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

**2012**

Department of the Treasury  
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>GEORGE WASSERMAN FAMILY FOUNDATION, INC. C/O GROSSBERG COMPANY</b>		<b>A Employer identification number</b> <b>52-6035888</b>
Number and street (or P O box number if mail is not delivered to street address) <b>6500 ROCK SPRING DRIVE</b>	Room/suite <b>200</b>	<b>B Telephone number</b> <b>301-571-1900</b>
City or town, state, and ZIP code <b>BETHESDA, MD 20817</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>10,044,982.</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))			<b>N/A</b>	
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	447,599.	431,121.		<b>STATEMENT 1</b>
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-25,806.			
b Gross sales price for all assets on line 6a	1,524,917.			
7 Capital gain net income (from Part IV, line 2)		0.		
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				
<b>12 Total. Add lines 1 through 11</b>	<b>421,793.</b>	<b>431,121.</b>		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc	41,600.	20,800.		20,800.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees <b>STMT 2</b>	3,300.	1,650.		1,650.
c Other professional fees <b>STMT 3</b>	30,418.	30,418.		0.
17 Interest				
18 Taxes <b>STMT 4</b>	16,240.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses <b>STMT 5</b>	4,841.	2,944.		1,907.
<b>24 Total operating and administrative expenses. Add lines 13 through 23</b>	<b>96,399.</b>	<b>55,812.</b>		<b>24,357.</b>
25 Contributions, gifts, grants paid	538,500.			538,500.
<b>26 Total expenses and disbursements. Add lines 24 and 25</b>	<b>634,899.</b>	<b>55,812.</b>		<b>562,857.</b>
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-213,106.			
b Net investment income (if negative, enter -0-)		375,309.		
c Adjusted net income (if negative, enter -0-)			<b>N/A</b>	

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MAY 29 2013

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GEORGE WASSERMAN FAMILY FOUNDATION, INC.

Form 990-PF (2012)

C/O GROSSBERG COMPANY

52-6035888

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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	102,255.	399,782.	399,782.
	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 6	527,249.	528,306.	647,296.
	c Investments - corporate bonds STMT 7	7,155,315.	6,585,848.	7,082,406.
	11 Investments - land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	1,801,876.	1,853,135.	1,907,002.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 9)	2,844.	8,496.	8,496.	
16 Total assets (to be completed by all filers)	9,589,539.	9,375,567.	10,044,982.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 10)	10,279.	9,413.	
23 Total liabilities (add lines 17 through 22)	10,279.	9,413.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	9,579,260.	9,366,154.		
30 Total net assets or fund balances	9,579,260.	9,366,154.		
31 Total liabilities and net assets/fund balances	9,589,539.	9,375,567.		

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	9,579,260.
2 Enter amount from Part I, line 27a	2	-213,106.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	9,366,154.
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	9,366,154.

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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	1,524,917.	1,550,723.	-25,806.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			-25,806.		
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	-25,806.
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	520,463.	10,075,374.	.051657
2010	573,904.	10,128,596.	.056662
2009	387,965.	7,349,552.	.052788
2008	413,535.	6,441,033.	.064203
2007	443,645.	8,666,705.	.051190
2 Total of line 1, column (d)			2 .276500
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 .055300
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 10,085,887.
5 Multiply line 4 by line 3			5 557,750.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,753.
7 Add lines 5 and 6			7 561,503.
8 Enter qualifying distributions from Part XII, line 4			8 562,857.

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.

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**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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,753.
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	3,753.
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	3,753.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	9,600.	
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	9,600.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,847.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 5,847. Refunded <input checked="" type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	N/A	
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, DC		
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

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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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	X		
14	The books are in care of <b>GROSSBERG COMPANY LLP</b> Telephone no. <b>301-571-1900</b> Located at <b>6500 ROCK SPRING DR, #200, BETHESDA, MD</b> ZIP+4 <b>20817</b>			
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			
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		Yes	No
		15	N/A	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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <b>N/A</b>	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.) <b>N/A</b>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

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

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

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

**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
CAROLYN J. KAPLAN 10642 MACARTHUR BLVD POTOMAC, MD 20854	PRESIDENT 0.00	0.	0.	0.
LISA W. GILL 13100 RIVER ROAD POTOMAC, MD 20854	VICE PRES 0.00	0.	0.	0.
AARON STOPAK 6305 MOUNTAIN BRANCH COURT BETHESDA, MD 20817	VICE PRES/EXECUTIVE DIRECT 20.00	41,600.	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

**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 NONE	0.
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 NONE	0.
2	
3 All other program-related investments. See instructions.	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	9,831,091.
b	Average of monthly cash balances	1b	408,388.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	10,239,479.
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	10,239,479.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	153,592.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,085,887.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	504,294.

**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	504,294.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,753.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,753.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	500,541.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	500,541.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	500,541.

**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	562,857.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	562,857.
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	3,753.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	559,104.

**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	(e) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				500,541.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			192,902.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 562,857.				
a Applied to 2011, but not more than line 2a			192,902.	
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				369,955.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				130,586.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

**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)

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

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

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

**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

**AARON STOPAK**  
**6503 MOUNTAIN BRANCH COURT, BETHESDA, MD 20817-5838**

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

**LETTER STATING CHARITABLE NEEDS**

c Any submission deadlines:

NONE

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

**SECTION 501(C)(3) ORGANIZATIONS ONLY**

GEORGE WASSERMAN FAMILY FOUNDATION, INC.

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C/O GROSSBERG COMPANY

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**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
AMERICAN CANCER SOCIETY P.O. BOX 22718 OKLAHOMA CITY, OK 73123	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
AMERICAN COMMITTEE FOR THE WEIZMAN 633 THIRD AV. NEW YORK, NY 10017	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
AMERICAN FRIENDS OF ISRAEL PHILARMONIC 122 EAST 42ND ST. NEW YORK, NY 10168	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
AMERICAN ISRAEL CULTURAL FND 20 EAST 46TH ST, 15TH FL NEW YORK, NY 10017	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
AMERICAN JEWISH COMMITTEE 1156 15 TH ST NW # 1201 WASHINGTON, DC 20005	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>538,500.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>



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

Table with 2 main columns: Question (1) and Yes/No. Sub-questions include transfers of cash, other assets, and other transactions.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content is 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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content is 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: Dawn W. Storz, Date: 5/14/13, Title: [blank].

May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes [ ] No

Paid Preparer Use Only Print/Type preparer's name: SAMIM BIRADAR, Preparer's signature: Samim Biradar, Date: 5/9/13, Check [ ] if self-employed, PTIN: P00822945, Firm's name: GROSSBERG COMPANY LLP, Firm's EIN: 52-0807134, Firm's address: 6500 ROCK SPRING DRIVE, SUITE 200, BETHESDA, MD 20817, Phone no.: 301-571-1900

**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.)
a CHEVY CHASE - SEE ATTACHED	P	04/28/11	02/07/12
b CHEVY CHASE - SEE ATTACHED	P	09/02/11	11/16/12
c CHEVY CHASE - SEE ATTACHED	P	11/01/11	07/01/12
d CHEVY CHASE - SEE ATTACHED	P	02/04/09	09/05/12
e SPDR GOLD TRUST	P	12/31/11	01/11/12
f CAPITAL GAINS DIVIDENDS			
g			
h			
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 197.		165.	32.
b 11,160.		8,894.	2,266.
c 745,037.		747,466.	-2,429.
d 744,871.		794,198.	-49,327.
e 19.			19.
f 23,633.			23,633.
g			
h			
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			32.
b			2,266.
c			-2,429.
d			-49,327.
e			19.
f			23,633.
g			
h			
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	-25,806.
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 XV** Supplementary Information

<b>3 Grants and Contributions Paid During the Year (Continuation)</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
AMERICAN RED CROSS P.O. BOX 37295 WASHINGTON, DC 20013	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
AMERICAN SOCIETY FOR PREVENTION OF CRUELTY OF ANIMALS 424 E. 92ND STREET NEW YORK, NY 10128	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
ASIA SOCIETY 725 PARK AND MUSEUM NEW YORK, NY 10021	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
AUTISM SPEAKS 1 EAST 33RD STREET NEW YORK, NY 10016	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	2,000.
AVON BREAST CANCER WALK 300 NEW JERSEY AVE, NW, #900 WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	1,500.
BALLOU HIGH SCHOOL MARCHING BAND 3401 4TH ST, SE WASHINGTON, DC 20032	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	2,000.
BCC RESCUE SQUAD 5020 BATTERY LANDE BETHESDA, MD 20814	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	4,000.
BREAD FOR THE CITY 1525 7TH ST, NW WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
BRIGHT BEGINNING 128 M STREET, NW WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
CAPITAL AREA FOOD BANK 645 TAYLOR ST NE WASHINGTON, DC 20017	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
<b>Total from continuation sheets</b>				<b>493,500.</b>

GEORGE WASSERMAN FAMILY FOUNDATION, INC.  
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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
CATHOLIC CHARITIES - IMMIGRATION SERVICES 924 G STREET, NW WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	2,500.
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS, MD 21403	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
CIESLA FOUNDATION 5005 LINNEAN AVE, NW WASHINGTON, DC 20008	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
DANCE PLACE 3225 8TH ST, NE WASHINGTON, DC 20017	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	2,000.
DC CENTRAL KITCHEN 425 2ND ST, NW WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
DC JCC THEATRE J 1529 16TH ST, NW WASHINGTON, DC 20036	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
DC SCORES 1224 M ST, NW, #200 WASHINGTON, DC 20005	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	7,000.
DC VOTE 2000 P ST, NW, #200 WASHINGTON, DC 20036	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	1,000.
DEVELOPING FAMILIES CENTER 801 17TH ST, NE WASHINGTON, DC 20002	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
DIENER SCHOOL 11510 FALLS ROAD POTOMAC, MD 20854	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	3,000.
Total from continuation sheets				

GEORGE WASSERMAN FAMILY FOUNDATION, INC.  
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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
DUKE ELLINGTON SCHOOL OF ARTS 3500 R ST NW, SUITE 100 WASHINGTON, DC 20007	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
FISHER HOUSE FOUNDATION INC 1401 ROCKVILLE PIKE # 600 ROCKVILLE, MD 20852	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
FLORENCE FULLER CHILD DEVELOPMENT CENTER 200 NE 14TH ST BOCA RATON, FL 33432	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	2,000.
HABITAT FOR HUMANITY MONTGOMERY COUNTY 9110 GAITHER ROAD GAITHERSBURG, MD 20877	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
HEBREW HOME OF GREATER WASHINGTON 6121 MONTROSE ROAD ROCKVILLE, MD 20852	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
HIGHER ACHIEVEMENT 1701 K ST. NW, SUITE 1000 WASHINGTON, DC 20006	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
HILLEL - FOUNDATION FOR JEWISH CAMPUS LIFE 800 8TH ST, NW WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	2,000.
IONA SENIOR SERVICES 4125 ALBERMARLE ST, NW WASHINGTON, DC 20016	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	24,000.
JEWISH COMMUNITY RELATIONS COUNCIL 6101 MONTROSE ROAD ROCKVILLE, MD 20852	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
JEWISH COUNCIL FOR THE AGING 11820 PARKLAWN DR ROCKVILLE, MD 20852	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
<b>Total from continuation sheets</b>				

GEORGE WASSERMAN FAMILY FOUNDATION, INC.  
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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
JEWISH FILM FESTIVAL 1529 16 TH ST NW WASHINGTON, DC 20036	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
JEWISH FOUNDATION OF GROUP HOMES 1500 EAST JEFFERSON ST. ROCKVILLE, MD 20852	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
JEWISH HISTORICAL SOCIETY OF GREATER WASHINGTON 701 3RD STREET, NW WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	14,000.
JEWISH SOCIAL SERVICE AGENCY 5100 WISCONSIN AVE, NW WASHINGTON, DC 20016	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
JONES-HAYWOOD DANCE 1200 DELAFIELD PLACE, NW WASHINGTON, DC 20011	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	1,500.
JUMP START: READ FOR THE RECORD 6701 CARNEGIE AVE, #100 CLEVELAND, OH 44103	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	2,000.
LAB SCHOOL OF WASHINGTON 4759 RESERVOIR RD, NW WASHINGTON, DC 20007	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
LATIN AMERICAN YOUTH CENTER 3045 15TH STREET NW WASHINGTON, DC 20009	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
LEVINE SCHOOL OF MUSIC 2801 UPTON STREET, NW WASHINGTON, DC 20008	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
MARTHA'S TABLE 2114 14TH STREET, NW WASHINGTON, DC 20009	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	13,000.
<b>Total from continuation sheets</b>				

GEORGE WASSERMAN FAMILY FOUNDATION, INC.  
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Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
MOMENT MAGAZINE 4115 WISCONSIN AVENUE, NW, SUITE 102 WASHINGTON, DC 20016	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
NATIONAL CHILD RESEARCH CENTER SCHOOL 4759 RESERVOIR RD, NW WASHINGTON, DC 20007	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	1,500.
NATIONAL GALLERY OF ART 7TH & CONSTITUTION AVE, NW WASHINGTON, DC 20565	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	20,000.
NEPALLTI WASHINGTON, DC	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	1,000.
NEW AMERICA FOUNDATION 1899 L STREET, NW, SUITE 400 WASHINGTON, DC 20036	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	25,000.
PARTNERS IN HEALTH 888 COMMONWEALTH AVENUE BOSTON, MA 02446	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
PEACE PLAYER'S INTERNATIONAL 1455 PENNSYLVANIA AVENUE, NW SUITE 640 WASHINGTON, DC 20004	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	8,000.
POPLAR SPRING ANIMAL SANCTUARY 15200 MOUNT NEBO ROAD POOLESVILLE, MD 20837	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	1,500.
POTOMAC CONSERVANCY 8601 GEORGIA AVENUE SILVER SPRING, MD 20910	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
PRIMARY CARE COALITION 5 NORTH FREDERICK AVENUE GAITHERSBURG, MD 20877	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
<b>Total from continuation sheets</b>				

**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
SIXTH & I SYNAGOGUE 600 I ST. NW WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
SO OTHERS MIGHT EAT 71 " O " ST NW WASHINGTON, DC 20001	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
STUDIO THEATHER 1501 14TH STREET WASHINGTON, DC 20005	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
PHILLIPS COLLECTION 1600 21ST, NW WASHINGTON, DC 20009	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
SEED FOUNDATION 1776 MASSACHUSETTS AVENUE, NW, SUITE 600 WASHINGTON, DC 20036	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	15,000.
URBAN ALLIANCE 1327 14TH ST, NW, #200 WASHINGTON, DC 20005	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PL, SW WASHINGTON, DC 20024	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
WASHINGTON HEBREW - SOCIAL JUSTICE CENTER FUND 3935 MACOMB ST, NW WASHINGTON, DC 20016	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	10,000.
WASHINGTON HOME FOR COMMUNITY HOSPICES 3720 UPTON STREET NW WASHINGTON, DC 20016	N/A	501(C)(3)	OVERALL CHARITABLE PURPOSE OF THE ORGANIZATION	5,000.
<b>Total from continuation sheets</b>				



FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
INTEREST/DIVIDENDS	471,232.	23,633.	447,599.	
TOTAL TO FM 990-PF, PART I, LN 4	471,232.	23,633.	447,599.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	3,300.	1,650.		1,650.	
TO FORM 990-PF, PG 1, LN 16B	3,300.	1,650.		1,650.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER PROFESSIONAL FEES	30,418.	30,418.		0.	
TO FORM 990-PF, PG 1, LN 16C	30,418.	30,418.		0.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
12 1Q ESTIMATED TAXES	16,240.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	16,240.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE/MISC	447.	234.		223.
FOREIGN TAXES	1,024.	1,024.		0.
PAYROLL TAXES	3,183.	1,592.		1,591.
FUTA/UNEMPLOYMENT TAXES	187.	94.		93.
<b>TOTAL TO FORM 990-PF, PG 1, LN 23</b>	<b>4,841.</b>	<b>2,944.</b>		<b>1,907.</b>

FORM 990-PF	CORPORATE STOCK		STATEMENT 6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CHEVY CHASE TRUST - STOCKS	365,917.	453,987.	
CHARLES SCHWAB - STOCKS	162,389.	193,309.	
<b>TOTAL TO FORM 990-PF, PART II, LINE 10B</b>	<b>528,306.</b>	<b>647,296.</b>	

FORM 990-PF	CORPORATE BONDS		STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CHEVY CHASE TRUST - BONDS	6,585,848.	7,082,406.	
PURCHASED INTEREST	0.	0.	
<b>TOTAL TO FORM 990-PF, PART II, LINE 10C</b>	<b>6,585,848.</b>	<b>7,082,406.</b>	

FORM 990-PF	OTHER INVESTMENTS			STATEMENT 8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
CHARLES SCHWAB - OTHERS	COST	1,853,135.	1,907,002.	
<b>TOTAL TO FORM 990-PF, PART II, LINE 13</b>		<b>1,853,135.</b>	<b>1,907,002.</b>	

FORM 990-PF	OTHER ASSETS		STATEMENT 9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	2,737.	0.	0.
CAPITAL GAIN DISTR RECEIVABLE	107.	0.	0.
INVESTMENT INCOME DUE TO TIMING DIFFERENCES	0.	8,496.	8,496.
<b>TOTAL TO FORM 990-PF, PART II, LINE 15</b>	<b>2,844.</b>	<b>8,496.</b>	<b>8,496.</b>

FORM 990-PF	OTHER LIABILITIES		STATEMENT 10
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
PAYROLL TAX PAYABLE	9,888.	9,413.	
FOREIGN TAX PAYABLE	391.	0.	
<b>TOTAL TO FORM 990-PF, PART II, LINE 22</b>	<b>10,279.</b>	<b>9,413.</b>	