Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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

Name of foundation: ALAN & AMY MELTZER FAMILY FOUNDATION,INC

A Employer identification number: 52-2069235

Number and street (or P O box number if mail is not delivered to street address): R PHILIPSON & CO 8601 GA AVE — Room/suite: 1001

B Telephone number: (301)608-3900

City or town, state, and ZIP code: SILVER SPRING, MD 20910

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,773,197.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	67,258.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	33,619.	33,619.		STATEMENT 1
	4 Dividends and interest from securities	4,674.	4,674.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	102,981.			
	b Gross sales price for all assets on line 6a 517,909.				
	7 Capital gain net income (from Part IV, line 2)		102,981.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-72,259.	-75,539.	0.	STATEMENT 3
	12 **Total.** Add lines 1 through 11	136,273.	65,735.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	19,000.	19,000.	0.	0.
	c Other professional fees				
	17 Interest	9,475.	9,475.	0.	0.
	18 Taxes STMT 5	158.	158.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	44,202.	22,303.	0.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	72,835.	50,936.	0.	0.
	25 Contributions, gifts, grants paid	471,818.			471,818.
	26 **Total expenses and disbursements.** Add lines 24 and 25	544,653.	50,936.	0.	471,818.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-408,380.			
	b **Net investment income** (if negative, enter -0-)		14,799.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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Form **990-PF** (2011)

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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	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	44,546.	19,540.	19,540.
	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 ▶ 296,035.			
		Less: allowance for doubtful accounts ▶ 0.	326,838.	296,035.	296,035.
	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	811,098.	446,169.	707,527.
	c	Investments - corporate bonds STMT 9	200,010.	200,010.	13,000.
	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	1,886,263.	1,758,268.	1,734,978.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 11)	2,451.	2,117.	2,117.
	16	Total assets (to be completed by all filers)	3,271,206.	2,722,139.	2,773,197.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons		20,000.	STATEMENT 12
	21	Mortgages and other notes payable	184,507.	497.	STATEMENT 13
	22	Other liabilities (describe ▶ STATEMENT 14)	12,065.	62,772.	
	23	Total liabilities (add lines 17 through 22)	196,572.	83,269.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] 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	3,074,634.	2,638,870.	
	30	Total net assets or fund balances	3,074,634.	2,638,870.	
	31	Total liabilities and net assets/fund balances	3,271,206.	2,722,139.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,074,634.
2	Enter amount from Part I, line 27a	2	-408,380.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,666,254.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	27,384.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,638,870.

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	R STREET STORAGE ASSOCIATES, LLC	P		
b	MERRILL LYNCH	P		
c	CHEVY CHASE TRUST			
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	216,701.			216,701.
b	180,914.		181,486.	-572.
c	120,294.		233,442.	-113,148.
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				216,701.
b				-572.
c				-113,148.
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	102,981.
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	18,416.	2,884,304.	.006385
2009	315,381.	2,959,488.	.106566
2008	219,999.	3,123,528.	.070433
2007	204,205.	2,926,111.	.069787
2006	189,507.	3,413,274.	.055521

2	**Total** of line 1, column (d)	2	.308692
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	.061738
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,693,645.
5	Multiply line 4 by line 3	5	166,300.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	148.
7	Add lines 5 and 6	7	166,448.
8	Enter qualifying distributions from Part XII, line 4	8	471,818.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	148.
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	148.
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	148.
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 843.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 2,200.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	3,043.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,895.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 2,895. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 15	10	X	

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ ALAN L. MELTZER Telephone no ▶301-608-3900
Located at ▶6500 ROCK SPRING DRIVE, SUITE 500, BETHESDA, MD ZIP+4 ▶20817

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X (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? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALAN MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817	PRESIDENT 1.00	0.	0.	0.
AMY MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817	VICE PRES/TREASURER/SEC'Y 0.00	0.	0.	0.

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

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

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

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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 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	888,748.
b	Average of monthly cash balances	1b	30,605.
c	Fair market value of all other assets	1c	1,815,312.
d	**Total** (add lines 1a, b, and c)	1d	2,734,665.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) SEE STATEMENT 16 | 1e | 201,701.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,734,665.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,020.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,693,645.
6	**Minimum investment return.** Enter 5% of line 5	6	134,682.

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	134,682.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	148.		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	148.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	134,534.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	134,534.
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	134,534.

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	471,818.
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	471,818.
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	148.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	471,670.

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				134,534.
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 — 25,608.				
b From 2007 — 57,899.				
c From 2008 — 64,480.				
d From 2009 — 167,407.				
e From 2010				
f **Total** of lines 3a through e	315,394.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 471,818.				
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				134,534.
e Remaining amount distributed out of corpus	337,284.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	652,678.			
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	25,608.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	627,070.			
10 Analysis of line 9				
a Excess from 2007 — 57,899.				
b Excess from 2008 — 64,480.				
c Excess from 2009 — 167,407.				
d Excess from 2010				
e Excess from 2011 — 337,284.				

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

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

1 **Information Regarding Foundation Managers:**

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

ALAN MELTZER

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

ALAN MELTZER

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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				
AMERICAN HEART ASSOCIATION 4301 N. FAIRFAX DRIVE, SUITE 530 ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	CHARITABLE	250.
AMERICAN UNIVERSITY 4400 MASSACHUSETTS AVE, NW WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	EDUCATIONAL	30,000.
AUDUBON NATURALIST SOCIETY 8940 JONES MILL ROAD CHEVY CHASE, MD 20815	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
AUTISM SPEAKS 1990 K STREET, NW 2ND FLR WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
CHARLES E SMITH JEWISH DAY SCHOOL 1901 EAST JEFFERON STREET ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	EDUCATIONAL	12,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	471,818.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

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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
CHILDREN'S HOSPITAL FOUNDATION 801 ROEDER RD #300 SILVER SPRING, MD 20910	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
COLUMBIA LIGHTHOUSE FOR THE BLIND 1825 K STREET NW, SUITE 1103 WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
COMMUNITY SUPPORT SERVICES 9075 COMPRINT COURT GAITHERSBURG, MD 20877	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
CROSSROADS - RIDE FOR KIDS 119 MYRTLE STREET DUXBURY, MA 02332	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
CYSTIC FIBROSIS 6917 ARLINGTON RD, STE 308 BETHESDA, MD 20814	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
DC ACTION FOR CHILDREN 1432 K STREET NW, SUITE 1050 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
DC CHILDREN & YOUTH INVESTMENT 1400 16TH STREET NW, SUITE 500 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
DC JCC 1529 16TH STREET NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
DEMATHA HIGH SCHOOL 4313 MADISON STREET HYATTSVILLE, MD 20781	NONE	PUBLIC CHARITY	EDUCATIONAL	1,500.
DIABETES RESEARCH INSTITUTE 200 S. PARK ROAD, SUITE 100 HOLLYWOOD, FL 33021	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
Total from continuation sheets				420,068.

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
DOWNS SYNDROME NETWORK OF MONTGOMERY COUNTY P.O. BOX 10416 ROCKVILLE, MD 20849	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
EASTER SEALS 2800 13TH STREET NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	CHARITABLE	7,750.
ENDOWMENT FUND OF MACCABI USA 1926 ARCH STREET, #4R PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
FOOD AND FRIENDS 219 RIGGS RD NE WASHINGTON, DC 20011	NONE	PUBLIC CHARITY	CHARITABLE	24,000.
FOR LOVE OF CHILDREN 1763 COLUMBIA RD NW, FIRST FLOOR WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	CHARITABLE	6,250.
FRIENDS OF CANCER RESEARCH 1800 M STREET NW, SUITE 1050 SOUTH WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DRIVE FAIRFAX, VA 22030	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000.
GEORGETOWN UNIVERSITY 3700 O STREET NW WASHINGTON, DC 20057	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000.
GREATER DC CARES 1380 MONROE STREET NW, SUITE 410 WASHINGTON, DC 20010	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
HEBREW HOME OF GREATER WASHINGTON 6121 MONTROSE ROAD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
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
HILLEL: FOUNDATION FOR JEWISH CAMPUS LIFE 800 EIGHTH STREET NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
INNOCENTS AT RISK 1101 30TH ST NW, STE 500 WASHINGTON, DC 20007	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
JCC ASSOCIATION 520 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
JCC OF GREATER WASHINGTON 6125 MONTROSE ROAD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
JCC OF NORTHERN VIRGINIA 8900 LITTLE RIVER TPKE FAIRFAX, VA 22031	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
JEWISH COMMUNITY RELATIONS COUNCIL 6101 MONTROSE RD #205 ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
JEWISH FEDERATION OF GREATER WASHINGTON 6101 MONTROSE RD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
JEWISH FOUNDATION FOR GROUP HOMES 1500 EAST JEFFERSON ST ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	22,500.
JEWISH SOCIAL SERVICE AGENCY 200 WOOD HILL ROAD ROCKVILLE, MD 20850	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
JEWISH WOMEN'S INTERNATIONAL 2000 M STREET NW, SUITE 720 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	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
JINSA 1307 NEW YORK AVENUE NW, SUITE 200 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
JOAN HISOAKA FOUNDATION 1302 FAIRGROVE LANE CROWNSVILLE, MD 21032	NONE	PRIVATE FOUNDATION	CHARITABLE	3,000.
JOSHUA M FREEMAN FOUNDATION 18153 VILLAGE CENTER DR OLNEY, MD 20832	NONE	PRIVATE FOUNDATION	CHARITABLE	10,000.
JWRP 12230 WILKINS AVENUE ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
KIDSAVE 5185 MACARTHUR BLVD, STE 108 WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
KIPP DC 1003 K STREET NW, SUITE 700 WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	EDUCATIONAL	6,333.
LATIN AMERICAN YOUTH CENTER 1419 COLUMBIA ROAD NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
LEUKEMIA AND LYMPHOMA SOCIETY 5845 RICHMOND HIGHWAY, SUITE 800 ALEXANDRIA, VA 22303	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
LUTHERAN SOCIAL SERVICE 4406 GEORGIA AVE, NW WASHINGTON, DC 20011	NONE	PUBLIC CHARITY	CHARITABLE	3,750.
MAKE A WISH FOUNDATION 5272 RIVER ROAD, SUITE 700 BETHESDA, MD 20816	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
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
MARY'S CENTER 2333 ONTARIO ROAD, NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	CHARITABLE	37,500.
MARYLAND STATE WRESTLING ASSOCIATION 7920 KAVANAGH RD BALTIMORE, MD 21222	NONE	PUBLIC CHARITY	CHARITABLE	7,000.
MONTGOMERY YOUTH WRESTLING LEAGUE 7502 OLDCHESTER ROAD BETHESDA, MD 20817	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
MOST VALUABLE KIDS 11122 STEPHALEE LN ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	3,500.
NATIONAL KIDNEY FOUNDATION 5335 WISCONSIN AVENUE NW, SUITE 300 WASHINGTON, DC 20015	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
NATIONAL LAW ENFORCEMENT OFFICERS MEMORIAL FUND 400 7TH STREET NW, STE 300 WASHINGTON, DC 20004	NONE	PUBLIC CHARITY	CHARITABLE	2,813.
OLNEY THEATER 2001 OLNEY-SANDY SPRING RD OLNEY, MD 20832	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
OPERATION EMBRACE 350-C FORTUNE TERRACE, PMB #209 POTOMAC, MD 20854	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
ORT AMERICA 6917 ARLINGTON RD, #203 BETHESDA, MD 20814	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
PEACEWORKS FOUNDATION P.O. BOX 1577 - OLD CHELSEA STATION NEW YORK, NY 10113	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
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
PJLL 12230 WILKINS AVENUE ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	7,000.
PROJECT CONTACT 197 EAST BROADWAY NEW YORK, NY 10002	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
READING IS FUNDAMENTAL 1825 CONNECTICUT AVE, NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	CHARITABLE	1,250.
RIDGEWELLS 5525 DORSEY LANE BETHESDA, MD 20816	NONE	PUBLIC CHARITY	CHARITABLE	3,958.
SECOND GENESIS 8611 SECOND AVE, STE 300 SILVER SPRING, MD 20910	NONE	PUBLIC CHARITY	CHARITABLE	6,250.
SHARE OUR STRENGTH 1730 M STREET NW, STE 700 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
SIBLEY MEMORIAL HOSPITAL FOUNDATION 5255 LOUGHBORO RD, NW WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
STAMFORD JCC 1035 NEWFIELD AVENUE STAMFORD, CT 06905	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
STEVE ATHEY MEMORIAL FUND 46536 CR 352 DECATUR, MI 49045	NONE	PUBLIC CHARITY	CHARITABLE	500.
THE SEED SCHOOL 4300 C STREET, SE WASHINGTON, DC 20019	NONE	PUBLIC CHARITY	EDUCATIONAL	10,714.
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
UCAP P.O. BOX 31356 CAPITOL HEIGHTS, MD 20731	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
UJA FEDERATION 6101 MONTROSE RD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	13,500.
US HOLOCAUST MUSEUM 100 RAOUL WALLENBERG PL, SW WASHINGTON, DC 20004	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
WOMEN FOR WOMEN INTERNATIONAL 4455 CONNECTICUT AVE NW, STE 200 WASHINGTON, DC 20008	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
YESHIVA OF GREATER WASHINGTON 1216 ARCOLA AVE SILVER SPRING, MD 20902	NONE	PUBLIC CHARITY	EDUCATIONAL	7,500.
YMCA OF METROPOLITAN WASHINGTON 1112 16TH STREET NW, SUITE 720 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	14,000.
ZEHAYOM 10125 COLESVILLE ROAD, SUITE 168 SILVER SPRING, MD 20901	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	33,619.	
4 Dividends and interest from securities			14	4,674.	
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			16	-72,259.	
8 Gain or (loss) from sales of assets other than inventory			18	102,981.	
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.		69,015.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 69,015.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date 10/14/2012 — Title PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
RICHARD PHILIPSON		10/15/12		P00169171

Firm's name ▶ ROBERT PHILIPSON & CO — Firm's EIN ▶ 53-0126010

Firm's address ▶ 8601 GEORGIA AVE. STE 1001 SILVER SPRING, MD 20910 — Phone no. 301-608-3900

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2011

Name of the organization	**Employer identification number**
ALAN & AMY MELTZER FAMILY FOUNDATION, INC	52-2069235

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
ALAN & AMY MELTZER FAMILY FOUNDATION, INC	52-2069235

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALAN & AMY MELTZER C/O R PHILIPSON & CO 8601 GA AVE #1001 SILVER SPRING, MD 20910	$ 67,258.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: ALAN & AMY MELTZER FAMILY FOUNDATION, INC

Employer identification number: 52-2069235

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: ALAN & AMY MELTZER FAMILY FOUNDATION, INC

Employer identification number: 52-2069235

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

SOURCE	AMOUNT
AFFORDABLE MINI STORAGE OF GREENBELT LLC	201.
CHEVY CHASE TRUST #301-786	0.
CLEANTECH MARYLAND INVESTORS, LLC	330.
COCO OCHO LLC	40.
CORPORATE RIDGE PARTICIPATION	8,493.
DOUBLE EDGE SWORD PARTNERS	13.
FRIENDS I LLC	32.
FRIENDS V LLC	994.
FRIENDS XV, LLC	5.
FRIENDS XX, LLC	1,182.
FRIENDS XXV, LLC	189.
FRIENDS XXVI LLC	893.
GBW APARTMENTS, LLC	32.
GOLDSTAR REAL ESTATE FUND I LP	2.
GOLDSTAR REAL ESTATE FUND II LP	21.
JASON FEITELBERG	4,351.
LPG CHILLUM, LLC	59.
MERRILL LYNCH	15.
MORGAN STANLEY SMITH BARNEY	1.
ROSENTHAL PROPERTIES INVESTMENT FUND, LLC	46.
SCUDDER BAY CAPITAL LLC	16,226.
SILVER OAK INVESTORS, LLC	11.
STAN SNOW	318.
STATE OF ISRAEL	120.
US DEPARTMENT OF TREASURY	45.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	33,619.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHEVY CHASE TRUST #301-786	51.	0.	51.
FINANCIAL INSTITUTION PARTNERS	900.	0.	900.
FRIENDS XXV, LLC	1.	0.	1.
FRIENDS XXVI, LLC	2.	0.	2.
MERRILL LYNCH	3,716.	0.	3,716.
SCUDDER BAY CAPITAL INC	4.	0.	4.
TOTAL TO FM 990-PF, PART I, LN 4	4,674.	0.	4,674.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GBW APARTMENTS, LLC	-197.	-197.	0.
LPG CHILLUM, LLC	970.	970.	0.
OLD BROWN LLC	6,601.	6,601.	0.
FRIENDS I LLC	12,906.	12,906.	0.
R STREET STORAGE ASSOCIATES, LLC	-1,406.	-1,406.	0.
SCUDDER BAY CAPITAL LLC	-9,481.	-9,481.	0.
FRIENDS V LLC	-1,329.	-1,329.	0.
GOLDSTAR REAL ESTATE FUND I LP	530.	530.	0.
VRG HOLDINGS LLC	-14.	-14.	0.
GOLDSTAR FLORIDIAN INVESTOR LP	3,280.	0.	0.
AFFORDABLE MINI STORAGE OF GREENBELT, LLC	5,832.	5,832.	0.
CB TWIN CEDARS, LLC	0.	0.	0.
KENMAR INSIGNIA FUND	-24,311.	-24,311.	0.
FRIENDS XV, LLC	-4,597.	-4,597.	0.
GOLDSTAR REAL ESTATE FUND II LP	10,039.	10,039.	0.
FINANCIAL INSTITUTION PARTNERS, LLC	-80,275.	-80,275.	0.
FRIENDS XX, LLC	-141.	-141.	0.
GARDEN OF EDEN LLC	8,500.	8,500.	0.
SILVER OAK INVESTORS LLC	-7,787.	-7,787.	0.
CLEANTECH MARYLAND INVESTORS, LLC	-16.	-16.	0.
FRIENDS XXV, LLC	-6,714.	-6,714.	0.
DOUBLE EDGE SWORD PARTNERS	-130.	-130.	0.
JUST MOULDING FRANCHISING, LLC	-1,613.	-1,613.	0.
FRIENDS XXVI LLC	4,830.	4,830.	0.
R STREET EXTRA PARCEL, LLC	12,336.	12,336.	0.
COCO OCHO LLC	-72.	-72.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	-72,259.	-75,539.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	19,000.	19,000.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	19,000.	19,000.	0.	0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE TAXES WITHHELD FROM PASS-THROUGH ENTITIES	9.	9.	0.	0.
REAL ESTATE TAXES WITHHELD FROM PASS-THROUGH ENTITIES	149.	149.	0.	0.
TO FORM 990-PF, PG 1, LN 18	158.	158.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	545.	545.	0.	0.
BROKER FEES	420.	420.	0.	0.
LIFE INSURANCE PREMIUM	21,890.	0.	0.	0.
OTHER DEDUCTIONS	602.	593.	0.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME	20,745.	20,745.	0.	0.
TO FORM 990-PF, PG 1, LN 23	44,202.	22,303.	0.	0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
NON-DEDUCTIBLE EXPENSES FROM PASS-THROUGH ENTITIES	64.
BOOK TO TAX DIFFERENCE	20,113.
SUSPENDED LOSSES FROM PARTNERSHIPS DUE TO LACK OF BASIS	7,207.
TOTAL TO FORM 990-PF, PART III, LINE 5	27,384.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF GEORGETOWN	100,000.	100,000.
CAPITAL BANK	93,040.	11,055.
CHEVY CHASE TRUST - SECURITIES	189,455.	537,230.
FIRST VIRGINIA COMMUNITY BANK	50,000.	50,000.
MERRILL LYNCH - SECURITIES	0.	0.
YAHOO INC	13,674.	9,242.
TOTAL TO FORM 990-PF, PART II, LINE 10B	446,169.	707,527.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - BONDS	200,010.	13,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	200,010.	13,000.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
100 STEPS LLC	COST	0.	-8,501.
AFFORDABLE MINI STORAGE	COST	58,903.	58,903.
CB TWIN CEDARS, LLC	COST	33,523.	33,523.
COCO OCHO LLC	COST	19,911.	19,911.
CORPORATE RIDGE PARTICIPATION	COST	83,133.	83,133.
DOUBLE EDGE SWORD PARTNERS	COST	12,799.	12,882.
FINANCIAL INSTITUTION PARTNERS	COST	0.	0.
FRIENDS I, LLC	COST	0.	-10,294.
FRIENDS V, LLC	COST	22,438.	22,197.
FRIENDS XI LLC	COST	0.	0.
FRIENDS XV LLC	COST	33,320.	43,074.
FRIENDS XX, LLC	COST	81,441.	81,441.
FRIENDS XXV, LLC	COST	77,875.	91,675.
FRIENDS XXVI, LLC	COST	133,660.	133,660.
GARDEN OF EDEN LLC	COST	85,000.	85,000.
GBW APARTMENTS	COST	22,416.	22,416.
GOLDSTAR FLORIDIAN INV LLC	COST	27,658.	23,558.
GOLDSTAR REAL ESTATE FUND I LP	COST	12,237.	11,731.

GOLDSTAR REAL ESTATE FUND II LP	COST	44,063.	43,958.
ISRAEL CLEANTECH VENTURES	COST	88,306.	88,306.
JUST MOULDING FRANCHISING, LLC	COST	37,434.	34,190.
KENMAR INSIGNIA HEDGE FD LTD	COST	473,468.	473,468.
LPG CHILLUM LLC	COST	12,976.	12,976.
OLD BROWN LLC	COST	50,000.	50,000.
R STREET STORAGE ASSOC	COST	0.	0.
ROSENTHAL PROPERTY INVESTMENTS	COST	10,486.	10,486.
SCUDDER BAY CAPITAL, LLC	COST	282,076.	266,361.
SILVER OAK INVESTORS	COST	0.	-4,221.
STATE OF ISRAEL BOND	COST	5,000.	5,000.
VRG HOLDINGS LLC	COST	50,145.	50,145.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,758,268.	1,734,978.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
GUARANTEED PAYMENTS RECEIVABLE	2,000.	1,500.	1,500.
INVESTMENT INCOME RECEIVABLE	451.	617.	617.
TO FORM 990-PF, PART II, LINE 15	2,451.	2,117.	2,117.

FORM 990-PF LOANS PAYABLE TO OFFICER'S, DIRECTOR'S, ETC. STATEMENT 12

LENDER'S NAME AND TITLE

DUE TO A. L. MELTZER, PRESIDENT

DATE OF NOTE	MATURITY DATE	INTEREST RATE	TERMS OF REPAYMENT
07/21/11		.00%	

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
	INVESTMENT IN PARTNERSHIP

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	ORIGINAL LOAN AMOUNT	BALANCE DUE
NONE	0.	20,000.	20,000.

TOTAL TO FORM 990-PF, PART II, LINE 20, COLUMN B 20,000.

FORM 990-PF	OTHER NOTES AND LOANS PAYABLE	STATEMENT 13

LENDER'S NAME	TERMS OF REPAYMENT	SECURITY PROVIDED BY BORROWER
EAGLE BANK	ON DEMAND	

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE	PURPOSE OF LOAN
03/25/05		200,000.	5.50%	CASH FLOW FOR CONTRIBUTIONS

RELATIONSHIP OF LENDER

BANK

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
NONE	0.	497.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B		497.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
100 STEPS LLC	1,294.	8,501.
BANK OVERDRAFT	0.	19,856.
FINANCIAL INSTITUTION PARTNERS	0.	5,378.
FRIENDS I LLC	10,771.	11,151.
FRIENDS XI LLC	0.	1,200.
R STREET STORAGE ASSOC	0.	13,838.
SILVER OAK INVESTORS	0.	2,848.
TOTAL TO FORM 990-PF, PART II, LINE 22	12,065.	62,772.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 15
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
ALAN L. MELTZER	6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817

FORM 990-PF REDUCTION EXPLANATION STATEMENT 16
PART X, LINE 1E

EXPLANATION FOR REDUCTION CLAIMED FOR BLOCKAGE OR OTHER FACTORS

PARTNERSHIP, LIMITED LIABILITY COMPANIES AND NOTES RECEIVABLE REPORTED AS OTHER INVESTMENTS ON THE RETURN THAT ARE PRIVATELY HELD AND NOT READILY MARKETABLE.

FAIR MARKET VALUE BEFORE REDUCTION: $2,017,013.

AMOUNT OF REDUCTION IS 10% OF THE VALUE OR $201,701.

Form **8938** (November 2011)
Department of the Treasury
Internal Revenue Service

Statement of Specified Foreign Financial Assets

▶ See separate instructions ▶ Attach to your tax return

OMB No. 1545-2195
Attachment Sequence No. 175

If you have attached additional sheets, check here ☐

Name(s) shown on return: ALAN & AMY MELTZER FAMILY FOUNDATION, INC

Identifying number: 52-2069235

Number, street, and room or suite no. (if a P.O. box, see instructions)
R PHILIPSON & CO 8601 GA AVE

City or town, province or state, and country (including postal code)
SILVER SPRING MD 20910

For tax year beginning 01/01/2011 , , and ending 12/31/2011 ,

Note. All information must be in English. Show all amounts in U.S. dollars. Show currency conversion rates in Part I, line 6(2), or Part II, line 6(2).

Type of filer
a Specified individual (1) ☐ Married filing a joint return (2) ☐ Other individual
b Specified domestic entity (1) ☐ Partnership (2) ☒ Corporation (3) ☐ Trust (4) ☐ Estate

Check this box if this is an original, amended, or supplemental Form 8938 for attachment to a previously filed return ☐

Part I Foreign Deposit and Custodial Accounts (see instructions)

If you have more than one account to report, attach a continuation sheet with the same information for each additional account (see instructions).

1 Type of account ☐ Deposit ☐ Custodial
2 Account number or other designation

3 Check all that apply a ☐ Account opened during tax year b ☐ Account closed during tax year
c ☐ Account jointly owned with spouse d ☐ No tax item reported in Part III with respect to this asset

4 Maximum value of account during tax year $

5 Did you use a foreign currency exchange rate to convert the value of the account into U.S. dollars? ☐ Yes ☐ No

6 If you answered "Yes" to line 5, complete all that apply

(1) Foreign currency in which account is maintained	(2) Foreign currency exchange rate used to convert to U.S. dollars	(3) Source of exchange rate used if not from U.S. Treasury Financial Management Service

7 Name of financial institution in which account is maintained

8 Mailing address of financial institution in which account is maintained. Number, street, and room or suite no.

9 City or town, province or state, and country (including postal code)

Part II Other Foreign Assets (see instructions)

Note. *If you reported specified foreign financial assets on Forms 3520, 3520-A, 5471, 8621, or 8865, you do not have to include the assets on Form 8938. You must complete Part IV. See instructions.*

If you have more than one asset to report, attach a continuation sheet with the same information for each additional asset (see instructions).

1 Description of asset
FOREIGN STOCK

2 Identifying number or other designation

3 Complete all that apply
a Date asset acquired during tax year, if applicable
b Date asset disposed of during tax year, if applicable
c ☐ Check if asset jointly owned with spouse d ☐ Check if no tax item reported in Part III with respect to this asset

4 Maximum value of asset during tax year (check box that applies)
a ☐ $0 - $50,000 b ☐ $50,001 - $100,000 c ☐ $100,001 - $150,000 d ☐ $150,001 - $200,000
e If more than $200,000, list value $ 497,779.

5 Did you use a foreign currency exchange rate to convert the value of the asset into U.S. dollars? ☐ Yes ☒ No

LHA **For Paperwork Reduction Act Notice, see the separate instructions.** Form **8938** (11-2011)

123021
12-19-11

Part II Other Foreign Assets *(continued)*

6 If you answered "Yes" to line 5, complete all that apply.

(1) Foreign currency in which asset is denominated	(2) Foreign currency exchange rate used to convert to U.S. dollars	(3) Source of exchange rate used if not from U.S. Treasury Financial Management Service

7 If asset reported in Part II, line 1, is stock of a foreign entity or an interest in a foreign entity, report the following information.

a Name of foreign entity KENMAR INSIGNIA FUND SPC LIMITED

b Type of foreign entity (1) ☐ Partnership (2) ☒ Corporation (3) ☐ Trust (4) ☐ Estate

c ☐ Check if foreign entity is a PFIC

d Mailing address of foreign entity. Number, street, and room or suite no.
P.O. BOX 10243

e City or town, province or state, and country (including postal code) GRAND CAYMAN
GRAND CAYMAN CAYMAN ISLANDS KY1-1003

8 If asset reported in Part II, line 1, is not stock of a foreign entity or an interest in a foreign entity, enter the following information for the asset.
Note. If this asset has more than one issuer or counterparty, attach a continuation sheet with the same information for each additional issuer or counterparty (see instructions).

a Name of issuer or counterparty
Check if information is for ☐ Issuer ☐ Counterparty

b Type of issuer or counterparty
(1) ☐ Individual (2) ☐ Partnership (3) ☐ Corporation (4) ☐ Trust (5) ☐ Estate

c Check if issuer or counterparty is a ☐ U.S. person ☐ Foreign person

d Mailing address of issuer or counterparty. Number, street, and room or suite no.

e City or town, province or state, and country (including postal code)

Part III Summary of Tax Items Attributable to Specified Foreign Financial Assets (see instructions)

Asset Category	Tax item	Amount reported on form or schedule	Where reported: Form and line	Where reported: Schedule and line
I. Foreign Deposit and Custodial Accounts	a Interest	$		
	b Dividends	$		
	c Royalties	$		
	d Other income	$		
	e Gains (losses)	$		
	f Deductions	$		
	g Credits	$		
II. Other Foreign Assets	a Interest	$		
	b Dividends	$		
	c Royalties	$		
	d Other income	$ -24,311.	990-PF, LINE 11	
	e Gains (losses)	$		
	f Deductions	$		
	g Credits	$		

Part IV Excepted Specified Foreign Financial Assets (see instructions)

If you reported specified foreign financial assets on the following forms, check the appropriate box(es). Indicate number of forms filed. You do not need to include these assets on Form 8938 for the tax year.

☐ 3520 Number of forms ____ ☐ 3520-A Number of forms ____ ☐ 5471 Number of forms ____
☐ 8621 Number of forms ____ ☐ 8865 Number of forms ____

Alan & Amy Meltzer Family Foundation, Inc.
Realized Gains and Losses
December 31, 2011

Merrill Lynch

	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
Long Term					
Citigroup Inc - 4,000 shares	12/23/2009	03/30/11	17,689.66	13,440 00	4,249.66
Mac-Gray Corp - 4,500 shares	10/24/2007	03/30/11	69,474 16	62,892.00	6,582 16
Mac-Gray Corp - 2,500 shares	10/24/2007	05/06/11	40,430 98	34,940 00	5,490 98
BB&T Corp - 2,000 shares	various	05/06/11	53,319 17	70,214.42	(16,895 25)
					-
			180,913.97	**181,486.42**	**(572.45)**
			180,913.97	**181,486.42**	**(572.45)**

Chevy Chase Trust

	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
Long Term					
Bank of America Corp - 5,000 shares	12/9/2009	11/30/2011	26,799 98	75,000 00	(48,200.02)
BB&T Corp - 1,300 shares	various	11/30/2011	29,951 42	47,839 58	(17,888 16)
Citigroup - 500 shares	12/23/2009	11/30/2011	13,679.78	16,800 00	(3,120.22)
Entremed - 909 shares	2/10/2005	11/30/2011	1,381 36	46,056.00	(44,674 64)
Peregrine Pharmaceuticals Inc - 4,000 shares	1/26/2006	11/30/2011	3,687 52	22,200 00	(18,512 48)
Eagle Bancorp - 3,053 shares	various	11/30/2011	44,793.66	25,546 81	19,246.85
					-
			120,293.72	**233,442.39**	**(113,148.67)**
			120,293.72	**233,442.39**	**(113,148.67)**
			Total Gain/Loss on Disposal		**(113,721.12)**

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- 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	Employer identification number (EIN) or
	ALAN & AMY MELTZER FAMILY FOUNDATION, INC	[X] 52-2069235
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 R PHILIPSON & CO 8601 GA AVE, NO. 1001	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions. SILVER SPRING, MD 20910	

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

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

- The books are in the care of ▶ ALAN L. MELTZER
  Telephone No ▶ 301-608-3900 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
▶ [X] 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	$ 3,043.
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	$ 843.
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	$ 2,200.

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.

ELECTRONICALLY FILED

MAY - 2 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 File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions ALAN & AMY MELTZER FAMILY FOUNDATION, INC	Employer identification number (EIN) or [X] 52-2069235
	Number, street, and room or suite no If a P.O box, see instructions R PHILIPSON & CO 8601 GA AVE, NO. 1001	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions SILVER SPRING, MD 20910	

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.

- The books are in the care of ▶ ALAN L. MELTZER

Telephone No ▶ 301-608-3900 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
INFORMATION NECESSARY TO COMPLETE THE TAX RETURN IS NOT AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 3,043.
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**	$ 3,043.
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 ▶ [signature] Title ▶ PREPARER Date ▶ JUL 20 2012