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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.

2011

For calendar year 2011 or tax year beginning

, and ending

| | | |
|--|---|---|
| Name of foundation RICHARD E. & NANCY P. MARRIOTT FOUNDATION | | A Employer identification number 52-1953832 |
| Number and street (or P.O. box number if mail is not delivered to street address) 10400 FERNWOOD ROAD, DEPT. 901 | | B Telephone number 202-776-2000 |
| City or town, state, and ZIP code BETHESDA, MD 20817 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. 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) \$ 23,981,724. | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).) | | (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 | | 12. | 12. | | STATEMENT 1 |
| 4 Dividends and interest from securities | | 251,863. | 251,863. | | STATEMENT 2 |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 282,959. | | | |
| b Gross sales price for all assets on line 6a | | 998,304. | | | |
| 7 Capital gain net income (from Part IV, line 2) | | | 282,959. | | |
| 8 Net short-term capital gain | | | | | |
| 9 Income modifications | | | | | |
| 10a Gross sales-price returns and allowances | | | | | |
| b Less: Cost of goods sold | | | | | |
| c Gross profit or (loss) | | | | | |
| 11 Other income | | | | | |
| 12 Total. Add lines 1 through 11 | | 534,834. | 534,834. | | |
| 13 Compensation of officers, directors, trustees, etc. | | 0. | 0. | | 0. |
| 14 Other employee salaries and wages | | 75,865. | 0. | | 75,865. |
| 15 Pension plans, employee benefits | | | | | |
| 16a Legal fees | | | | | |
| b Accounting fees | | 9,450. | 0. | | 9,450. |
| c Other professional fees | | | | | |
| 17 Interest | | | | | |
| 18 Taxes | | 17,000. | 0. | | 0. |
| 19 Depreciation and depletion | | | | | |
| 20 Occupancy | | | | | |
| 21 Travel, conferences, and meetings | | | | | |
| 22 Printing and publications | | | | | |
| 23 Other expenses | | 7,093. | 128. | | 0. |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | | 109,408. | 128. | | 85,315. |
| 25 Contributions, gifts, grants paid | | 1,057,436. | | | 1,057,436. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | | 1,166,844. | 128. | | 1,142,751. |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | | -632,010. | | | |
| b Net investment income (if negative, enter -0-) | | | 534,706. | | |
| c Adjusted net income (if negative, enter -0-) | | | | N/A | |

**RICHARD E. & NANCY P. MARRIOTT
FOUNDATION**

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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only. | | |
|---|---|--|---|--------------------|
| | | Beginning of year (a) Book Value | End of year (b) Book Value (c) Fair Market Value | |
| Assets | 1 Cash - non-interest-bearing | 50,165. | 72,190. | 72,190. |
| | 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 67,968. | | | |
| | Less: allowance for doubtful accounts ▶ 0. | 0. | 67,968. | 67,968. |
| | 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 | 14,086,977. | 13,375,914. | 23,840,392. |
| | c Investments - corporate bonds | | | |
| | Liabilities | 11 Investments - land, buildings, and equipment: basis ▶ | | |
| Less: accumulated depreciation ▶ | | | | |
| 12 Investments - mortgage loans | | | | |
| 13 Investments - other | | | | |
| 14 Land, buildings, and equipment: basis 11,046. | | | | |
| Less: accumulated depreciation STMT 9 ▶ 9,872. | | 2,114. | 1,174. | 1,174. |
| 15 Other assets (describe ▶) | | | | |
| 16 Total assets (to be completed by all filers) | | 14,139,256. | 13,517,246. | 23,981,724. |
| 17 Accounts payable and accrued expenses | | 3,000. | 10,000. | |
| 18 Grants payable | | | | |
| 19 Deferred revenue | | | | |
| 20 Loans from officers, directors, trustees, and other disqualified persons | | | | |
| 21 Mortgages and other notes payable | | | | |
| 22 Other liabilities (describe ▶) | | | | |
| 23 Total liabilities (add lines 17 through 22) | 3,000. | 10,000. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | 0. | 0. | |
| 29 Retained earnings, accumulated income, endowment, or other funds | 14,136,256. | 13,507,246. | STATEMENT 7 | |
| 30 Total net assets or fund balances | 14,136,256. | 13,507,246. | | |
| 31 Total liabilities and net assets/fund balances | 14,139,256. | 13,517,246. | | |

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) | 14,136,256. |
| 2 Enter amount from Part I, line 27a | -632,010. |
| 3 Other increases not included in line 2 (itemize) ▶ BALANCE SHEET ADJUSTMENT | 3,000. |
| 4 Add lines 1, 2, and 3 | 13,507,246. |
| 5 Decreases not included in line 2 (itemize) ▶ | 0. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 13,507,246. |

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 2,500 SHS HOST HOTELS & RESORTS | D | 03/23/99 | 02/16/11 |
| b 75,000 SHS HOST HOTELS & RESORTS | D | 09/23/99 | 10/20/11 |
| c CASH IN LIEU-MARRIOTT VACATIONS WORLDWIDE | D | VARIOUS | 11/22/11 |
| 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 47,625. | | 23,446. | 24,179. |
| b 950,677. | | 691,899. | 258,778. |
| c 2. | | | 2. |
| 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 | | | 24,179. |
| b | | | 258,778. |
| c | | | 2. |
| d | | | |
| e | | | |

| | | |
|--|----------|-----------------|
| 2 Capital gain net income or (net capital loss) | 2 | 282,959. |
| 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 | 678,301. | 23,499,132. | .028865 |
| 2009 | 1,150,690. | 14,085,419. | .081694 |
| 2008 | 1,789,601. | 21,848,929. | .081908 |
| 2007 | 1,712,793. | 36,408,692. | .047044 |
| 2006 | 1,420,922. | 34,611,522. | .041053 |

| | | |
|---|----------|--------------------|
| 2 Total of line 1, column (d) | 2 | .280564 |
| 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 | .056113 |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 | 4 | 26,163,202. |
| 5 Multiply line 4 by line 3 | 5 | 1,468,096. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 5,347. |
| 7 Add lines 5 and 6 | 7 | 1,473,443. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 1,142,751. |

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.

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FOUNDATION**

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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) | | 1 | 10,694. |
| 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 | | 2 | 0. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | 3 | 10,694. |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | 0. |
| 3 Add lines 1 and 2 | | 5 | 10,694. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | | |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | | |
| 6 Credits/Payments: | | | |
| a 2011 estimated tax payments and 2010 overpayment credited to 2011 | 6a 15,125. | | |
| b Exempt foreign organizations - tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c 15,000. | | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 30,125. | |
| 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 | 19,431. | |
| 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 19,431. Refunded <input type="checkbox"/> 0. | 11 | 0. | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|---|-----|-----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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. | | X |
| c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0. | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities. | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | | N/A |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | X | |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV. | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD | | |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation | 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 | | X |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | | X |

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Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|---|---|-----|---------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation 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? Website address ► N/A | 13 | X | |
| 14 | The books are in care of ► RALPH W. HARDY, JR. Located at ► 1200 NEW HAMPSHIRE AVE, NW, WASHINGTON, DC | Telephone no. ► 202-776-2000 ZIP+4 ► 20036 | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year | 15 | N/A | |
| 16 | At any time during calendar year 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 ► | 16 | Yes | No 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> | 1b | |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 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 |

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ 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

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? ☐ Yes ☒ No

6b ☒

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

7b N/A

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 |
|---|---|---|---|---------------------------------------|
| RICHARD E. MARRIOTT 10400 FERNWOOD ROAD BETHESDA, MD 20817 | PRES. & DIRECTOR | 0.00 | 0. | 0. |
| NANCY P. MARRIOTT 10400 FERNWOOD ROAD BETHESDA, MD 20817 | TREAS. & DIRECTOR | 0.00 | 0. | 0. |
| RALPH W. HARDY, JR. 1200 NEW HAMPSHIRE AVE WASHINGTON, DC 20036 | SECR. & DIRECTOR | 0.00 | 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

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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. 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 NONE | |
| | 0. |
| 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 | |
| | |
| 2 | |
| | |
| All other program-related investments. See instructions. | |
| 3 NONE | |
| | 0. |
| | 0. |
| Total. Add lines 1 through 3 | 0. |

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

| | | | |
|---|---|----|-------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 26,311,212. |
| b | Average of monthly cash balances | 1b | 250,414. |
| c | Fair market value of all other assets | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 26,561,626. |
| 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 | 26,561,626. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 398,424. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 26,163,202. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 1,308,160. |

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 | 1,308,160. |
| 2a | Tax on investment income for 2011 from Part VI, line 5 | 2a | 10,694. |
| b | Income tax for 2011. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 10,694. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 1,297,466. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 3,000. |
| 5 | Add lines 3 and 4 | 5 | 1,300,466. |
| 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 | 1,300,466. |

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 | 1,142,751. |
| 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 | 1,142,751. |
| 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 | 1,142,751. |

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.

Form 990-PF (2011)

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 | | | | 1,300,466. |
| 2 Undistributed income, if any, as of the end of 2011: | | | | |
| a Enter amount for 2010 only | | | 1,044,811. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2011: | | | | |
| a From 2006 | | | | |
| b From 2007 | | | | |
| c From 2008 | | | | |
| d From 2009 | | | | |
| e From 2010 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 1,142,751. | | | | |
| a Applied to 2010, but not more than line 2a | | | 1,044,811. | |
| 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 | | | | 97,940. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2011 (If an amount appears in column (c), the same amount must be shown in column (a).) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | 0. | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 0. | | | |
| 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 | | | | 1,202,526. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2007 | | | | |
| b Excess from 2008 | | | | |
| c Excess from 2009 | | | | |
| d Excess from 2010 | | | | |
| e Excess from 2011 | | | | |

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)

| | 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).)

RICHARD E. MARRIOTT

- 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:

JAMES POULOS
10400 FERNWOOD ROAD, DEPT 901, BETHESDA, MD 20817

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

WRITTEN APPLICATIONS WITH PROOF OF CHARITABLE STATUS

- c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|---|---|--------------------------------|----------------------------------|------------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| SEE ATTACHED SCHEDULE | N/A | PUBLIC | CHARITABLE | 1,057,436. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | 3a | 1,057,436. |
| b Approved for future payment | | | | |
| NONE | | | | |
| | | | | |
| | | | | |
| Total | | | 3b | 0. |

Part XVI-A Analysis of Income-Producing Activities**Enter gross amounts unless otherwise indicated.**

| Enter gross amounts unless otherwise indicated. | | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income |
|---|--|---------------------------|---------------|--------------------------------------|---------------|---|
| | | (a) Business code | (b) Amount | (c) Exclu- sion 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 | | | | 14 | 12. | |
| 4 Dividends and interest from securities | | | | 14 | 251,863. | |
| 5 Net rental income or (loss) from real estate: | | | | | | |
| a Debt-financed property | | | | | | |
| b Not debt-financed property | | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | | |
| 7 Other investment income | | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | | 18 | 282,959. | |
| 9 Net income or (loss) from special events | | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | | |
| 11 Other revenue: | | | | | | |
| a _____ | | | | | | |
| b _____ | | | | | | |
| c _____ | | | | | | |
| d _____ | | | | | | |
| e _____ | | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | 0. | | 534,834. | 0. |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | | 13 | 534,834. |

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

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

[illegible]

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

| | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]



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

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

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

Sign Here  **8-11-14** 

Signature of officer or trustee Date Title

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

| | | | | | |
|---------------------------------------|---|---|----------------|--|-------------------------|
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature <i>Rebecca Rohe</i> | Date 8/1/14 | Check <input type="checkbox"/> if self-employed | PTIN P00294876 |
| | Firm's name ▶ BDO USA, LLP | | | | Firm's EIN ▶ 13-5381590 |
| | Firm's address ▶ 8405 GREENSBORO DRIVE, SUITE 700 MCLEAN, VA 22102 | | | | Phone no. 703-893-0600 |

Form 990-PF (2011)

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

| Asset No. | Description | Date Acquired | Method | Life | Line No. | Unadjusted Cost Or Basis | Bus % Excl | Reduction In Basis | Basis For Depreciation | Accumulated Depreciation | Current Sec 179 | Current Year Deduction |
|-----------|----------------------------------|---------------|--------|------|----------|--------------------------|------------|--------------------|------------------------|--------------------------|-----------------|------------------------|
| 1 | DATABASE SOFTWARE - MICROEDGE | 030606 | | 36M | 43 | 8,227. | | | 8,227. | 8,227. | | 0. |
| 12 | DATABASE SOFTWARE - MICROEDGE | 041210 | | 36M | 43 | 2,819. | | | 2,819. | 705. | | 940. |
| | * TOTAL 990-PF PG 1 DEPR & AMORT | | | | | 11,046. | | 0. | 11,046. | 8,932. | 0. | 940. |

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

| SOURCE | AMOUNT |
|--|--------|
| RBC | 12. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 12. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|----------------------------------|--------------|----------------------------|----------------------|
| RBC | 251,863. | 0. | 251,863. |
| TOTAL TO FM 990-PF, PART I, LN 4 | 251,863. | 0. | 251,863. |

FORM 990-PF ACCOUNTING FEES STATEMENT 3

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| TAX PREPARATION FEES | 9,450. | 0. | | 9,450. |
| TO FORM 990-PF, PG 1, LN 16B | 9,450. | 0. | | 9,450. |

FORM 990-PF TAXES STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FEDERAL TAXES | 17,000. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 17,000. | 0. | | 0. |

| FORM 990-PF | OTHER EXPENSES | | | STATEMENT | 5 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| BANK FEES | 128. | 128. | | 0. | |
| DUES | 695. | 0. | | 0. | |
| INSURANCE | 2,200. | 0. | | 0. | |
| SOFTWARE MAINTENANCE | 2,901. | 0. | | 0. | |
| SUPPLIES | 229. | 0. | | 0. | |
| AMORTIZATION | 940. | 0. | | 0. | |
| TO FORM 990-PF, PG 1, LN 23 | 7,093. | 128. | | 0. | |

| FOOTNOTES | STATEMENT | 6 |
|-----------|-----------|---|
|-----------|-----------|---|

EXPLANATION OF CHANGES:

THE 2011 RETURN IS BEING AMENDED TO INCLUDE AN EXPENDITURE RESPONSIBILITY STATEMENT FOR THE GRANT MADE TO THE HUNTSMAN CANCER FOUNDATION. PAGE SIX OF THIS RETURN HAS BEEN AMENDED TO REFLECT THE PROVISION OF 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) AS WELL AS AN AMENDMENT FOR THE INCLUSION OF AN EXPENDITURE RESPONSIBILITY STATEMENT REQUIRED BY REGULATIONS SECTION 53.4945-5(D).

| | | | |
|-------------|-------------|-----------|---|
| FORM 990-PF | OTHER FUNDS | STATEMENT | 7 |
|-------------|-------------|-----------|---|

| DESCRIPTION | (A) BEGINNING OF YEAR | (B) END OF YEAR |
|--|-----------------------------|-----------------------|
| ENDOWMENT FUND | 14,136,256. | 13,507,246. |
| TOTAL TO FORM 990-PF, PART II, LINE 29 | 14,136,256. | 13,507,246. |

| | | | |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE STOCK | STATEMENT | 8 |
|-------------|-----------------|-----------|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|-------------|----------------------|
| 1,359,366 SHS HOST HOTELS & RESORTS INC | 12,618,690. | 20,077,830. |
| 121,821 SHS MARRIOTT INTERNATIONAL | 714,592. | 3,553,519. |
| 12,182 SHS MARRIOTT VACATION WORLDWIDE CORP | 42,632. | 209,043. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 13,375,914. | 23,840,392. |

| | | | |
|-------------|--|-----------|---|
| FORM 990-PF | DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT | STATEMENT | 9 |
|-------------|--|-----------|---|

| DESCRIPTION | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | BOOK VALUE |
|------------------------------------|------------------------|-----------------------------|------------|
| DATABASE SOFTWARE - MICROEDGE | 8,227. | 8,227. | 0. |
| DATABASE SOFTWARE - MICROEDGE | 2,819. | 1,645. | 1,174. |
| TOTAL TO FM 990-PF, PART II, LN 14 | 11,046. | 9,872. | 1,174. |

Form **4562**Department of the Treasury
Internal Revenue Service (99)
Name(s) shown on return**Depreciation and Amortization 990-PF**
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No. 1545-0172

2011Attachment
Sequence No. 179**RICHARD E. & NANCY P. MARRIOTT
FOUNDATION**

Business or activity to which this form relates

Identifying number

FORM 990-PF PAGE 1**52-1953832****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

| | | | |
|----|---|------------------------------|------------------|
| 1 | Maximum amount (see instructions) | 1 | 500,000. |
| 2 | Total cost of section 179 property placed in service (see instructions) | 2 | |
| 3 | Threshold cost of section 179 property before reduction in limitation | 3 | 2,000,000. |
| 4 | Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0- | 4 | |
| 5 | Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions | 5 | |
| 6 | (a) Description of property | (b) Cost (business use only) | (c) Elected cost |
| 7 | Listed property. Enter the amount from line 29 | 7 | |
| 8 | Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7 | 8 | |
| 9 | Tentative deduction. Enter the smaller of line 5 or line 8 | 9 | |
| 10 | Carryover of disallowed deduction from line 13 of your 2010 Form 4562 | 10 | |
| 11 | Business income limitation. Enter the smaller of business income (not less than zero) or line 5 | 11 | |
| 12 | Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11 | 12 | |
| 13 | Carryover of disallowed deduction to 2012. Add lines 9 and 10, less line 12 | 13 | |

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

| | | | |
|----|--|----|--|
| 14 | Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year | 14 | |
| 15 | Property subject to section 168(f)(1) election | 15 | |
| 16 | Other depreciation (including ACRS) | 16 | |

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

| | | | |
|----|---|----|--|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2011 | 17 | |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here | | |

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only - see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|--------------------------------|--------------------------------------|--|---------------------|----------------|------------|----------------------------|
| 19a 3-year property | | | | | | |
| b 5-year property | | | | | | |
| c 7-year property | | | | | | |
| d 10-year property | | | | | | |
| e 15-year property | | | | | | |
| f 20-year property | | | | | | |
| g 25-year property | | | 25 yrs. | | SL | |
| h Residential rental property | / | | 27.5 yrs. | MM | SL | |
| | / | | 27.5 yrs. | MM | SL | |
| i Nonresidential real property | / | | 39 yrs. | MM | SL | |
| | / | | | MM | SL | |

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

| | | | | | | |
|----------------|---|--|---------|----|----|--|
| 20a Class life | | | | | SL | |
| b 12-year | | | 12 yrs. | | SL | |
| c 40-year | / | | 40 yrs. | MM | SL | |

Part IV Summary (See instructions.)

| | | | |
|----|---|----|----|
| 21 | Listed property. Enter amount from line 28 | 21 | |
| 22 | Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. | 22 | 0. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs | 23 | |

118251
11-21-11 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2011)

**RICHARD E. & NANCY P. MARRIOTT
FOUNDATION**

Form 4562 (2011)

52-1953832 Page 2

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

| (a) Type of property (list vehicles first) | (b) Date placed in service | (c) Business/ investment use percentage | (d) Cost or other basis | (e) Basis for depreciation (business/investment use only) | (f) Recovery period | (g) Method/ Convention | (h) Depreciation deduction | (i) Elected section 179 cost |
|--|-------------------------------------|--|-------------------------------|--|---------------------------|------------------------------|----------------------------------|---------------------------------------|
|--|-------------------------------------|--|-------------------------------|--|---------------------------|------------------------------|----------------------------------|---------------------------------------|

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use 25

26 Property used more than 50% in a qualified business use:

| | | | | | | | | |
|--|---|---|---|--|--|--|--|--|
| | : | : | % | | | | | |
| | : | : | % | | | | | |
| | : | : | % | | | | | |

27 Property used 50% or less in a qualified business use:

| | | | | | | | | |
|--|---|---|---|--|--|-------|--|--|
| | : | : | % | | | S/L - | | |
| | : | : | % | | | S/L - | | |
| | : | : | % | | | S/L - | | |

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

| | | | | | | | | | | | | |
|---|-----------------------|-----------|-----------------------|-----------|-----------------------|-----------|-----------------------|-----------|-----------------------|-----------|-----------------------|-----------|
| 30 Total business/investment miles driven during the year (do not include commuting miles) | (a) Vehicle | | (b) Vehicle | | (c) Vehicle | | (d) Vehicle | | (e) Vehicle | | (f) Vehicle | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| 31 Total commuting miles driven during the year ... | | | | | | | | | | | | |
| 32 Total other personal (noncommuting) miles driven | | | | | | | | | | | | |
| 33 Total miles driven during the year. Add lines 30 through 32 | | | | | | | | | | | | |
| 34 Was the vehicle available for personal use during off-duty hours? | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No |
| | | | | | | | | | | | | |
| 35 Was the vehicle used primarily by a more than 5% owner or related person? | | | | | | | | | | | | |
| 36 Is another vehicle available for personal use? | | | | | | | | | | | | |

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

| | Yes | No |
|--|-----|----|
| 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? | | |
| 38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners | | |
| 39 Do you treat all use of vehicles by employees as personal use? | | |
| 40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? | | |
| 41 Do you meet the requirements concerning qualified automobile demonstration use? | | |

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

| (a) Description of costs | (b) Date amortization begins | (c) Amortizable amount | (d) Code section | (e) Amortization period or percentage | (f) Amortization for this year |
|-----------------------------|------------------------------------|------------------------------|------------------------|---|--------------------------------------|
|-----------------------------|------------------------------------|------------------------------|------------------------|---|--------------------------------------|

42 Amortization of costs that begins during your 2011 tax year:

| | | | | | |
|--|---|---|--|--|--|
| | : | : | | | |
| | : | : | | | |

43 Amortization of costs that began before your 2011 tax year 43 940.

44 Total. Add amounts in column (f). See the instructions for where to report 44 940.



**Richard E. and Nancy P Marriott Foundation
Grant Usage Report
Respectfully Prepared by
Susan Sheehan
Executive Director
Huntsman Cancer Foundation
EIN 87-0541293
May 13, 2014**

NAME OF GRANTEE

Huntsman Cancer Foundation

AMOUNT OF GRANT

\$10,000

DATE OF GRANT

November 21, 2011

PURPOSE OF GRANT

General operating support of the Huntsman Cancer Institute.

AMOUNT EXPENDED BY GRANTEE

\$10,000

ADDITIONAL INFORMATION

In calendar year 2011, Huntsman Cancer Foundation (HCF) disbursed charitable contributions to Huntsman Cancer Institute in the amount of \$2,045,618.61. In addition, HCF facilitated donations directly to the University of Utah's Huntsman Cancer Institute development accounts in the amount of \$8,354,381.39 for a total level of philanthropic support raised by Huntsman Cancer Institute and provided to Huntsman Cancer Institute in the amount of \$10,400,000.

DIVERSIONS

To the knowledge of the foundation, and based on the report furnished by the grantee, no part of the grant has been used for other than its intended purpose.

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| Payee Organization | Amount | | Non- | |
|---|-----------------------------------|-------------|--------|---------|
| Request Primary Contact | Check # | Deduct | Deduct | Tax |
| Project Title | Paid Date | Amount | Amount | Status |
| Youth Winter Sports Alliance White, Meeche PO Box 681698 1600 Park Ave. Park City, UT 84068 <i>general operations</i> | \$5,000.00 2265 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Called2Serve Foundation Gibson, Stephen 1095 Mountain Ridge Road Provo, UT 84604 <i>general operations</i> | \$10,000.00 2160 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| ALIVE! Naser, Kenneth 2723 King Street Alexandria, VA 22302 <i>general operations</i> | \$5,000.00 2148 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| The ALS Association Gunnerson, Ronnie 7507 Standish Place Rockville, MD 20855 <i>DC/MD/VA Chapter's Patient & Family Services program</i> | \$5,000.00 2241 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Autism Speaks Gibbons, Ann 1990 K St., NW, 2nd fl Washington, DC 20006 <i>general operations</i> | \$1,000.00 2149 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Bald Peak Community Fund Stevenson, Edith P.O. Box 401 Melvin Village, NH 03850 <i>general operations</i> | \$1,000.00 2150 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Bethesda-Chevy Chase Rescue Squad, Inc. Kretzmer, Robert 5020 Battery Lane Bethesda, MD 20814-2699 <i>comprehensive education and training mission</i> | \$1,000.00 2151 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Black Student Fund Carr, Jeanie 3636 16th Street NW 4th Floor Washington, DC 20010 <i>general operations</i> | \$5,000.00 2152 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Boys & Girls Club of America Court, Cyndi 1275 Peachtree St., NE Atlanta, GA 30309 <i>general operations</i> | \$5,000.00 2153 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |

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| | | | | |
|--|-----------------------------------|-------------|--------|---------|
| Brainfood Dahm, Paul J. 1525 Newton St., NW Washington, DC 20010 <i>general operations</i> | \$10,000.00 2154 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Bread for the City Jones, George 1640 Good Hope Road, SE Washington, DC 20020 <i>general operations</i> | \$10,000.00 2155 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| BUILD Brown, Christopher 645 Pennsylvania Ave., SE 3rd Floor Washington, DC 20003 <i>Metro D.C. Youth Entrepreneurship Program</i> | \$10,000.00 2156 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Byte Back Ellsworth, Kelley 815 Monroe St., NE Washington, DC 20017 <i>general operations</i> | \$10,000.00 2157 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| C & O Canal Trust Logan, Matthew 1850 Dual Highway Suite 100 Hagerstown, MD 21740 <i>general operations</i> | \$5,000.00 2158 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Cabin John Park Volunteer Fire Dept. Burdette, Rick PO Box 41 Cabin John, MD 20818 <i>general operations</i> | \$1,000.00 2159 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Capital Area Foodbank Brantley, Lynn J. 645 Taylor Street, NE Washington, DC 20017 <i>general operations</i> | \$10,000.00 2161 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Capital Partners for Education Malliarakis, Kathleen 1413 K Street, N.W. 2nd Floor Washington, D.C., DC 20005 <i>general operations</i> | \$5,000.00 2162 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| The Carroll School Hitchcock, Naomi F. 25 Baker Bridge Rd. Lincoln, MA 01773 <i>general operations</i> | \$10,000.00 2242 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |

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| | | | | |
|--|--------------------|--------------------|---------------|----------------|
| The Casey Cares Foundation | \$10,000.00 | \$10,000.00 | \$0.00 | 501c(3) |
| Ritter, Erin Webb | 2243 | | | |
| 3918 Vero Road, Suite C | 11/21/2011 | | | |
| Caton Research Center | | | | |
| Baltimore, MD 21227 | | | | |
| <i>Family Festivities Program and the Celebration</i> | | | | |
| <i>Vacation Program</i> | | | | |
| Central Union Mission | \$5,000.00 | \$5,000.00 | \$0.00 | 501c(3) |
| Treadwell, David | 2163 | | | |
| P.O. Box 96763 | 11/21/2011 | | | |
| Washington, DC 20090 | | | | |
| <i>general operations</i> | | | | |
| ChildFund International | \$5,000.00 | \$5,000.00 | \$0.00 | 501c(3) |
| Trollinger, Malinda | 2164 | | | |
| 2821 Emerywood Parkway | 11/21/2011 | | | |
| Richmond, VA 23227 | | | | |
| <i>Gender Based Violence Project</i> | | | | |
| Children's Hospital Boston | \$20,000.00 | \$20,000.00 | \$0.00 | 501c(3) |
| Fowlkes, Martha | 2165 | | | |
| 1 Autumn Street #731 | 11/21/2011 | | | |
| Boston, MA 02215-5301 | | | | |
| <i>endometriosis research by Marc R. Laufer, M.D., Chief</i> | | | | |
| <i>of Gynecology at Children's Hospital Boston</i> | | | | |
| Church of Jesus Christ of Latter Day Saints | \$500.00 | \$500.00 | \$0.00 | 501c(3) |
| Bills, Russell | 2140 | | | |
| 14104 Blue Ash Way | 5/16/2011 | | | |
| Rockville, MD 20850 | | | | |
| <i>Boy Scouts of America</i> | | | | |
| College & Career Connections | \$5,000.00 | \$5,000.00 | \$0.00 | 501c(3) |
| Perry, Keith | 2166 | | | |
| 4620 Alabama Ave., SE | 11/21/2011 | | | |
| Washington, DC 20019 | | | | |
| <i>general operations</i> | | | | |
| Communities In Schools of the Nation's Capital | \$10,000.00 | \$10,000.00 | \$0.00 | 501c(3) |
| Green, Tobeka | 2267 | | | |
| 3121 South Street, NW | 11/21/2011 | | | |
| Washington, DC 20007 | | | | |
| <i>general operations</i> | | | | |
| Cystic Fibrosis Foundation | \$5,000.00 | \$5,000.00 | \$0.00 | 501c(3) |
| Puzzo, Julie | 2167 | | | |
| 6917 Arlington Rd. | 11/21/2011 | | | |
| Suite 308 | | | | |
| Bethesda, MD 20814 | | | | |
| <i>general operations</i> | | | | |
| Dana Hall School | \$20,000.00 | \$20,000.00 | \$0.00 | 501c(3) |
| Gray, Julie | 2168 | | | |
| 45 Dana Road | 11/21/2011 | | | |
| PO Box 9010 | | | | |
| Wellesley, MA 02482-9010 | | | | |
| <i>general operations</i> | | | | |

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| | | | | |
|--|-----------------------------------|-------------|--------|---------|
| Dana-Farber Cancer Institute Brent, Patricia Stewart 10 Brookline Place West 6th Floor Brookline, MA 02445-7226 <i>the Christin Holbrook Harding Fund for Melanoma Research</i> | \$10,000.00 2169 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Davis Memorial Goodwill Industries Meloy, Catherine 2200 South Dakota Ave., NE Washington, DC 20018 <i>general operations</i> | \$10,000.00 2170 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| DC Central Kitchen Curtin, Michael F. 425 2nd Street NW Washington, DC 20001 <i>Healthy Returns and Culinary Job Training Program</i> | \$10,000.00 2171 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| DonorsChoose Blum, Dan 213 West 35th Street, 2nd Floor East New York, NY 10001 <i>general operations</i> | \$5,000.00 2172 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Education Pioneers Troy, John 2445 M St NW Washington, DC 20037 <i>2011 Graduate Summer Fellowship Program</i> | \$5,000.00 2173 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Everybody Wins! DC Salander, Mary 1213 K St. NW Washington, DC 20005 <i>general operations</i> | \$5,000.00 2174 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Families First Katz, Debbie Shapiro 99 Bishop Richard Allen Drive Cambridge, MA 02139 <i>general operations</i> | \$5,000.00 2175 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| The Fishing School Gore, Erin 4737 Meade Street, NE Washington, DC 20019 <i>general operations</i> | \$5,000.00 2244 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Forever Young Foundation Tanner, Sterling C. 1424 South Stapley Dr. Mesa, AZ 85204 <i>general operations</i> | \$15,000.00 2176 11/21/2011 | \$15,000.00 | \$0.00 | 501c(3) |
| Free Wheelchair Mission Schoendorfer, Don 9341 Irvine Blvd. Irvine, CA 92618 <i>general operations</i> | \$5,000.00 2177 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |

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|---|-----------------------------------|-------------|--------|---------|
| Friends of the Poor Colarusso, Jean 8460 Whale Watch Way La Jolla, CA 92037 <i>general operations</i> | \$10,000.00 2178 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Friends of the Utah Avalanche Center Diegel, Paul PO Box 521353 Salt Lake City, UT 84152 <i>In memory of Nathan's quads</i> | \$136.00 2135 3/28/2011 | \$136.00 | \$0.00 | 501c(3) |
| Habitat for Humanity of Montgomery County Mason, Barbara 9110 Gaither Road Gaithersburg, MD 20877 <i>general operations</i> | \$5,000.00 2180 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Harvard Business School Nordhoff, Skip Development Operations Teele Hall Soldiers Field Boston, MA 02163 <i>general operations</i> | \$5,000.00 2181 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Heartlove Place Rembert, Viola M. 3229 N. Dr. Martin Luther King Jr. Dr Milwaukee, WI 53212 <i>general operations</i> | \$10,000.00 2182 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Helper International Foundation Neill, Ardyth 1202 Main St. P.O. Box 727 Little Rock, AR 72203 <i>general operations</i> | \$5,000.00 2183 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Helpetz International Music Institute, Inc. Reiter, Justin P.O. Box 6443 Ellicott City, MD 21042 <i>general operations</i> | \$5,000.00 2145 9/8/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| HELP International Riding, Mike 455 N. University Ave., #212 Provo, UT 84601 <i>general operations</i> | \$5,000.00 2184 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Higher Achievement Program Jeffries, Lynsey Wood 317 8th Street, NE Washington, DC 20002 <i>general operations</i> | \$5,000.00 2185 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| The Holton-Arms School Hosea, Anna 7303 River Road Bethesda, MD 20817 <i>general operations</i> | \$1,000.00 2245 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |

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|--|-----------------------------------|-------------|--------|---------|
| The Hope Alliance Caffey, Melissa 1775 West 1500 South Salt Lake City, UT 84104 <i>50% to Haiti and 50% to Peru</i> | \$10,000.00 2246 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Hope and A Home French, Lynn C. 1439 R Street, NW Washington, DC 20009 <i>general operations</i> | \$5,000.00 2186 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Horton's Kids Chamberlain, Brenda K. 110 Maryland Ave. NE Suite 207 Washington, DC 20002 <i>general operations</i> | \$10,000.00 2187 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Hospice Caring, Inc. Mendonca, Jeannette 518 South Frederick Ave. Gaithersburg, MD 20877 <i>general operations</i> | \$5,000.00 2188 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Huggins Hospital Strong, Chris Office of Development 240 South Main Street PO Box 912 Wolfeboro, NH 03894 <i>general operations</i> | \$5,000.00 2189 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Huntsman Cancer Foundation Sheehan, Susan 500 Huntsman Way Salt Lake City, UT 84108 <i>in honor of Kurt Brinker Rafferty</i> | \$10,000.00 2190 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Identity Uriburu, Diego 414 East Diamond Ave. Gaithersburg, MD 20877 <i>general operations</i> | \$5,000.00 2191 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Incentive Mentoring Program Hemminger, Sarah P.O. Box 1584 Baltimore, MD 21203 <i>General operations</i> | \$5,000.00 2192 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Interfaith Works Henderson, C. Marie 114 W. Montgomery Ave. Rockville, MD 20850-4213 <i>general operations</i> | \$5,000.00 2193 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| International Mountain Bicycling Association Cook, Richard P.O. Box 7578 Boulder, CO 80306 <i>general operations</i> | \$1,000.00 2194 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |

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| | | | | |
|---|-----------------------------------|-------------|--------|---------|
| Jubilee Jobs, Inc. Flood, Terry 2712 Ontario Road, N.W. Washington, DC 20009 <i>general operations</i> | \$5,000.00 2195 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Junior Achievement of the Eastern Shore Weeg, Jayme 200 Downtown Plaza Salisbury, MD 21804 <i>general operations</i> | \$10,000.00 2196 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Junior Achievement of the National Capital Area Grenier, Edward J. 1050 17th St. NW Suite 750 Washington, DC 20036 <i>general operations</i> | \$10,000.00 2197 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Kennedy Krieger Institute Goldstein, Gary W. 707 North Broadway Baltimore, MD 21205 <i>general operations</i> | \$2,000.00 2198 11/21/2011 | \$2,000.00 | \$0.00 | 501c(3) |
| Kid Power DC Skolnik, Max 755 8th Street, NW Washington, DC 20001 <i>general operations</i> | \$10,000.00 2199 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Kingswood Youth Center Sweeney, Pam P.O. Box 697 Wolfeboro, NH 03894 <i>general operations</i> | \$5,000.00 2200 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| KIPP DC Schaeffer, Susan 1003 K St. NW Suite 700 Washington, DC 20001 <i>Captial Teaching Residency (CTR) program</i> | \$20,000.00 2201 11/21/2011 | \$20,000.00 | \$0.00 | 501c(3) |
| La Costa Canyon High School Foundation Wadas, John One Maverick Way Carlsbad, CA 92009 <i>Fitness center</i> | \$10,000.00 2131 2/3/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Latino Student Fund Borja, Maria Fernando P.O. Box 5403 Washington, DC 20016 <i>LISTO RAPIDO! Program</i> | \$2,500.00 2202 11/21/2011 | \$2,500.00 | \$0.00 | 501c(3) |
| Life Pathways Brantley, Gardenia 101 G St. SW Suite A820 Washington, DC 20024 <i>general operations</i> | \$5,000.00 2203 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |

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| | | | | |
|---|-----------------------------------|-------------|--------|---------|
| Life Pieces to Masterpieces Brown, Mary 1600 Otis St, NE Washington, DC 20018 <i>general operations</i> | \$10,000.00 2204 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Live It Learn It Wheelock, Matthew 735 8th St, SE Suite 300 Washington, DC 20003 <i>general operations</i> | \$5,000.00 2205 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Lydia's House Sheppard, S Patrice 3939 South Capitol Street, SW Washington, DC 20032 <i>general operations</i> | \$5,000.00 2206 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Make A Wish Foundation of the Mid-Atlantic Wain, Mary-Frances 5272 River Road, Suite 700 Bethesda, MD 20816 <i>general operations</i> | \$5,000.00 2207 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Mali Rising Foundation Samake, N. Yeah P.O. Box 708413 West Sandy, UT 84070 <i>the model rural village school project</i> | \$1,000.00 2208 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Manna Food Center, Inc. Damion, Kim 9311 Gaither Rd. Gaithersburg, MD 20877 <i>general operations</i> | \$5,000.00 2209 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Martha's Table Buss, Lindsey 2114 14th Street, NW Washington, DC 20009 <i>general operations</i> | \$5,000.00 2210 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Big Brother Big Sister Stewart, Linda 3600 Clipper Mill Rd. Baltimore, MD 21211 <i>general operations</i> | \$5,000.00 2268 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Maryland Food Bank Flateman, Deborah 2200 Halethorpe Farms Road Baltimore, MD 21227 <i>general operations</i> | \$5,000.00 2211 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Mentors International Petersen, Mark 65 E. Wadsworth Park Dr. Suite 207 Draper, UT 84020-7949 <i>general operations</i> | \$10,000.00 2222 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |

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| | | | | |
|---|------------------------------------|--------------|--------|---------|
| Mentors, Inc. Lewis, Corey 1012 14th St., NW Suite 304 Washington, DC 20005 <i>general operations</i> | \$5,000.00 2212 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Miriam's Kitchen Schenkelberg, Scott 2401 Virginia Ave., NW Washington, DC 20037 <i>general operations</i> | \$5,000.00 2213 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Montgomery College Foundation Garvin Aquilino, Rose Office of Institutional Advancement 900 Hungerford Dr. Suite 200 Rockville, MD 20850 <i>the Marriott Hospitality Center Scholarship for expendable scholarships</i> | \$20,000.00 2214 11/21/2011 | \$20,000.00 | \$0.00 | 501c(3) |
| Mountain Trails Polter, Carol P.O. Box 754 Park City, UT 86060 <i>general operations</i> | \$1,000.00 2215 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Multicultural Career Intern Program Tukeva, Maria 3101 16th St., NW Washington, DC 20010 <i>Bell Multicultural School</i> | \$5,000.00 2216 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| National Ability Center Loveland, Gail 100 Ability Way P.O. Box 682799 Park City, UT 84068 <i>Meecha White Legacy Campaign</i> | \$100,000.00 2217 11/21/2011 | \$100,000.00 | \$0.00 | 501c(3) |
| National Ability Center Loveland, Gail 100 Ability Way P.O. Box 682799 Park City, UT 84068 <i>Sponsor a child</i> | \$10,000.00 2218 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| National Restaurant Association Education Foundation Sweeney, Dawn 175 West Jackson Blvd. Suite 1500 Chicago, IL 60604 <i>general operations</i> | \$5,000.00 2219 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| The Nature Conservancy of Utah Livermore, Dave 559 East South Temple Salt Lake City, UT 84102 <i>Last Great Plucas Society</i> | \$5,000.00 2249 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |

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| | | | | |
|---|-----------------------------------|-------------|--------|---------|
| The Nature Conservancy Greenberg, Alison 4245 Fairfax Dr. Arlington, VA 22203 <i>the Nature Conservancy's RAFT program on behalf of Spencer Murks</i> | \$1,000.00 2138 4/11/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Neediest Kids Ginsburg, Amy 8283 Greensboro Drive McLean, VA 22102 <i>general operations</i> | \$5,000.00 2274 12/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| New Community for Children Kearns, Nadine 1722 6th St. NW Washington, DC 20001 <i>general operations</i> | \$5,000.00 2221 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| NFTE Washington Kantor, Julie 1990 M Street, NW Ste 550 Washington, DC 20036 <i>general operations</i> | \$5,000.00 2223 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Ninos Unidos de Montgomery County Jaramillo, Elizabeth 644 Lakeworth Drive Gaithersburg, MD 20878 <i>general operations</i> | \$5,000.00 2224 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Panetta Institute for Public Policy Panetta, Sylvia 100 Campus Center, Building 86E CSU Monterey Bay Seaside, CA 93955 <i>general operations</i> | \$5,000.00 2225 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| The Park City Foundation Worthington, Trisha P.O. Box 681499 Park City, UT 84068 <i>Ski Utah School Program</i> | \$18,500.00 2130 2/3/2011 | \$18,500.00 | \$0.00 | 501c(3) |
| The Park City Foundation Worthington, Trisha P.O. Box 681499 Park City, UT 84068 <i>general operations</i> | \$50,000.00 2250 11/21/2011 | \$50,000.00 | \$0.00 | 501c(3) |
| The Park City Foundation Worthington, Trisha P.O. Box 681499 Park City, UT 84068 <i>Ski Utah School Program</i> | \$18,500.00 2266 11/21/2011 | \$18,500.00 | \$0.00 | 501c(3) |
| Partners in Health Ender, Samantha 888 Commonwealth Ave. 3rd Floor Boston, MA 02215 <i>general operations</i> | \$5,000.00 2226 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |

Richard E. and Nancy P. Marriott Foundation - OBRA Report 2011

EIN: 52-1953832

| | | | | |
|--|-----------------------------------|-------------|--------|---------|
| The PC Teen Foundation Marriott, Karen 1460 Eagle Way PO Box 682320 Park City, UT 84068 <i>general operations</i> | \$2,000.00 2132 2/3/2011 | \$2,000.00 | \$0.00 | 501c(3) |
| Polynesian Cultural Center Orgill, Von 55-370 Kamehameha Highway Laie, HI 96762 <i>general operations</i> | \$50,000.00 2227 11/21/2011 | \$50,000.00 | \$0.00 | 501c(3) |
| Potomac Conservancy Belin, Hedrick 8601 Georgia Ave. Suite 612 Silver Spring, MD 20910 <i>general operations</i> | \$5,000.00 2228 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Rails to Trails Conservancy O'Connor, Mary The Duke Ellington Building 2121 Ward Ct., NW, 5th Floor Washington, DC 20037 <i>general operations</i> | \$1,000.00 2229 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Rising Star Outreach Hendershot, Steele 483 East 100 South Provo, UT 84606-4748 <i>sponsoring 5 children to attend the Rising Star School in India for 1 year</i> | \$1,800.00 2230 11/21/2011 | \$1,800.00 | \$0.00 | 501c(3) |
| Rising Star Outreach Hendershot, Steele 483 East 100 South Provo, UT 84606-4748 <i>Expansion of the Peery Matriculation School for Rising Star and the building of a girls hostel</i> | \$10,000.00 2231 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |
| Salvation Army DC O'Brien, John 2626 Pennsylvania Ave., NW Washington, DC 20037 <i>general operations</i> | \$5,000.00 2232 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| The Salvation Army MD Lyle, Robert 534 West Franklin Street P.O. Box 747 Hagerstown, MD 21741 <i>general operations</i> | \$5,000.00 2251 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| The Seed Foundation, Inc. Vinnakota, Rajiv 1776 Massachusetts Ave, NW Suite 600 Washington, DC 20036 <i>general operations</i> | \$10,000.00 2252 11/21/2011 | \$10,000.00 | \$0.00 | 501c(3) |

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| | | | | |
|--|-----------------------------------|-------------|--------|---------|
| Shady Grove Adventist Hospital Smith, William H. 9901 Medical Center Drive Rockville, MD 20850 <i>Hospital's Cardiac and Vascular Center of Excellence</i> | \$5,000.00 2233 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Sibley Memorial Hospital Sloan, Robert L. 5255 Loughboro Road, NW Washington, DC 20016 <i>general operations</i> | \$5,000.00 2234 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| So Others Might Eat Adams, John 71 O Street, NW Washington, DC 20001 <i>general operations</i> | \$5,000.00 2235 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Southern Virginia University Whitehead, Richard G. One University Hill Dr. Buena Vista, VA 24416 <i>general operations</i> | \$25,000.00 2236 11/21/2011 | \$25,000.00 | \$0.00 | 501c(3) |
| Spanish Education Development Center Egas, Martha 4110 Kansas Ave. NW Washington, DC 20011 <i>general operations</i> | \$5,000.00 2237 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Strive DC Hart-Wright, Chris 715 I Street, NE Washington, DC 20002 <i>general operations</i> | \$5,000.00 2238 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| T.I.G.E.R.S. to Kids Inc. Kirschner, Rick 3227 SW 103rd Street Gainesville, FL 32608 <i>general operations</i> | \$5,000.00 2239 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Teach for America Amann Kapsis, Stephanie 1411 K Street, NW, 12th Floor Washington, DC 20005 <i>general operations</i> | \$50,000.00 2240 11/21/2011 | \$50,000.00 | \$0.00 | 501c(3) |
| THEARC Stone, Janet Building Bridges Across the River, Inc. 1901 Mississippi Ave., SE Washington, DC 20020 <i>general operations</i> | \$5,000.00 2253 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Tin Mountain Conservation Center Cline, Michael L. 1245 Bald Hill Rd. Albany, NH 03818 <i>general operations</i> | \$1,000.00 2254 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |

Richard E. and Nancy P. Marriott Foundation - OBRA Report 2011

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| | | | | |
|---|-----------------------------------|-------------|--------|---------|
| United Cerebral Palsy Magee, Lauren 11350 McCormick Rd., Suite 1100 Hunt Valley, MD 21031 <i>general operations</i> | \$5,000.00 2255 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| United States Ski Team Marolt, Bill Box 100 1500 Kearns Blvd. Park City, UT 84060 <i>general operations</i> | \$1,000.00 2256 11/21/2011 | \$1,000.00 | \$0.00 | 501c(3) |
| Unitus Labs. Cochran, Kate 2030 1st Ave. #300 Seattle, WA 98121 <i>general operations</i> | \$5,000.00 2257 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| University of Maryland College Park Remington, Brody 3300 Symons Hall College Park, MD 20742 <i>additional funds for the Richard E. and Nancy P. Marriott Foundation Endowed Scholarship Fund</i> | \$20,000.00 2258 11/21/2011 | \$20,000.00 | \$0.00 | 501c(3) |
| Urban Alliance Foundation Nolan, Veronica 1327 14th St NW Suite 200 Washington, DC 20005 <i>general operations</i> | \$5,000.00 2269 12/5/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| Utah Valley University Smith, Nancy Mail Stop 111 800 West University Parkway Orem, UT 84058-5999 <i>the Marriott Foundation Scholarship Fund</i> | \$20,000.00 2260 11/21/2011 | \$20,000.00 | \$0.00 | 501c(3) |
| Volunteers of America Snyder, Russell 7901 Annapolis Rd., Suite 200 Landham, MD 20706 <i>general operations</i> | \$5,000.00 2261 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |
| WETA Trautman-Yegenoglu, Sara 2775 South Quincy St. Arlington, VA 22206 | \$2,000.00 2262 11/21/2011 | \$2,000.00 | \$0.00 | 501c(3) |
| Wolfeboro Area Children's Center Whiting, Susan 180 So. Main Street Wolfeboro, NH 03894 <i>general operations</i> | \$5,000.00 2263 11/21/2011 | \$5,000.00 | \$0.00 | 501c(3) |

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| | | | | |
|---|------------|------------|--------|---------|
| YMCA of Metropolitan Washington | \$2,500.00 | \$2,500.00 | \$0.00 | 501c(3) |
| Gravelles, Allison de | 2264 | | | |
| 1112 16th Street, NW | 11/21/2011 | | | |
| Washington, DC 20036 | | | | |
| <i>Colomiris, Capital View, and Anthony Bowen Centers in DC</i> | | | | |

| | | | |
|-------------|----------------|----------------|--------|
| Grand Total | \$1,057,436.00 | \$1,057,436.00 | \$0.00 |
| (130 items) | | | |

Application for Extension of Time To File 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 ☒ **X**
- 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. RICHARD E. & NANCY P. MARRIOTT FOUNDATION | Employer identification number (EIN) or <input checked="" type="checkbox"/> 52-1953832 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. 10400 FERNWOOD ROAD, DEPT. 901 | Social security number (SSN) <input type="checkbox"/> |
| File by the due date for filing your return. See instructions. | City, town or post office, state, and ZIP code. For a foreign address, see instructions. BETHESDA, MD 20817 | |

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

| 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 |

RALPH W. HARDY, JR.

- The books are in the care of ► **1200 NEW HAMPSHIRE AVE, NW - WASHINGTON, DC 20036**

Telephone No. ► **202-776-2000**

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 | \$ | 29,131. |
| 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 | \$ | 14,131. |
| 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 | \$ | 15,000. |

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.

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

Form 8868 (Rev. 1-2012)

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

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 Name of exempt organization or other filer, see instructions RICHARD E. & NANCY P. MARRIOTT FOUNDATION | Employer identification number (EIN) or <input checked="" type="checkbox"/> 52-1953832 |
| 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. 10400 FERNWOOD ROAD, DEPT. 901 | Social security number (SSN) <input type="checkbox"/> |
| City, town or post office, state, and ZIP code. For a foreign address, see instructions. BETHESDA, MD 20817 | |

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-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.

RALPH W. HARDY, JR.

• The books are in the care of **1200 NEW HAMPSHIRE AVE, NW - WASHINGTON, DC 20036**

Telephone No. **202-776-2000**

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 **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning ☐ and ending ☐.

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

**ADDITIONAL TIME IS REQUIRED TO GATHER THE INFORMATION NECESSARY TO FILE
A COMPLETE AND ACCURATE RETURN.**

| | | | |
|---|----|----|---------|
| 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 | \$ | 10,694. |
| 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 | \$ | 28,130. |
| 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 **Rebecca R. Hardy** Title **CRA**

Date **8/16/12**

Form 8868 (Rev. 1-2012)