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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
ALAN & AMY MELTZER FAMILY FOUNDATION,INC

A Employer identification number
52-2069235

Number and street (or P O box number if mail is not delivered to street address)
R PHILIPSON & CO 8601 GA AVE

Room/suite
1001

B Telephone number
(301)608-3900

City or town, state, and ZIP code
SILVER SPRING, MD 20910

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,714,613.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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)
Revenue	1	Contributions, gifts, grants, etc., received	47,250.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	27,083.	27,080.		STATEMENT 1
	4	Dividends and interest from securities	4,040.	4,040.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	31,486.			
	b	Gross sales price for all assets on line 6a 844,409.				
	7	Capital gain net income (from Part IV, line 2)		31,486.		
	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	21,710.	21,710.	0.	STATEMENT 3
	12	**Total.** Add lines 1 through 11	131,569.	84,316.	0.	
Operating and Administrative Expenses	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				
	b	Accounting fees STMT 4	9,500.	7,125.	0.	2,375.
	c	Other professional fees				
	17	Interest	5,810.	5,810.	0.	0.
	18	Taxes STMT 5	6,086.	3,886.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	37,953.	16,063.	0.	0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	59,349.	32,884.	0.	2,375.
	25	Contributions, gifts, grants paid	420,596.			420,596.
	26	**Total expenses and disbursements.** Add lines 24 and 25	479,945.	32,884.	0.	422,971.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-348,376.			
	b	**Net investment income** (if negative, enter -0-)		51,432.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

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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			
	2	Savings and temporary cash investments	19,540.	23,174.	23,174.
	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		63,158.	63,158.
	7	Other notes and loans receivable ▶ 532,145.			
		Less: allowance for doubtful accounts ▶ 0.	296,035.	532,145.	532,145.
	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 8	446,169.	406,874.	687,790.
	c	Investments - corporate bonds STMT 9	200,010.	0.	0.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	1,758,268.	1,407,734.	1,383,257.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 11)	2,117.	25,089.	25,089.
	16	**Total assets** (to be completed by all filers)	2,722,139.	2,458,174.	2,714,613.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	20,000.		
	21	Mortgages and other notes payable	497.	89,286.	STATEMENT 12
	22	Other liabilities (describe ▶ STATEMENT 13)	62,772.	65,505.	
	23	**Total liabilities** (add lines 17 through 22)	83,269.	154,791.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	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	2,638,870.	2,303,383.	
	30	**Total net assets or fund balances**	2,638,870.	2,303,383.	
	31	**Total liabilities and net assets/fund balances**	2,722,139.	2,458,174.	

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	2,638,870.
2	Enter amount from Part I, line 27a	2	-348,376.
3	Other increases not included in line 2 (itemize) ▶ BOOK TO TAX DIFFERENCE	3	19,714.
4	Add lines 1, 2, and 3	4	2,310,208.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	6,825.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,303,383.

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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	844,409.		812,923.	31,486.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				31,486.

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 31,486.

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	471,670.	2,693,645.	.175105
2010	18,416.	2,884,304.	.006385
2009	315,381.	2,959,488.	.106566
2008	219,999.	3,123,528.	.070433
2007	204,205.	2,926,111.	.069787

2	**Total** of line 1, column (d)	2	.428276
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	.085655
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,417,711.
5	Multiply line 4 by line 3	5	207,089.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	514.
7	Add lines 5 and 6	7	207,603.
8	Enter qualifying distributions from Part XII, line 4	8	422,971.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	514.
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	514.
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	514.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,895.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	2,895.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,381.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 2,381. **Refunded** ▶			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?	1a		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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 14	10	X	

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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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶301-608-3900

Located at ▶R PHILIPSON & CO 8601 GA AVE, SILVER SPRING, MD ZIP+4 ▶20910

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

		Yes	No
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X	
Organizations relying on a current notice regarding disaster assistance check here ▶☐			
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	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? ☐ Yes ☒ 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.) 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? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(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		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)? | 5b | | X |

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? SEE STATEMENT 15 ☒ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X |

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? 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
ALAN MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817	PRESIDENT 1.00	0.	0.	0.
AMY MELTZER 6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817	VICE PRES/TREASURER/SEC'Y 0.00	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

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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.

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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	710,041.
b	Average of monthly cash balances	1b	4,248.
c	Fair market value of all other assets	1c	1,740,240.
d	Total (add lines 1a, b, and c)	1d	2,454,529.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) SEE STATEMENT 16 — 1e 193,360.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,454,529.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	36,818.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,417,711.
6	**Minimum investment return.** Enter 5% of line 5	6	120,886.

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	120,886.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	514.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	514.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	120,372.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	120,372.
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	120,372.

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	422,971.
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	422,971.
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	514.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	422,457.

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					120,372.
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	57,899.				
b From 2008	64,480.				
c From 2009	167,407.				
d From 2010					
e From 2011	337,284.				
f **Total** of lines 3a through e		627,070.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 422,971.					
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					120,372.
e Remaining amount distributed out of corpus		302,599.			
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		929,669.			
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		57,899.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		871,770.			
10 Analysis of line 9:					
a Excess from 2008	64,480.				
b Excess from 2009	167,407.				
c Excess from 2010					
d Excess from 2011	337,284.				
e Excess from 2012	302,599.				

Form **990-PF** (2012)

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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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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).)

ALAN MELTZER

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.

ALAN MELTZER

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:

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

c Any submission deadlines:

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

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*				
ABLE INDIA CHARITIES 885, SECTOR - 15 FARIDABAD, INDIA	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
AISH SEMINARS 6012 ROSELAND DRIVE ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	3,600.
AJC/ISRAEL ON CAMPUS COALITION OF GREATER WASHINGTON 8720 HARNESS TRAIL POTOMAC, MD 20854	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
ALEF BET SCHOOL 11418 OLD GEORGETOWN ROAD BETHESDA, MD 20852	NONE	PUBLIC CHARITY	EDUCATIONAL	18,000.
AMERICAN ASSOCIATES OF BEN-GURION UNIVERSITY 4800 HAMPDEN LANE, SUITE 200 BETHESDA, MD 20814	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	420,596.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	27,083.	
4 Dividends and interest from securities			14	4,040.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			16	21,710.	
8 Gain or (loss) from sales of assets other than inventory			18	31,486.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		84,319.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 84,319.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date — PRESIDENT — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
RICHARD PHILIPSON		11/15/13		P00169171

Firm's name ▶ ROBERT PHILIPSON & CO — Firm's EIN ▶ 53-0126010

Firm's address ▶ 8601 GEORGIA AVE. STE 1001
SILVER SPRING, MD 20910

Phone no. 301-608-3900

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
ALAN & AMY MELTZER FAMILY FOUNDATION,INC

Employer identification number
52-2069235

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 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).

Name of organization

ALAN & AMY MELTZER FAMILY FOUNDATION,INC

Employer identification number

52-2069235

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALAN & AMY MELTZER C/O R PHILIPSON & CO 8601 GA AVE #1001 SILVER SPRING, MD 20910	$ 42,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
ALAN & AMY MELTZER FAMILY FOUNDATION,INC	52-2069235

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
ALAN & AMY MELTZER FAMILY FOUNDATION, INC	52-2069235

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ALAN & AMY MELTZER FAMILY FOUNDATION,INC

CONTINUATION FOR 990-PF, PART IV
52-2069235 PAGE 1 OF 1

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	MERRILL LYNCH ACCOUNT #6XA-04000			04/17/12
b	MERRILL LYNCH ACCOUNT #6XA-04000			10/01/12
c	CHEVY CHASE TRUST ACCOUNT #301-786			
d	R STREET STORAGE ASSOCIATES, LLC	P		
e	OLD BROWN LLC	P		
f	FINANCIAL INSTITUTION PARTNERS, LLC	P		
g	KENMAR INSIGNIA FUND LTD - 326.83366 SHARES	P		
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
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	10,570.		200,010.	-189,440.
b	6,723.			6,723.
c	331,321.		139,387.	191,934.
d			58.	-58.
e	12,087.			12,087.
f	16,432.			16,432.
g	466,943.		473,468.	-6,525.
h	333.			333.
i				
j				
k				
l				
m				
n				
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				-189,440.
b				6,723.
c				191,934.
d				-58.
e				12,087.
f				16,432.
g				-6,525.
h				333.
i				
j				
k				
l				
m				
n				
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	31,486.
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

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Alan & Amy Meltzer Family Foundation, Inc.
Realized Gains and Losses
December 31, 2012

Merrill Lynch

	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
Long Term					
					-
Lehman Bros Holdings Inc Contin Prot Nts on XLF Due 1/31/2011	1/31/2008	4/17/2012	4767 46	**100,000.00**	(95,232.54)
Lehman Bros Hldgs Inc Medium Term Nts Due 3/19/10	3/19/2008	4/17/2012	2998.42	**50,005.15**	(47,006.73)
Lehman Bros Hldgs Inc Xlf Buff Ret Enh Nts Due 3/10/2010 excrow var D031908M031910GL	3/10/2008	4/17/2012	2803.91	**50,005.15**	(47,201.24)
					-
			10,569.79	**200,010.30**	**(189,440.51)**
			10,569.79	**200,010.30**	**(189,440.51)**

Chevy Chase Trust

	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
Long Term					
Cardinal Financial Corp	12/8/2003	2/14/2012	31,251 87	19,587 12	11,664 75
Cardinal Financial Corp	12/8/2003	2/15/2012	31,011.94	19,587.12	11,424.82
Cardinal Financial Corp		9/11/2012	25,125 02	15,759 38	9,365 64
Cardinal Financial Corp		12/11/2012	35,945 39	22,413 60	13,531 79
IBW Fianncial Corporation New		2/14/2012	26,324.60	62,040 00	(35,715 40)
Eagle Bancorp Inc MD		7/31/2012	41,066 03	-	41,066.03
Eagle Bancorp Inc MD		9/11/2012	75,392 94	-	75,392.94
Eagle Bancorp Inc MD		12/11/2012	65,202 77	-	65,202 77
					-
			331,320.56	**139,387.22**	**191,933.34**
			331,320.56	**139,387.22**	**191,933.34**
			Total Gain/Loss on Disposal		**2,492.83**

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
AMERICAN FRIENDS OF SHALVA 315 5TH AVENUE, 6TH FLR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
AMERICAN UNIVERSITY 4400 MASSACHUSETTS AVE, NW WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	EDUCATIONAL	20,000.
AUTISM SPEAKS 1990 K STREET, NW 2ND FLR WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	CHARITABLE	1,250.
B'NAI BRITH YOUTH ORGANIZATION 6125 MONTROSE ROAD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
B'NAI ISRAEL 6301 MONTROSE ROAD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	30,000.
BETH SHALOM CONGREGATION 8070 HARRIET TUBMAN LANE COLUMBIA, MD 21044	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
BOSTON CASA, INC. P.O. BOX 8426 BOSTON, MA 02114	NONE	PUBLIC CHARITY	CHARITABLE	100.
CADDIES ON CORDELL 4922 CORDELL AVENUE BETHESDA, MD 20814	NONE	CORPORATION	COMMUNITY OUTREACH	250.
CAPITOL ARTS NETWORK 12276 WILKINS AVENUE ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
CATHOLIC CHARITIES 6010 GEORGIA AVE NW WASHINGTON, DC 20011	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
Total from continuation sheets				371,496.

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
CENTRAL FARM MARKETS 7600 ARLINGTON RD BETHESDA, MD 20814	NONE	CORPORATION	COMMUNITY OUTREACH	1,000.
CHARLES E. SMITH LIFE COMMUNITIES 6121 MONTROSE ROAD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
CHARTER BOARD PARTNERS 1638 R STREET, N.W., SUITE 300 WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
CHILDREN'S HOSPITAL FOUNDATION 801 ROEDER RD #300 SILVER SPRING, MD 20910	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
COMMUNITY FOUNDATION OF MONTGOMERY COUNTY 8720 GEORGIA AVENUE, SUITE 202 SILVER SPRING, MD 20910	NONE	PUBLIC CHARITY	CHARITABLE	7,750.
CRITTERS FOR THE CURE 6500 ROCK SPRING DRIVE, SUITE 400 BETHESDA, MD 20817	NONE	PUBLIC CHARITY	CHARITABLE	500.
CSAAC FOUNDATION 8615 EAST VILLAGE AVENUE MONTGOMERY VILLAGE, MD 20886	NONE	PUBLIC CHARITY	CHARITABLE	750.
DANA FARBER CANCER INSTITUTE 6151 TUCKERMAN LANE ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
DEVELOPMENT CORPORATION FOR ISRAEL 6900 WISCONSIN AVENUE, SUITE 307 BETHESDA, MD 20815	NONE	PUBLIC CHARITY	CHARITABLE	1,250.
DIABETES RESEARCH INSTITUTE 200 S. PARK ROAD, SUITE 100 HOLLYWOOD, FL 33021	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
Total from continuation sheets				

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
DOWNS SYNDROME P.O. BOX 10416 ROCKVILLE, MD 20849	NONE	PUBLIC CHARITY	CHARITABLE	1,250.
EAGLE BANK FOUNDATION 7815 WOODMONT AVENUE BETHESDA, MD 20814	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
FIGHT FOR CHILDREN 1726 M STREET, N.W., SUITE 202 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	500.
FINAL SALUTE, INC. P.O. BOX 156 HAYMARKET, VA 20168	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
FOOD AND FRIENDS 219 RIGGS RD NE WASHINGTON, DC 20011	NONE	PUBLIC CHARITY	CHARITABLE	3,750.
FOOD FOR THE POOR 6401 LYONS ROAD COCONUT CREEK, FL 33073	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
FRIENDS OF CANCER RESEARCH 1800 M STREET NW, SUITE 1050 SOUTH WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
FRIENDS OF THE ISRAEL DEFENSE FORCES P.O. BOX 395 STEVENSON, MD 21153	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
FRIENDSHIP CIRCLE 11621 SEVEN LOCKS ROAD POTOMAC, MD 20854	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DRIVE FAIRFAX, VA 22030	NONE	PUBLIC CHARITY	EDUCATIONAL	7,500.
Total from continuation sheets				

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
GESHER JDS 4800 MATTIE MOORE COURT FAIRFAX, VA 22030	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
GLEN ECHO PARK PARTNERSHIP FOR ARTS & CULTURE 7300 MACARTHUR BOULEVARD GLEN ECHO, MD 20812	NONE	PUBLIC CHARITY	CHARITABLE	250.
GLOBAL EXPLORERS 420 SOUTH HOWES STREET, SUITE B300 FORT COLLINS, CO 80521	NONE	PUBLIC CHARITY	CHARITABLE	500.
GOFUNDME 1010 SECOND AVE, SUITE 1770 SAN DIEGO, CA 92101	NONE	CORPORATION	CHARITABLE - HURRICANE SANDY - MIZZEN ROAD RELIEF	1,000.
GREATER WASHINGTON REGION CLEAN CITIES COALITION P.O. BOX 73402 WASHINGTON, DC 20056	NONE	PUBLIC CHARITY	CHARITABLE	1,925.
HAND IN HAND SCHOOLS P.O. BOX 80102 PORTLAND, OR 97280	NONE	PUBLIC CHARITY	CHARITABLE	500.
HIGHER ACHIEVEMENT 317 8TH STREET, NE WASHINGTON, DC 20002	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
HILLEL: THE FOUNDATION FOR JEWISH CAMPUS LIFE 800 8TH STREET, NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	CHARITABLE	3,750.
INTERFAITH WORKS 114 WEST MONTGOMERY AVENUE ROCKVILLE, MD 20850	NONE	PUBLIC CHARITY	CHARITABLE	4,375.
JCC OF NORTHERN VIRGINIA 8900 LITTLE RIVER TPKE FAIRFAX, VA 22031	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
Total from continuation sheets				

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
JDRF 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004	NONE	PUBLIC CHARITY	CHARITABLE	918.
JEWISH COMMUNITY RELATIONS COUNCIL 6101 MONTROSE RD #205 ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	4,000.
JEWISH INSTITUTE FOR NATIONAL SECURITY AFFAIRS 1307 NEW YORK AVENUE NW, SUITE 200 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
JEWISH SOCIAL SERVICE AGENCY 200 WOOD HILL ROAD ROCKVILLE, MD 20850	NONE	PUBLIC CHARITY	CHARITABLE	8,333.
JUNIOR ACHIEVEMENT 1050 17TH STREET, N.W., SUITE 750 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
KENNEDY CENTER 2700 F STREET NW WASHINGTON, DC 20566	NONE	PRIVATE FOUNDATION	CHARITABLE	10,000.
KIDSAVE 5185 MACARTHUR BLVD, STE 108 WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
KREEGER MUSEUM 2401 FOXHALL ROAD, NW WASHINGTON, DC 20007	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
LANGLEY SAXON WRESTLING 1007 SHERMAN COURT GREAT FALLS, VA 22066	NONE	PUBLIC CHARITY	CHARITABLE	150.
LEARNING ALLY 5225 WISCONSIN AVENUE, N.W., SUITE 312 WASHINGTON, DC 20015	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LEUKEMIA AND LYMPHOMA SOCIETY 5845 RICHMOND HIGHWAY, SUITE 800 ALEXANDRIA, VA 22303	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
LIFE WITH CANCER 1302 FAIRGROVE LANE CROWNSVILLE, MD 21032	NONE	PUBLIC CHARITY	CHARITABLE	3,000.
LIGHT UP THE QUEEN FOUNDATION P.O. BOX 306 WILMINGTON, DE 19899	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
MARY'S CENTER 2333 ONTARIO ROAD, NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	CHARITABLE	27,188.
NATIONAL AUDUBON SOCIETY 1200 18TH STREET, NW, SUITE 500 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
NATIONAL BUILDING MUSEUM 401 F STREET, NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	CHARITABLE	4,300.
NATIONAL CHILDREN'S MUSEUM 151 ST. GEORGE BOULEVARD NATIONAL HARBOR, MD 20745	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
NATIONAL REHABILITATION HOSPITAL 102 IRVING ST NW WASHINGTON, DC 20010	NONE	PUBLIC CHARITY	CHARITABLE	100.
NATIONALS DREAM FOUNDATION 1500 SOUTH CAPITOL STREET, SE WASHINGTON, DC 20003	NONE	PUBLIC CHARITY	CHARITABLE	3,750.
NON PROFIT VILLAGE 12320 PARKLAWN DRIVE ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	1,250.
Total from continuation sheets				

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
OLNEY THEATER 2001 OLNEY-SANDY SPRING RD OLNEY, MD 20832	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
OPERATION EMBRACE 350-C FORTUNE TERRACE, PMB #209 POTOMAC, MD 20854	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
SECOND GENESIS 8611 SECOND AVE, STE 300 SILVER SPRING, MD 20910	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
SHARE OUR STRENGTH 1730 M STREET NW, STE 700 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
SIBLEY MEMORIAL HOSPITAL FOUNDATION 5255 LOUGHBORO RD, NW WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
SPECIAL OLYMPICS 1133 19TH STREET, NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	CHARITABLE	12,500.
STARLIGHT MID ATLANTIC 2020 K STREET, NW, SUITE 600 WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
STODDARD BAPTIST HOME FOUNDATION 1818 NEWTON STREET, NW WASHINGTON, DC 20010	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
SULAM 13300 ARCTIC AVENUE ROCKVILLE, MD 20853	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
SUSAN G. KOMEN BREAST CANCER FOUNDATION 6500 ROCK SPRING DRIVE, SUITE 300 BETHESDA, MD 20817	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				

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05-01-12

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
THE LAB SCHOOL 4759 RESERVOIR ROAD, NW WASHINGTON, DC 20007	NONE	PUBLIC CHARITY	CHARITABLE	2,250.
THE SEED SCHOOL 4300 C STREET, SE WASHINGTON, DC 20019	NONE	PUBLIC CHARITY	EDUCATIONAL	5,357.
THURGOOD MARSHALL ACADEMY 2427 MARTIN LUTHER KING, JR. AVENUE, SE WASHINGTON, DC 20020	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
TLC 2301 RESEARCH BOULEVARD, SUITE 110 ROCKVILLE, MD 20850	NONE	PUBLIC CHARITY	CHARITABLE	6,000.
TOBACCO FREE KIDS 1400 I STREET, N.W., SUITE 1200 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
TORAH SCHOOL OF GREATER WASHINGTON 2010 LINDEN LANE SILVER SPRING, MD 20910	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
UJA FEDERATION 6101 MONTROSE RD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
USS SEQUOIA PRESIDENTIAL YACHT 2600 VIRGINIA AVENUE, NW, SUITE 606 WASHINGTON, DC 20037	NONE	CORPORATION	COMMUNITY OUTREACH	4,000.
WASHINGTON HEBREW CONGREGATION 3935 MACOMB ST NW WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	CHARITABLE	4,000.
WASHINGTON HOSPITAL CENTER - MEDSTAR 110 IRVING STREET, NW WASHINGTON, DC 20010	NONE	PUBLIC CHARITY	CHARITABLE	12,500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
WASHINGTON NATL YOUTH BASEBALL ACADEMY 1500 SOUTH CAPITOL STREET, SE WASHINGTON, DC 20003	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
YOU CANNOT BE REPLACED - SQUAN STRONG P.O. BOX 64 SEA GIRT, NJ 08750	NONE	PUBLIC CHARITY	CHARITABLE	250.
Total from continuation sheets				

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

SOURCE	AMOUNT
AFFORDABLE MINI STORAGE OF GREENBELT LLC	78.
CHEVY CHASE TRUST #301-786	4.
CLEANTECH MARYLAND INVESTORS, LLC	152.
COCO OCHO LLC	21.
CORPORATE RIDGE PARTICIPATION	6,573.
CRAIG & KAREN JOHNSON	899.
DOUBLE EDGE SWORD PARTNERS	20.
FRIENDS I LLC	41.
FRIENDS V LLC	1,119.
FRIENDS XV, LLC	2.
FRIENDS XX, LLC	577.
FRIENDS XXV, LLC	234.
FRIENDS XXVI LLC	116.
GBW APARTMENTS, LLC	9.
GOLDSTAR FLORIDIAN INVESTOR	0.
GOLDSTAR REAL ESTATE FUND I LP	1.
GOLDSTAR REAL ESTATE FUND II LP	11.
JASON FEITELBERG	3,896.
LPG CHILLUM, LLC	90.
MORGAN STANLEY SMITH BARNEY	3.
PENNY LANE PARTNERS	1.
ROSENTHAL PROPERTIES INVESTMENT FUND, LLC	12.
SCUDDER BAY CAPITAL LLC	13,095.
SILVER OAK INVESTORS, LLC	9.
STATE OF ISRAEL	120.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	27,083.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHEVY CHASE TRUST #301-786	4,371.	333.	4,038.
COCO OCHO LLC	2.	0.	2.
TOTAL TO FM 990-PF, PART I, LN 4	4,373.	333.	4,040.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
GBW APARTMENTS, LLC	-465.	-465.	0.
LPG CHILLUM, LLC	1,877.	1,877.	0.
OLD BROWN LLC	4,682.	4,682.	0.
FRIENDS I LLC	-1,698.	-1,698.	0.
SCUDDER BAY CAPITAL LLC	-3,243.	-3,243.	0.
FRIENDS V LLC	486.	486.	0.
GOLDSTAR REAL ESTATE FUND I LP	30,701.	30,701.	0.
VRG HOLDINGS LLC	-32.	-32.	0.
GOLDSTAR FLORIDIAN INVESTOR LP	0.	0.	0.
AFFORDABLE MINI STORAGE OF GREENBELT, LLC	6,532.	6,532.	0.
CB TWIN CEDARS, LLC	0.	0.	0.
FRIENDS XV, LLC	-1,380.	-1,380.	0.
GOLDSTAR REAL ESTATE FUND II LP	-10,121.	-10,121.	0.
FRIENDS XX, LLC	-5,224.	-5,224.	0.
GARDEN OF EDEN LLC	8,500.	8,500.	0.
SILVER OAK INVESTORS LLC	-3,904.	-3,904.	0.
CLEANTECH MARYLAND INVESTORS, LLC	124.	124.	0.
FRIENDS XXV, LLC	-4,851.	-4,851.	0.
DOUBLE EDGE SWORD PARTNERS	0.	0.	0.
JUST MOULDING FRANCHISING, LLC	0.	0.	0.
FRIENDS XXVI LLC	-369.	-369.	0.
COCO OCHO LLC	399.	399.	0.
ROSENTHAL PROPERTIES INVESTMENT FUND, LLC	-44.	-44.	0.
PENNY LANE PARTNERS	-260.	-260.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	21,710.	21,710.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	9,500.	7,125.	0.	2,375.
TO FORM 990-PF, PG 1, LN 16B	9,500.	7,125.	0.	2,375.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE TAXES WITHHELD FROM PASS-THROUGH ENTITIES	3,876.	3,876.	0.	0.
FEDERAL EXCISE TAXES	2,200.	0.	0.	0.
FOREIGN TAXES ON INVESTMENTS	10.	10.	0.	0.
TO FORM 990-PF, PG 1, LN 18	6,086.	3,886.	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
BANK CHARGES	956.	956.	0.	0.
BROKER FEES	7,066.	7,066.	0.	0.
LIFE INSURANCE PREMIUM	21,890.	0.	0.	0.
OTHER DEDUCTIONS	568.	568.	0.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME	7,473.	7,473.	0.	0.
TO FORM 990-PF, PG 1, LN 23	37,953.	16,063.	0.	0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
NON-DEDUCTIBLE EXPENSES FROM PASS-THROUGH ENTITIES	259.
SUSPENDED LOSSES FROM PARTNERSHIPS DUE TO LACK OF BASIS	6,566.
TOTAL TO FORM 990-PF, PART III, LINE 5	6,825.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF GEORGETOWN	100,000.	100,000.
CAPITAL BANK	93,040.	77,000.
CHEVY CHASE TRUST - SECURITIES	150,160.	449,387.
FIRST VIRGINIA COMMUNITY BANK	50,000.	50,000.
YAHOO INC	13,674.	11,403.
TOTAL TO FORM 990-PF, PART II, LINE 10B	406,874.	687,790.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - BONDS	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AFFORDABLE MINI STORAGE	COST	57,513.	57,513.
CB TWIN CEDARS, LLC	COST	33,523.	33,523.
COCO OCHO LLC	COST	60,158.	60,158.
CORPORATE RIDGE PARTICIPATION	COST	60,746.	60,746.
DOUBLE EDGE SWORD PARTNERS	COST	21,569.	22,364.
FRIENDS V, LLC	COST	23,562.	23,320.
FRIENDS XV LLC	COST	31,678.	31,678.
FRIENDS XX, LLC	COST	86,403.	86,403.
FRIENDS XXV, LLC	COST	75,754.	89,878.
FRIENDS XXVI, LLC	COST	152,922.	152,922.
GARDEN OF EDEN LLC	COST	85,000.	85,000.
GBW APARTMENTS	COST	19,710.	19,710.
GOLDSTAR FLORIDIAN INV LLC	COST	17,380.	17,380.
GOLDSTAR REAL ESTATE FUND I LP	COST	27,085.	-1,796.
GOLDSTAR REAL ESTATE FUND II LP	COST	6,088.	6,088.
ISRAEL CLEANTECH VENTURES	COST	85,852.	85,852.
JUST MOULDING FRANCHISING, LLC	COST	37,434.	34,190.
KENMAR INSIGNIA HEDGE FD LTD	COST	0.	0.
LPG CHILLUM LLC	COST	14,359.	14,359.

OLD BROWN LLC	COST	0.	0.
PENNY LANE PARTNERS	COST	109,241.	109,241.
ROSENTHAL PROPERTY INVESTMENTS	COST	54,740.	54,740.
SCUDDER BAY CAPITAL, LLC	COST	291,904.	284,875.
STATE OF ISRAEL BOND	COST	5,000.	5,000.
VRG HOLDINGS LLC	COST	50,113.	50,113.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,407,734.	1,383,257.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DISTRIBUTIONS RECEIVABLE	0.	820.	820.
GUARANTEED PAYMENTS RECEIVABLE	1,500.	0.	0.
INVESTMENT INCOME RECEIVABLE	617.	24,269.	24,269.
TO FORM 990-PF, PART II, LINE 15	2,117.	25,089.	25,089.

FORM 990-PF OTHER NOTES AND LOANS PAYABLE STATEMENT 12

LENDER'S NAME	TERMS OF REPAYMENT	SECURITY PROVIDED BY BORROWER
EAGLE BANK	ON DEMAND	

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE	PURPOSE OF LOAN
03/25/05		200,000.	3.25%	CASH FLOW FOR CONTRIBUTIONS

RELATIONSHIP OF LENDER

BANK

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
NONE	0.	89,286.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B		89,286.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
100 STEPS LLC	8,501.	15,067.
BANK OVERDRAFT	19,856.	16,061.
COCO OCHO LLC	0.	10,000.
FINANCIAL INSTITUTION PARTNERS	5,378.	0.
FRIENDS I LLC	11,151.	16,134.
FRIENDS XI LLC	1,200.	0.
R STREET STORAGE ASSOC	13,838.	0.
SILVER OAK INVESTORS	2,848.	8,243.
TOTAL TO FORM 990-PF, PART II, LINE 22	62,772.	65,505.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 14

NAME OF CONTRIBUTOR	ADDRESS
ALAN L. MELTZER	6500 ROCK SPRING DRIVE, SUITE 500 BETHESDA, MD 20817

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 15
PART VII-B, LINE 5C

GRANTEE'S NAME

CENTRAL FARM MARKETS

GRANTEE'S ADDRESS

7600 ARLINGTON RD
BETHESDA, MD 20814

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED	VERIFICATION DATE
1,000.	04/17/12	1,000.	04/17/12

PURPOSE OF GRANT

COMMUNITY OUTREACH

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

GOFUNDME

GRANTEE'S ADDRESS

1010 SECOND AVE, SUITE 1770
SAN DIEGO, CA 92101

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED	VERIFICATION DATE
1,000.	11/09/12	1,000.	11/09/12

PURPOSE OF GRANT

HURRICANE SANDY DISASTER RELIEF

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

USS SEQUOIA PRESIDENTIAL YACHT

GRANTEE'S ADDRESS

2600 VIRGINIA AVENUE, N.W., SUITE 606
WASHINGTON, DC 20037

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED	VERIFICATION DATE
4,000.	12/21/12	4,000.	12/21/12

PURPOSE OF GRANT

COMMUNITY OUTREACH

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

CADDIES ON CORDELL

GRANTEE'S ADDRESS

4922 CORDELL AVENUE
BETHESDA, MD 20814

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED	VERIFICATION DATE
250.	10/11/12	250.	10/11/12

PURPOSE OF GRANT

COMMUNITY OUTREACH

ANY DIVERSION BY GRANTEE

NONE

FORM 990-PF

REDUCTION EXPLANATION
PART X, LINE 1E

STATEMENT 16

EXPLANATION FOR REDUCTION CLAIMED FOR BLOCKAGE OR OTHER FACTORS

PARTNERSHIP, LIMITED LIABILITY COMPANIES AND NOTES RECEIVABLE REPORTED AS OTHER INVESTMENTS ON THE RETURN THAT ARE PRIVATELY HELD AND NOT READILY MARKETABLE.

FAIR MARKET VALUE BEFORE REDUCTION: $1,933,600.

AMOUNT OF REDUCTION IS 10% OF THE VALUE OR $193,360.

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

- 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

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions.
ALAN & AMY MELTZER FAMILY FOUNDATION,INC

Employer identification number (EIN) or
52-2069235

Number, street, and room or suite no If a P O box, see instructions
R PHILIPSON & CO 8601 GA AVE, NO. 1001

Social security number (SSN)

City, town or post office, state, and ZIP code For a foreign address, see instructions
SILVER SPRING, MD 20910

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 ▶ THE FOUNDATION

  Telephone No ▶ 301-608-3900 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 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☒ calendar year 2012 or

▶ ☐ tax year beginning ______, and ending ______

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	$ 417.
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	$ 2,895.
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	$ 0.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev 1-2013)

ELECTRONICALLY FILED

223841
01-21-13

APR 30 2013

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

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).

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 ALAN & AMY MELTZER FAMILY FOUNDATION, INC	Employer identification number (EIN) or 52-2069235
	Number, street, and room or suite no If a P O. box, see instructions R PHILIPSON & CO 8601 GA AVE, NO. 1001	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions SILVER SPRING, MD 20910	

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-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.

- The books are in the care of ▶ THE FOUNDATION
  Telephone No ▶ 301-608-3900 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
INFORMATION NECESSARY TO COMPLETE THE TAX RETURN IS NOT AVAILABLE.

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	$ 417.
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	$ 2,895.
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 ▶ Title ▶ PREPARER Date ▶

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- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

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).

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 ALAN & AMY MELTZER FAMILY FOUNDATION, INC	Employer identification number (EIN) or 52-2069235
	Number, street, and room or suite no If a P O box, see instructions R PHILIPSON & CO 8601 GA AVE, NO. 1001	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SILVER SPRING, MD 20910	

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

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Signature ▶ Title ▶ PREPARER Date ▶ JUL 29 2013

Form **8868** (Rev 1-2013)

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