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

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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation HOFFBERGER FOUNDATION, INC.		A Employer identification number 52-0794249
Number and street (or P O box number if mail is not delivered to street address) 4851 HOLABIRD AVENUE	Room/suite	B Telephone number 410-558-3830
City or town, state, and ZIP code BALTIMORE, MD 21224		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 19,866,619.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		10,654.	10,654.		STATEMENT 1
4 Dividends and interest from securities		451,185.	451,185.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		420,274.			
b Gross sales price for all assets on line 6a 1,298,989.					
7 Capital gain net income (from Part IV, line 2)			420,274.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		882,113.	882,113.		
13 Compensation of officers, directors, trustees, etc		80,000.	8,000.		72,000.
14 Other employee salaries and wages		30,500.	3,050.		27,450.
15 Pension plans, employee benefits		18,516.	1,852.		16,664.
16a Legal fees					
b Accounting fees STMT 3		18,060.	13,545.		4,515.
c Other professional fees STMT 4		19,059.	17,078.		1,981.
17 Interest					
18 Taxes STMT 5		23,241.	1,105.		9,945.
19 Depreciation and depletion		40.	40.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		11,214.	2,348.		8,866.
24 Total operating and administrative expenses. Add lines 13 through 23		200,630.	47,018.		141,421.
25 Contributions, gifts, grants paid		832,350.			832,350.
26 Total expenses and disbursements. Add lines 24 and 25		1,032,980.	47,018.		973,771.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<150,867.>			
b Net investment income (if negative, enter -0-)			835,095.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Operating and Administrative Expenses
2012
OPEN UT

3

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	35,904.	107,615.	107,615.
	2	Savings and temporary cash investments	55,269.	71,122.	71,122.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,556.	4,675.	4,675.
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	10,494,843.	10,241,901.	12,911,453.
	c	Investments - corporate bonds STMT 8	3,127,952.	3,106,595.	3,416,993.
11	Investments - land, buildings, and equipment, basis ▶				
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 9	3,238,492.	3,239,347.	3,354,761.	
14	Land, buildings, and equipment: basis ▶ 5,797.				
	Less: accumulated depreciation STMT 10 ▶ 5,797.	40.	0.	0.	
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers)	16,954,056.	16,771,255.	19,866,619.	
Liabilities	17	Accounts payable and accrued expenses	10,055.	22,883.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 11)	7,167.	2,058.	
23	Total liabilities (add lines 17 through 22)	17,222.	24,941.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	16,936,834.	16,746,314.		
30	Total net assets or fund balances	16,936,834.	16,746,314.		
31	Total liabilities and net assets/fund balances	16,954,056.	16,771,255.		

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	16,936,834.
2	Enter amount from Part I, line 27a	2	<150,867.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	16,785,967.
5	Decreases not included in line 2 (itemize) ▶ ADJUSTMENT FOR K1 ACTIVITIES	5	39,653.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,746,314.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	1,298,989.	878,715.	420,274.	
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			420,274.	
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	420,274.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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	1,033,614.	19,869,037.	.052021	
2010	581,108.	18,901,310.	.030744	
2009	967,561.	16,883,081.	.057310	
2008	1,219,445.	20,713,126.	.058873	
2007	1,367,285.	24,618,596.	.055539	
2	Total of line 1, column (d)		2	.254487
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	.050897
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4	19,300,322.
5	Multiply line 4 by line 3		5	982,328.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6	8,351.
7	Add lines 5 and 6		7	990,679.
8	Enter qualifying distributions from Part XII, line 4 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.		8	973,771.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	16,702.
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	16,702.
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	16,702.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	14,528.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		19,528.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		2,826.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 2,826. Refunded <input type="checkbox"/>	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.HOFFBERGERFOUNDATION.ORG	13-	X	
14	The books are in care of ► MR. LEROY E. HOFFBERGER Telephone no. ► 410-558-3830 Located at ► 4851 HOLABIRD AVENUE, BALTIMORE, MD ZIP+4 ► 21224			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No
 N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		80,000.	12,000.	0.

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

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

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

Part VIII

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	19,464,711.
b	Average of monthly cash balances	1b	129,525.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	19,594,236.
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	19,594,236.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	293,914.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,300,322.
6	Minimum investment return. Enter 5% of line 5	6	965,016.

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	965,016.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	16,702.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,702.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	948,314.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	948,314.
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	948,314.

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	973,771.
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	973,771.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	973,771.

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				948,314.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	165,959.			
c From 2009	140,397.			
d From 2010				
e From 2011	46,443.			
f Total of lines 3a through e	352,799.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 973,771.				
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				948,314.
e Remaining amount distributed out of corpus	25,457.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	378,256.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	378,256.			
10 Analysis of line 9:				
a Excess from 2008	165,959.			
b Excess from 2009	140,397.			
c Excess from 2010				
d Excess from 2011	46,443.			
e Excess from 2012	25,457.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

	Tax year		Prior 3 years		(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:
ANN BILLINGSLEY, 410-369-9336, ABILLINGSLEY@HOFFBERGER.ORG
101 W. MT ROYAL AVENUE, BALTIMORE, MD 21201

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

c Any submission deadlines:
MARCH 1

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NO GRANTS TO INDIVIDUALS. ONLY GRANTS TO LOCAL CHARITIES.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED SCHEDULE	NONE	PUBLIC	UNRESTRICTED	832,350.
Total				▶ 3a 832,350.
b Approved for future payment				
NONE				
Total				▶ 3b 0.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 0.898 SHS VANGUARD BOND INDEX FD	P	12/06/11	06/21/12
b 531.067 T ROWE PRICE MIDCAP GROWTH FD	P	05/24/10	02/10/12
c 1544.816 TCS SMALL CAP GROWTH FD	P	03/01/11	03/06/12
d 6609.386 GROWTH FD OF AMERICA	P	10/21/04	06/25/12
e 2010.724 RS VALUE FUND	P	05/02/10	06/25/12
f 0.495 VANGUARD MEGA CAP 300 GROWTH	P	03/02/11	06/21/12
g 5904.059 AMERICAN HIGH INCOME TR	P	06/28/04	06/25/12
h 10240 OPPENHEIMER INTL BOND FD	P	06/25/04	06/25/12
i 6210.995 DAVIS NEW YORK VENTURE FD	P	03/26/99	06/25/12
j 100,000 AT&T INC 4.95% BOND	P	06/17/08	06/29/12
k 875.828 T. ROWE PRICE MID CAP GROWTH FD	P	05/24/10	11/27/12
l 10770.687 TCW SMALL CAP GROWTH FD	P	03/01/11	11/14/12
m 1396.649 DAVIS NEW YORK VENTURE FD	P	03/26/99	11/27/12
n CAPITAL GAINS DIVIDENDS			
o			

(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 76.		75.	1.
b 30,000.		25,380.	4,620.
c 44,120.		47,039.	<2,919.>
d 200,000.		165,499.	34,501.
e 45,000.		43,110.	1,890.
f 26.		24.	2.
g 64,000.		70,849.	<6,849.>
h 64,000.		56,013.	7,987.
i 209,000.		1,028.	207,972.
j 102,462.		99,650.	2,812.
k 50,001.		41,856.	8,145.
l 271,098.		327,961.	<56,863.>
m 50,000.		231.	49,769.
n 169,206.			169,206.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
(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			1.
b			4,620.
c			<2,919.>
d			34,501.
e			1,890.
f			2.
g			<6,849.>
h			7,987.
i			207,972.
j			2,812.
k			8,145.
l			<56,863.>
m			49,769.
n			169,206.
o			

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	420,274.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

The Hoffberger Foundation, Inc.
Part XV Supplementary Information
3a. Grants and Contributions Paid During the Year

52-0794249
2012 990 PF

Name	Address	Purpose	Amount
Access Art, Inc	2446 Washington Boulevard, Baltimore, MD 21230	General Support	\$ 20,000 00
Adath Jeshurun Foundation	10500 Hillside Ln W, Minnetonka, MN 55305	General Support	1,000.00
AOPA Foundation	421 Aviation Way, Frederick, MD 21701	General Support	650 00
Arts Every Day	1800 N Charles Street, Suite 810, Baltimore, MD 21201	General Support	25,000 00
Associated Jewish Community Federation	101 W Mt. Royal Avenue, Baltimore, MD 21201	General Support	152,800 00
Association of Baltimore Area Grantmakers	2 E Read Street, Baltimore, MD 21202	General Support	5,200 00
The Babe Ruth Birthplace Foundation	216 Emory Street, Baltimore, MD 21230	General Support	1,000 00
Baltimore Community Foundation	2 E Read Street, Baltimore, MD 21202	General Support	10,000 00
Baltimore Humane Society	1601 Nicodemus Rd, Reisterstown, MD 21136	General Support	1,000 00
Baltimore Montessori, Inc.	1600 Guilford Avenue, Baltimore, MD 21202	General Support	25,000 00
Baltimore Squashwise	3600 Clipper Mill Road, Ste 107, Baltimore, MD 21211	General Support	29,100 00
BARCS, Baltimore Animal Rescue	301 Stockholm Street, Baltimore, MD 21230	General Support	500 00
Boys Hope Girls Hope	3714 Fleetwood Avenue, Baltimore, MD 21206	General Support	15,000 00
Catholic Charities	320 Cathedral Street, Baltimore, MD 21201	General Support	1,250 00
Chris Fascetta and John Olson Memorial Fund	PO Box 744, Budd Lake, NJ 07828	General Support	1,000 00
Chrohn's and Colitis Foundation	10400 Little Patuxent Parkway, Columbia, MD 21044	General Support	500 00
Community Foundation of the Eastern Shore	1324 Belmont Ave, Ste 401, Salisbury, MD 21804	General Support	5,000 00
Days End Farm Horse Rescue, Inc.	1372 Woodbine Road, Woodbine, MD 21797	General Support	250 00
East Baltimore Development, Inc (Elev8 Baltimore)	1731 E Chase St, Baltimore, MD 21213	General Support	25,000 00
Everyman Theatre	1727 N. Charles Street, Baltimore, MD 21201	General Support	900 00
The Family Tree	2108 N Charles St, Baltimore, MD 21218	General Support	1,000 00
Fund for Educational Excellence, Inc.	800 N Charles St, Suite 400, Baltimore, MD 21201	General Support	35,000 00
Grantmakers for Education	720 SW Washington St, Ste 605, Portland, OR 97205	General Support	250 00
Green Street Academy Foundation	201 N Bend Rd, Baltimore, MD 21229	General Support	15,000 00
Health Care Access Maryland, Inc	201 E Baltimore St, Baltimore, MD 21202	General Support	35,000 00
Higher Achievement Program, Inc.	317 8th Street Northeast, Washington, DC 20002	General Support	25,000 00
Hoffberger Center for Professional Ethics	1420 N Charles St, Baltimore, MD 21201	General Support	5,000 00
Irvine Natural Science Center, Inc	11201 Garrison Forest Road, Owings Mills, MD 21117	General Support	15,000 00
Ingenuity Project, Inc.	1400 W. Cold Spring Ln, Baltimore, MD 21209	General Support	15,000 00
Jewish Cemetery Association	101 W Mount Royal Ave, Baltimore, MD 21201	General Support	1,000 00
Jewish Community of Louisville	3630 Dutchmans Ln, Louisville, KY 40205	General Support	2,500 00
Living Classrooms Foundation	802 South Caroline Street, Baltimore, MD 21231	General Support	15,000 00
Maryland Association of Nonprofit Organizations	190 N Ostend Street, Baltimore, MD 21230	General Support	1,000 00
Maryland Institute College of Art	1300 W. Mt Royal Avenue, Baltimore, MD 21217	General Support	50,000 00
Mercy Health Foundation	301 St. Paul Place, Baltimore, MD 21202	General Support	71,300 00
National Center for Family Philanthropy	1101 Connecticut Ave NW, Ste 220, Washington, DC 20036	General Support	900 00
National Kidney Fdn Of Maryland	1104 Kenilworth Drive, Ste 202, Towson, MD 21204	General Support	2,500 00
National Multiple Sclerosis Society	11403 Cronhill Dr, Ste E, Owings Mills, MD 21117	General Support	2,750 00
New Leaders	1500 Union Avenue, Suite 1400, Baltimore, MD 21211	General Support	25,000 00
Pro Bono Counseling Project	110 West Road #202, Towson, MD 21204	General Support	250 00
Saint Frances Academy	501 E. Chase St, Baltimore, MD 21202	General Support	1,000.00
The SEED School of Maryland	200 Font Hill Avenue, Baltimore, MD 21223	General Support	35,000 00
Sinai Hospital of Baltimore, Inc.	2401 West Belvedere Avenue, Baltimore, MD 21215	General Support	25,000 00
Southwest Baltimore Charter School	1300 Herkimer Street, Baltimore, MD 21223	General Support	20,000 00
Teach for America	2601 North Howard Street, Baltimore, MD 21218	General Support	50,000.00
The League for People with Disabilities	1111 E Cold Spring Ln, Baltimore, MD 21239	General Support	7,500.00
Tourette Syndrome Association	33 University Blvd, E, Silver Spring, MD 20901	General Support	250 00
UJA Federation of New York	130 E. 59th Street, New York, NY 10022	General Support	2,500 00
UMMS Foundation, Inc.	110 S Paca Street, 9th Floor, Baltimore, MD 21201	General Support	2,500 00
Wide Angle Youth Media, Inc	2601 North Howard Street, Suite 160 Baltimore, MD 21218	General Support	10,000 00
YMCA of Central Maryland, Inc	303 W Chesapeake Ave, Baltimore, MD 21204	General Support	20,000 00
Young Audiences of Maryland	2601 North Howard St, Suite 320, Baltimore, MD 21218	General Support	20,000 00
Total Grants Paid			832,350 00

Hoffberger Foundation, Inc.
Part II - Balance Sheets
Line 10 & 13 Investments

52-0794249
2012 990 PF

	No. Shares	Beg of Year Book Value	End of Year Book Value	Mkt Value
Government obligations				
Total government obligations		-	-	-
Corporate stock and mutual funds				
Davis NY Venture Fund CI Y	48,215.330	24,057.80	113,012.63	1,694,768.85
Diamond Hills Funds Long-Short Fd	4,650.374	66,062.54	66,359.09	85,334.36
American Euro Pac Growth Fund 2	25,440.404	752,166.83	772,529.55	1,046,872.62
Federated Prudent Bear Fund IS	14,445.301	85,809.01	85,809.01	53,014.25
First Eagle Overseas Fund	17,424.382	367,123.65	387,154.98	389,609.18
Forward Tactical Growth Fund	2,975.473	79,194.08	81,630.93	75,428.24
Gateway Fund CI A	2,934.978	68,032.58	69,534.67	79,567.25
American Growth Fund America, Fd 2	73,546.946	2,020,962.03	1,883,552.01	2,522,660.25
Lazard Emerging Mkts Port Inst'l Shrs	29,039.961	531,772.77	559,246.82	567,440.84
Merger Fund (no load)	4,870.820	71,672.13	73,210.82	77,105.08
Pimco Total Return Fund CI A	141,884.837	1,414,221.59	1,518,393.57	1,598,185.28
Prudential Global Real Estate Fund CI Z	53,269.225	1,087,058.07	1,125,098.45	1,155,942.18
Royce Pennsylvania Fund	25,989.135	294,140.47	313,640.02	298,875.05
RS Value Fund CI A	6,576.120	182,510.34	141,306.77	170,518.79
Guggenheim Managed Futures Fund	2,944.827	78,987.66	78,987.66	62,518.68
Guggenheim SGI Long/Short Commodities	3,246.125	92,456.55	92,456.55	57,229.18
TCW Small Cap Growth Fund		375,000.00	-	-
T Rowe Price Midcap Growth Fd	7,331.125	401,332.22	357,492.84	405,557.84
Thornburg International Value Fund CI I	34,462.704	1,040,137.41	1,052,149.72	968,057.36
Vanguard Bd Index Fund	5,374.000	440,897.29	448,593.08	451,577.22
Vanguard Mega Cap 300 Growth	19,224.000	937,024.48	936,593.70	1,066,163.04
Virtis Premium Alphasector Fund	6,431.750	84,223.34	85,148.07	85,027.74
Total corporate stock and mutual funds		10,494,842.84	10,241,900.94	12,911,453.28
Corporate bonds				
American High Income Tr CI F	72047.465	810,206.14	793,413.06	818,459.20
AT&T Inc.	100000	99,650.00	-	-
Natixis Loomis Sayles Investment Grade Bc	141367.955	1,493,916.00	1,596,726.98	1,784,063.59
Oppenheimer Int'l Bond Fund CI A	123779.673	724,179.70	716,454.81	814,470.25
Total corporate bonds		3,127,951.84	3,106,594.85	3,416,993.04
Other investments				
The Baltimore Fund		42,033.30	14,983.50	15,052.50
Alt Fund Ltd		600,000.00	547,389.00	502,424.05
Goldman Sach Private Eq Ptr X Off		456,986.51	576,265.19	543,910.00
Hedged Strategies Ltd - AI		1,250,000.00	1,250,000.00	1,462,702.20
Permal Macro Hldgs Ltd A USD		500,000.00	500,000.00	520,335.64
Spdr Gold Tr Gold Shrs	531	48,185.76	48,185.76	86,032.83
UBP ARV Ltd Series I		341,286.00	302,523.36	224,304.27
Total other investments		3,238,491.57	3,239,346.81	3,354,761.49
Total investments		16,861,286.25	16,587,842.60	19,683,207.81

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

SOURCE	AMOUNT
K-1 FROM THE BALTIMORE FUND LLC	5,924.
MORGAN STANLEY / SMITH BARNEY	4,730.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10,654.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY / SMITH BARNEY	451,185.	0.	451,185.
MORGAN STANLEY / SMITH BARNEY	169,206.	169,206.	0.
TOTAL TO FM 990-PF, PART I, LN 4	620,391.	169,206.	451,185.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	18,060.	13,545.		4,515.
TO FORM 990-PF, PG 1, LN 16B	18,060.	13,545.		4,515.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	17,078.	17,078.		0.
CONSULTANT	1,981.	0.		1,981.
TO FORM 990-PF, PG 1, LN 16C	19,059.	17,078.		1,981.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	11,050.	1,105.		9,945.
FEDERAL TAXES	12,191.	0.		0.
TO FORM 990-PF, PG 1, LN 18	23,241.	1,105.		9,945.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	1,295.	0.		1,295.
INSURANCE	5,818.	582.		5,236.
OFFICE EXPENSES	3,113.	778.		2,335.
K-1 THE BALTIMORE FUND LLC	988.	988.		0.
TO FORM 990-PF, PG 1, LN 23	11,214.	2,348.		8,866.

FORM 990-PF	CORPORATE STOCK		STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED SCHEDULE	10,241,901.	12,911,453.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,241,901.	12,911,453.	

FORM 990-PF	CORPORATE BONDS		STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED SCHEDULE	3,106,595.	3,416,993.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,106,595.	3,416,993.	

FORM 990-PF		OTHER INVESTMENTS		STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHED SCHEDULE	COST	3,239,347.	3,354,761.		
TOTAL TO FORM 990-PF, PART II, LINE 13		3,239,347.	3,354,761.		

FORM 990-PF		DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT	10
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE		
OFFICE EQUIPMENT	3,724.	3,724.	0.		
SCANNER	559.	559.	0.		
COMPUTER EQUIPMENT	786.	786.	0.		
LAPTOP COMPUTER	728.	728.	0.		
TOTAL TO FM 990-PF, PART II, LN 14	5,797.	5,797.	0.		

FORM 990-PF		OTHER LIABILITIES		STATEMENT	11
DESCRIPTION		BOY AMOUNT	EOY AMOUNT		
FEDERAL EXCISE TAX PAYABLE		7,167.	2,058.		
TOTAL TO FORM 990-PF, PART II, LINE 22		7,167.	2,058.		

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALLISON FASS 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	SECRETARY 0.00	0.	0.	0.
ANN BILLINGSLY 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	EXECUTIVE DIRECTOR 40.00	80,000.	12,000.	0.
BRUCE HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
DAVID HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
DOUGLAS HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	PRESIDENT 0.00	0.	0.	0.
HARRY HALPERT 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
LEROY E. HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	CHAIRMAN OF THE BOARD 0.00	0.	0.	0.
LOIS HALPERT 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	VICE PRESIDENT 0.00	0.	0.	0.
LOUISE GOODMAN 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
MARGO PYES 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
PETER HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.

HOFFBERGER FOUNDATION, INC.

52-0794249

SCOTT KURSMAN
101 W. MT. ROYAL AVE.
BALTIMORE, MD 21201

TREASURER
0.00

0.

0.

0.

SUZANNE GROSS
101 W. MT. ROYAL AVE.
BALTIMORE, MD 21201

DIRECTOR
0.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

80,000.

12,000.

0.

2012 DEPRECIATION AND AMORTIZATION REPORT
FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
4	OFFICE EQUIPMENT	010102SL		5.00	16	3,724.			3,724.	3,724.		0.
	(D) COMPUTER											
5	EQUIPMENT	090105SL		5.00	16	1,279.			1,279.	1,279.		0.
6	SCANNER	020206SL		5.00	16	559.			559.	559.		0.
7	COMPUTER EQUIPMENT	122106SL		5.00	16	786.			786.	786.		0.
8	LAPTOP COMPUTER	022709SL		3.00	16	728.			728.	688.		40.
	* TOTAL 990-PF PG 1							0.	7,076.	7,036.	0.	40.
	DEPR											

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

(D) - Asset disposed

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return. See instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

HOFFBERGER FOUNDATION, INC.

52-0794249

Number, street, and room or suite no. If a P.O. box, see instructions.

Social security number (SSN)

4851 HOLABIRD AVENUE

City, town or post office, state, and ZIP code. For a foreign address, see instructions

BALTIMORE, MD 21224

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ► LEROY E. HOFFBERGER

Telephone No. ► (410) 558-3830

FAX No ►

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► calendar year 20 12 or

► tax year beginning _____, 20 _____, and ending: _____, 20 _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return

Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 19,528.00
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 14,528.00
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$ 5,000.00

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **X**
- Note. Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions HOFFBERGER FOUNDATION, INC.	Employer identification number (EIN) or 52-0794249
	Number, street, and room or suite no. If a P O box, see instructions 4851 HOLABIRD AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BALTIMORE, MD 21224	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1 2 3 4 5 6 7 8 9

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

MR. LEROY E. HOFFBERGER

• The books are in the care of **4851 HOLABIRD AVENUE - BALTIMORE, MD 21224**
Telephone No. **410-558-3830** FAX No.

• If the organization does not have an office or place of business in the United States, check this box
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for _____

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**

5 For calendar year **2012**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

7 State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	14,528.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Dawn P. Kelly** Title **CPA** Date **8/13/13**

EFILED ON
8-13-13