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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 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
The Alvin and Fanny Blaustein Thalheimer
Foundation Inc
% JULIET A EURICH EXECUTIVE D

Number and street (or P O box number if mail is not delivered to street address) Room/suite
6225 Smith Avenue Suite B 100

City or town, state, and ZIP code
Baltimore, MD 21209

A Employer identification number
52-6038383

B Telephone number (see page 10 of the instructions)
(410) 415-7600

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)
\$ 19,902,242

J Accounting method ☒ Cash ☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

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)	279,000			
	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.	315,822	315,822	0	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-131,501			
	b Gross sales price for all assets on line 6a _____ 0				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
Operating and Administrative Expenses	11 Other income (attach schedule)	171	171	0	
	12 Total. Add lines 1 through 11	463,492	315,993	0	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	2,584	2,584	0	0
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	25,138	25,138	0	0
	19 Depreciation (attach schedule) and depletion . . .	4,479			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	210,268	188,653	0	21,617
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	242,469	216,375	0	21,617
	25 Contributions, gifts, grants paid	957,000			957,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,199,469	216,375	0	978,617
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-735,977			
	b Net investment income (if negative, enter -0-)		99,618		
	c Adjusted net income (if negative, enter -0-)			0	

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	73,999	242,559	242,559
	2	Savings and temporary cash investments	77,510	77,514	77,514
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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)			
	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)	18,074,610	17,174,548	19,579,554
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	7,094	2,615	2,615	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	18,233,213	17,497,236	19,902,242	
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			
	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	18,233,213	17,497,236	
	30	Total net assets or fund balances (see page 17 of the instructions)	18,233,213	17,497,236	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	18,233,213	17,497,236	

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	18,233,213
2	Enter amount from Part I, line 27a	2	-735,977
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	17,497,236
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	17,497,236

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 CAPITAL GAIN DIVIDENDS		P		
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			56
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-131,501
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	0

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	1,296,471	20,101,123	0 064497
2009	1,395,981	18,576,553	0 075147
2008	2,749,770	23,689,386	0 116076
2007	926,057	29,402,004	0 031496
2006	1,234,269	27,577,782	0 044756

2 Total of line 1, column (d).	2	0 331972
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 066394
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	20,649,100
5 Multiply line 4 by line 3.	5	1,370,976
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	996
7 Add lines 5 and 6.	7	1,371,972
8 Enter qualifying distributions from Part XII, line 4.	8	978,617

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 VI

Excise 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	1,992
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	1,992
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	1,992
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	45,274	
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	45,274
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	43,282
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 43,282	Refunded ☐	11	

Part VII-A

Statements 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		
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) ☐ 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	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?	13	Yes	
Website address www.thalheimerfoundation.org				
14	The books are in care of JULIET A EURICH EXECUTIVE DIR Telephone no (410) 415-7660			
Located at 6225 SMITH AVE B-100 Baltimore MD ZIP+4 21209				
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? If "Yes," list the years 20____, 20____, 20____, 20____ ☐ Yes ☒ No			
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		
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

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. ☒ c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	5b		
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?	6b	No	
	7b		

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
Louis B Thalheimer	President / Trustee	0	0	0
6225 Smith Avenue Suite B 100 Baltimore, MD 21209	1 0			
Marjorie T Coleman	Vice President /	0	0	0
6225 Smith Avenue Suite B 100 Baltimore, MD 21209	Trustee 1 0			
Juliet A Eunch	Executive Director	0	0	0
6225 Smith Avenue Suite B 100 Baltimore, MD 21209	30 0			
Monica Rovecamp	Secretary	0	0	0
6225 Smith Avenue Suite B 100 Baltimore, MD 21209	1 0			

(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

Total number of other employees paid over \$50,000.	▶	
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Part VIII

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

[illegible]

Total number of others receiving over \$50,000 for professional services.	▶
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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 NONE	
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	17,675,138
b	Average of monthly cash balances.	1b	3,288,415
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	20,963,553
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	20,963,553
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	314,453
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,649,100
6	Minimum investment return. Enter 5% of line 5.	6	1,032,455

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	1,032,455
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,992
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,992
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,030,463
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,030,463
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	1,030,463

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	978,617
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	978,617
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	978,617
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				1,030,463
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.			0	
b	Total for prior years 2009 , 2008 , 2007				
3	Excess distributions carryover, if any, to 2011				
a	From 2006.				
b	From 2007.				
c	From 2008. 1,577,967				
d	From 2009. 468,950				
e	From 2010. 304,607				
f	Total of lines 3a through e.	2,351,524			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 978,617				
a	Applied to 2010, but not more than line 2a			0	
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). . .				
d	Applied to 2011 distributable amount.				978,617
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	51,846			51,846
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,299,678			
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			0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
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	2,299,678			
10	Analysis of line 9				
a	Excess from 2007. . . .				
b	Excess from 2008. . . . 1,526,121				
c	Excess from 2009. . . . 468,950				
d	Excess from 2010. . . . 304,607				
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

Executive Director
6225 Smith Avenue Suite B 100
Baltimore, MD 21209
(410) 415-7660

b

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

BY LETTER

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

THE FOUNDATION DOES NOT MAKE GRANTS OR GIFTS TO INDIVIDUALS

Form 990-PF (2011)

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

Form **990-PF** (2011)

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	315,822	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-131,330	
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). .				184,492	
13 Total. Add line 12, columns (b), (d), and (e).			13		184,492

[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?

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.		

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-11-02	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature		Date	Check if self-employed ☒
Firm's name			Firm's EIN		
Firm's address			Phone no (302) 737-1205		

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

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF.	OMB No 1545-0047
		2011

Name of organization The Alvin and Fanny Blaustein Thalheimer Foundation Inc	Employer identification number 52-6038383
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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 33¹/₃% 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, aggregate 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 aggregate 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 in the heading of its Form 990-EZ, or on 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 The Alvin and Fanny Blaustein Thalheimer Foundation Inc	Employer identification number 52-6038383
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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) Aggregate contributions	(d) Type of contribution
1	LORD BALTIMORE CAPITAL CORPORATION 6225 SMITH AVENUE SUITE B100 Baltimore, MD 21209	\$ 279,000	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)
		\$	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 The Alvin and Fanny Blaustein Thalheimer Foundation Inc	Employer identification number 52-6038383
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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 The Alvin and Fanny Blaustein Thalheimer Foundation Inc	Employer identification number 52-6038383
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating 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 See instructions) ➤ \$
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
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 52-6038383
Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc

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 Paid during the year				
AMERICAN CIVIL LIBERTIES UNION OF MD FOUNDATION3600 CLIPPER MILL ROAD SUITE 350 BALTIMORE, MD 21211	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
ART ON PURPOSEPO BOX 19909 BALTIMORE, MD 21211	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	5,000
THE BALTIMORE MUSEUM OF ART 10 ART MUSEUM DRIVE BALTIMORE, MD 21218	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	40,000
BELL FOUNDATION INC60 CLAYTON STREET DORCHESTER, MA 02122	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
BIRTHRIGHT ISRAEL FOUNDATION33 EAST 33RD STREET 7TH FLOOR NEW YORK, NY 10016	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	10,000
BUILDING STEPSPO BOX 1393 BROOKLANDVILLE, MD 210221393	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	25,000
CENTER FOR URBAN FAMILIES 2201 NORTH MONROE STREET BALTIMORE, MD 21217	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
FJC520 EIGHTH AVENUE 20TH FLOOR NEW YORK, NY 10018	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
THE FRESH AIR FUND633 THIRD AVENUE NEW YORK, NY 10017	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	2,000
FRANCISCAN CENTER101 WEST 23RD STREET BALTIMORE, MD 21218	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	25,000
FUND FOR EDUCATIONAL EXCELLENCE800 NORTH CHARLES STREET SUITE 400 BALTIMORE, MD 21201	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	107,000
HEALTH CARE FOR THE HOMELESS INC421 FALLSWAY BALTIMORE, MD 21202	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	40,000
THE HEARING AND SPEECH AGENCY5900 METRO DRIVE BALTIMORE, MD 21215	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	10,000
HIGHER ACHIEVEMENT BALTIMORETHE UNION MILL 1500 UNION AVENUE STE 2600 BALTIMORE, MD 21211	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
HILLEL-THE FOUNDATION FOR JEWISH CAMPUS LIFEARTHUR AND ROCHELLE BELFER BUILDING 800 EIGHTH STREET NW WASHINGTON, DC 200013724	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	50,000
THE INGENUITY PROJECT INC BALTIMORE POLYTECHNIC INSTITUTE 1400 WEST COLD SPRING LANE BALTIMORE, MD 21209	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
THE INNOCENCE PROJECT40 WORTH STREET SUITE 701 NEW YORK, NY 10013	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	7,500
JEWISH TELEGRAPHIC AGENCY INC330 SEVENTH AVENUE 17TH FLOOR NEW YORK, NY 10001	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	10,000
JOB OPPORTUNITIES TASK FORCE INC111 WATER STREET SUITE 201 BALTIMORE, MD 21202	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
KENNEDY KRIEGER INSTITUTE707 NORTH BROADWAY BALTIMORE, MD 21205	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
MEDECINS SANS FRONTIERES USA INC333 SEVENTH AVENUE 2ND FLOOR NEW YORK, NY 100015004	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	7,000
MT WASHINGTON PEDIATRIC HOSPITAL1708 WEST ROGERS AVENUE BALTIMORE, MD 212094596	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	10,000
NEW LEADERS FOR NEW SCHOOLS 1 EAST MOUNT ROYAL STREET 2ND FLOO BALTIMORE, MD 21202	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	30,000
PROJECT KESHER2144 ASHLAND AVENUE SUITE 3 EVANSTON, IL 60201	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	35,000
THE RANGELEY LAKES HERITAGE TRUSTPO BOX 249 OQUOSSOC, ME 049647311	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	4,000
SPANISH THEATRE REPERTORY COMPANY LTD138 EAST 27TH STREET NEW YORK, NY 10016	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	2,500
SCHECHTER INSTITUTE OF JEWISH STUDIESBOX 3566 PO BOX 8500 PHILADELPHIA, PA 191783566	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	45,000
SHEPHERD'S CLINIC2800 KIRK AVENUE BALTIMORE, MD 21218	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
TEACH FOR AMERICA INC2601 NORTH HOWARD STREET SUITE 300 BALTIMORE, MD 212184666	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	35,000
URBAN TEACHER CENTERUNION MILL 1500 UNION AVENUE BALTIMORE, MD 21201	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000

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 Paid during the year				
WORLD UNION FOR PROGRESSIVE JUDAISM LTD633 THIRD AVENUE NEWYORK,NY 100176778	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	135,000
APPALACHIAN TRAIL CONSERVANCYPO BOX 807 HARPERS FERRY,WV 25425	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	2,500
ARTS EVERY DAY INC1800 N CHARLES ST STE 810 BALTIMORE,MD 21201	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
BALTIMORE SQUASH WISE3600 CLIPPER MILL ROAD STE 207 BALTIMORE,MD 21211	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	4,000
BALTIMORE URBAN DEBATE LEAGUE2601 N HOWARD STREET STE 150 BALTIMORE,MD 21218	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
BRAZIL FOUNDATION345 7TH AVENUE ROOM 1401 NEWYORK,NY 10001	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	5,000
CENTROPA3500 PIEDMONT ROAD SUITE 600 ATLANTA,GA 30305	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
THE JEWISH FEDERATIONS OF NORTH AMERICA INC25 BROADWAY STE 1700 NEWYORK,NY 100041010	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	10,000
COMMUNITY COUNCIL FOR THE HOMELESSAT FRIENDSHIP PLACE 4317 WISCONSIN AVE NW WASHINGTON,DC 20016	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	2,500
FUNDACION ALMAPLANETARIUM STATION PO BOX 374 NEWYORK,NY 10024	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	2,500
HOUSE OF RUTH2201 ARGONNE DRIVE BALTIMORE,MD 21218	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	10,000
LOUISE WELLS CAMERON ART MUSEUM INC3201 SOUTH 17TH STREET WILMINGTON,NC 28412	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	5,000
THE NATURE CONSERVANCY INTERNATIONAL HEADQUARTERS 4245 NORTH FAIRFAX DRIVE STE 100 ARLINGTON,VA 22203	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	5,000
PARTNERSHIP FOR THE HOMELESS 305 7TH AVENUE 13TH FLOOR NEWYORK,NY 10001	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	6,500
PLANNED PARENTHOOD OF MARYLAND INC330 NORTH HOWARD STREET BALTIMORE,MD 21201	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	1,000
PLANNED PARENTHOOD OF NYC26 BLEECKER STREET NEWYORK,NY 10012	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	6,500
PRO PUBLICA INC55 BROADWAY NEWYORK,NY 10006	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	10,000
SANCTUARY FOR FAMILIES INCPO BOX 1406 WALL STREET STATION NEWYORK,NY 10268	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	4,000
SLOW FOOD USA20 JAY STREET NO M-04 BROOKLYN,NY 11201	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	2,500
THE ASSOCIATION OF BALTIMORE AREA GRANTMAKERS2 EAST READ STREET 2ND FLOOR BALTIMORE,MD 21202	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
Total  3a				957,000

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)				
b <i>Approved for future payment</i>				
THE BALTIMORE MUSEUM OF ART10 ART MUSEUM DRIVE BALTIMORE,MD 212183898	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	120,000
HILLEL-THE FOUNDATION FOR JEWISH CAMPUS LIFEARTHUR AND ROCHELLE BELFER BUILDING 800 EIGHTH STREET NW WASHINGTON,DC 200013724	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	50,000
JOB OPPORTUNITIES TASK FORCE 111 WATER STREET SUITE 201 BALTIMORE,MD 21202	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
THE SCHECHTER INSTITUTES INC BOX 3566 PHILADELPHIA,PA 191783566	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	45,000
ARTS EVERY DAY1800 N CHARLES STREET STE 810 PO BOX 8500 BALTIMORE,MD 21201	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
BALTIMORE URBAN DEBATE LEAGUE2601 N HOWARD STREET STE 150 BALTIMORE,MD 21218	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	15,000
CASA DE MARYLAND INC8151 15TH AVE HYATTSVILLE,MD 20781	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	60,000
THE CENTRAL EUROPEAN CENTER FOR RESEARCHAND DOCUMENTATION ATLANTA,GA 30305	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
FRANCISCAN CENTER101 WEST 23RD STREET 3500 PIEDMONT ROAD STE 600 BALTIMORE,MD 21218	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	20,000
PROJECT KESHER2144 ASHLAND AVENUE STE 3 EVANSTON,IL 60201	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	35,000
TEACH FOR AMERICA INC2601 NORTH HOWARD STREET STE 300 BALTIMORE,MD 21218	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	70,000
WORLD UNION FOR PROGRESSIVE JUDIASM LTD633 THIRD AVENUE NEW YORK,NY 10017	NONE	EXEMPT	UNRESTRICTED GIFT FOR CHARITABLE PURPOSES	135,000
Total  3b				605,000

**TY 2011 All Other Program
Related Investments Schedule**

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc
EIN: 52-6038383

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Amortization Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc

EIN: 52-6038383

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
COMPUTER SOFTWARE	2007-07-17	22,397	15,303	5 0	4,479			19,782

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc

EIN: 52-6038383

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
----------------------------	------------------	------------------------	------------------------------	-----------------------	--------------------------------	--	--------------------------	------------------------	------------------------------------

TY 2011 Investments - Other Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc

EIN: 52-6038383

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ROCKEFELLER GLOBAL EQUITY FUND		9,683,571	11,598,926
THE BALTIMORE FUND, LLC		49,102	58,904
SMITH BARNEY - MONEY FUNDS		2,685,059	2,685,059
BLACKSTONE PARTNERS FUND, LTD		4,756,816	5,236,665

TY 2011 Land, Etc. Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc
EIN: 52-6038383

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2011 Legal Fees Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc

EIN: 52-6038383

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,584	2,584	0	0

TY 2011 Other Assets Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc
EIN: 52-6038383

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
COMPUTER SOFTWARE	7,094	2,615	2,615

TY 2011 Other Expenses Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc

EIN: 52-6038383

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS FROM K-1S	188,609	188,609	0	0
EDUCATION	5,540	0	0	5,540
BANK FEES	44	44	0	0
POSTAGE AND DELIVERY	428	0	0	428
MEMBERSHIP DUES	11,065	0	0	11,065
OFFICE SUPPLIES	370	0	0	370
TELEPHONE	257	0	0	257
OTHER ADMINISTRATIVE EXPENSES	3,955	0	0	3,957

TY 2011 Other Income Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc
EIN: 52-6038383

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
From K-1 Invesments - Other Portfolio	171	171	0

TY 2011 Taxes Schedule

Name: The Alvin and Fanny Blaustein Thalheimer
Foundation Inc
EIN: 52-6038383

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PD FROM K-1S	25,138	25,138	0	0