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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

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation THE OXFORD AREA FOUNDATION		A Employer identification number 20-1060782	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 322		B Telephone number (see instructions) (610) 932-4627	
City or town, state, and ZIP code OXFORD, PA 19363		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 20,406,176		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☐ Accrual ☒ Other (specify) <u>Modified Cash</u> (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 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)	5,667,879		
	2	Check ☐ if the foundation is not required to attach Sch B			
	3	Interest on savings and temporary cash investments	441	441	
	4	Dividends and interest from securities.	446,144	446,144	
	5a	Gross rents			
	b	Net rental income or (loss) _____			
	6a	Net gain or (loss) from sale of assets not on line 10	819,451		
	b	Gross sales price for all assets on line 6a _____ 2,584,041			
	7	Capital gain net income (from Part IV , line 2)		819,451	
	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)			
	12	Total. Add lines 1 through 11	6,933,915	1,266,036	
	13	Compensation of officers, directors, trustees, etc	13,125	6,562	6,563
	14	Other employee salaries and wages	14,141	708	13,433
	15	Pension plans, employee benefits	983	49	934
	16a	Legal fees (attach schedule)	30,445	22,834	7,611
	b	Accounting fees (attach schedule)	14,650	10,988	3,662
	c	Other professional fees (attach schedule)	99,436	97,908	1,528
	17	Interest			
	18	Taxes (attach schedule) (see instructions)	11,425	0	0
	19	Depreciation (attach schedule) and depletion . . .	1,945	389	
	20	Occupancy	13,562	4,069	9,493
	21	Travel, conferences, and meetings	11,320	1,812	9,508
	22	Printing and publications			
	23	Other expenses (attach schedule)	6,530	1,868	4,662
	24	Total operating and administrative expenses. Add lines 13 through 23	217,562	147,187	57,394
	25	Contributions, gifts, grants paid	719,990		719,990
	26	Total expenses and disbursements. Add lines 24 and 25	937,552	147,187	777,384
	27	Subtract line 26 from line 12			
	a	Excess of revenue over expenses and disbursements	5,996,363		
	b	Net investment income (if negative, enter -0-)		1,118,849	
	c	Adjusted net income (if negative, enter -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	200	350	350
	2	Savings and temporary cash investments	255,772	1,134,703	1,134,703
	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)	10,984,169	11,827,670	15,581,216
	c	Investments—corporate bonds (attach schedule).	2,173,358	2,055,631	2,248,757
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,470,994	1,470,994	1,428,598
	14	Land, buildings, and equipment basis ▶ 24,998 Less accumulated depreciation (attach schedule) ▶ 12,446	10,298	12,552	12,552
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	14,894,791	16,501,900	20,406,176	
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 ▶ _____)	4,389,254	0	
	23	Total liabilities (add lines 17 through 22)	4,389,254	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	10,505,537	16,501,900	
	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)	10,505,537	16,501,900	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	14,894,791	16,501,900	

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	10,505,537
2	Enter amount from Part I, line 27a	2	5,996,363
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	16,501,900
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	16,501,900

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	PUBLICLY TRADED SECURITIES	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 2,584,041		1,764,590	819,451
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			819,451
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	819,451
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 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))
2011	5,700,492	19,053,442	0 299184
2010	549,800	17,540,309	0 031345
2009	532,801	15,270,010	0 034892
2008	802,752	19,278,090	0 041641
2007	676,222	19,097,086	0 035410

2 Total of line 1, column (d).	2	0 442472
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 088494
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	19,322,109
5 Multiply line 4 by line 3.	5	1,709,891
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	11,188
7 Add lines 5 and 6.	7	1,721,079
8 Enter qualifying distributions from Part XII, line 4.	8	777,384

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

Part 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	22,377
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	22,377
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	22,377
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,544	
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	10,544
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	278
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	12,111
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	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 \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
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? If "Yes," attach the statement required by General Instruction T.	5		No
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 instructions) PA, DE _____			
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? 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	Yes	

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶JOHN H WARE IV Telephone no ▶(610) 932-4627 Located at ▶279 GLEN ROY ROAD NOTTINGHAM PA ZIP +4 ▶19362			
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 2012, 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		No
See 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 2012?.	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ 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 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 2012 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 2012.</i>).	3b		
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 2012?	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 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 instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see 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
See Additional Data Table				

2

Compensation of five highest-paid employees (other than those included on line 1—see 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.

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
HIRTLE CALLAGHAN & CO	INVESTMENT FEES	97,828
FIVE TOWER BRIDGE 300 BARR HARBOR DRIVE SUITE 50 WEST CONSHOHOCKEN, PA 19428		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see 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.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	18,793,979
b	Average of monthly cash balances.	1b	822,375
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	19,616,354
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	19,616,354
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	294,245
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,322,109
6	Minimum investment return. Enter 5% of line 5.	6	966,105

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	966,105
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	22,377
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	22,377
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	943,728
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	943,728
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	943,728

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	777,384
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	777,384
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 instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	777,384
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				943,728
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.	4,444,837			
f Total of lines 3a through e.	4,444,837			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 777,384				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				777,384
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	166,344			166,344
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,278,493			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	4,278,493			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .	4,278,493			
e Excess from 2012. . . .				

Part XIV Private Operating Foundations (see 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 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	
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 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))

JOHN H WARE IV

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

The name, address, and telephone number or e-mail of the person to whom applications should be addressed

THE OXFORD AREA FOUNDATION
PO BOX 341
OXFORD,PA 19363
(610) 932-4627

b

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

THE APPLICANTS SHOULD SUBMIT A SHORT LETTER OF INTRODUCTION DESCRIBING THEIR AGENCY, ITS HISTORY, AND MISSION STATEMENT THE SECOND PAGE SHOULD EXPLAIN THE PROPOSED PROJECT WITH AN APPROXIMATE BUDGET, A LIST OF OTHER POSSIBLE FUNDING SOURCES, WHAT THEY WISH TO ACCOMPLISH AND HOW THEY PLAN TO DO IT ALL INQUIRIES WILL RECEIVE A RESPONSE

c

Any submission deadlines

REQUEST MAY BE SUBMITTED AT ANY TIME IN THE CALENDAR YEAR PRIOR TO OCTOBER 15TH

d

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

ONLY ONE GRANT REQUEST PER YEAR SHOULD BE SUBMITTED FOR ANY GIVEN PROJECT THE FOUNDATION HAS NO FORMAL APPLICATION FORM STAFF WILL REVIEW YOUR LETTER WITHIN ONE MONTH OF RECEIVING IT TO DETERMINE IF THE PROPOSED PROJECT FITS THE BASIC CRITERIA OF THE BOARD OF DIRECTORS - ONLY WHEN THE APPLICANT HAS BEEN INVITED TO SEND A FULL PROPOSAL, SHOULD THEY SEND OTHER INFORMATION TO THE BOARD LISTING THE NEED FOR THE PROJECT, THE BUDGET, AND SUPPORTED MATERIALS AS LISTED IN GRANT APPLICATION GUIDELINE AND PROCEDURES

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> See Additional Data Table				
Total				719,990
b <i>Approved for future payment</i> See Additional Data Table				
Total				319,000

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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			14	441	
4 Dividends and interest from securities.			14	446,144	
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	819,451	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). . .		0		1,266,036	0
13 Total. Add line 12, columns (b), (d), and (e).			13		1,266,036

[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.			

[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.

*****	2013-09-03	*****	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
Signature of officer or trustee	Date	Title	

May the IRS discuss this return with the preparer shown below (see instr)? ☒ **Yes** ☐ **No**

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	DOUGLAS L BERMAN	DOUGLAS L BERMAN	2013-09-03		P01269555
	Firm's name ☐	REINSEL KUNTZ LESHER LLP		Firm's EIN ☐ 23-2108173	
		3501 CONCORD ROAD PO BOX 21439			
	Firm's address ☐	YORK, PA 17402		Phone no (717) 843-3804	

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
		2012

Name of the organization THE OXFORD AREA FOUNDATION	Employer identification number 20-1060782
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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, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization THE OXFORD AREA FOUNDATION	Employer identification number 20-1060782
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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) Total contributions	(d) Type of contribution
1	JOHN H WARE III CHARITABLE LEAD ANN C/O J P MORGAN ONE LIBERTY PLACE PHILADELPHIA, PA 19103	\$ 30,624	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	JOHN H WARE IV CHARITABLE LEAD ANNU C/O J P MORGAN ONE LIBERTY PLACE PHILADELPHIA, PA 19103	\$ 5,637,255	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE OXFORD AREA FOUNDATION	Employer identification number 20-1060782
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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 OXFORD AREA FOUNDATION	Employer identification number 20-1060782
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once 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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

TY 2012 Accounting Fees Schedule

Name: THE OXFORD AREA FOUNDATION

EIN: 20-1060782

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	14,650	10,988		3,662

**TY 2012 Investments Corporate
Bonds Schedule**

Name: THE OXFORD AREA FOUNDATION
EIN: 20-1060782

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS - FIXED INCOME	2,055,631	2,248,757

**TY 2012 Investments Corporate
Stock Schedule****Name:** THE OXFORD AREA FOUNDATION**EIN:** 20-1060782

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS - DOMESTIC EQUITY	5,758,617	7,893,223
MUTUAL FUNDS - INTERNATIONAL EQUITY	6,069,053	7,687,993

TY 2012 Investments - Other Schedule

Name: THE OXFORD AREA FOUNDATION

EIN: 20-1060782

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HEDGE FUNDS	FMV	1,470,994	1,428,598

TY 2012 Land, Etc. Schedule**Name:** THE OXFORD AREA FOUNDATION**EIN:** 20-1060782

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
EQUIPMENT	17,252	8,168	9,084	9,084
FURNITURE	7,746	4,278	3,468	3,468

TY 2012 Legal Fees Schedule

Name: THE OXFORD AREA FOUNDATION

EIN: 20-1060782

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	30,445	22,834		7,611

TY 2012 Other Expenses Schedule**Name:** THE OXFORD AREA FOUNDATION**EIN:** 20-1060782

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	1,873	937		936
WEB SITE / INTERNET	3,332	666		2,666
MEMBERSHIP DUES	1,325	265		1,060

TY 2012 Other Liabilities Schedule

Name: THE OXFORD AREA FOUNDATION

EIN: 20-1060782

Description	Beginning of Year - Book Value	End of Year - Book Value
OVERDRAFT	4,389,254	0

TY 2012 Other Professional Fees Schedule**Name:** THE OXFORD AREA FOUNDATION**EIN:** 20-1060782

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISOR FEES	97,828	97,828		0
OTHER	1,608	80		1,528

TY 2012 Substantial Contributors Schedule**Name:** THE OXFORD AREA FOUNDATION**EIN:** 20-1060782

Name	Address
JOHN H WARE III CLAT	C/O JP MORGAN ONE LIBERTY PLACE PHILADELPHIA,PA 19103
JOHN H WARE IV CLAT	C/O JP MORGAN ONE LIBERTY PLACE PHILADELPHIA,PA 19103
MARIAN S WARE CLAT	C/O JP MORGAN ONE LIBERTY PLACE PHILADELPHIA,PA 19103

TY 2012 Taxes Schedule

Name: THE OXFORD AREA FOUNDATION

EIN: 20-1060782

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	11,425	0		0

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NANCY WARE SAPP	PRESIDENT / DIRECTOR 4 00	2,700	0	0
279 GLEN ROY ROAD NOTTINGHAM,PA 19362				
ADAM SAPP	TREASURER 1 00	2,850	0	0
279 GLEN ROY ROAD NOTTINGHAM,PA 19362				
KIMBERLY ZULEBA	SECRETARY 2 00	2,850	0	0
279 GLEN ROY ROAD NOTTINGHAM,PA 19362				
DEBRA WARE KLINE	CO VICE-PRESIDENT 2 00	1,650	0	0
279 GLEN ROY ROAD NOTTINGHAM,PA 19362				
JOHN H WARE IV	CO VICE-PRESIDENT 2 00	1,650	0	0
279 GLEN ROY ROAD NOTTINGHAM,PA 19362				
BRIGHAM FARIA	BOARD MEMBER 1 00	1,275	0	0
279 GLEN ROY ROAD NOTTINGHAM,PA 19362				
PHILIP SAPP	JUNIOR BOARD MEMBER 1 00	150	0	0
279 GLEN ROY ROAD NOTTINGHAM,PA 19362				

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>				
AARP 601 EAST STREET NW WASHINGTON,DC 20049	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
ADOPTAPLATOON PO BOX 1457 SEABROOK,NH 03874	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
ALS 321 NORRISTOWN ROAD SUITE 260 AMBLER,PA 19002	NONE	501(C)(3)	CHESTER COUNTY	25,000
ALLEN AME CHURCH 110-31 MERRICK BLVD JAMICA,NY 11433	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,000
ALZHEIMER'S ASSOC 399 MARKET ST STE 102 PHILADELPHIA,PA 19106	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	2,000
AMERICAN CANCER SOCIETY 314 GOOD DRIVE LANCASTER,PA 17603	NONE	501(C)(3)	HALL FUND RAISER	5,000
AMERICAN LUNG ASSOC PO BOX 7000 ALLBERT LEA,MN 56007	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
AMERICAN FOR PROSPERITY 2111 WILSON BLVD SUITE 350 ARLINGTON,VA 22201	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
AMERICARES 88 HAMILTON AVENUE PO BOX 4921 STAMFORD,CT 06902	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
ANDREWS BRIDGE FELLOWSHIP 145 BETHEL ROAD OXFORD,PA 19363	NONE	501(C)(3)	PROJECT FEET	1,500
ANGEL TREE PO BOX 50211 KNOXVILLE,TN 37950	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
ARC OF CHESTER COUNTY 900 LAWRENCE DRIVE WEST CHESTER,PA 19380	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	2,500
ARTS ALLIANCE 1100 NORTH MAIN STREET SUITE 106B ANN ARBOR,MI 48104	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
AVON GROVE CHURCH OF THE NAZARENE 240 STATE ROAD WEST GROVE,PA 19390	NONE	501(C)(3)	THE BRIDGE	7,000
BEACH UNITED METHODIST CHURCH 325 7TH AVENUE NORTH JACKSONVILLE,FL 32250	NONE	501(C)(3)	JAMAICA	1,000

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 <i>Paid during the year</i>				
BETHANY CHRISTIAN SCHOOL 1137 SHADYSIDE RD OXFORD, PA 19363	NONE	501(C)(3)	TECHNOLOGY & TRAINING	26,500
BETHANY CHRISTIAN SCHOOL 1137 SHADYSIDE RD OXFORD, PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
BOURNEFYF SPECIAL CAMP 1066 SOUTH NEW STREET WEST CHESTER, PA 19382	NONE	501(C)(3)	SCHOLARSHIPS	5,000
BOURNEFYF SPECIAL CAMP 1066 SOUTH NEW STREET WEST CHESTER, PA 19382	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
BOYS TOWN 200 FLANAGAN BLVDPO BOX 6000 BOYS TOWN, NE 68010	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	90
BRANDYWINE CONSERVANCY PO BOX 141 CHADDS FORD, PA 19317	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	15,000
BRANDYWINE HEALTH FOUNDATION 50 S FIRST AVENUE COATESVILLE, PA 19320	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	2,000
CARE PO BOX 1870 MERRIFIELD, VA 22116	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
CAMP DREAMCATCHER 617 WEST SOUTH STREET KENNETT SQUARE, PA 19348	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS, MD 21403	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
CHESTER COUNSELING CENTER 701 MAIN ST PHOENIXVILLE, PA 19460	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	25,000
CHESTER COUNTY DETECTIVES 313 W MARKET STREET WEST CHESTER, PA 19380	NONE	501(C)(3)	OFF BUDGET	8,456
CHESTER COUNTY EXTENSION 4H PROGRAM 601 WESTTOWN ROAD SUITE 370 WEST CHESTER, PA 19380	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
CHESTER COUNTY FOOD BANK 1208 HORSESHOE PIKE DOWNINGTOWN, PA 19335	NONE	501(C)(3)	GENRAL OPERATING SUPPORT	20,000
CHESTER COUNTY FOOD BANK 1208 HORSESHOE PIKE DOWNINGTOWN, PA 19335	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	30,000

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 <i>Paid during the year</i>				
CHESTER COUNTY FUTURES 704 HAYWOOD DRIVE EXTON,PA 19341	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
CHESTER COUNTY FUTURES 704 HAYWOOD DRIVE EXTON,PA 19341	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
CHILDREN'S HOSPITAL OF PHIL 34TH STREET CIVIC CENTER BLVD PHILADELPHIA,PA 191044399	NONE	501(C)(3)	5K RACE	5,000
CHRISTIAN APPALACHIAN PROJECT PO BOX 55911 LEXINGTON,KY 405555911	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
CHURCH IN THE VINEYARD 111 VINEYARD WAY WEST GROVE,PA 19390	NONE	501(C)(3)	AFRICAN TRIP	1,000
CIVIL WAR TRUST 1140 PROFESSIONAL COURT HAGERSTOWN,MD 21740	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,000
COLLEGE OF PHYSICIANS OF PHIL 19 SOUTH TWENTY-SECOND STREET PHILADELPHIA,PA 19103	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
COMMONWEALTH FOUNDATION 225 STATE STREET SUITE 302 HARRISBURG,PA 17101	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
COMPANIMALS PET RESCUE INC 1497 FLINT HILL ROAD LANDENBERG,PA 19350	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	6,000
CORNERSTONE COMMUNITY MINISTRIES 95 SOUTH WILSON AVENUE ELIZABETHTOWN,PA 17022	NONE	501(C)(3)	CAPITAL CAMPAIGN	5,000
COVENANT HOUSE PO BOX 96708 WASHINGTON,DC 200906708	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
DEVELOPMENT ENTERPRISES CORP 333 EAST AIRY STREET NORRISTOWN,PA 194015043	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	6,000
LANCASTER HOUSING OPPORTUNITIES PARTNERSHIP 44 N CHRISTIAN STREET SUITE 300 LANCASTER,PA 17602	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	4,000
DOCTORS WITHOUT BORDERS 333 7TH AVE 2ND FL NEWYORK,NY 10001	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
DOMESTIC VIOLENCE CENTER PO BOX 832 WEST CHESTER,PA 19381	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000

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EASTER SEALS PO BOX 53249 PHILADELPHIA,PA 191053249	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
FEEDING AMERICAN PO BOX 96749 WASHINGTON,DC 200906749	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
FOUR DIAMOND FUND 600 CENTERVIEW DRIVE PO BOX 852 HERSHEY,PA 17033	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	2,500
FRIENDS ASSOC 113 WEST CHESTNUT STREET WEST CHESTER,PA 19380	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
GEORGE W BUSH PRESIDENTIAL CENTER PO BOX 560887 DALLAS,TX 753569733	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,000
GEORGE WASHINGTON'S MOUNT VERNON PO BOX 110 MOUNT VERNON,VA 22121	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
GOOD NEIGHBORS 2301 EAST 7TH STREET SUITE A-248 LOS ANGELES,CA 90023	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	8,500
HANDI-CRAFTERS PO BOX 72646 THORNDALE,PA 19372	NONE	501(C)(3)	PATHWAY TO INDEPENDENCE PROJECT	10,000
HANDI-CRAFTERS PO BOX 72646 THORNDALE,PA 19372	NONE	501(C)(3)	BLACK AND WHITE AFFAIR	5,000
LANCASTER COUNTY YOUTH AMATEUR HOCKEY LEAGUE 371 CARERRA DRIVE LANCASTER,PA 17602	NONE	501(C)(3)	SCHOLARSHIPS	10,000
LANCASTER COUNTY YOUTH AMATEUR HOCKEY LEAGUE 371 CARERRA DRIVE LANCASTER,PA 17602	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	30,000
HIS MISSION 342 EAST BIRCH STREET KENNETT SQUARE,PA 19348	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	3,000
IEP RESEARCH FOUNDATION 1955 LOCUST STREET PHILADELPHIA,PA 19103	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,000
INSTITUTE FOR HUMANE STUDIES 3301 NORTH FAIRFAX DRIVE STE 440 ARLINGTON,VA 22201	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	200
KIND TO KIDS FOUNDATION 100 WEST 10TH STREET SUITE 606 WILMINGTON,DE 19801	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	7,000

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KINGHTS TEMPLAR EYE FOUNDATION 1033 LONG PRIARIE ROAD SUITE 5 FLOWER MOUND,TX 75022	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
JUVENILE BIPOLAR RESEARCH FOUNDATION 550 RIDGEWOOD ROAD MAPLEWOOD,NJ 07040	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
JUVENILE DIABETES RESEARCH FOUNDATION PO BOX 97151 WASHINGTON,DC 200907151	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
KCOS-TV PO BOX 26668 EL PASO,TX 79926	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	100
LA COMUNIDAD HISPANA 731 WEST CYPRESS STREET KENNETT SQUARE,PA 19348	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
LEG UP FARM 4480 NORTH SHERMAN STREET MT WOLF,PA 173479637	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	2,000
LIGHTHOUSE YOUTH CENTER PO BOX 38 OXFORD,PA 17363	NONE	501(C)(3)	BUILDING FUND	100,000
LINCOLN UNIVERSITY PO BOX 179 LINCOLN UNIVERSITY,PA 19352	NONE	501(C)(3)	PRESIDENT'S SCHOLARSHIP FUND	1,000
MAKE-A-WISH FOUNDATION 512 TOWNSHIP ROAD ONE VALLEY SQUARE SUITE 133 BLUE BELL,PA 19422	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,100
MENNONITE DISASTER SERVICE 583 AIRPORT ROAD LITITZ,PA 17543	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
MATERNAL AND CHILD HEALTH CONSORTIUM 30 WBARNARD ST SUITE 1 WEST CHESTER,PA 19382	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
MEDIA THEATRE 104 EAST STATE STREET MEDIA,PA 19063	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,000
MERCATUS CENTER 3301 NORTH FAIRFAX DRIVE STE 450 ARLINGTON,VA 22201	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
MERCERSBERG ACADEMY 300 EAST SIMINARY ST MERCERSBURG,PA 17236	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,000
MOM'S HOUSE 152 CHURCH STREET PHOENIXVILLE,PA 19460	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000

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MULTIPLE SCLEROSIS ASSOC PO BOX 96219 WASHINGTON,DC 200906219	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
NATIONAL LAW ENFORCEMENT OFFICERS MEMORIAL FUND 901 E STREET NW SUITE 100 WASHINGTON,DC 200042025	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
NEIGHBORHOOD SERVICES CENTER 35 NORTH THIRD STREET OXFORD,PA 19363	NONE	501(C)(3)	CHRISTMAS ROOM	5,000
NEIGHBORHOOD SERVICES CENTER 35 NORTH THIRD STREET OXFORD,PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	16,000
NEW VISION FELLOWSHIP CHURCH PO BOX 50211 LINCOLN,AL 35096	NONE	501(C)(3)	PEOPLE TO PEOPLE	3,000
NOTTINGHAM PRESBYTERIAN CHURCH 497 WEST CHRISTINE ROAD NOTTINGHAM,PA 19362	NONE	501(C)(3)	BUILDING FUND	4,000
ONE IN SIX INC PO BOX 222033 SANTA CLARITA,CA 91322	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
OXFORD EDUCATIONAL FOUNDATION PO BOX 142 OXFORD,PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	7,000
OPERATION SMILE PO BOX 5017 HAGERSTOWN,MD 217419716	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
OXFORD CIVIC ASSOC PO BOX 34 OXFORD,PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
OXFORD EDUCATIONAL FOUNDATION PO BOX 142 OXFORD,PA 19363	NONE	501(C)(3)	IN MEMORY OF SANDRA THOMPSON	1,000
OXFORD EDUCATIONAL FOUNDATION PO BOX 142 OXFORD,PA 19363	NONE	501(C)(3)	SCHOOL AV PROJECT	14,000
OXFORD MAINSTREET INC PO BOX 315 23 SOUTH THIRD STREET OXFORD,PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
OXFORD PRESBYTERIAN CHURCH 6 PINE STREET OXFORD,PA 19363	NONE	501(C)(3)	IN MEMORY OF ELEANOR R ROSS	5,000
OXFORD PUBLIC LIBRARY 48 SOUTH SECOND STREET OXFORD,PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000

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OXFORD SENIOR CENTER 12 EAST LOCUST ST OXFORD, PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
PENN ENVIRONMENT 1420 WALNUT ST STE 650 PHILADELPHIA, PA 19102	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	2,000
PENNSYLVANIA SCHOOL FOR THE DEAF 100 WEST SCHOOL HOUSE LANE PHILADELPHIA, PA 19144	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
PHILADELPHIA COLLEGE OF OSTEOPATHIC MEDICINE 4170 CITY AVENUE PHILADELPHIA, PA 19131	NONE	501(C)(3)	IN MEMORY OF PAUL SNYDER, DO	2,000
PHOENIX MULTISPORT 4654 NORTH BROADWAY UNIT C BOULDER, CO 80304	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	20,000
PLANNED PARENTHOOD PO BOX 96735 WASHINGTON, DC 20077	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
PRISONER VISITATION AND SUPPORT 1501 CHERRY STREET PHILADELPHIA, PA 19102	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
PROJECT HOPE PO BOX 96340 WASHINGTON, DC 20090	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
SAVE 101 EAST STREET ROAD KENNETT SQUARE, PA 19348	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	2,500
SAFE HARBOR OF GREATER WEST CHESTER 20 NORTH MATLACK STREET WEST CHESTER, PA 19380	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	7,000
SECOND UNITED PRESBYTERIAN CHURCH 42 S FIFTH ST OXFORD, PA 19363	NONE	501(C)(3)	BUILDING FUND	1,870
SELOUS FOUNDATION 44084 RIVERSIDE PARKWAY SUITE 350 LANSDOWNE, VA 20176	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	200
ST JUDE CHILDREN'S HOSPITAL PO BOX 50 MEMPHIS, TN 38101	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,474
TAX FOUNDATION 529 14TH STREET NW SUITE 420 WASHINGTON, DC 20045	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
THE AMERICAN UNITY LEGAL DEFENSE FUND 250 BALDWIN RIDGE ROAD PO BOX 420 WARRENTON, VA 20187	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500

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THE ARTHRITIS TRUST OF AMERICA 7111 SWEETGUM ROAD WARRENTON,VA 20187	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
THE AMERICAN LEGION 1608 K ST NW WASHINGTON,DC 20006	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
THE FOUNDATION ENDOWMENT 200 NORTH THIRD STREET PO BOX 678 HARRISBURG,PA 17108	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
THE FRANKLIN CENTER 50 CLAIRBORNE AVENUE ROCKY MOUNT,VA 24151	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,000
THE GARAGE 115 SOUTH STREET PO BOX 1158 KENNETT SQUARE,PA 19348	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	7,000
THE GATE HOUSE FOR MEN 649 EAST MAIN STREET LITITZ,PA 17543	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
THE LEADERSHIP INSTITUTE 1101 NORTH HIGHLAND STREET ARLINGTON,VA 22201	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
THE LIONHEART FOUNDATION PO BOX 170115 BOSTON,MA 02117	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	1,500
UNION FIRE CO NO 1 315 MARKET STREET OXFORD,PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
UNION FIRE CO NO 1 AMBULANCE DIV 315 MARKET STREET OXFORD,PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
USO PO BOX 96860 WASHINGTON,DC 20077	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
VETERANS OF FOREIGN WARS PO BOX 8911 TOPEKA,KS 66608	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
WISTAR INSTITUTE 3601 SPRUCE STREET PHILADELPHIA,PA 191044399	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	23,000
WATER STREET MINISTRIES 210 S PRINCESS STREET LANCASTER,PA 17603	NONE	501(C)(3)	FOOD PANTRY	2,500
WHITE CLAY SOCCER CLUB PO BOX 324 WEST GROVE,PA 19390	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000

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WHYY INDEPENDENCE MALL WEST 150 NORTH 6TH STREET PHILADELPHIA,PA 19106	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
WATER STREET MINISTRIES 210 S PRINCESS STREET LANCASTER,PA 17603	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
WOMEN'S MEDICAL FUND PO BOX 40748 PHILADELPHIA,PA 19170	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	2,500
WOUNDED WARRIOR PROJECT PO BOX 758516 TOPEKA,KS 666758416	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	500
YORK COUNTY CHILDRENS' ADVOCACY CENTER 28 S QUEEN ST YORK,PA 17403	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	3,000
YOUNG AMERICAN'S FOUNDATION FM KIRBY FREEDOM CENTER 110 ELDEN STREET HERNDON,VA 20170	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	250
YOUNG LIFE PO BOX 520 COLORADO SPRINGS,CO 80901	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	5,000
Total  3a				719,990

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CHESTER COUNTY FOOD BANK1208 HORSESHOE PIKE DOWNTOWN, PA 19335	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	60,000
DOMESTIC VIOLENCE CENTERPO BOX 832 WEST CHESTER, PA 19381	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	15,000
LANCASTER COUNTY YOUTH AMATEUR HOCKEY LEAGUE371 CARERRA DRIVE LANCASTER, PA 17602	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	30,000
LIGHTHOUSE YOUTH CENTERPO BOX 38 OXFORD, PA 17363	NONE	501(C)(3)	BUILDING FUND	200,000
OXFORD MAINSTREET INCPO BOX 315 23 SOUTH THIRD STREET OXFORD, PA 19363	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	10,000
THE FRANKLIN CENTER50 CLAIRBORNE AVENUE ROCKY MOUNT, VA 24151	NONE	501(C)(3)	GENERAL OPERATING SUPPORT	4,000
Total			3b	319,000