478.	11,478.
PURCHASED INTEREST	3,192.	3,192.
TOTALS	14,670.	14,670.

ATTACHMENT 14

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	ENDING BOOK VALUE
FLEX PLAN WITHHOLDINGS	175.
TOTALS	175.

ATTACHMENT 15

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON LAND HELD FOR EXEMPT PURPOSES(BASED ON APPRAISAL)	786,366.
UNREALIZED LOSS ON MARKETABLE SECURITIES	271,617.
UNREALIZED LOSS ON LAND HELD FOR INVSTMT	1,200.
VALUATION ALLOWANCE FOR NOTE RECEIVABLE: THE VALUE OF THE NOTES WITH CTD OFFSITE LLC IS IMPAIRED. THE VALUE AS OF DECEMBER 31, 2011 CANNOT BE REASONABLY ESTIMATED. ACCORDINGLY, THE FOUNDATION IS VALUING THE NOTE AT ZERO UNTIL THE VALUE OF ANY POSSIBLE COLLECTIONS CAN BE DETERMINED.	819,200.
VALUATION ALLOWANCE-ACCRUED OID INTEREST THE VALUE OF THE CURRENT YEAR ACCRUAL IS IMPAIRED AND THE VALUE CANNOT BE REASONABLY DETERMINED. ACCORDINGLY, THE FOUNDATION IS VALUING THE RECEIVABLE, INCLUDING ACCRUED INTEREST, AT ZERO UNTIL ITS COLLECTABILITY CAN BE DETERMINED.	2,387,801.
TOTAL	4,266,184.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JESSE B. WILSON III 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030	TRUSTEE 2.00	48,000.	0	0
LEIGH B. MIDDLEDITCH, JR 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030	TRUSTEE 2.00	48,000.	0	0
PETER ARNTSON 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030 PETER ARNTSON IS ASSOCIATED WITH THE FIRM OF MCCANDLISH & LILLARD. THE FIRM PROVIDES LEGAL AND CONSULTING SERVICES TO THE FOUNDATION. FEES CHARGED ARE CONSIDERED COMMENSURATE WITH THE SERVICES PROVIDED. (SEE ATTACHMENT 18).	TRUSTEE 10.00	54,000.	0	0
J HAMILTON LAMBERT 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030	EXEC DIR 50.00	352,838.	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 16 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GUY GRAVETT 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030	TRUSTEE 2.00	48,000.	0	0
	GRAND TOTALS	550,838.	0	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 17

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GALE MORGAN 11004 DEVENISH DR OAKTON, VA 22124	DIR ADMINISTRATION 30.00	69,000.	0	0
RANDOLPH SUTLIFF 7229 STONEHOUSE LANE WARRENTON, VA 20187	DEP EX. DIR OF OPS 40.00	183,500.	0	0
RANDOLPH A. SUTLIFF IS ASSOCIATED WITH THE FIRM OF MCCANDLISH & LILLARD. THE FIRM PROVIDES LEGAL AND CONSULTING SERVICES TO THE FOUNDATION. FEES CHARGED ARE CONSIDERED COMMENSURATE WITH THE SERVICES PROVIDED. (SEE ATTACHMENT 18)				
KAREN LYNN TADLOCK 4151 TIMBER LOG WAY FAIRFAX, VA 22030	DEP EXEC DIR GIVING 40.00	90,000.	0	0
	TOTAL COMPENSATION	342,500.	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 18

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
MCCANDLISH & LILLARD 11350 RANDOM HILLS RD, ST 500 FAIRFAX, VA 22030 FEES CHARGED ARE COMMENSURATE WITH THE SERVICES PROVIDED.	LEGAL/CONSULT-DESIGN	239,218.
RUSSELL, EVANS & THOMPSON, PLLC 299 HERNDON PKWY, #206 HERNDON, VA 20170	ACCOUNTING/AUDIT	108,494.
ODIN, FELDMAN & PITTLEMAN, PC 9302 LEE HIGHWAY, #1100 FAIRFAX, VA 22031	LEGAL	54,823.
PATTON HARRIS RUST & ASSOCIATES, INC. 14532 LEE ROAD CHANTILLY, VA 20151-1679	ENGINEERING	358,950.
TOTAL COMPENSATION		761,485.

ATTACHMENT 19

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

THE CLAUDE MOORE CHARITABLE FOUND.
11350 RANDOM HILLS ROAD, #520
FAIRFAX, VA 22030-7429
703-934-1147

ATTACHMENT 20

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

A GRANT APPLICATION WAS REQUIRED TO BE COMPLETED BY EACH APPLICANT. SEE A COPY OF THE APPLICATION ATTACHED OR DOWNLOAD IT FROM THE WEB AT HTTP://WWW.CLAUDEMOOREFOUNDATION.ORG/DOWNLOADS/APPLICATION_2010.PDF. THE FOUNDATION NO LONGER ACCEPTS UNSOLICITED GRANT PROPOSALS EFFECTIVE FOR 2012 GRANTS.

Application Procedure

REQUESTED PROPOSALS: Staff will contact organizations by June 31, 2011 to invite a proposal that will be due on Thursday September 1, 2011. [See Guidelines for Requested Proposals below.] If your organization is not contacted, it means that we will be unable to fund your organization at this time.

GUIDELINES FOR REQUESTED PROPOSALS:
If your organization has been invited to submit a proposal for funding consideration by the Claude Moore Charitable Foundation, please prepare and submit your proposal following the instructions below. The procedure has been changed from last years so please review these new guidelines.

Download Application Form

TIMING: Submit your proposal by September 1, 2011 so that it will be in the office by close of business 5:00 pm

WHAT TO INCLUDE:

- IRS Determination letter
- Proposal – Washington Grantmakers Common Grant Application
- List of your Board of Directors
- List of current foundation, corporate, and government funders and amount of current funding
- Operating budget – previous and current fiscal year
- Project budget if appropriate
- Photo – single picture in .jpeg format, if possible
- Latest Annual Report – or provide a link to your website if it is there
- Audited Financial Statement, if available, or IRS Form 990

Grants Program
Claude Moore Charitable Foundation
11350 Random Hills Road
Suite 520
Fairfax, VA 22030-7429

All grant application must be received at the Foundation office, at the preceding address, no later than 5 pm on September 1st.
NOTE: Applicants will receive a postcard acknowledging receipt of their grant application.

Fax and email transmissions are not currently accepted.

WASHINGTON
Regional Association of
GRANTMAKERS

Common Grant Application Format

Formatting notes

- Proposals should be printed on white paper, using a 12-point font (Times New Roman or similar) and one-inch margins on all sides; pages should be numbered.
- Proposals should not be placed in binders or folders; one staple or paper clip in the upper-left hand corner, securing all pages, is sufficient.

I. Executive Summary (1-2 pages, single-spaced)

1. Application date
2. Organization's name and contact information (full address, including mailing address if different, telephone, fax, and Web address)
3. Organization's federal tax-exempt number
4. Contact person's name, title, and contact information (telephone, fax, e-mail)
5. Dollar amount of this funding request
6. Total program budget (if applicable)
7. Total current organizational budget and fiscal year
8. Period this funding request will cover
9. Purpose of this funding request, including target population, number of individuals, and geographic area(s) that will benefit from this proposal
10. Brief organizational history and brief description of previous year's accomplishments
11. Total support from this funder for the past three years: List year, amount, and purpose for all support
12. Signature of executive director

II. Narrative (No more than 8 double-spaced pages)

For All Requests: Information on Your Organization

1. Describe, in one paragraph, the organization's history, mission, and goals.
2. Describe current programs and activities, and recent organizational accomplishments.
3. How will this request enable the organization to build its capacity, address current limitations, and/or improve its ability to meet program or organizational goals?
4. Describe briefly the involvement of your target population(s) in implementing the work of the organization, if applicable.

Please choose the **ONE** category that is relevant to this request (*Program, General Support, Capital Campaign,* or *Capacity Building*) and follow the guidelines from the appropriate section below.

Be sure that the foundation to which you are applying supports the type of request you are making.

A. **For Program Requests**

1. What is the issue/need to be addressed and evidence of that need?
2. For a **new** program: how was the program approach developed?
3. For an **ongoing** program: what measurable outcomes (defined as concrete changes or impact) have been achieved over the past year?
4. Does this program use best practices – i.e., is this program based on a program that has been shown to be effective in other settings, based on national standards, etc? If so, please describe.
5. What is the plan for implementation? (Narrative, table, or logic model format is acceptable.) What existing community resources (e.g., facilities, people) will be used? *If applicable*: what is the target population's involvement in this program's development and implementation?
6. Based on the implementation plan, what measurable outcomes will be achieved during this grant period? What are the measurable longer-term outcomes of this program? What methods/strategies will be used to gather data on the project? How will the program evaluation be used?
7. How does this program fit into the work of your organization?
8. How does this program relate to the work of other organizations in the same field and/or geographic area?
9. What resources (financial, personnel, partnerships, etc.) will be needed to sustain this effort over time? How will those resources be secured?

B. **For General Support Requests**

1. What are the issues or needs to be addressed and the evidence of those issues or needs?
2. For a **new** organization: how and why was the organization formed?
3. For an **existing** organization: what measurable outcomes (defined as concrete change or impact) have been achieved over the past year?
4. Does the organization use best practices – i.e., are any programs or operations based on ones that have been shown to be effective in other settings, based on national standards, etc? If so, please describe.
5. What are the plans for the organization's major program activities? (Narrative or table format is acceptable.) What existing community resources (e.g., facilities, people) will be used?
6. Based on these activities, what measurable outcomes will be achieved during this grant period? What are the measurable longer-term outcomes of the organization's work? What methods/strategies will be used to gather data? How will the evaluation be used?
7. How does the work of this organization relate to the work of other organizations in the same field and/or geographic area?
8. What resources (financial, personnel, partnerships, etc.) will be needed to sustain the organization over time? How will those resources be secured?

C. **For Capital Campaign Requests**: Capital campaign requests are designated for the acquisition, construction, renovation, or improvement of a property. Include information on the following, as applicable to your organization's request.

1. Discuss the need, feasibility, and cost of the capital campaign, and its implications for the organization's ongoing operational expenses.
2. Specify contributions in hand as well as pending or prospective.
3. Specify loans, including amounts and terms.
4. Include the financial participation in the campaign of the board and the capital/leadership campaign committee (percent participating and total contributed).
5. Specify whether purchase agreements or purchase options are signed or imminent. Specify also whether regulatory approvals (e.g., Certificate of Need, zoning, historic preservation, environmental impact) in place or are imminent.
6. Indicate if timing is a factor, i.e., if a "window of opportunity" exists that would affect the success of the campaign.

D. **For Capacity Building Requests:**

1. Please provide a brief overview of the strengths and major challenges facing your organization at this time.
2. Please describe the specific capacity issue or need to be addressed with this request.
    a. How was the issue identified? Include information about how the board and other key stakeholders were involved in identifying the issue or need.
    b. Is your organization currently working on this issue? If so, where are you in the process? Have you worked to address this issue previously? If so, what were the outcomes of these efforts? Please identify any current, past, and potential funders of this capacity building project, the amounts you have received or requested, and the status of the request.
3. Please describe the project plan.
    a. Describe specific tasks and activities and timeline.
    b. Identify key staff or board members who will be involved in the project. Briefly describe what skills and experiences they will bring to the project.
    c. Are there specific consultants or groups that the organization will partner with to address the identified capacity issue? What was the process and criteria for selection? If your project includes software, equipment or other products, please describe the process and criteria for selection.
4. Please describe key outcomes
    a. List at least 3 specific, measurable short-term outcomes.
    b. What will be the long-term impact of this project? How will the project strengthen your organization, enable you to deliver programs or services more effectively, and better achieve the organization's mission? How does it further the goals in your strategic plan?

III. Finances (for all requests) – This information is not considered part of the narrative.

The following information must accompany all proposals, regardless of the size of the request. Not all categories may be applicable to your organization or request. You may submit this information in the format most convenient to you; it must, however, include as much of the following detail as possible. Footnotes may be used to explain budget items.

A. **For all requests**

1. Fiscal year
2. Financial statements:
    a. For previous fiscal year: organizational budget v. actual, for both revenue and expenses (using categories below)
    b. For current fiscal year:
        i. Organizational budget v. actual, for both revenue and expenses (using categories below)
        ii. Organization's year-to-date Statement of Financial Position (Balance Sheet) and year-to-date Statement of Activities (Income Statement)
    c. If this application is being made during the last quarter of the organization's fiscal year, provide the organization's projected/proposed/draft budget for the next fiscal year
3. If available: most recent audited financial statements (include auditor's letter and notes). If you do not have an audit, provide pages 1-6 of most recent IRS Form-990.

B. **For Program Requests** (including capacity building and capital campaign requests) - In addition to the information requested above:

1. Financial statements:
    a. For previous fiscal year: program budget v. actual, for both revenue and expenses (using categories below)
    b. For current fiscal year: program budget v. actual, for both revenue and expenses (using categories below)
    c. If this application is being made during the last quarter of the organization's fiscal year, provide the program's projected/proposed/draft budget for the next fiscal year

Revenue Categories: For each category, list specific amounts requested from foundations, corporations, and other funding sources for this proposal, as well as the status of those requests (pending or committed). For pending requests, please indicate the date you expect notification.

1. Grants/Contracts:
    a. Local/State/Federal Governments (please list source(s))
    b. Foundations
    c. Corporations
    d. United Way/Combined Federal Campaign and other federated campaigns
    e. Individual donors
    f. Other (specify)

2. Earned Revenue
    a. Events
    b. Publications and Products
    c. Fees
    d. Other (specify)
3. Membership Income
4. In-Kind Support (donated goods, services, equipment, non-cash items, volunteer hours)
5. Other (specify)
6. Total Revenue

Expense categories: Include the total amount for each category relevant to your organization. Skip categories where you have no expenses. Please show two columns – one listing the total expense and one listing the specific costs requested in this grant proposal.

1. Salaries (total salary budget, number of positions, and whether full- or part-time)
2. Payroll Taxes
3. Fringe Benefits
4. Consultants and Professional Fees (itemize type(s) of consultant(s) and fees)
5. Travel
6. Equipment
7. Supplies
8. Printing and Copying
9. Telephone and Fax
10. Postage and Delivery
11. Rent and Utilities
12. Maintenance
13. Technology (if budgeted separately – specify hardware/software capital spending, maintenance, and/or training)
14. Evaluation
15. In-kind expenses
16. Other (specify)
17. Total Expenses

IV. Required Attachments (for all requests) –This information is not considered part of the narrative.

1. A copy of your current IRS tax-exempt determination letter. If tax-exempt status is pending, provide an explanation of application status.
2. A one-page organizational chart.
3. Short biographies (no more than 1/2 page) of staff and volunteers essential to the success of this request.
4. List of board members with terms, occupations, and places of employment.
5. Current, dated Memoranda of Understanding or Memoranda of Agreement with other organizations for collaborative or cooperative activities, as appropriate.
6. For Capital Spending Projects: list of members of the capital campaign/leadership committee.
7. Annual report, if available.
8. **For Capacity Building Requests only:** Current strategic plan.

ATTACHMENT 21

990PF, PART XV - SUBMISSION DEADLINES

THE FOUNDATION NO LONGER ACCEPTS UNSOLICITED GRANT PROPOSALS EFFECTIVE FOR 2012 GRANTS.

ATTACHMENT 22

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

TO BE ELIGIBLE FOR CONSIDERATION, GRANTEES MUST HAVE BEEN A NONPROFIT ORGANIZATION WITH TAX-EXEMPT STATUS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, WITH NON-PRIVATE FOUNDATION STATUS UNDER SECTION 509(A)(1) OR SECTION 509(A)(2) AND ORGANIZED AND OPERATED FOR CHARITABLE PURPOSES LOCATED WITHIN AND PRIMARILY SERVING THE COMMONWEALTH OF VIRGINIA.

THE FOUNDATION GENERALLY HAS NOT CONSIDERED REQUESTS TO FUND:
INDIVIDUALS, EITHER THROUGH SCHOLARSHIPS OR OTHER FORMS OF
FINANCIAL ASSISTANCE, SCIENTIFIC RESEARCH AND
PROGRAMS FOR SECTARIAN PURPOSES (THAT PROMOTE RELIGIOUS DOCTRINE).

THE FOUNDATION NO LONGER ACCEPTS UNSOLICITED GRANT PROPOSALS EFFECTIVE FOR 2012 GRANTS.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 23

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHMENT 23A	THERE ARE NO GRANTS TO INDIVIDUALS. SEE ATTACHMENT 24A.	SEE ATTACHMENT 24A.	1,670,977.
LOUDOUN COUNTY PUBLIC SCHOOLS SYSTEM LEESBURG, VA 20176	NONE 509(A)(1)OR(2)PUB CHAR	FUNDING FOR CLAUDE MOORE SCHOLARS MEDICAL EDUCATION CENTER TO PROVIDE LEASED FACILITIES AT UNITS 209 & 305, 224-D CORNWALL STREET, LEESBURG, VA 20176. AMOUNT PAID INCLUDES ANNUAL RENT AND BUILD-OUT.	60,904
		TOTAL CONTRIBUTIONS PAID	1,731,881.

Claude Moore Charitable Foundation
Part XV Supplementry Information
Line 3a- Grants and Contributions Paid During 2011

ORGANIZATION		PROJECT / PURPOSE	ADDRESS	CITY	STATE	ZIP	AMOUNT-
Computer C O R E	509(a)(1) or (2) Public Charity	Community Outreach and Education	3846 King Street	Alexandria	VA	22302	15,000
ECHO	509(a)(1) or (2) Public Charity	Scholarship Fund	71 Lawson Road, PO Box 2277	Leesburg	VA	20177	40,000
Fairfax County Park Foundation	509(a)(1) or (2) Public Charity	The PACT Project	12055 Government Center Parkway	Fairfax	VA	20035	20,000
Fairfax Symphony Orchestra	509(a)(1) or (2) Public Charity	Orchestra & Outreach Program	3905 Railroad Avenue	Fairfax	VA	22033	10,000
Friends of The Claude Moore Colonial Farm at Turkey Run, Inc	509(a)(1) or (2) Public Charity	General Operations	6310 Georgetown Pike	McLean	VA	22101	5,000
Friends of The Claude Moore Colonial Farm at Turkey Run, Inc	509(a)(1) or (2) Public Charity	Operating Funding	6310 Georgetown Pike	McLean	VA	22101	25,000
Inova Health System Foundation - Nursing Scholarships	509(a)(1) or (2) Public Charity	Nursing Scholarships	8110 Gatehouse Road	Falls Church	VA	22042	100,000
Loudoun Education Foundation	509(a)(1) or (2) Public Charity	The Teacher's Endorsement Scholarship Project	21000 Education Court	Ashburn	VA	20148	27,000
Loudoun Education Foundation	509(a)(1) or (2) Public Charity	The Reality Store	21000 Education Court	Ashburn	VA	20148	6,000
Loudoun Education Foundation	509(a)(1) or (2) Public Charity	The High School Graduation Party Project	21000 Education Court	Ashburn	VA	20148	36,000
Loudoun Education Foundation	509(a)(1) or (2) Public Charity	General Operations	21000 Education Court	Ashburn	VA	20148	3,000
Loudoun Education Foundation	509(a)(1) or (2) Public Charity	Claude Moore Scholars	21000 Education Court	Ashburn	VA	20148	25,000
Loudoun Literacy Council	509(a)(1) or (2) Public Charity	Family Literacy Program	PO Box 1932	Leesburg	VA	20177	50,000
Neediest Kids	509(a)(1) or (2) Public Charity	General Operations	8283 Greensboro Drive	McLean	VA	22102	25,000
Shenandoah University	509(a)(1) or (2) Public Charity	Outreach through Claude Moore Center for Literacy	1460 University Drive	Winchester	VA	22601	25,000
The Arc of Loudoun (LARC)	509(a)(1) or (2) Public Charity	The Arc of Loudoun Preschool Program	71 Lawson Road, PO Box 243	Leesburg	VA	20178-0243	40,000
Virginia Chamber Orchestra	509(a)(1) or (2) Public Charity	The Musical Side of Thomas Jefferson	P O Box 7484	Alexandria	VA	22307	4,000
Virginia Mentoring Partnership	509(a)(1) or (2) Public Charity	Regional Training Institute	10 East Franklin Street	Richmond	VA	23219	75,000
James Madison Montpelier Foundation	509(a)(1) or (2) Public Charity	Claude Moore Lecture Series	PO Box 911	Orange	VA	22960	50,000
L'Arche of Greater Washington	509(a)(1) or (2) Public Charity	General Operations	PO Box 21471	Washington	DC	20009	10,000
Loudoun Cares	509(a)(1) or (2) Public Charity	Claude Moore Community Builders	PO Box 83	Leesburg	VA	20178	25,000
WETA	509(a)(1) or (2) Public Charity	Ready to Learn	2775 south Quincy Street	Arlington	VA	22206	50,000
International Senior Lawyers	509(a)(1) or (2) Public Charity	General Operations	31 W 52nd Street, 5th Floor	New York	NY	10019-6131	5,000
Wakefield High school	509(a)(1) or (2) Public Charity	Scholarship Fund	PO BOX 41675	Arlington	VA	22204	16,000
Wakefield School	509(a)(1) or (2) Public Charity	Genearl Operations	4439 Old Tavern Road	The Plains	VA	20198	20,000
University of Virginia Medical School	509(a)(1) or (2) Public Charity	Simulators	P O Box 800722	Charlottesville	VA	22908-0722	72,000
Christopher Newport University	509(a)(1) or (2) Public Charity	Virginia Redistricting Coalition	1 University Place	Newport News	VA	23606	1,000
Loudoun County	509(a)(1) or (2) Public Charity	Loudoun County Energy Strategy	1 Harrison Street, SE	Leesburg	VA	20177-7000	100,000
Washington Grantmakers	509(a)(1) or (2) Public Charity	2011 Membership Dues	1400 16th Street, NW	Washington	DC	20036	10,500
Loudoun Heritage Farm Museum	509(a)(1) or (2) Public Charity	Educational Funding	Loudoun County		VA		10,000
LEAD Virginia	509(a)(1) or (2) Public Charity	Misc Discretionary	707 East Main Street	Richmond	VA	23219	5 000
Marymount University	509(a)(1) or (2) Public Charity	General Operations	2807 N Glebe Road	Arlington	VA	22207	20,000
Mount Vernon Ladies Association	509(a)(1) or (2) Public Charity	General Operations	PO Box 110	Mt Vernon	VA	22121	10,000
UVA Medical School	509(a)(1) or (2) Public Charity	Commitment	PO Box 800773	Charlottesville	VA	22908	500,000

EIN 52-1558571

Claude Moore Charitable Foundation
Part XV Supplementry Information
Line 3a- Grants and Contributions Paid During 2011

ORGANIZATION		PROJECT / PURPOSE	ADDRESS	CITY	STATE	ZIP	AMOUNT
Thomas Jefferson Institute for Public Policy	509(a)(1) or (2) Public Charity	General Operations	9035 Golden Sunset Lane	Springfield	VA	22153	1,000
Joey Pizzano	509(a)(1) or (2) Public Charity	Adaptive Aquatics	1019 Cameron Street	Alexandria	VA	22314	19,910
Washington Grantmakers	509(a)(1) or (2) Public Charity	General Operations	1400 16th Street, NW	Washington	DC	20036	25,000
The Jason Project	509(a)(1) or (2) Public Charity	Loudoun Misc -STEM	44983 Knoll Square	Ashburn	VA	20147	25,000
Community Coalition for Haiti	509(a)(1) or (2) Public Charity	General Operations	PO BOX 1222	Vienna	VA	22183	1,000
Army War College	509(a)(1) or (2) Public Charity	General Operations	122 Forbes Avenue	Carlisle	PA	17013	7,000
Good Shepherd Alliance	509(a)(1) or (2) Public Charity	Old Tyme Country Fair	20684 Ashburn Road	Ashburn	VA	20147	9,800
Good Shepherd Alliance	509(a)(1) or (2) Public Charity	Homeless Program	20684 Ashburn Road	Ashburn	VA	20147	5,000
Center for Excellence	509(a)(1) or (2) Public Charity	General Operations	8201 Greensboro Drive	McLean	VA	22102	25,000
Miller Center Foundation	509(a)(1) or (2) Public Charity	General Operations	PO Box 400406	Charlottesville	VA	22904-4406	1,000
Boy Scouts of America	509(a)(1) or (2) Public Charity	Good Scout Dinner	9190 Rockville Pike	Bethesda	MD	20814	5,000
Smithsonian Institute	509(a)(1) or (2) Public Charity	Air & Space Trophy Awards Presentation	PO Box 37012	Washington	DC	20013-7012	10,000
Loudoun Education Foundation	509(a)(1) or (2) Public Charity	School Business Partnerships Breakfast	21000 Education Court	Ashburn	VA	20148	120
Loudoun Chamber of Commerce	509(a)(1) or (2) Public Charity	Non Profit Initiative Spotlight Sponsor	P O Box 1298	Leesburg	VA	20177	630
Inova Loudoun Hospital	509(a)(1) or (2) Public Charity	Wine & Cheese Tasting 2011	44035 Riverside Parkway	Leesburg	VA	20176	10,000
Sorensen Institute	509(a)(1) or (2) Public Charity	2011 Gala	P O Box 400206	Charlottesville	VA	22904	5,000
The Community Foundation for Northern Virginia	509(a)(1) or (2) Public Charity	Future Fund Gala	8283 Greensboro Drive	McLean	VA	22102	2,000
The Community Foundation for Northern Virginia	509(a)(1) or (2) Public Charity	Annual Gala	8283 Greensboro Drive	McLean	VA	22102	13,000
Inova Health System	509(a)(1) or (2) Public Charity	2011 Gala	8110 Gatehouse Road	Falls Church	VA	22042	22,492
Inova Health System	509(a)(1) or (2) Public Charity	Let's Move the Needle on Childhood Obesity	8110 Gatehouse Road	Falls Church	VA	22042	900
Northern Virginia Family Service	509(a)(1) or (2) Public Charity	Road to Independence Gala	10455 White Granite Drive	Oakton	VA	22124	2,500
Virginia Freedom Enterprise Foundation	509(a)(1) or (2) Public Charity	Leadership Luncheon	PO Box 8650	Richmond	VA	23226	1,750
Leadership Fairfax, Inc	509(a)(1) or (2) Public Charity	Trustee Leadership Award	8230 Old Courthouse Road	Vienna	VA	22182	4,625
Leadership Fairfax, Inc	509(a)(1) or (2) Public Charity	2011 Commencment	8230 Old Courthouse Road	Vienna	VA	22182	200
Leadership Fairfax, Inc	509(a)(1) or (2) Public Charity	Leaders Luau - Silver Sponsor	8230 Old Courthouse Road	Vienna	VA	22182	2,500
Reston Interfaith	509(a)(1) or (2) Public Charity	*Best of Reston Program Sponsorship*	*11150 Sunset Hills Road*	Reston	VA	20190	350
Washington Grantmakers	509(a)(1) or (2) Public Charity	2011 Annual Meeting	1400 16th Street, NW	Washington	DC	20036	15,000
Loudoun Cares	509(a)(1) or (2) Public Charity	2011 Golf Tourney	PO BOX 83	Leesburg	VA	20178	1,000
Loudoun Education Foundation	509(a)(1) or (2) Public Charity	Excellence in Education	21000 Education Court	Ashburn	VA	20148	5,000
Loudoun Laurels Foundation	509(a)(1) or (2) Public Charity	2011 Event-Gold Sponsorship	PO BOX 343	Waterford	VA	20197	13,700
		Total					1,670,977

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 24

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
ORDINARY UNRELATED BUSINESS LOSS - PARTNERSHIP	523000	-100,014.			
TOTALS		-100,014.			

FEDERAL FOOTNOTES

2011 OFFICE FURNITURE AND EQUIPMENT DEPRECIATION EXPENSE OF $23,438 HAS BEEN ALLOCATED TO INVESTMENT RELATED AND TO CHARITABLE RELATED BASED ON FACTORS WHICH ARE CONSISTENTLY APPLIED TO ADMINISTRATIVE EXPENSES. THE CHARITABLE RELATED PORTION IS SHOWN AS A CHARITABLE DISTRIBUTION EXPENSE SINCE THE ORIGINAL INVESTMENT IN THE PROPERTY WAS NOT DIRECTLY CHARGED AS A CHARITABLE DISTRIBUTION VIA PART XII LINE 2.

DEPRECIATION IS REPORTED AS FOLLOWS:

PART I LINE 19, INVESTMENT RELATED,	3,876
PART I LINE 23, CHARITABLE RELATED,	19,562

TOTAL DEPRECIATION	23,438

ATTACHMENT 25

FEDERAL FOOTNOTES

FORM 990-PF, PART II, LINE 11 INVESTMENT - LAND DECEMBER 31, 2011

INCLUDED IN THE TOTAL VALUE OF LAND IS $77,500,000 REPRESENTING THE VALUE OF THE LAND UNDER LEASE WITH THE BOY SCOUTS OF AMERICA. THIS LAND IS CONSIDERED HELD FOR USE DIRECTLY IN CARRYING OUT THE FOUNDATION'S EXEMPT PURPOSE. ACCORDINGLY, IT IS EXCLUDED FROM THE COMPUTATION OF THE MINIMUM INVESTMENT RETURN (PART X, PAGE 8 OF FORM 990-PF) AS PROVIDED IN PRIVATE LETTER RULING DATED SEPTEMBER 2, 1992 (SEE COPY ATTACHED).

FORM 990-PF, PART I, LINES 18 AND 23:

EXPENSES RELATED TO THE PROPERTY UNDER LEASE BY THE BOY SCOUTS OF AMERICA ARE TREATED AS QUALIFYING DISTRIBUTIONS AS STIPULATED IN THE AFOREMENTIONED PRIVATE LETTER RULING.

THE EXPENSES ARE:	REAL ESTATE TAXES	$1,181,738
	REAL ESTATE INSURANCE	46,053
	REAL ESTATE MAINTENANCE	129,622

ATTACHMENT 26

Ext
Acc

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Applic[illegible]n for Extension of Time To F[illegible]e an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions: THE CLAUDE MOORE CHARITABLE FOUNDATION

Employer identification number (EIN) or ☒ 52-1558571

Number, street, and room or suite no If a P O box, see instructions: 11350 RANDOM HILLS ROAD

Social security number (SSN) ☐

City, town or post office, state, and ZIP code For a foreign address, see instructions: FAIRFAX, VA 22030

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

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

- The books are in the care of ▶ J HAMILTON LAMBERT

Telephone No. ▶ 703 934-1147 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 12 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ ☒ calendar year 20 11 or

▶ ☐ tax year beginning ____________, 20 ____, and ending ____________, 20 ____.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 129,837.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 107,837.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 22,000.

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2012)

JSA
1F8054 4 000

SLW 5/3/12 Dept of the Treasury IRS Center Ogden, UT 84201-0045 #7011 1570 0003 1425 1279

Ext. Acc

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print

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

Name of exempt organization or other filer, see instructions.
THE CLAUDE MOORE CHARITABLE FOUNDATION

Employer identification number (EIN) or
☒ 52-1558571

Number, street, and room or suite no. If a P O. box, see instructions
11350 RANDOM HILLS ROAD

Social security number (SSN)
☐

City, town or post office, state, and ZIP code. For a foreign address, see instructions
FAIRFAX, VA 22030

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

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

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

- The books are in the care of ▶ J HAMILTON LAMBERT
  Telephone No. ▶ 703 934-1147 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15 , 20 12 .

5 For calendar year 2011 , or other tax year beginning ________ , 20 ____ , and ending ________ , 20 ____ .

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

7 State in detail why you need the extension ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 129,837.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 129,837.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ 0

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ CPA Date ▶ 6/22/12

SLW 7/9/12 Dept of the Treasury IRS Center Ogden, UT 84201-0045 #7011 1570 0003 1425 2221