



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



**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

For calendar year 2012, or tax year beginning , 2012, and ending

Name of foundation The Henry and Ruth Blaustein Rosenberg Foundation, Inc.		A Employer identification number 52-6038384
Number and street (or P O box number if mail is not delivered to street address) One North Charles St, 22nd Fl		B Telephone number (see the instructions) (410) 347-7066
City or town Baltimore	State ZIP code MD 21201	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 26,285,041.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
------------------------------------	---------------------------	-------------------------	---

1 Contributions, gifts, grants, etc., received (att sch)	100,000.		
2 <input type="checkbox"/> If the foundn is not req to att Sch B			
3 Interest on savings and temporary cash investments			
4 Dividends and interest from securities	971,479.	971,479.	
5a Gross rents			
b Net rental income or (loss)			
6a Net gain/(loss) from sale of assets not on line 10	495,332.		
b Gross sales price for all assets on line 6a 4,111,063.			
7 Capital gain net income (from Part IV, line 2)		495,332.	
8 Net short-term capital gain			0.
9 Income modifications			
10a Gross sales less returns and allowances			
b Less Cost of goods sold			
c Gross profit/(loss) (att sch)			
11 Other income (attach schedule) Atel K-1 non portfolio	13,581.		
12 Total. Add lines 1 through 11	1,580,392.	1,466,811.	0.
13 Compensation of officers, directors, trustees, etc			
14 Other employee salaries and wages	94,180.		94,180.
15 Pension plans, employee benefits			
16a Legal fees (attach schedule)			
b Accounting fees (attach sch) L-16b Stmt	81,500.	32,600.	48,900.
c Other prof fees (attach sch) L-16c Stmt	70,142.	70,142.	
17 Interest			
18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	42,857.	12,857.	
19 Depreciation (attach sch) and depletion			
20 Occupancy	10,539.		10,539.
21 Travel, conferences, and meetings	78.		78.
22 Printing and publications			
23 Other expenses (attach schedule) Bank Fees	82.		82.
24 Total operating and administrative expenses. Add lines 13 through 23	299,378.	115,599.	153,779.
25 Contributions, gifts, grants paid	1,354,750.		1,354,750.
26 Total expenses and disbursements. Add lines 24 and 25	1,654,128.	115,599.	1,508,529.
27 Subtract line 26 from line 12:			
a Excess of revenue over expenses and disbursements	-73,736.		
b Net investment income (if negative, enter -0-)		1,351,212.	
c Adjusted net income (if negative, enter -0-)			0.

616 2/1/13

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing	101,777.	153,743.	153,743.
	2 Savings and temporary cash investments	659,518.	1,029,929.	1,029,929.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) L-13 Stmt	24,311,451.	25,101,369.	25,101,369.
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	25,072,746.	26,285,041.	26,285,041.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
N E T A S S E T S F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	25,072,746.	26,285,041.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	25,072,746.	26,285,041.	
31 Total liabilities and net assets/fund balances (see instructions)	25,072,746.	26,285,041.		

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	25,072,746.
2 Enter amount from Part I, line 27a	2	-73,736.
3 Other increases not included in line 2 (itemize) ▶ <u>Net Unrealized Gain</u>	3	1,286,031.
4 Add lines 1, 2, and 3	4	26,285,041.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	26,285,041.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a Atel Capital Equipment per K-1		P	various	various
b Rockefeller Global Equity per K-1		P	various	various
c Franklin Street Partners		P	various	05/10/12
d JP Morgan Cap Gain Distr. acct A52481 20-6		P	various	various
e See Columns (a) thru (d)				

(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 39.		0.	39.
b 499,408.		0.	499,408.
c 567,385.		368,274.	199,111.
d 2,978.		0.	2,978.
e See Columns (e) thru (h)		4,329,515.	-206,204.

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			39.
b			499,408.
c			199,111.
d			2,978.
e See Columns (i) thru (l)			-206,204.

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	495,332.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see 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 (column (b) divided by column (c))
2011	1,447,835.	26,229,325.	0.055199
2010	2,008,829.	25,492,156.	0.078802
2009	1,820,838.	23,134,888.	0.078705
2008	2,007,916.	27,414,930.	0.073242
2007	2,330,389.	31,596,312.	0.073755

2 Total of line 1, column (d)	2	0.359703
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.071941
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	25,683,938.
5 Multiply line 4 by line 3	5	1,847,728.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,512.
7 Add lines 5 and 6	7	1,861,240.
8 Enter qualifying distributions from Part XII, line 4	8	1,508,529.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	27,024.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	27,024.
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	27,024.
6 Credits/Payments.			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	35,097.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	35,097.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	59.	
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	8,014.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	8,014.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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
4 a 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?	X	
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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) MD - Maryland		
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

BAA

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Rosemore Professional Services Inc.</u> Telephone no. <u>(410) 347-7066</u> Located at <u>One N Charles St, 22nd Fl, Balt., MD</u> ZIP + 4 <u>21201</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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 <u></u>				

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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	
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?	1 c	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? If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions)	2 b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

BAA

Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

6 a 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?

6 b

If 'Yes' to 6b, file Form 8870

X

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

7 b

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None n/a n/a	None	0.00		

Total number of other employees paid over \$50,000☐ None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Rosemore Professional Services, Inc. One N. Charles St, 22nd Fl Baltimore MD 21201	Financial Services	81,500.
Total number of others receiving over \$50,000 for professional services		None

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 Administration of Grants is only activity	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 None	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	None

BAA

Form 990-PF (2012)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1 a	25,029,461.
b Average of monthly cash balances	1 b	1,045,603.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	26,075,064.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	26,075,064.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	391,126.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,683,938.
6 Minimum investment return. Enter 5% of line 5	6	1,284,197.

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	1,284,197.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	27,024.	
b Income tax for 2012 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b	2 c	27,024.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,257,173.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	1,257,173.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,257,173.	

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	1 a	1,508,529.
b Program-related investments — total from Part IX-B	1 b	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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,508,529.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,508,529.

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				1,257,173.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012				
a From 2007				0.
b From 2008				59,737.
c From 2009				671,461.
d From 2010				2,017,800.
e From 2011				1,447,835.
f Total of lines 3a through e	4,196,833.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 1,508,529.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus	1,508,529.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	1,257,173.			1,257,173.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,448,189.			
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				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	4,448,189.			
10 Analysis of line 9.				
a Excess from 2008				0.
b Excess from 2009				0.
c Excess from 2010				1,491,825.
d Excess from 2011				1,447,835.
e Excess from 2012				1,508,529.

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

N/A

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

- b** Check box to indicate whether the 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

[illegible]

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).)

Henry A. Rosenberg, Jr.

- 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.

Henry A. Rosenberg, Jr.

One North Charles Street, 22nd Floor

Baltimore

MD 21201

(410) 347-7066

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

Letter

- 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.

This organization does not make gifts or grants to individuals.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Schedule Attached		501(c)3	Unrestricted Gift	1,354,750.
Total			3 a	1,354,750.
b Approved for future payment See Schedule Attached		501(c)(3)	Unrestricted Gift	1,008,500.
Total			3 b	1,008,500.

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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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.

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

**Sign
Here**

Signature of officer or trustee

11/15/13

President

May the IRS discuss this return with the preparer shown below (see instructions)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

DALE E. MAXSON

Preparer's signature

$$20 \approx 14 \approx$$

Date _____

11/15/13

Check

self-employed

			PTIN
--	--	--	------

P00165970

Firm's name ▶ Rosemore Professional Services, Inc.

Firm's EIN ▶ 52-2358116

Firm's address ▶ One N. Charles St., 22nd Floor

Baltimore

MD 21201

Phone no (410) 347-7066

BAA

Form 990-PF (2012)

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

The Henry and Ruth Blaustein Rosenberg Foundation, Inc.

Employer identification number

52-6038384

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

☐ 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).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

The Henry and Ruth Blaustein Rosenberg Foundation, Inc.

52-6038384

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Henry A. Rosenberg, Jr. 5 High Green Lane STEVENSON MD 21153	\$ 100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Excise Taxes	30,000.			
Foreign Taxes	12,857.	12,857.		
Total	42,857.	12,857.		

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
JP Morgan Cap Gain Distr. acct A52481 30-5 Publicly Traded Securities	P	various	various

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(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)
12,248.		0.	12,248.
4,111,063.		4,329,515.	-218,452.
Total		4,329,515.	-206,204.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (i) thru (l)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			12,248.
			-218,452.
Total			-206,204.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Rosemore Professional	Tax and Investing	81,500.	32,600.		48,900.

Form 990-PF, Page 1, Part I

Continued

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Total		<u>81,500.</u>	<u>32,600.</u>		<u>48,900.</u>

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LC Growth	Portfolio/Investment Ex	21,541.	21,541.		
Rockefeller	Portfolio/Investment Ex	48,601.	48,601.		
Total		<u>70,142.</u>	<u>70,142.</u>		

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
JP Morgan Bond Fund	2,551,762.	2,551,762.
State of Israel Bond 03/01/15	50,000.	50,000.
State of Israel Bond 05/01/15	75,000.	75,000.
Eaton Vance	2,622,797.	2,622,797.
BlackRock High Yield Bond	1,305,393.	1,305,393.
Rockefeller Global Equity	4,978,077.	4,978,077.
Ishares Russell 2000	632,385.	632,385.
T Rowe Price New Asia	725,090.	725,090.
Russell Midcap Index Fund	719,316.	719,316.
DF Dent Premier Growth	709,024.	709,024.
Artisan Intl Value Fund	653,099.	653,099.
Atel Capital Equipment Fund IX	28,522.	28,522.
Dreyfuss Laurel Emg Mkt	505,270.	505,270.
Highbridge Hedge Fund	1,544,147.	1,544,147.
Aurora Offshore II - Hedge Fund	2,250,560.	2,250,560.
JP Corporate Fin Private Inv III	1,494,202.	1,494,202.
Avenue Int'l Hedge Fund	630,865.	630,865.
Coatue Int'l Hedge Fund	709,287.	709,287.
Goldentree Hedge Fund	711,121.	711,121.
NB Select Access Fund	15,820.	15,820.
Galleon Offshore Hedge Fund	599.	599.
Blackstone Real Estate	510,742.	510,742.
Global Access Hedge Fund	544,876.	544,876.
Cullen High Dividend Equity	546,420.	546,420.
DB BREN SPX 1/7/13	586,995.	586,995.
Total	<u>25,101,369.</u>	<u>25,101,369.</u>

Page 6, Part VIII, Item 1 - Name, address and title of officers, directors and trustees

Name and Address

Position

Henry A. Rosenberg, Jr.
Stevenson, Maryland

Trustee and President

Robert A. Delp
Ellicott City, Maryland

Treasurer

Betsy F. Ringel
Baltimore, Maryland

Secretary

Dale E. Maxson
Woodbine, Maryland

Assistant Treasurer and
Assistant Secretary

THE HENRY AND RUTH BLAUSTEIN ROSENBERG FOUNDATION, INC.
ONE NORTH CHARLES ST, 22ND FL BALTIMORE, MD 21201
FORM 990-PF FOR CALENDAR YEAR 2012
52-6038384

Page 11, Part XV, Line 3a – Contributions, gifts, grants, etc., paid during the year

Organization Name	City, State	Amount
Abilities Network	Towson, MD	\$15,000
American Cancer Society	Baltimore, MD	15,000
American Red Cross, National Headquarters	Washington, DC	25,000
American Visionary Art Museum, Inc.	Baltimore, MD	7,500
Arts Education in Maryland Schools, Inc.	Baltimore, MD	10,000
Arts Every Day, Inc.	Baltimore, MD	10,000
The Associated Jewish Community Federation of Baltimore, Inc.	Baltimore, MD	50,000
The Associated Jewish Community Federation of Baltimore, Inc.	Baltimore, MD	50,000
The Association of Baltimore Area Grantmakers	Baltimore, MD	4,500
The Association of Baltimore Area Grantmakers	Baltimore, MD	5,000
The B & O Railroad Museum, Inc.	Baltimore, MD	15,000
Baltimore Chesapeake Bay Outward Bound Center	Baltimore, MD	5,000
Baltimore Chesapeake Bay Outward Bound Center	Baltimore, MD	7,500
Baltimore Child First Authority, Inc.	Baltimore, MD	10,000
Baltimore Choral Arts Society, Inc.	Baltimore, MD	10,000
Baltimore City Health Department	Baltimore, MD	15,000
Baltimore Office of Promotion & the Arts	Baltimore, MD	5,000
Baltimore Squashwise	Baltimore, MD	10,000
The Baltimore Symphony Orchestra	Baltimore, MD	85,000
Baltimore Urban Debate League	Baltimore, MD	10,000
Big Brothers & Big Sisters of Central Maryland, Inc.	Baltimore, MD	7,500
Biotechnical Institute of Maryland, Inc.	Baltimore, MD	10,000
Bryn Mawr School for Girls of Baltimore City	Baltimore, MD	1,500
Cal Ripken, Sr. Foundation	Baltimore, MD	60,000
CASA of Baltimore County, Inc.	Towson, MD	5,000
Center Stage Associates, Inc.	Baltimore, MD	5,000
Concert Artists of Baltimore, Inc.	Baltimore, MD	20,000
Concert Artists of Baltimore, Inc.	Baltimore, MD	15,000
Concert Artists of Baltimore, Inc.	Baltimore, MD	10,000
Dyslexia Tutoring Program, Inc.	Baltimore, MD	25,000
Enoch Pratt Free Library of Baltimore City	Baltimore, MD	10,000
The Everyman Theatre, Inc.	Baltimore, MD	10,000
The Everyman Theatre, Inc.	Baltimore, MD	35,000
The Everyman Theatre, Inc.	Baltimore, MD	8,000
The Family Tree	Baltimore, MD	20,000
The Family Tree	Baltimore, MD	12,500
Gilman School, Inc.	Baltimore, MD	10,500
Greater Baltimore Cultural Alliance	Baltimore, MD	10,000
Greater Homewood Community Corporation	Baltimore, MD	7,500
Health Care for the Homeless, Inc.	Baltimore, MD	20,000
Heifetz International Music Institute, Inc.	Staunton, VA	15,000
HopeWell Cancer Support	Brooklandville, MD	10,000
Hurricane Sandy New Jersey Relief Fund	Mendham, NJ	10,000

THE HENRY AND RUTH BLAUSTEIN ROSENBERG FOUNDATION, INC.
ONE NORTH CHARLES ST, 22ND FL BALTIMORE, MD 21201
FORM 990-PF FOR CALENDAR YEAR 2012
52-6038384

Page 11, Part XV, Line 3a – Contributions, gifts, grants, etc., paid during the year

Organization Name	City, State	Amount
The Jewish Museum of Maryland	Baltimore, MD	6,250
The Jewish Museum of Maryland	Baltimore, MD	10,000
Johns Hopkins Hospital	Baltimore, MD	70,000
Johns Hopkins University-Peabody Institute	Baltimore, MD	25,000
Junior Achievement of Central Maryland, Inc.	Owings Mills, MD	7,500
LifeBridge Health	Baltimore, MD	62,500
LIFT-UP	Rifle, CO	5,000
Living Classrooms Foundation	Baltimore, MD	10,000
Marine Mammal Stranding Center	Brigantine, NJ	7,500
Maryland African American Museum Corporation	Baltimore, MD	5,000
Maryland Business Roundtable for Education	Baltimore, MD	7,500
Maryland Citizens for the Arts, Inc.	Baltimore, MD	5,000
Maryland Food Bank, Inc.	Baltimore, MD	15,000
Maryland Institute College of Art	Baltimore, MD	37,500
MPT Foundation, Inc.	Owings Mills, MD	12,500
National Boy Scouts of America Foundation	Irving, TX	80,000
National Boy Scouts of America Foundation	Irving, TX	80,000
National Kidney Foundation of Maryland, Inc.	Baltimore, MD	1,500
Network for Teaching Entrepreneurship	New York, NY	10,000
Next One Up Foundation	Baltimore, MD	10,000
Parks & People Foundation for Baltimore Recreation & Parks	Baltimore, MD	10,000
Paul's Place, Inc.	Baltimore, MD	5,000
Pew Charitable Trusts	Philadelphia, PA	5,000
Planned Parenthood of Maryland, Inc.	Baltimore, MD	20,000
Planned Parenthood of the Columbia/Willamette	Portland, OR	10,000
Pride of Baltimore, Inc.	Baltimore, MD	5,000
Rhode Island Sports Heroes	Coventry, RI	15,000
South Baltimore Learning Center	Baltimore, MD	10,000
The Star Spangled Banner Flag House Association, Inc.	Baltimore, MD	2,500
Surfrider Foundation	San Clemente, CA	7,500
Thomas A. Edison High School	Portland, OR	15,000
The Walters Art Museum	Baltimore, MD	20,000
Wide Angle Youth Media, Inc.	Baltimore, MD	5,000
William S. Baer School Partnership Board, Inc.	Baltimore, MD	15,000
YMCA of Central Maryland, Inc.	Baltimore, MD	25,000
Young Audiences of Maryland, Inc.	Baltimore, MD	10,000
Your Public Radio Corporation	Baltimore, MD	5,000
TOTAL		\$1,354,750

All grants or contributions are made to qualified 501(c)(3) organizations.

Purpose of grants or contributions listed above: Unrestricted gift for charitable purposes.

THE HENRY AND RUTH BLAUSTEIN ROSENBERG FOUNDATION, INC.
ONE NORTH CHARLES ST, 22ND FL BALTIMORE, MD 21201
FORM 990-PF FOR CALENDAR YEAR 2012
52-6038384

Page 11, Part XV, Line 3b – Grants and Contributions Approved for Future Payments

Organization Name	City, State	Balance
American Heart Association-Mid Atlantic Affiliate	Glen Allen, VA	\$150,000
Arts Education in Maryland Schools, Inc.	Baltimore, MD	10,000
Arts Every Day, Inc.	Baltimore, MD	10,000
The B&O Railroad Museum, Inc.	Baltimore, MD	15,000
Baltimore Choral Arts Society, Inc.	Baltimore, MD	10,000
The Baltimore Symphony Orchestra	Baltimore, MD	75,000
Concert Artists of Baltimore, Inc.	Baltimore, MD	10,000
Concert Artists of Baltimore, Inc.	Baltimore, MD	10,000
Cultural Data Project	Philadelphia, PA	5,000
The Everyman Theatre, Inc.	Baltimore, MD	10,000
The Everyman Theatre, Inc.	Baltimore, MD	70,000
The Family Tree	Baltimore, MD	12,500
Greater Homewood Community Corporation	Baltimore, MD	7,500
Johns Hopkins University-Peabody Institute	Baltimore, MD	25,000
LifeBridge Health	Baltimore, MD	62,500
Maryland Citizens for the Arts, Inc.	Baltimore, MD	3,500
Maryland Family Network, Inc.	Baltimore, MD	7,500
Maryland Food Bank, Inc.	Baltimore, MD	15,000
Maryland Institute College of Art	Baltimore, MD	112,500
MPT Foundation, Inc.	Owings Mills, MD	12,500
National Boy Scouts of America Foundation	Irving, TX	80,000
National Boy Scouts of America Foundation	Irving, TX	160,000
Parks & People Foundation for Baltimore Recreation & Parks	Baltimore, MD	40,000
Planned Parenthood of Maryland, Inc..	Baltimore, MD	20,000
South Baltimore Learning Center.	Baltimore, MD	10,000
William S. Baer School Partnership Board, Inc.	Baltimore, MD	15,000
YMCA of Central Maryland, Inc.	Baltimore, MD	50,000
TOTAL		\$1,008,500

All grants or contributions are made to qualified 501(c)(3) organizations.

Purpose of grants or contributions listed above – Unrestricted gift for charitable purpose.

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

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

		Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or	
	The Henry and Ruth Blaustein Rosenberg Foundation, Inc.	52-6038384	
	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)	
File by the extended due date for filing your return. See instructions.	One North Charles St., 22nd Fl		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	Baltimore MD 21201		

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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 (section 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 care of ▶ Rosemore Professional Services Inc.
Telephone No. ▶ (410) 347-7066 FAX No. ▶ (410) 347-7084
- 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 Nov 15, 20 13.
- 5 For calendar year 2012, or other tax year beginning _____, 20 _____, and ending _____, 20 _____.
- 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 ... WE HAVE NOT RECEIVED ENOUGH TAX INFORMATION ON OUR INVESTMENTS TO FILE AN ACCURATE RETURN AT THIS TIME.

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 \$	20,000.
8b 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 \$	35,097.
8c 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 [Signature] Title ▶ Assistant Treasurer Date ▶ 8-14-13
BAA FIF20502 01/21/13 Form 8868 (Rev 1-2013)