



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2011

Department of the Treasury
Internal Revenue Service

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

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

Name of foundation HARRY L. GLADDING FOUNDATION, INC. C/O VENABLE/ND BORDEN		A Employer identification number 52-1672857
Number and street (or P O box number if mail is not delivered to street address) 750 EAST PRATT STREET SUITE 900	Room/suite	B Telephone number 410-244-7400
City or town, state, and ZIP code BALTIMORE, MD 21202		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,255,074.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I	Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,299.	1,299.		STATEMENT 1
	4 Dividends and interest from securities	39,459.	39,459.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	13,586.			
	b Gross sales price for all assets on line 6a 278,384.				
	7 Capital gain net income (from Part IV, line 2)		13,586.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales price for returns and allowances				
	b Less Cost of goods sold				
	11 Gross profit or (loss) Other income				
	12 Total. Add lines 1 through 11	54,344.	54,344.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	2,072.	1,036.		1,036.
	b Accounting fees STMT 4	4,150.	2,075.		2,075.
	c Other professional fees STMT 5	19,013.	19,013.		0.
	17 Interest				
	18 Taxes STMT 6	1,282.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	5,233.	3,769.		1,464.
	24 Total operating and administrative expenses. Add lines 13 through 23	31,750.	25,893.		4,575.
	25 Contributions, gifts, grants paid	132,550.			111,050.
	26 Total expenses and disbursements. Add lines 24 and 25	164,300.	25,893.		115,625.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-109,956.			
	b Net investment income (if negative, enter -0-)		28,451.		
	c Adjusted net income (if negative, enter -0-)			N/A	

E1-118

RECEIVED
 AUG 17 2012
 OPERATING

SCANNED AUG 06 2012

HARRY L. GLADDING FOUNDATION, INC.

Form 990-PF (2011)

C/O VENABLE/ND BORDEN

52-1672857

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	103,563.	105,298.	105,298.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	1,116,308.	966,492.	966,492.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	255,594.	173,245.	173,245.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	1,321.	10,039.	10,039.
	16 Total assets (to be completed by all filers)	1,476,786.	1,255,074.	1,255,074.
	17 Accounts payable and accrued expenses			
	18 Grants payable	68,000.	89,500.	
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	68,000.	89,500.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	1,408,786.	1,165,574.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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	1,408,786.	1,165,574.		
31 Total liabilities and net assets/fund balances	1,476,786.	1,255,074.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,408,786.
2 Enter amount from Part I, line 27a	2	-109,956.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,298,830.
5 Decreases not included in line 2 (itemize) ▶ MARKETABLE SECURITIES DEPRECIATION	5	133,256.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,165,574.

Form 990-PF (2011)

123511
12-02-11

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	278,384.	264,798.	13,586.

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			13,586.

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	13,586.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	71,906.	1,373,482.	.052353
2009	129,901.	1,299,236.	.099983
2008	155,845.	1,738,969.	.089619
2007	207,369.	2,122,563.	.097697
2006	195,416.	2,009,595.	.097241

2 Total of line 1, column (d)	2	.436893
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	.087379
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,398,993.
5 Multiply line 4 by line 3	5	122,243.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	285.
7 Add lines 5 and 6	7	122,528.
8 Enter qualifying distributions from Part XII, line 4	8	115,625.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	569.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	569.
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	569.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	608.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	608.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	39.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 39. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>NEAL D. BORDEN, ESQ</u> Telephone no. ▶ <u>410-244-7400</u> Located at ▶ <u>750 EAST PRATT STREET SUITE 900, BALTIMORE, MD</u> ZIP+4 ▶ <u>21201-2911</u>			
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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶		Yes	No
		15	N/A	X
		16		X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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) N/A

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? Yes No

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? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NEAL D. BORDEN, ESQ 750 EAST PRATT STREET SUITE 900 BALTIMORE, MD 21202	TRUSTEE 2.50	0.	0.	0.
WINIFRED BORDEN 750 EAST PRATT STREET SUITE 900 BALTIMORE, MD 21202	TRUSTEE 1.00	0.	0.	0.

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,303,393.
b	Average of monthly cash balances	1b	116,904.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,420,297.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,420,297.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,304.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,398,993.
6	Minimum investment return. Enter 5% of line 5	6	69,950.

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	69,950.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	569.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	569.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	69,381.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	69,381.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	69,381.

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	115,625.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	115,625.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	115,625.

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				69,381.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	98,704.			
b From 2007	104,363.			
c From 2008	69,633.			
d From 2009	65,297.			
e From 2010	3,624.			
f Total of lines 3a through e	341,621.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$	115,625.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				69,381.
e Remaining amount distributed out of corpus	46,244.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	387,865.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	98,704.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	289,161.			
10 Analysis of line 9:				
a Excess from 2007	104,363.			
b Excess from 2008	69,633.			
c Excess from 2009	65,297.			
d Excess from 2010	3,624.			
e Excess from 2011	46,244.			

HARRY L. GLADDING FOUNDATION, INC.

Form 990-PF (2011) C/O VENABLE/ND BORDEN

52-1672857 Page 10

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

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

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
NEAL D. BORDEN, ESQ., 410-244-7400
750 EAST PRATT STREET SUITE 900, BALTIMORE, MD 21202

b The form in which applications should be submitted and information and materials they should include:
NO FORMAL APPLICATION. REQUESTS SHOULD BE IN WRITING

c Any submission deadlines:
 NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
EMPHASIS ON GRANTS TO ARTS AND CULTURAL INSTITUTIONS IN THE BALTIMORE METROPOLITAN AREA

HARRY L. GLADDING FOUNDATION, INC.

Form 990-PF (2011)

C/O VENABLE/ND BORDEN

52-1672857 Page 11

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				
PORT DISCOVERY: THE CHILDRENS' MUSEUM IN BALTIMORE, MD 35 MARKET PLACE BALTIMORE, MD 212024002	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
ENOCH PRATT FREE LIBRARY 400 CATHEDRAL STREET BALTIMORE, MD 212014484	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	10,000.
BALTIMORE SYMPHONY ORCHESTRA 1212 CATHEDRAL STREET BALTIMORE, MD 212015545	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,500.
THEATRE PROJECT 45 WEST PRESTON STREET BALTIMORE, MD 21201	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
BALTIMORE COMMUNITY FOUNDATION 2 E. READ STREET, 9TH FLOOR BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	500.
Total	SEE CONTINUATION SHEET(S)			111,050.
b Approved for future payment				
MARYLAND INSTITUTE COLLEGE OF ART 1300 W. MOUNT ROYAL AVE. BALTIMORE, MD 21217	NONE	PUBLIC CHARITY - SCHOOL	SUPPORT CURRENT OPERATIONS	20,000.
CENTRAL SCHOLARSHIP BUREAU 1700 REISTERSTOWN ROAD, SUITE#220 BALTIMORE, MD 21208	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	8,000.
GARRETT JACOBS MANSION ENDOWMENT, INC. 11 WEST MT. VERNON PLACE BALTIMORE, MD 21201	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	17,500.
Total				45,500.

▶ 3a

▶ 3b

Form 990-PF (2011)

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		(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
		P - Purchase	D - Donation		
1a	PUBLICLY TRADED SECURITIES - SMITH BARNEY A/C END				
b	PUBLICLY TRADED SECURITIES - SMITH BARNEY A/C END				
c	PUBLICLY TRADED SECURITIES - SMITH BARNEY A/C END				
d	PUBLICLY TRADED SECURITIES - SMITH BARNEY A/C END				
e					
f					
g					
h					
i					
j					
k					
l					
m					
n					
o					

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	125,078.		119,921.	5,157.
b	19,587.		11,575.	8,012.
c	14,195.		11,030.	3,165.
d	119,524.		122,272.	-2,748.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			5,157.
b			8,012.
c			3,165.
d			-2,748.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	13,586.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
SMITH BARNEY	1,299.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,299.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SMITH BARNEY	39,459.	0.	39,459.
TOTAL TO FM 990-PF, PART I, LN 4	39,459.	0.	39,459.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,072.	1,036.		1,036.
TO FM 990-PF, PG 1, LN 16A	2,072.	1,036.		1,036.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,150.	2,075.		2,075.
TO FORM 990-PF, PG 1, LN 16B	4,150.	2,075.		2,075.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	19,013.	19,013.		0.
TO FORM 990-PF, PG 1, LN 16C	19,013.	19,013.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	1,282.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,282.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	5,233.	3,769.		1,464.
TO FORM 990-PF, PG 1, LN 23	5,233.	3,769.		1,464.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK - SEE ATTACHED	966,492.	966,492.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	966,492.	966,492.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISHARES MSCI EMERGING MKTS INDEX FD	FMV	94,850.	94,850.
KAYNE ANDERSON ENERGY DEV CO	FMV	78,395.	78,395.
TOTAL TO FORM 990-PF, PART II, LINE 13		173,245.	173,245.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
REFUNDABLE EXCISE TAX	1,321.	39.	39.
OTHER RECEIVABLE	0.	10,000.	10,000.
TO FORM 990-PF, PART II, LINE 15	1,321.	10,039.	10,039.

<u>SHARES</u>	<u>DESCRIPTION</u>	<u>CURRENT PRICE</u>	<u>MARKET VALUE 12/31/2011</u>
160	AGLIENT TECHNOLOGIES INC	\$ 34 93	\$ 5,588 80
625	ALLIANZ SE ADR	9 47	5,918 75
787	ALUMINA LTD SPONORED ADR	4 61	3,628 07
1375	ALSTOM-EUR	2 95	4,056 25
335	AMERICAN EXPRESS CO	47 17	15,801 95
92	AMERIPRISE FINANCIAL INC	49 64	4,566 88
247	ANGLOGOLD ASHANTI LTD ADR	42 45	10,485 15
246	ASTRAZENECA PLC SPON ADR	46 29	11,387 34
1000	AT&T INC	30 24	30,240 00
240	AXIS CAPITAL HOLDINGS LTD-USD	31 96	7,670 40
645	BANK NEW YORK MELLON CORP	19 91	12,841 95
1000	BANK OF AMERICA	5 56	5,560 00
316	BARRICK GOLD CORP CAD	45 25	14,299 00
45	BAXTER INTL INC	49 48	2,226 60
35	BECTON DICKINSON & CO	74 72	2,615 20
105	BED BATH & BEYOND	57 97	6,086 85
207	BERKSHIRE HATHAWAY INC CLASS B	76 30	15,794 10
693	CAMECO CORP	18 05	12,508 65
285	CANADIAN NATURAL RES LTD	37 37	10,650 45
2113	CARREFOUR SA UNSPON ADR	4 48	9,466 24
311	CENTRAIS ELECTRICAS BRASILEIRAS SP ADR SA REP PFD	14 50	4,509 50
140	CENTRAIS ELECTRICAS BRASILEIRAS SPON ADR	9 71	1,359 40
70	COCA-COLA CO	69 97	4,897 90
229	COSTCO WHOLESALE CORP NEW	83 32	19,080 28
388	CVS CAREMARK CORP	40 78	15,822 64
715	DAI NIPPON PRTG LTD JAPAN SPONS ADR	9 46	6,763 90
279	DAIICHI SANKYO CO SPONS ADR	19 56	5,457 24
140	DEVON ENERGY CORP NEW	62 00	8,680 00
75	DIAGEO PLC SPON ADR NEW	87 42	6,556 50
1000	DUKE ENERGY CORP	22 00	22,000 00
462	EAST JAPAN RY CO-JPY	10 45	4,827 90
1332	ELECTRICITE DE FRANCE-EUR	4 81	6,406 92
115	EOG RESOURCES INC	98 51	11,328 65
119	EXPRESS SCRIPTS INC COMMON	44 69	5,318 11
1000	EXXON MOBIL CORP	84 76	84,760 00
2437	FINMECCANICA SPA-EUR	1 78	4,337 86
284	FUJIFILM HLDGS CORP-JPY	23 26	6,605 84
904	GAZPROM OAO SPONS ADR	10 68	9,655 62
1000	GENERAL ELECTRIC CO	17 91	17,910 00
257	GLAXOSMITHKLINE PLC SP ADR	45 63	11,726 91
574	GOLD FIELDS LTD SPONS ADR	15 25	8,753 50
10	GOOGLE INC CLASS A	645 90	6,459 00
110	GRUPO TELEVISA SE DE CV SPON ADR	21 06	2,316 60
83	HACHIJUNI BANK LTD-JPY ADR	56 80	4,714 40
115	HARLEY-DAVIDSON INC	38 87	4,470 05
95	HEWLITT PACKARD CO	25 76	2,447 20
705	HOME RETAIL GROUP	5 16	3,637 80
255	IRON MOUNTAIN INC DEL	30 80	7,854 00
137	JOHNSON & JOHNSON	65 58	8,984 46
1000	JOHNSON & JOHNSON	65 58	65,580 00
791	KINROSS GOLD CORP-CAD	11 40	9,017 40
539	KOREA ELEC PWR CORP SP ADR	10 98	5,918 22
85	KRAFT FOODS INC CLASS A	37 36	3,175 60
34	LOCKHEED MARTIN CORP	80 90	2,750 60
240	LOEWS CORP	37 65	9,036 00
419	MARINE HARVEST UNSPON ADR	8 51	3,565 69
1000	MERCK & CO INC	37 70	37,700 00
305	MERCK & CO INC NEW	37 70	11,498 50
155	MICROSOFT CORP	25 96	4,023 80
21	MOSANTO CO NEW	70 07	1,471 47
1149	MS&AD INSURANCE UNSPON ADR	9 09	10,444 41
337	NEWCREST MINING LTD SPON ADR	30 31	10,214 47
648	NEXEN INC	15 91	10,309 68
378	NINTENDO CO LTD ADR NEW	16 94	6,403 32
625	NIPPON TEL & TEL SPONS ADR	25 33	15,831 25
1506	NOKIA CORP SPONSORED ADR	4 82	7,258 92
170	OCCIDENTAL PETRO CORP DEL	93 70	15,929 00
656	PANASONIC CORP ADR	8 39	5,503 84
175	PFIZER INC	21 64	3,787 00
70	PHILIP MORRIS INTL INC	78 48	5,493 60
380	PROGRESSIVE CORP OHIO	19 51	7,413 80
160	PT TELEKOMUNAKASI INDONESIA SPONS ADR	30 74	4,918 40
1345	POLYUS GOLD INTERNATIONAL LTD GDR	2 95	3,967 75
286	ROHM CO LTD-JPY	23 04	6,589 44
347	SANOFI-AVENTIS SPONS ADR	36 54	12,679 38
280	SEALED AIR CP NEW	17 21	4,818 80
824	SEKISUI HOUSE UNSPONS ADR	8 71	7,177 04

152	SEVEN & I HLDGS CO LTD-JPY	55 25	8,453 25
462	SHISEIDO LTD SPONS ADR	18 13	8,376 06
70	SIEMENS AG SPONS ADR	95 61	6,692 70
803	SK TELECOM LTD SPON ADR	13 61	10,928 83
402	SOCIETE GENERALE SPON ADR	4 36	1,752 72
1670	SUMITOMO MITSU TR SPON ADR	2 84	4,742 80
237	SWISSCOM AG SPONS ADR	37 92	8,987 04
312	TALISMAN ENERGY INC	12 75	3,978 00
962	TELECOMM ITALIA SPA ADR	8 90	8,561 80
250	TEXAS INSTRUMENTS INC	29 11	7,277 50
894	TNT EXPRESS NV ADR	7 36	6,579 84
104	TOYOTA MOTOR CORP ADR NEW	66 13	6,877 52
70	TRANSATLANTIC HOLDING INC	54 73	3,831 10
27	TRANSOCEAN LTD SWITZERLAND NEW	38 39	1,036 53
102	TRANSOCEAN LTD SWITZERLAND NEW	38 39	3,915 78
475	UBS AG NEW	11 83	5,619 25
450	VODAFONE GROUP PLC SPONS ADR	28 03	12,613 50
118	WACOAL CORP ADR	65 64	7,745 52
90	WALT DISNEY CO	37 50	3,375 00
1000	WASHINGTON REAL EST INV TR SBI	27 35	27,350 00
650	WELLS FARGO & CO NEW	27 56	17,914 00
524	WOLTERS KLUWER N V SP ADR	17 12	8,970 88
	UNSETTLED PURCHASES	-	(599 76)

TOTAL - PAGE 2 PART II LINE 10b

\$ 966,492 05

HARRY L. GLADDING FOUNDATION, INC.
C/O VENABLE/ND BORDEN

52-1672857

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CREATIVE ALLIANCE 3134 EASTERN AVENUE BALTIMORE, MD 21224	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,000.
HANDEL CHOIR OF BALTIMORE 3600 CLIPPER MILL ROAD #150 BALTIMORE, MD 21211	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
PORT DISCOVERY: THE CHILDRENS' MUSEUM IN BALTIMORE, MD 35 MARKET PLACE BALTIMORE, MD 212015545	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	5,000.
MARYLAND LAWYERS FOR THE ARTS 1500 UNION AVE., SUITE 1330 BALTIMORE, MD 21211	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	750.
WALTERS ART MUSEUM 600 NORTH CHARLES STREET BALTIMORE, MD 212015185	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	6,500.
CENTRAL SCHOLARSHIP BUREAU 1700 REISTERSTOWN ROAD, SUITE#220 BALTIMORE, MD 21208	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,000.
UNCHAINED TALENT 4026 DEEPWOOD ROAD BALTIMORE, MD 212181403	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,500.
PORT DISCOVERY: THE CHILDRENS' MUSEUM IN BALTIMORE, MD 35 MARKET PLACE BALTIMORE, MD 212015545	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,500.
GARRETT JACOBS MANSION ENDOWMENT, INC. 11 WEST MT. VERNON PLACE BALTIMORE, MD 21201	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	7,500.
MARYLAND INSTITUTE COLLEGE OF ART 1300 W. MOUNT ROYAL AVE. BALTIMORE, MD 21217	NONE	PUBLIC CHARITY - SCHOOL	SUPPORT CURRENT OPERATIONS	5,000.
Total from continuation sheets				96,050.

HARRY L. GLADDING FOUNDATION, INC.
C/O VENABLE/ND BORDEN

52-1672857

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ASSOCIATION OF BALTIMORE AREA GRANTMAKERS 2 E. READ STREET, 2ND FLOOR BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	800.
B&O RAILROAD MUSEUM 901 WEST PRATT STREET BALTIMORE, MD 21223	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	500.
BALTIMORE CLAYWORKS 5707 SMITH AVENUE BALTIMORE, MD 21209	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,000.
BALTIMORE COMMUNITY FOUNDATION 2 E. READ STREET, 9TH FLOOR BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
BALTIMORE FESTIVAL OF THE ARTS 7 E. REDWOOD STREET BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	500.
BALTIMORE MUSEUM OF ART 10 ART MUSEUM DRIVE BALTIMORE, MD 21218	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,250.
BALTIMORE MUSEUM OF INDUSTRY 1415 KEY HIGHWAY BALTIMORE, MD 21230	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	500.
CENTER STAGE 700 NORTH CALVERT STREET BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	4,250.
EVERYMAN THEATRE 1727 N. CHARLES STREET BALTIMORE, MD 21201	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	10,000.
MARYLAND NEW DIRECTIONS 2700 N. CHARLES ST, STE 200 BALTIMORE, MD 21218	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
NATIONAL AQUARIUM IN BALTIMORE PIER 3, 501 EAST PRATT STREET BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
WALTERS ART MUSEUM 600 NORTH CHARLES STREET BALTIMORE, MD 212015185	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	26,000.
YOUNG AUDIENCES/ARTS FOR LEARNING MARYLAND 2601 NORTH HOWARD STREET, SUITE 320 BALTIMORE, MD 21218	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	3,000.
NATIONAL AQUARIUM IN BALTIMORE PIER 3, 501 EAST PRATT STREET BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	4,000.
BALTIMORE ZOO DRUID HILL PARK BALTIMORE, MD 21217	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
ARTS EDUCATION IN MARYLAND SCHOOLS ALLIANCE 175 W. OSTEND STREET, SUITE A-3 BALTIMORE, MD 21230	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
BALTIMORE SYMPHONY ORCHESTRA 1212 CATHEDRAL STREET BALTIMORE, MD 212015545	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,500.
Total from continuation sheets				

Application for Extension of Time To File an Exempt Organization Return

▶ **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

Type or print	Name of exempt organization or other filer, see instructions HARRY L. GLADDING FOUNDATION, INC. C/O VENABLE/ND BORDEN	Employer identification number (EIN) or <input checked="" type="checkbox"/> 52-1672857
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 750 EAST PRATT STREET SUITE 900	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions BALTIMORE, MD 21202	

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

04

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

NEAL D. BORDEN, ESQ - 750 EAST PRATT STREET SUITE 900 -

- The books are in the care of ▶ **BALTIMORE, MD 21201-2911**
Telephone No ▶ **410-244-7400** 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 **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
▶ calendar year **2011** or
▶ tax year beginning _____, and ending _____.

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	\$	569.
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	\$	608.
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	\$	0.

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.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 1-2012)