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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.

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation KENNEY FAMILY FOUNDATION, INC.		A Employer identification number 52-1907688
Number and street (or P.O. box number if mail is not delivered to street address) 5 GREENWOOD PLACE	Room/suite	B Telephone number 410-484-2036
City or town, state, and ZIP code BALTIMORE, MD 21208		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 773,150.	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		65,881.			
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		3,179.	3,179.		Statement 1
4 Dividends and interest from securities		5,296.	5,296.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		12,878.			
b Gross sales price for all assets on line 6a	112,431.				
7 Capital gain net income (from Part IV, line 2)			12,878.		
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		94,939.	0.	94,939.	Statement 3
12 Total Add lines 1 through 11		182,173.	21,353.	94,939.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 4		175.	0.	0.	0.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes Stmt 5		656.	0.	0.	0.
19 Depreciation and depletion					
20 Occupancy		30,560.	0.	30,560.	0.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6		13,428.	0.	13,428.	0.
24 Total operating and administrative expenses Add lines 13 through 23		44,819.	0.	43,988.	0.
25 Contributions, gifts, grants paid		61,075.			61,075.
26 Total expenses and disbursements. Add lines 24 and 25		105,894.	0.	43,988.	61,075.
27 Subtract line 26 from line 12:		76,279.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			21,353.		
c Adjusted net income (if negative, enter -0-)				50,951.	

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Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	355,744.	463,160.	463,160.
	2 Savings and temporary cash investments			
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 7	201,989.	170,852.	309,990.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	557,733.	634,012.	773,150.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	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	557,733.	634,012.	
	30 Total net assets or fund balances	557,733.	634,012.	
	31 Total liabilities and net assets/fund balances	557,733.	634,012.	

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	557,733.
2 Enter amount from Part I, line 27a	2	76,279.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	634,012.
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	634,012.

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 SEE SCHEDULE	P	06/30/12	11/30/12
b SEE SCHEDULE	P	06/30/11	12/31/12
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 5,379.		5,050.	329.
b 107,052.		94,503.	12,549.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			329.
b			12,549.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	12,878.
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	32,700.	536,492.	.060952
2010	38,810.	415,156.	.093483
2009	21,945.	337,863.	.064952
2008	13,420.	179,007.	.074969
2007	25,110.	90,668.	.276944

2 Total of line 1, column (d)	2	.571300
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	.114260
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	657,761.
5 Multiply line 4 by line 3	5	75,156.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	214.
7 Add lines 5 and 6	7	75,370.
8 Enter qualifying distributions from Part XII, line 4	8	61,075.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	427.
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	427.
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	427.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	420.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	420.	
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	7.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	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? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>CHARLES S. GOLDBERG</u> Telephone no. ► <u>410-484-2036</u> Located at ► <u>5 GREENWOOD PLACE, BALTIMORE, MD</u> ZIP+4 ► <u>21208</u>			
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	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?		1c
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? If "Yes," list the years ► _____ , _____ , _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____ , _____ , _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 8		0.	0.	0.

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

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

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

0

Form 990-PF (2012)

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	291,046.
b	Average of monthly cash balances	1b	376,732.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	667,778.
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	667,778.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,017.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	657,761.
6	Minimum investment return Enter 5% of line 5	6	32,888.

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	32,888.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	427.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	427.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	32,461.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	32,461.
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	32,461.

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	61,075.
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	61,075.
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	61,075.

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				32,461.
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	20,637.			
b From 2008	4,546.			
c From 2009	5,159.			
d From 2010	18,352.			
e From 2011	6,514.			
f Total of lines 3a through e	55,208.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	61,075.			
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				32,461.
e Remaining amount distributed out of corpus	28,614.			
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	83,822.			
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	20,637.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	63,185.			
10 Analysis of line 9:				
a Excess from 2008	4,546.			
b Excess from 2009	5,159.			
c Excess from 2010	18,352.			
d Excess from 2011	6,514.			
e Excess from 2012	28,614.			

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE ATTACHED	NONE			61,075.
Total			3a	61,075.
b Approved for future payment				
None				
Total			3b	0.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

KENNEY FAMILY FOUNDATION, INC.**52-1907688**

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

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
KENNEY FAMILY FOUNDATION, INC.	52-1907688

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
<u>1</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>8,355.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>2</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>10,183.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>3</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>3,426.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>4</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>1,903.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>5</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>2,050.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>6</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>1,817.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
KENNEY FAMILY FOUNDATION, INC.	52-1907688

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
<u>7</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>3,323.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>8</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>4,940.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>9</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>1,821.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>10</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>691.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>11</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>1,830.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>12</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>2,142.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

KENNEY FAMILY FOUNDATION, INC.**52-1907688****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
<u>13</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>13,395.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>14</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>3,637.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>15</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>84.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>16</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>2,203.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>17</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>3,476.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>18</u>	<u>PHILIP M. KENNEY</u> <u>2515 BOSTON ST #902</u> <u>BALTIMORE, MD 21224</u>	\$ <u>0.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
KENNEY FAMILY FOUNDATION, INC.	52-1907688

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
19	PHILIP M. KENNEY 2515 BOSTON ST #902 BALTIMORE, MD 21224	\$ 605.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
KENNEY FAMILY FOUNDATION, INC.	52-1907688

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
<u>1</u>	<u>100 SHS. BERKSHIRE HATHAWAY</u> _____ _____	\$ <u>8,983.</u>	<u>12/21/12</u>
<u>2</u>	<u>457.773 SHS. ARTISAN</u> _____ _____	\$ <u>13,825.</u>	<u>12/21/12</u>
<u>3</u>	<u>10 SHS. APPLE</u> _____ _____	\$ <u>5,193.</u>	<u>12/21/12</u>
<u>4</u>	<u>25 SHS. BOEING</u> _____ _____	\$ <u>1,904.</u>	<u>12/21/12</u>
<u>5</u>	<u>125 SHS. COMCAST</u> _____ _____	\$ <u>4,484.</u>	<u>12/21/12</u>
<u>6</u>	<u>50 SHS. EMERSON</u> _____ _____	\$ <u>2,650.</u>	<u>12/21/12</u>

Name of organization	Employer identification number
KENNEY FAMILY FOUNDATION, INC.	52-1907688

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
<u>7</u>	<u>4000 SHS. FIRST MARINER</u> _____ _____ _____	\$ <u>3,200.</u>	<u>12/21/12</u>
<u>8</u>	<u>100 SHS. JOHNSON & JOHNSON</u> _____ _____ _____	\$ <u>7,027.</u>	<u>12/21/12</u>
<u>9</u>	<u>50 SHS. NESTLE</u> _____ _____ _____	\$ <u>3,265.</u>	<u>12/21/12</u>
<u>10</u>	<u>25 SHS. ANDARKO</u> _____ _____ _____	\$ <u>1,895.</u>	<u>12/21/12</u>
<u>11</u>	<u>50 SHS. NOVARTIS</u> _____ _____ _____	\$ <u>3,160.</u>	<u>12/21/12</u>
<u>12</u>	<u>54.144 SHS. OPENHEIMER</u> _____ _____ _____	\$ <u>1,864.</u>	<u>12/21/12</u>

Name of organization.

Employer identification number

KENNEY FAMILY FOUNDATION, INC.**52-1907688****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
<u>13</u>	<u>250 SHS. P & G</u> _____ _____ _____	\$ <u>17,180.</u>	<u>12/21/12</u>
<u>14</u>	<u>50 SHS. SIEMENS</u> _____ _____ _____	\$ <u>5,439.</u>	<u>12/21/12</u>
<u>15</u>	<u>2 SHS. SPDR</u> _____ _____ _____	\$ <u>321.</u>	<u>12/21/12</u>
<u>16</u>	<u>59.856 SHS. THIRD AVE</u> _____ _____ _____	\$ <u>1,507.</u>	<u>12/21/12</u>
<u>17</u>	<u>75 SHS. TIME WARNER</u> _____ _____ _____	\$ <u>7,165.</u>	<u>12/21/12</u>
<u>18</u>	<u>200 SHS. UNDER ARMOUR</u> _____ _____ _____	\$ <u>9,812.</u>	<u>12/21/12</u>

Employer identification number

52-1907688

[illegible]

Name of organization	Employer identification number
KENNEY FAMILY FOUNDATION, INC.	52-1907688

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

Use duplicate copies of Part III if additional space is needed

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

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
1ST MARINER	1,083.
HOMEWOOD FEDERAL	1,058.
SUNTRUST	1,038.
Total to Form 990-PF, Part I, line 3, Column A	3,179.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
SCHWAB	5,058.	0.	5,058.
SMUCKERS	238.	0.	238.
Total to Fm 990-PF, Part I, ln 4	5,296.	0.	5,296.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Gross Income from Special Fundraising Events	94,939.	0.	94,939.
Total to Form 990-PF, Part I, line 11	94,939.	0.	94,939.

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL	175.	0.	0.	0.
To Fm 990-PF, Pg 1, ln 16a	175.	0.	0.	0.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
	656.	0.	0.	0.	
To Form 990-PF, Pg 1, ln 18	656.	0.	0.	0.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
PARTY PLANNER	3,000.	0.	3,000.	0.	
AUCTION ITEMS	2,920.	0.	2,920.	0.	
FLOWERS	1,456.	0.	1,456.	0.	
CREDIT CARD FEES	1,146.	0.	1,146.	0.	
CELEBRITIES	1,350.	0.	1,350.	0.	
EVENT SUPPLIES	1,322.	0.	1,322.	0.	
PHOTOGRAPHER	800.	0.	800.	0.	
OTHER	1,434.	0.	1,434.	0.	
To Form 990-PF, Pg 1, ln 23	13,428.	0.	13,428.	0.	

Form 990-PF	Corporate Stock		Statement	7
Description	Book Value	Fair Market Value		
CORPORATE STOCK	170,852.	309,990.		
Total to Form 990-PF, Part II, line 10b	170,852.	309,990.		

Form 990-PF Part VIII - List of Officers, Directors Statement 8
Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan	Expense Contrib	Account
PHILIP M. KENNEY 5 GREENWOOD PLACE BALTIMORE, MD 21208	PRESIDENT/DIRECTOR 3.00	0.	0.	0.	
ANDREW M. KENNEY 5 GREENWOOD PLACE BALTIMORE, MD 21208	DIRECTOR 2.00	0.	0.	0.	
NORA F. KENNEY 1113 S. ELLWOOD AVE BALTIMORE, MD 21224	DIRECTOR 2.00	0.	0.	0.	
G. RICHARD SCHOLL 705 YORK ROAD TOWSON, MD 21204	DIRECTOR 0.00	0.	0.	0.	
C. LOUIS KLUG III 5 GREENWOOD PLACE BALTIMORE, MD 21208	DIRECTOR 0.00	0.	0.	0.	
CHARLES S. GOLDBERG 5 GREENWOOD PLACE BALTIMORE, MD 21208	DIRECTOR 0.00	0.	0.	0.	

Totals included on 990-PF, Page 6, Part VIII

0. 0. 0.

2012 Year-End Schwab Gain/Loss Report

Page 2 of 6

Realized Gain or (Loss)

Accounting Method: First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PIMCO ALL ASSET INSTL CL: PAAIX	243.9350	multiple	10/24/12	\$3,090.14	\$2,868.33	\$221.81
Security Subtotal				\$3,090.14	\$2,868.33	\$221.81
PIMCO EMRG LOCAL BD FD INSTL CL: PELBX	47.7860	multiple	10/24/12	\$517.38	\$503.26	\$14.12
Security Subtotal				\$517.38	\$503.26	\$14.12
PIMCO LOW DURATION FUND INSTL CL: PTLDX	42.9710	multiple	10/24/12	\$456.50	\$447.74	\$8.76
Security Subtotal				\$456.50	\$447.74	\$8.76
THIRD AVENUE FOCUSED CREDIT FD INST CL: TFCIX	127.3500	multiple	10/24/12	\$1,315.26	\$1,230.89	\$84.37
Security Subtotal				\$1,315.26	\$1,230.89	\$84.37
Total Short-Term				\$5,379.28	\$5,050.22	\$329.06
Long-Term						
ARTISAN INTL VALUE FUND: ARTKX	347.4640	06/11/10	10/24/12	\$10,000.00	\$7,706.75	\$2,293.25
Security Subtotal				\$10,000.00	\$7,706.75	\$2,293.25

2012 Year-End Schwab Gain/Loss Report

Page 3 of 6

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PIMCO ALL ASSET INSTL CL: PAAIX	3,876.5130	multiple	10/24/12	\$49,107.19	\$46,738.97	\$2,368.22
Security Subtotal				\$49,107.19	\$46,738.97	\$2,368.22
PIMCO EMRG LOCAL BD FD INSTL CL: PELBX	1,035.3900	multiple	10/24/12	\$11,210.08	\$10,491.62	\$718.46
Security Subtotal				\$11,210.08	\$10,491.62	\$718.46
PIMCO LOW DURATION FUND INSTL CL: PTLDX	1,454.1790	multiple	10/24/12	\$15,448.18	\$15,003.03	\$445.15
Security Subtotal				\$15,448.18	\$15,003.03	\$445.15
THIRD AVENUE FOCUSED CREDIT FD INST CL: TFCIX	1,004.5810	multiple	10/24/12	\$10,375.23	\$11,050.63	(\$675.40)
Security Subtotal				\$10,375.23	\$11,050.63	(\$675.40)
UNDER ARMOUR INC CL A: UA	100.0000	03/10/08	10/10/12	\$5,455.51	\$1,756.02	\$3,699.49

2012 Year-End Schwab Gain/Loss Report

Page 4 of 6

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
UNDER ARMOUR INC CL A: UA	100.0000	03/10/08	10/10/12	\$5,455.50	\$1,756.03	\$3,699.47
Security Subtotal				\$10,911.01	\$3,512.05	\$7,398.96
Total Long-Term				\$107,051.69	\$94,503.05	\$12,548.64
Total Realized Gain or (Loss)				\$112,430.97	\$99,553.27	\$12,877.70

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

	KENNEY FAMILY FOUNDATION, INC				
	52-1907688				
	2012				
	OTHER INCOME (COLUMN c, LINE 11)				
	FUND RAISER-SPRING FOR LYME				\$94,939
	OTHER EXPENSES (COLUMN C, LINE 23				
	ROOM RENTAL				\$30,560
	PARTY PLANNER				3000
	AUCTION ITEMS				2920
	FLOWERS				1456
	CELEBRITYS				1350
	EVENT SUPPLIES				1322
	CREDIT CD/ PAYPAL				1146
	PHOTOGRAPHER				800
	WEB DESIGN				400
	COMPUTER				384
	POSTAGE				375
	OTHER				275
	TOTAL				\$43,988
	LEGAL FEES (LINE 16a)				
	SECRETARY OF STATE OF MD				\$100
	MD DEPARTMENT OF ASSESSMENTS				75
	TOTAL				\$175
	TAXES (LINE 18)				
	US TREASURY				\$645
	FOREIGN TAXES-SCHWAB				11
	TOTAL				\$656

KENNEY FAMILY FOUNDATION, INC.				
52-1907688				
2012				
INVESTMENTS-CORPORATE STOCK (PART II, LINE 10b)				
		BEG YR	END YR	END YR
		COST	COST	FMV
300 SHS. P & G		\$16,648	\$16,648	\$20,368
50 SHS. APPLE		4665	4665	26609
100 SHS. BERKSHIRE HATHAWAY		5373	5373	8970
510 SHS. M & T BANK		2662	2662	5022
150 SHS. PAYCHEX		3999	3999	4665
100 SHS. STARBUCKS		1092	1092	5363
400 SHS. UNDER ARMOUR		10228	4159	19412
770.671 SHS. ARTISAN INTL		15214	17825	23413
324.603 SHS. OPPENHEIMER		8948	11158	11322
50 SHS. JOHNSON & JOHNSON		3218	3218	3505
100 SHS. METLIFE		3375	3375	3294
50 SHS. PEPSICO		3245	3245	3422
200 SHS. PFIZER		3700	3700	5016
150 SHS. ECOLAB		5314	5314	10785
100 SHS. CHEVRON		6966	6966	10814
173 SHS. SPDR GOLD		7272	7272	28029
60 SHS. VODAPHONE		1275	1275	1511
1000 SHS. ACADIA HLTH		7106	7106	23350
100 SHS. UNDER ARMOUR		2557	0	
119 SHS. SMUCKERS		3130	3130	10263
497 SHS. PIMCO EMRG		10622	0	
3525 SHS. PIMCO ALL ASSETS		48492	0	
909 SHS. THIRD AVE		11729	0	
1454 SHS. PIMCO LOW DURAT		15159	0	
25 SHS. ANDARKO			691	1858
10 SHS. APPLE			3426	5321
100 SHS. BERKSHIRE HATHAWAY			8355	8970
25 SHS. BOEING			1903	1884
125 SHS. COMCAST			2050	4490
50 SHS. EMERSON			1817	2648
4000 SHS. FIRST MARINER			3323	3920
100 SHS. JOHNSON & JOHNSON			4940	7010
50 SHS. NESTLE			1821	3259
50 SHS. NOVARTIS			1830	3165
250 SHS. P & G			15952	16972
50 SHS. SIEMENS			3637	5474
2 SHS. SPDR GOLD			84	324
59.856 SHS. THIRD AVE			2203	1519
75 SHS. TIME WARNER			3476	7289
200 SHS. UNDER ARMOUR			2557	9706
50 SHS. VALESA ADR			605	1048
TOTALS		\$201,989	\$170,852	\$309,990

	KENNEY FAMILY FOUNDATION			
	52-1907688			
	2012			
	PART XV			
RECIPIENT NAME & ADDRESS	PURPOSE	STATUS	PURPOSE	AMOUNT
WOUNDED WARRIORS PROJECT	UNRESTRICTED	PUBLIC CHARITY	SUPPORT VETS	1200
711 5TH ST NE STE A				
ROANOKE, VA 24016				
INTERVARSITY	UNRESTRICTED	PUBLIC CHARITY	SUPPORT COLLEGE STUDENTS	1000
6400 SCHROEDER RD			WHO FOLLOW CHRIST	
MADISON, WI 53707				
HELPING UP MISSION	UNRESTRICTED	PUBLIC CHARITY	ASSIST THE HOMELESS	500
1029 EAST BALTIMORE ST				
BALTIMORE, MD 21202				
MARYLAND FOOD BANK	UNRESTRICTED	PUBLIC CHARITY	ASSIST THE HOMELESS	100
2200 HALETHORPE FARMS RD				
BALTIMORE, MD 21227				
ALZHEIMER'S ASSOCIATION	UNRESTRICTED	PUBLIC CHARITY	SUPPORT RESEARCH	50
1850 YORK RD STE D				
TIMONIUM, MD 21093				
PARALYZED VETS	UNRESTRICTED	PUBLIC CHARITY	SUPPORT VETS	300
801 18TH ST., NW				
WASHINGTON, DC 20006				
BOYS SCOUTS OF AMERICA	UNRESTRICTED	PUBLIC CHARITY	SUPPORT SCOUTING	200
PO BOX 152079				
IRVING, TX 75015				

LYME DISEASE ASSOCIATION	UNRESTRICTED	PUBLIC CHARITY	LYME DISEASE RESEARCH	10000
PO BOX 1438				
JACKSON, NJ 08527				
LYME DISEASE SE PA	UNRESTRICTED	PUBLIC CHARITY	LYME DISEASE RESEARCH	500
PO BOX 181				
POCOPSON, PA 19366				
DISABLED AMERICAN VETS	UNRESTRICTED	PUBLIC CHARITY	SUPPORT VETS	100
3725 ALEXANDRIA PIKE				
COLD SPRING, KY 41076				
OGLALA LAKOTA COLLEGE	UNRESTRICTED	PUBLIC CHARITY	ASSIST NATIVE AMERICANS	100
PO BOX 490				
KYLE, SD 57752				
MISSIONARY OBLATES	UNRESTRICTED	PUBLIC CHARITY	TO CHANGE LIFE THRU CHRIST	25
9480 N. DE MAZENOD DR				
BELLEVILLE, IL 62223				
LYME DISEASE RESEARCH FOUNDATION	UNRESTRICTED	PUBLIC CHARITY	LYME DISEASE RESEARCH	23500
PO BOX 332				
TOLLAND, CT 06084				
NATIONAL CAPITAL LYME DISEASE	UNRESTRICTED	PUBLIC CHARITY	LYME DISEASE RESEARCH	23500
PO BOX 8211				
McLEAN, VA 22106				
TOTAL				61075