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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
HENRY J FOX FUND
CO KOZAK POLLEKOFF & GOLDMAN PC

A Employer identification number
52-6036472

Number and street (or P O box number if mail is not delivered to street address)
1950 OLD GALLOWS ROAD

Room/suite

B Telephone number (see page 10 of the instructions)
(703) 506-9700

City or town, state, and ZIP code
VIENNA, VA 22182

C If exemption application is pending, check here

D 1. Foreign organizations, check here

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

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

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

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method

\$ 991,955

☒ Cash

☐ Accrual

Other (specify)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	18,513	18,513		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-138,042			
	b Gross sales price for all assets on line 6a _____ 3,139,320				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,436	2,436		
	12 Total. Add lines 1 through 11	-117,093	20,949		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	9,000	9,000		
	c Other professional fees (attach schedule)	4,682	4,682		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	110	110		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	997	997		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	14,789	14,789		0
	25 Contributions, gifts, grants paid	51,400			51,400
	26 Total expenses and disbursements. Add lines 24 and 25	66,189	14,789		51,400
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-183,282			
	b Net investment income (if negative, enter -0-)		6,160		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form 990-PF (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	120,648	162,378	162,378
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	107		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,109,612	885,271	829,577
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,230,367	1,047,649	991,955

Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	

Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	1,230,367	1,047,649	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,230,367	1,047,649	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,230,367	1,047,649	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,230,367
2	Enter amount from Part I, line 27a	2	-183,282
3	Other increases not included in line 2 (itemize) ▶ _____	3	564
4	Add lines 1, 2, and 3	4	1,047,649
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,047,649

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)
1 a				
b Capital Gain Dividends				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			1,737
b			
c			
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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-138,042
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	42,000	1,020,088	0 04117
2009	67,636	865,709	0 07813
2008	93,290	1,349,383	0 06914
2007	89,502	1,896,854	0 04718
2006	82,975	1,830,810	0 04532

2 Total of line 1, column (d).	2	0 28094
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 05619
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,047,358
5 Multiply line 4 by line 3.	5	58,849
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	62
7 Add lines 5 and 6.	7	58,911
8 Enter qualifying distributions from Part XII, line 4.	8	51,400

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	123
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	123
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	123
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	294	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	294
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	171
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 171	Refunded	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) _____			
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	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13		No
14	The books are in care of  KOZAK POLLEKOFF & GOLDMAN PC Telephone no  (703) 506-9700 Located at  1950 OLD GALLOWS ROAD 440 VIENNA VA VIENNA VA ZIP +4  22182			
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		
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	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country 			

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.  Yes  No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. 	1b		No
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		No
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  20____, 20____, 20____, 20____			
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 page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  20____, 20____, 20____, 20____			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		No
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
		☐ Yes	☒ No	
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? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
		☐ Yes	☒ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT I FOX	Trustee	0		
6565 CAMINITO SINNECOCK LA JOLLA, CA 92037	0 00			
LESLIE KEFAUVER	TRUSTEE	0		
4831 PARK AVENUE BETHESDA, MD 20816	0 00			
LINDA JOY FOX	Trustee	0		
344 COMBS FAYETTEVILLE, AR 72701	0 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). 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.		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

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 page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	965,880
b	Average of monthly cash balances.	1b	97,428
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,063,308
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	
3	Subtract line 2 from line 1d.	3	1,063,308
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	15,950
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,047,358
6	Minimum investment return. Enter 5% of line 5.	6	52,368

Part XI

Distributable Amount (see page 25 of the 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	52,368
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	123
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	123
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	52,245
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	52,245
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	52,245

Part XII

Qualifying Distributions (see page 25 of the 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	51,400
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	51,400
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	51,400
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2011			
a	Enter amount for 2010 only. 50,559			
b	Total for prior years 20____, 20____, 20____			
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.			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 51,400			
a	Applied to 2010, but not more than line 2a 50,559			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d	Applied to 2011 distributable amount. 841			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b.			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. 51,404			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.			
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 page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

Tax year	Prior 3 years				(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008		
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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

LESLIE KEFAUVER
4831 PARK AVENUE
BETHESDA, MD 20816
(301) 299-8576

b

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

NO SET FORMAT - BY WRITTEN REQUEST

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 Additional Data TableSee Additional Data Table				
Total			3a	51,400
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	18,513	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	2,436	
8 Gain or (loss) from sales of assets other than inventory				1,737	-139,779
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). .				22,686	-139,779
13 Total. Add line 12, columns (b), (d), and (e).					-117,093

[illegible]

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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			

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

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

Additional Data

Software ID: 11000144
Software Version: 2011v1.2
EIN: 52-6036472
Name: HENRY J FOX FUND
CO KOZAK POLLEKOFF & GOLDMAN PC

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SJOGROEN'S SYNDROME FOUNDATION8120 WOODMONT AVE STE 530 BETHESDA,MD 20814	NONE	PUBLIC	CHARITY	500
WETA CLASSICAL RADIOPO BOX 96100 WASHINGTON,DC 20090	NONE	PUBLIC	CHARITY	100
PUBLIC POLICY WATCH1308 W SECOND ST LITTLE ROCK,AR 72201	NONE	PUBLIC	CHARITY	650
PARKINSON'S DESEASE FOUNDATION710 W 168TH ST NEWYORK,NY 10032	NONE	PUBLIC	CHARITY	1,000
OXFAM AMERICA26 WEST ST BOSTON,MA 02111	NONE	PUBLIC	CHARITY	250
MOSTLY MONKEYS SANCTUARYPO BOX 448 RAMONA,CA 92065	NONE	PUBLIC	CHARITY	500
MIRROR STAGE3940 BROOKLYN AVE NE SEATTLE,WA 98105	NONE	PUBLIC	CHARITY	100
MEALS ON WHEELS OF SAN FRANCISCO1375 FAIRFAX AVE SAN FRANCISCO,CA 94124	NONE	PUBLIC	CHARITY	1,440
LEAGUE OF CONSERVATION VOTERS EDUC1920 L ST NWSTE 800 WASHINGTON,DC 20036	NONE	PUBLIC	CHARITY	1,350
IWJC902 WEST MAPLE ST FAYETTSVILLE,AR 72701	NONE	PUBLIC	CHARITY	600
ISECTHOUSAND VARIETIESPO BOX 9475 BERKELEY,CA 94709	NONE	PUBLIC	CHARITY	200
FRIENDS OF LITTLE FALLS LIBRARY5500 MASSACHUSETTS AVE BETHESDA,MD 20816	NONE	PUBLIC	CHARITY	250
CANINE COMPANIONS FOR INDEPENDENCEPO BOX 446 SANTA ROSA,CA 95402	NONE	PUBLIC	CHARITY	500
BIG BROTHER BIG SISTER SAN DIEGO CN8515 ARJONS DR SUITE A SAN DIEGO,CA 92126	NONE	PUBLIC	CHARITY	500
BCC RESCUE SQUAD5020 BATTERY LANE BETHESDA,MD 20814	NONE	PUBLIC	CHARITY	160
QUEST ARTS FOR EVERYONE7414 NEWBURG DR LANHAM,MD 20706	NONE	PUBLIC	CHARITY	300
MAGEN DAVID ADOM888 SEVENTH AVE STE 403 NEWYORK,NY 10106	NONE	PUBLIC	CHARITY	1,000
HADASSAH MEDICAL ORGANIZATION5755 OBERLIN DR 202 SAN DIEGO,CA 92121	NONE	PUBLIC	CHARITY	1,000
FSGWPO BOX 5693 WASHINGTON,DC 20016	NONE	PUBLIC	CHARITY	1,000
ENVIRONMENTAL WORKING GROUP1436 U STREET NW STE 100 WASHINGTON,DC 20009	NONE	PUBLIC	CHARITY	500
DEFENDERS OF WILDLIFEPO BOX 1551 MERRIFIELD,VA 22116	NONE	PUBLIC	CHARITY	150
ALEMEDA FOOD BANKPO BOX 2599 OAKLAND,CA 94614	NONE	PUBLIC	CHARITY	200
WIKIPEDIA FOUNDATION200 SECOND AVE S 358 ST PETERSBURG,FL 33701	NONE	PUBLIC	CHARITY	200
SUN IN MY HEART13431 BEAR PAWTRAIL ELY,MN 55731	NONE	PUBLIC	CHARITY	100
NPR KUAF RADIO STATION747 W DIXON ST FAYETTEVILLE,AR 72701	NONE	PUBLIC	CHARITY	1,000
INQUIRING MINDPP BOX 9999 BERKLEY,CA 94709	NONE	PUBLIC	CHARITY	150
ENVIRONMENTAL MD RESEARCH POLICY3121 ST PAUL ST 26 BALTIMORE,MD 21218	NONE	PUBLIC	CHARITY	500
NATIONAL WILDLIFE FEDERATION PO BOX 1637 MERRIFIELD,VA 22116	NONE	PUBLIC	CHARITY	200
WOLF PARK - NAWPFRR1 BATTLE GROUND,IN 47920	NONE	PUBLIC	CHARITY	200
UNIVERSITY OF MICHIGAN LSA FD500 SOUTH STATE ST 5000 ANN ARBOR,MI 48109	NONE	PUBLIC	CHARITY	100

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
OMNI CENTER FOR PEACE2103 LOREN CIRCLE FAYETTEVILLE,AR 72701	NONE	PUBLIC	CHARITY	500
MARYLAND PIRG FOUNDATION3121 ST PAUL ST 26 BALTIMORE,MD 21218	NONE	PUBLIC	CHARITY	1,000
HUMAN RIGHTS WATCH1630 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	PUBLIC	CHARITY	2,200
INTERFAITH WORKERS JUSTICE CTR902 WEST MAPLE ST FAYETTEVILLE,AR 72703	NONE	PUBLIC	CHARITY	1,000
GREENPEACE702 H ST NW 300 WASHINGTON,DC 20001	NONE	PUBLIC	CHARITY	400
INTL CAMPAIGN FOR TIBET1825 JEFFERSON PLACE NW WASHINGTON,DC 20036	NONE	PUBLIC	CHARITY	300
NATURAL RESOURCES DEFENSE COUNCIL40 WEST 20TH ST NEW YORK,NY 10011	NONE	PUBLIC	CHARITY	1,375
LIVING LANDS WATER17615 GREAT RIVER RD RTE 84 N E MOLINE,IL 61244	NONE	PUBLIC	CHARITY	200
KLEIWERKS82 BUCHANAN AVE ASHVILLE,NC 28801	NONE	PUBLIC	CHARITY	150
CCFHFP4713 WISCONSIN AVE NW WASHINGTON,DC 20037	NONE	PUBLIC	CHARITY	1,000
COMPASSIONATE FRIENDSPO BOX 7708 LITTLE ROCK,AR 72217	NONE	PUBLIC	CHARITY	2,000
CLASSICAL WETA RADIO3939 CAMPBELL AVE ARLINGTON,VA 22206	NONE	PUBLIC	CHARITY	100
ARENA STAGE1101 6TH STREET SW WASHINGTON,DC 20024	NONE	PUBLIC	CHARITY	1,000
SEVA FOUNDATION1786 FIFTH STREET BERKELEY,CA 94710	NONE	PUBLIC	CHARITY	200
CHARITY NAVIGATOR2ND FLOOR 1200 MCARTHUR BLVD MAHWAH,NJ 07430	NONE	PUBLIC	CHARITY	300
CENTER FOR LAO STUDIES65 NINTH STREET SAN FRANCISCO,CA 94103	NONE	PUBLIC	CHARITY	800
FRIENDS OF CHESTER CTY LIBRARY450 EXTON SQUARE PKY EXTON,PA 19103	NONE	PUBLIC	CHARITY	500
CENTER FOR BIOLOGICAL DIVERSITYPO BOX 710 TUCSON,AZ 85702	NONE	PUBLIC	CHARITY	1,500
SINGLE PARENT SCHOLARSHIP FUND614 EAST EMMA SUITE 300 SPRINGDALE,AR 72764	NONE	PUBLIC	CHARITY	100
SIERRA CLUB FOUNDATION12505 KUHLE ROAD WHEATON,MD 20902	NONE	PUBLIC	CHARITY	1,175
BCC HIGH SCHOOL EDUC FDTNPO BOX 31209 BETHESDA,MD 20824	NONE	PUBLIC	CHARITY	250
BETHESDA GREEN4825 CORDELL AVE 200 BETHESDA,MD 20814	NONE	PUBLIC	CHARITY	150
FRANKLIN INSTITUTE222 NORTH 20TH STREET PHILADELPHIA,PA 19103	NONE	PUBLIC	CHARITY	1,000
SHAKESPEARE THEATRE516 8TH STREET SE WASHINGTON,DC 20003	NONE	PUBLIC	CHARITY	1,300
SOUTHERN POVERTY LAW CENTER400 WASHINGTON AVENUE MONTGOMERY,AL 36177	NONE	PUBLIC	CHARITY	2,200
NATURE CONSERVANCY601 N UNIVERSITY AVE LITTLE ROCK,AR 72205	NONE	PUBLIC	CHARITY	200
RIDDLE'S ELEPHANT SANCTUARY PO BOX 715 GREENBRIAR,AR 72058	NONE	PUBLIC	CHARITY	150
HEIFER INTERNATIONALPO BOX 1692 MERRIFIELD,VA 22116	NONE	PUBLIC	CHARITY	300
COOP GREEN AMERICA1612 K STREET NW SUITE 600 WASHINGTON,DC 20006	NONE	PUBLIC	CHARITY	1,000
CONGREGATION BETH ISRAEL 9001 TOWNE CENTER DRIVE SAN DIEGO,CA 92122	NONE	PUBLIC	CHARITY	2,800

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PLANNED PARENTHOOD1108 16TH STREET NW WASHINGTON,DC 20003	NONE	PUBLIC	CHARITY	200
CONFLICT RESOLUTION CENTERPO BOX 187 SOQUEL,CA 95073	NONE	PUBLIC	CHARITY	1,000
COMMUNITY BRIDGES817 SILVER SPRING AVE STE 306 SILVER SPRING,MD 20910	NONE	PUBLIC	CHARITY	200
FINCA1101 14TH ST NW WASHINGTON,DC 20005	NONE	PUBLIC	CHARITY	800
UNION OF CONCERNED SCIENT2 BRATTLE SQUARE CAMBRIDGE,MA 02238	NONE	PUBLIC	CHARITY	1,000
ENVIRONMENTAL DEFENSE FD257 PARK AVENUE SOUTH NEWYORK,NY 10010	NONE	PUBLIC	CHARITY	2,200
IFCOPASTORS FOR PEACE402 WEST 145TH STREET NEWYORK,NY 10031	NONE	PUBLIC	CHARITY	300
AMER FRIENDS SERVICE COMMITTEE1501 CHERRY ST PHILADELPHIA,PA 19102	NONE	PUBLIC	CHARITY	1,700
OPERATION UNDERSTANDING3000 CONNECTICUT AVE NW STE 3 WASHINGTON,DC 20008	NONE	PUBLIC	CHARITY	1,000
NATIONAL PARKS CONSERVATION 1300 19TH STREET NW SUITE 300 WASHINGTON,DC 20036	NONE	PUBLIC	CHARITY	1,700
LOW VISION INFO CENTER7701 WOODMONT AVE 604 BETHESDA,MD 20814	NONE	PUBLIC	CHARITY	250
A TOUCH OF LOVE FOUNDATION 604 HUPA STREET VENTURA,CA 93001	NONE	PUBLIC	CHARITY	1,200
Total  3a				51,400

TY 2011 Accounting Fees Schedule**Name:** HENRY J FOX FUND

CO KOZAK POLLEKOFF & GOLDMAN PC

EIN: 52-6036472**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	9,000	9,000	0	0

TY 2011 Investments Corporate
 Stock Schedule

Name: HENRY J FOX FUND
 CO KOZAK POLLEKOFF & GOLDMAN PC

EIN: 52-6036472

Software ID: 11000144

Software Version: 2011v1.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WHOLE FOODS MARKET INC	15,764	16,630
WALTER ENERGY INC	27,079	21,802
VALEANT PHARMACEUTICALS INTL	14,581	14,614
SEAGATE TECHNOLOGY PLC	11,988	11,578
SANDISK CORP	10,036	9,694
PRICELINE.COM INC NEW	12,545	12,160
PIER 1 IMPORTS INC	13,812	15,044
PHARMASSET INC	9,509	16,025
NIKE INC CL B	12,845	13,395
LAS VEGAS SANDS CORP	12,964	11,494
INTERCONTINENTALEXCHANGE INC	6,156	5,666
FREEMPORT MCMORAN COPPER & GOLD INC	10,499	9,786
BAIDU INC ADS	13,321	11,531
ASSURED GUARANTY LTD	4,908	4,783
APPLE INC	15,035	17,415
INVESCO BALANCED-RISK ALLOC FD A	10,000	9,673
SPDR GOLD TRUST	36,603	34,198
POWERSHARES DB MULTI SECTOR COMMODITY TR	22,436	21,552
MERGER FUND SBI	5,000	4,878
CALAMOS MARKET NEUTRAL INCOME FD CL A	10,000	9,951
ARBITRAGE FUND NO LOAD CLASS	5,000	4,901
PRINCIPAL INVESTORS PREFERRED SEC FD A	60,000	57,556
FIRST TRUST PREFERRED SECURITIES & INCOM	36,555	37,105
DOUBLE LINE TOTAL RETURN FUND	73,667	72,794
ISHARES IBOXX HIGH YIELD CORP BOND	39,645	40,244
WELLS FARGO ADVANTAGE GROWTH FUND	41,877	39,276
SCOUT MID CAP FUND	75,481	69,772
OAKMARK INTL FUND	9,668	7,954
FAIRHOLME FUND	46,033	30,679
JPMORGAN ALERIAN MLP INDEX	72,847	77,940
FORD MOTOR CO	14,533	10,222
EXXON MOBIL CORP	18,924	21,105
APPLE INC	71,220	72,900
GLADSTONE CAPITAL CORP	44,740	15,260

TY 2011 Other Expenses Schedule**Name:** HENRY J FOX FUND

CO KOZAK POLLEKOFF & GOLDMAN PC

EIN: 52-6036472**Software ID:** 11000144**Software Version:** 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	96	96		
BANK CHARGES	901	901		

TY 2011 Other Income Schedule

Name: HENRY J FOX FUND

CO KOZAK POLLEKOFF & GOLDMAN PC

EIN: 52-6036472

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	2,436	2,436	

TY 2011 Other Increases Schedule

Name: HENRY J FOX FUND
CO KOZAK POLLEKOFF & GOLDMAN PC

EIN: 52-6036472

Software ID: 11000144

Software Version: 2011v1.2

Description	Amount
NONTAXABLE DISTRIBUTIONS	564

TY 2011 Other Professional Fees Schedule**Name:** HENRY J FOX FUND

CO KOZAK POLLEKOFF & GOLDMAN PC

EIN: 52-6036472**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	4,682	4,682	0	0

TY 2011 Taxes Schedule**Name:** HENRY J FOX FUND

CO KOZAK POLLEKOFF & GOLDMAN PC

EIN: 52-6036472**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	110	110		